

LITIGATION

The Litigation Department represents a diverse clientele spanning a wide range of industries. Our clients range from Fortune 500, national, and international companies to local small businesses, partnerships, joint ventures, real estate investment and other trusts, and individuals.

Areas of specialty expertise include:

- Appellate
- Business Litigation and Dispute Resolution
- Insurance Coverage
- Labor and Employment
- Real Estate
- Securities
- Shareholder and Corporate Disputes
- Trust and Estate

Our expertise spans a broad cross-section of litigation matters, including antitrust, banking law and lender liability actions, breach of contract disputes, business torts, defamation and trade disparagement, entertainment industry disputes, insurance coverage and bad faith, intellectual property disputes, employment disputes, real estate litigation, securities controversies, tax controversies, trade secrets, unfair competition and false advertising, and unfair trade practices.

We represent clients in all aspects of litigation and dispute resolution in trial and appellate courts at the state and federal level throughout the country, as well as arbitral forums such as JAMS, AAA, FINRA, and the SEC.

Our accountability-based approach — which demands the ongoing re-evaluation of the client's best interests in every case and at each level of litigation — has served us well over the years. Simply put, our principal barometer of success is achieving our clients' litigation goals in a cost-effective manner.

Professionals



TERESA R. TRACY
PARTNER



TAL K. TAYLOR
SENIOR COUNSEL



MATTHEW A. YOUNG
SENIOR COUNSEL

Representative Clients and Matters

- » Won summary judgment and successfully represented Fortune 500 client in meal and rest break class action litigated before the California Supreme Court.
- » Represented casino in defeating certification of class action involving thousands of class members. Developed unique defense strategy that was later adopted by other casinos.
- » Successfully defended national retail store operator in wage and hour class action litigation.
- » Represented national law firm in obtaining summary judgment on significant employment discrimination claims.

- » Successfully defended Fortune 500 client in \$30+ million software patent infringement claim.
- » Represented nationally known franchisor in defeating action brought by a majority of the franchisees in a "bet-the-company" case seeking dissolution of the franchise agreements.
- » Created and coordinated the implementation of numerous reductions in force and plant closings for national companies.
- » Obtained highly favorable settlement for a nationally known retailer following the destruction of its corporate headquarters due to construction defects.
- » Obtained restitution in NASD securities fraud action on behalf of internationally renowned actors.
- » Successfully represented marina operator in development dispute and environmental contamination action involving the Sacramento Delta.
- » Obtained \$10+ million judgment on behalf of a bank in connection with loan dispute.
- » Lead counsel in multiple complex coverage/bad faith cases for U.S., London, European and Asian insurance markets.
- » Defended multiple wrongful death and personal injury claims arising from casualties during construction and transportation accidents.
- » Obtaining a favorable arbitration award that adopted a valuation of shares required to be repurchased by our client under shareholder's agreement that was millions less than the price sought by the opposing party, which was affirmed by the trial court.
- » Successful defense of over \$40 million in claims for breach of an alleged partnership agreement, fraud and breach of fiduciary duty against a large Southern California homebuilder in a multi-state litigation, including a six week jury trial, two state court appeals, a Ninth Circuit appeal, an Idaho state court action and appeal to the Idaho Supreme Court.
- » Representation of minority shareholders in home healthcare franchising companies in various state court litigation involving breach of fiduciary duty, breach of a shareholders' agreement, fraud and other tort claims, including successfully prosecuting charges for violation of court orders freezing millions of corporate funds, resulting in a civil contempt judgment that included a jail sentence.
- » Following a 10-day JAMS arbitration, defeated a \$32,000,000 claim brought against a client, secured a monetary award of nearly \$800,000, and confirmed the client's ownership interest in an entity (which interest the opposing parties valued at \$3,000,000, and sought to strip from the client in the arbitration). The award was subsequently confirmed in full by the Superior Court.
- » Successfully represented financial advisors in claims involving major Wall Street securities firms and obtained millions of dollars in compensatory and, in some cases, large punitive damage awards on behalf of the clients.
- » Successfully defended a highly publicized FINRA enforcement proceeding prosecuted against our financial advisor client, arising out of unfounded claims brought on behalf of a number of very high profile professional athletes against the client.
- » Tried and defeated claims of breach of contract, breach of fiduciary duty and declaratory relief brought by plaintiffs who sought to both obtain control of the clients' intellectual property rights and secure a large monetary award.
- » Obtained recovery of over \$450,000 plus all attorneys' fees incurred on behalf of a real estate investment firm that was defrauded during the purchase of a commercial property.
- » Obtained recovery of over \$1,000,000 on behalf of an ice cream manufacturer in a breach of contract action arising from a dispute involving a distribution agreement.
- » Defeated the most critical prong of a class certification motion which sought to certify a large group of salespersons in an action brought against a national furniture company.
- » Secured a judgment of dismissal following a motion for terminating sanctions in a fraud action brought against a real estate agent and broker.
- » Successful representation of a wine distributor in a series of lawsuits initiated in San Francisco and Napa that asserted claims of breach of contract, violation of the Lanham Act, unfair competition and fraud.
- » Obtained summary judgment in favor of a savings and loan in an action brought by former borrowers who asserted a series of lender liability and fraud claims.
- » Successful representation of a private equity group, which, after acquiring a champagne house in France, was sued in California for breach of an alleged nationwide exclusive distribution agreement.
- » The defense of employment claims for harassment and discrimination brought by various employees against the firm's employer clients in Southern California.
- » Handled major trademark related dispute concerning rights to a mark in the direct marketing industry. The dispute specifically

involved competing applications for the same mark to the USPTO and, by extension, questions regarding the priority of use of the mark in connection with pre-sale activities by the user of a mark. The case was ultimately settled on very favorable terms for the client.

» Defended complex copyright infringement dispute involving previously un-decided issues concerning the Digital Millennium Copyright Act, and the extent to which a foreign-based copyright owner must establish appropriate chain of title, and whether, and under what circumstances, the foreign owner is entitled to the presumption of validity of its copyright.

Presentations & Publications

- » CBS vs Redstone Part II: The Rebellious Board Gains Support | FFS Insights | June 1, 2018
- » You Think You Have a Rebellious Board of Directors? | FFS Insights | May 2, 2018
- » Cashing Out: A “Fair” Remedy for a Dissenting Shareholder? | FFS Insights | April 5, 2018
- » The Price of Prosperity | FFS Insights | March 15, 2018
- » FINRA Proposes Expanded Customer Options in Disputes Against Inactive Members and Persons | November 9, 2017
- » Have the Controlling Shareholders Breached Their Fiduciary Duties to the Minority in Transferring Control Shares? | FFS Insights | September 14, 2017
- » The Power of a Minority Shareholder | February 9, 2017
- » Delaware Supreme Court Sets the Stage for Direct Shareholder Lawsuits | December 15, 2016
- » Essential Information for Corporate Officers and Directors | October 6, 2016
- » Arash Beral Published in Daily Journal, "Will California Lawyers Embrace Federal Trade Secrets Law?" | January 7, 2016
- » "Principles for New Associates When Working with Law Firm Staff" | Los Angeles Lawyer | June 11, 2015
- » Featured Cover Story "Doubling Down" | Los Angeles Lawyer | April 2, 2015
- » Directors and Controlling Shareholders May Be Liable for Paying Themselves Excessive Compensation | January 1, 2015
- » "How to Handle a Trade Secrets Trial" | Association of Business Trial Lawyers of Orange County | November 6, 2014
- » Have Directors Improperly Refused to Declare a Dividend? | September 4, 2014
- » "Ruling Clarifies Mass Tort Jurisdictional Issue" | Los Angeles Daily Journal | August 1, 2014
- » Delaware Supreme Court Holds That Corporate Bylaws May Shift Attorney Fees | June 5, 2014
- » "Mediation: A Tale of Two Studies" | Apparel News | June 4, 2014
- » Under Certain Circumstances, a Derivative Plaintiff Can Be Barred From All Discovery | April 3, 2014
- » "Conflicts of Interest from a Risk Management and Ethics Viewpoint" | 2014 NSCP Regional Meeting | February 6, 2014
- » "Fashion Dispute Resolution Makes Legal Disputes a Win-Win Proposition" | Apparel News | February 3, 2014
- » "Basic Guide to Starting a Garment Business and Compliance" | January 2, 2014
- » "Early Neutral Evaluation" | Fashion Dispute Resolution | January 1, 2014
- » Do Shareholders of Closely Held Corporations Owe Each Other a Fiduciary Duty of Loyalty Including a Duty Not to Compete? | January 1, 2014
- » "Proper Use of Client Assets: Soft Dollars and Hard Money Payments" | 2013 NSCP National Meeting | August 1, 2013
- » Have Directors and Officers Engaged in Wrongful Self-Dealing With the Corporation? | August 1, 2013
- » "Personal Injury: Survive The Changing Court Environment" | Los Angeles Daily Journal | April 4, 2013
- » "How to Buy Prints Without Buying a Lawsuit" | Apparel News | September 14, 2012
- » Appraisal Institute Convention | August 1, 2012
- » How to Pursue Social Causes Without Risking Shareholder Litigation | August 2, 2012
- » Featured Cover Story "The Sham Loan Guaranty Defense" | BIG NEWS | May 2, 2012

- » [Have a Corporation's Controlling Shareholders Manipulated the Corporation for Their Own Self-Interest?](#) | May 3, 2012
- » [The "Sham Guaranty" Defense](#) | California Lawyer | April 5, 2012
- » [Tax Preparers' Liability for Incurred Interest Charges](#) | February 1, 2012
- » [Have Your Shareholder Rights Been Abridged?](#) | Los Angeles Daily Journal | January 4, 2012
- » [The Sham Guaranty Defense for Partners, Trustees, Corporate Officers and Shareholders](#) | June 8, 2011
- » [The Sham Guaranty Defense and Litigation Strategy](#) | January 5, 2011
- » [3-D Movies Fighting for Screen Time](#) | October 6, 2010
- » [Will Wall Street Executives Seek the Protection of the Fifth Amendment?](#) | Los Angeles Lawyer | July 1, 2010
- » [Business Pays for Court Delays](#) | Los Angeles Business Journal | May 5, 2010
- » [You're Exonerated: Exploring the "Sham Guaranty" Defense to Eliminate Liability Under a Guaranty](#) | BIG NEWS | April 1, 2010
- » [The Real Estate Market, California's Anti-Deficiency Laws and Sham Guaranty](#) | January 1, 2010
- » ["Adapting to Adaptive Reuse](#) | Southern California Interdisciplinary Law Journal 703 | January 8, 2009
- » [Is Your Partner Using the Recession to Hide Fraud?](#) | August 9, 2007
- » [When Seeking Pre-Trial Receivership for Solvent Companies Less May be More](#) | June 7, 2007
- » [Arbitration Enforced at Any Cost? Perhaps Not.](#) | January 3, 2007
- » [Are You Personally Liable for the Acts of Your Corporation?](#) | November 1, 2006
- » [An Arbitrator's Powers are Limited](#) | June 1, 2006
- » [How Final Are Arbitration Awards?](#) | January 4, 2006
- » [Avoiding Shareholder Litigation](#) | January 3, 2002