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**MICHAEL J. ROBERTS, ESQ.**

*“Mediation almost always results in settlement when a skilled and determined mediator is involved in the process. My personal mission is to 'go the extra mile' to insure settlement no matter what obstacles stand in the way.”*

## **BUSINESS AND COMMERCIAL DISPUTE RESOLUTION EXPERIENCE**

Mike Roberts has over 35 years experience in the litigation and mediation of business disputes of every type and description. During the past 20 years, he has served as a mediator and arbitrator in hundreds of business and commercial cases. Mike is widely recognized for his expertise and resolve in settling difficult cases involving sophisticated and complex business issues.

### **REPRESENTATIVE BUSINESS AND COMMERCIAL ISSUES MEDIATED AND ARBITRATED BY MIKE ROBERTS**

- Accounting actions
- Antitrust and unfair competition
- Banking and financing transactions
- Bankruptcy matters including relief from automatic stays and secured/unsecured creditor issues
- Breach of fiduciary duty and business fraud claims
- Broker commission disputes
- Computer and software sales and installations
- Enforcement of non-competition agreements
- Equipment leasing
- Executive compensation and stock option agreements
- Franchise agreements
- Insurance coverage and bad faith
- Intentional and negligent interference with contract and other business relationships
- Involuntary corporate dissolutions
- Joint ventures
- License agreements
- Maritime liens
- Misappropriation of trade secrets and other proprietary information
- Partnership disputes (limited, general and LLC's)
- Personal guarantees

- Purchase or sale of business (assets and stock purchases)
- Secured and unsecured financing transactions
- Secured and unsecured loan transactions
- Securities violations
- Shareholder disputes
- Trademark infringement

**REPRESENTATIVE BUSINESS AND COMMERCIAL CASES RESOLVED BY MIKE ROBERTS**

- Mediated terms of long-term healthcare agreement between regional hospital and 100 physician primary care HMO
- Action by minority shareholders seeking involuntary corporate dissolution
- Attorney and accounting errors and omissions arising out of \$125 million business acquisition
- Dispute between major fast food franchisor and franchisees concerning terms of co-op advertising agreements
- Dispute between major bank and computer software supplier concerning defects in branch banking accounting software
- Dispute between high tech public company and licensee over alleged breach of exclusive license agreement for sale of company's products throughout United States
- Dispute between founding shareholder and company contending breach of fiduciary duty as a result of being forced to give up control
- Mediated mobile home park rent control agreement between city and owners of mobile home parks
- Dispute between limited partners and general partner arising out of sale of partnership's interest in Hawaii resort investment
- Dispute between time share developer and owner of hotels concerning breach of agreement to rent rooms and conference facilities
- Claim of fraud and negligent misrepresentation against electric utility arising out of unbundling of rates for industrial users adversely affecting investors in cogeneration power plants
- Served as court appointed partition referee in action between partners in 60 acre commercial real estate site
- Mediated numerous claims by investors against registered broker-dealers and investment advisors regarding claims of suitability, churning, and breaches of fiduciary duty
- Mediated numerous attorney and accountant firm dissolutions
- Breach of executive compensation and stock option agreement arising out of "for cause" termination of CEO of public company
- Breach of purchase and sale agreement for portfolio of secured real estate loans
- Action by lender to foreclose security interest in mini-storage warehouse business which had filed bankruptcy

- Claim by shipyard for wave damage to pier and dry dock facilities arising out of launching of large vessels by adjoining shipyard
- Disputes between Native American tribe and developer of gaming facilities
- Breach of loan covenants dispute between commercial bank and motor home dealer
- Actions by Resolution Trust Corporation to enforce personal guarantee of commercial loans made to non-profit corporation
- Action by professional medical corporation against bank to rescind promissory notes evidencing loans obtained through embezzlement and to invalidate payment made on forged checks
- Action to foreclose on accounts receivable, inventory and personal property collateral
- Action by high tech company against former executives who set up competing company in violation of non-competition and confidentiality agreement
- Disputes between beneficiaries of estate planning trust regarding division of family business and related real estate assets
- Dispute between long distance telephone carriers over disclosure of proprietary customer information by former executive
- Attorney errors and omissions in connection with acquisition of company
- Action by business against insurer re \$2.8 million in business income losses
- Dispute between high tech company and European account representative regarding commissions due
- Claim by founder of high tech company against officers, directors and majority shareholders claiming intentional interference with employment relationship
- Class action involving alleged securities fraud against public company arising out of failure to disclose contingent liabilities
- Claim for accounting and money due under earn-out provision of buy and sell agreement
- Claim against broker dealer arising out of sale of collateralized mortgage obligations to retirement trust

#### **ACTIVITIES AND HONORS**

- Full time mediator, arbitrator, special master and discovery referee since 1993 - Mediation Offices of Michael J. Roberts, 1993 to 2002; JAMS, 2002 to 2005; and, ADR Services, 2006 to Present.
- Fellow, International Academy of Mediators, 1997-present
- Member CPR Panel of Distinguished Neutrals, Los Angeles
- Former Chairperson, Real Property Law Section, San Diego County Bar Association
- Member of the Association of Business Trial Lawyers of San Diego
- Member of the Board of Trustees of the San Diego Chapter of the National Multiple Sclerosis Society (1988-1998)
- Member of the Board of Directors of the San Diego Mediation Center (1993-1995)
- "AV" rated in the Martindale-Hubbell Law Directory
- Senior litigation partner in major San Diego law firms specializing in real estate, construction and business matters, 1974-1993

#### **REPRESENTATIVE SPEAKING ENGAGEMENTS**

Frequent speaker at various legal and industry seminars on subjects relating to business, real estate and construction disputes including:

- *Mediation of Business Disputes*, San Diego County Bar Association Meeting
- *Mediating With Public Entities*, California State Bar Association's Annual Meeting.
- *Mediation of Business Disputes*, American Arbitration Association's Alternative Dispute Resolution Symposium
- *Alternative Dispute Resolution For Real Estate Disputes*, California Association of Realtors Conference
- *Negotiating With Difficult People*, California State Bar Annual Meeting
- *Mediation Savvy For Real Estate Attorneys and Professionals*, American Arbitration Association's Arbitration & Mediation Day.
- *What Every Right-of-Way Professional Should Know About Mediation*, International Right-of-Way Association Conference.
- *How To Win Your Case With Creative ADR And Dispute Avoidance Techniques*, California State Bar Association's Annual Meeting.
- *Why Mediation Works*, Chief Financial Management Association
- *Incorporating Mediation Into Your Practice*, Commercial Law Affiliates Annual Meeting
- *Ten Ways to Guarantee a Failed Mediation*, California Community Association Institute
- *Mediating The Complex Multi-Party Construction Dispute*, ABA Dispute Resolution Section Conference, Atlanta.
- *A Mediator's Point of View...Do's and Don'ts For Architects In Construction Disputes*, Society of American Registered Architects.

#### **REFERENCES AVAILABLE UPON REQUEST**