

Hayden M. Baker

Associate

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Dallas – 214.981.9955



Hayden Baker structures and negotiates mergers and acquisitions, private equity investments, and other corporate transactions for buyers, sellers, and investors who need a dealmaker that understands the business as well as the legal terms.

Hayden brings a perspective most outside counsel cannot offer: before joining Dorsey & Whitney, he served as in-house counsel at a Fortune 100 company, where he sat on the client side of the table through acquisitions, dispositions, and board-level decisions. That experience shapes how he approaches every engagement — focused on what actually moves a deal forward, not just what protects it on paper.

Hayden's M&A practice spans the full deal spectrum, from founder exits and family office recapitalizations to private equity-backed acquisitions and strategic transactions involving NYSE-listed public companies. He regularly represents private investment funds in minority equity investments and advises both buyers and sellers across industries that include manufacturing, healthcare, and financial services. His work on the sell side includes all-equity divestitures of operating divisions and portfolio companies; on the buy side, he has structured add-on acquisitions, debt facility purchases, and vertical integration deals.

Hayden also advises on the corporate matters that surround transactions — management and other incentive equity plans, commercial contracts, corporate governance, and board-level review processes, including special committee representations. His general corporate practice serves closely held businesses, emerging companies, and publicly traded issuers that need counsel who can move between strategic and operational questions without losing sight of either.

Select Experience

- Represented an NYSE-listed corporation in the \$375 million all-equity sale of its highway products division to a private equity buyer.*

Education

- Southern Methodist University Dedman School of Law (J.D., 2018)
 - *cum laude*
 - Articles Editor, *SMU Science & Technology Law Review*
 - 2018 Don M. Smart Directed Research Award
- Washington State University (B.A., Political Science, 2014)
 - *magna cum laude*

Bar Admissions

- Texas

- Represented a Texas-based multiple-location home health provider in the \$80 million all-equity sale of its business to a private equity buyer.*
- Represented a private investment fund in numerous minority equity co-investments alongside private equity sponsors.
- Represented a private investment fund in its minority preferred equity investment in a multi-state pediatric healthcare platform.

Court Admissions

- U.S. District Court for the Northern District of Texas

Professional Affiliations

- Member, Dallas Bar Association
- Member, Dallas Association of Young Lawyers
- Co-Chair, 2021 – 2022 Dallas Association of Young Lawyers Deal Bootcamp Subcommittee

Accolades

- Consistently providing pro bono legal assistance to those in need through Dorsey's Pro Bono program
- *Texas Super Lawyers®*, "Rising Stars", 2024-2026

Legal Writings

- Co-Author, Professional Liability, 6 SMU ANN. TEX. SURV. 259 (2020).
- Co-Author, Professional Liability, 5 SMU ANN. TEX. SURV. 291 (2020).
- Co-Author, Business Succession Planning for Baby Boomers, Dallas Bar Association Headnotes (November 2019).
- Author, Tales from the Crypt: The Securities Law Implications of Initial Coin Offerings and a Framework for a Compliant ICO, 46 SEC. REG. L.J. 309 (2018).
- Co-Author, Investor Fairness in Securities Arbitration: A Perceptual Issue?, 45 SEC. REG. L.J. 259 (2017).
- Co-Author, Luxottica Group, S.p.A. v. Greenbriar Marketplace II, LLC—Landlord is "Knocked Off" by Tenant's Conduct, ICSC Shopping Center Legal Update (June 2017).