



ERICA B. GARAY, ESQ.

Commercial Specialist

Erica B. Garay, Esq. is an accomplished neutral and is also a commercial litigator with over 35 years of experience. She has mediated and arbitrated numerous disputes involving real property transitions, valuations and environmental contamination, insurance coverage, shareholder and LLC member disputes, mergers and acquisitions, employment discrimination, non-competition and other restrictive covenants and trade secrets. She has been a neutral for business disputes including manufacturing, apparel, retail, hospitality, restaurants, real estate development, personal management and a wide variety of other industries.

Ms. Garay spent nearly 15 years as a member of the Litigation Practice Group at Meyer Suozzi, English & Klein, P.C. which she joined in 2003 as a member of the firm and chaired its Alternative Dispute Resolution Practice Group. Her commercial litigation experience focused on corporate, LLC and partnership dissolutions, shareholder disputes and derivative suits, business valuations, trials, appeals, employment law, and general business representation. Ms. Garay has also served on steering committees charged with planning the course of major pieces of litigation.

Ms. Garay has lectured on ADR and authored articles on arbitration, mediation, federal practice, employment law, shareholder rights, restrictive covenants and trade secrets, and advises businesses on corporate and commercial matters. She has spoken at the New York Law Journal's Continuing Legal Education seminar where she has addressed topics about employment disputes in the workplace and the use of ADR to enforce restrictive covenants and protecting trade secrets. Ms. Garay has also spoken at the Practising Law Institute on Enforcing Confidentiality and Non-Compete Agreements and has presented at the New York Judicial Institute to the State's Commercial Judges on Trade Secret and Restrictive Covenant Litigation, at the Nassau and Suffolk Academies of Law on Shareholder Dissolutions and Trade Secrets in the Electronic Age, and at the Nassau County and Suffolk County Bar Associations on ADR.

Prior to joining Meyer, Suozzi, English & Klein, Ms. Garay was an associate and partner of the firm Rivkin, Radler LLP from 1983-2003. She was previously associated with Willkie, Farr & Gallagher and served as an Assistant Corporation Counsel in the General Litigation Division of the New York City Law Department.

Among her many accolades, Ms. Garay was voted as one of the "Top 50 Most Influential Women in Business" on Long Island for three straight years (2001-2003) by Long Island Business News and was inducted into the "Top 50 Women On Long Island Hall of Fame" in 2003.

ALTERNATIVE DISPUTE RESOLUTION EXPERIENCE

- Art and Entertainment, Industry Related Claims
- Breach of Fiduciary Duties
- Civil Rights Claims

- Commercial Transactions and Breach of Contract
- Corporate, LLC and Partnership Dissolutions (including Valuations)
- Employment Law (including sex, race and disability discrimination claims)
- Franchise and Licensing
- Guarantees
- Insurance Broker/Financial Advisor Malpractice
- Insurance (property claims and coverage disputes)
- Intellectual Property
- Land Use
- Medical Malpractice Dissolution
- Non-Competition, Non-Solicitation Covenants and Non-Disclosure Agreements
- Real Estate (broker commission, development, transactions)
- Shareholder Disputes
- Trade Secrets

REPRESENTATIVE MATTERS

MEDIATION

- Mediation of “wrongful termination” of officer
- Mediation of suit involving former head of sales regarding alleged breach of restrictive covenant (as mediator)
- Mediation of employment discrimination suit (ADA, sex, race, ethnicity, sexual harassment claims)
- Mediation of break-up of medical practice (LLP)
- Mediation of LLC member’s claims regarding wrongful discharge and termination of LLC Operating Agreement
- Mediation of LLC member’s derivative lawsuit and dissolution claims
- Mediation of Shareholder derivative claims, dissolution and wrongful expulsion
- Mediation of damages claim regarding wrongful discharge of shareholder in medical practice
- Mediation of minority shareholder’s claims of freeze-out, resulting in buy-out of various interests in medical practice, real-estate holding company, construction management, manufacturing, distribution and licensing
- Mediation of claims against insurance brokers regarding breach of fiduciary duties
- Mediation of LLC member dispute, results in buy-out of interests, where other parties claimed no LLC had been formed
- Mediation of post-dissolution claims arising from settlement agreement
- Mediation results in settlement of disputes regarding break-up of construction management company
- Mediation of sale of goods and breach of warranty claims
- Mediation of minority shareholder’s claims regarding corporate governance issues and dispute concerning stock ownership in multiple entities
- Mediation of seller’s claims regarding supply contract in construction context
- Freeze-out of doctor from medical practice
- Insurance coverage disputes

- Mediation of claims regarding sales commissions
- Mediation of terminated officer's severance benefit
- Mediation of real estate holding company
- Mediation of real estate lease dispute
- Mediation of shareholder dispute regarding fraud in the inducement
- Mediation of claims concerning termination of commissioned sales-person agreement
- Mediation of Hurricane Sandy claims for insurance defense

ARBITRATION

- Dissolution of Corporation/Buy-out of minority shareholder and complex valuation proceeding
- Claims regarding business-broker finder's fee
- Break-up of manufacturing corporation
- Dissolution of medical practice
- Claims regarding compensation owed under earn-out agreement (merger & acquisition)
- Violation of restrictive covenant and breach of employment contracts
- Shareholder dispute concerning freeze-out and breach of fiduciary duty
- Wrongful termination of hotel management contract
- Distribution and sales agreements
- Claims concerning compensation owed in break-up of law firm partnership
- Enforceability of law firm partnership agreement
- Licensing agreement
- Breach of contract and warranties

LITIGATION EXPERIENCE

- Obtained an injunction to protect trade secrets of a manufacturing company and successfully defended the injunction in the U.S. Court of Appeals for the Second Circuit
- Defeated an application for an injunction against an international jewelry designer based upon claims of trademark infringement and trade secret misappropriation; won motion to dismiss claims of jewelry design copyright infringement
- Won earn-out award for seller of high-tech business after arbitration and prevailed on appeal
- Tried several shareholder dissolution/valuation cases
- Tried several breach of restrictive covenant and misappropriation of trade secrets claims
- Obtained insurance coverage for complex commercial torts and other lawsuits
- Advised numerous clients on corporate governance and shareholder rights; and non-competition; non-disclosure; confidentiality and non-solicitation agreements, including motions, trials, arbitrations, and appeals
- Successfully arbitrated break-up of medical practice and claims of breach of fiduciary duty and theft of trade secrets and breach of non-competition agreement
- Arbitrated (as a neutral) claims regarding insurance coverage; complex real estate transactions; hotel management contract; medical

billing disputes; non-competition disputes; disability claims; shareholder disputes; LLC disputes; breach of fiduciary duty disputes; breach of contract; LLC dissolution

- Mediated disputes (as a neutral) regarding real estate brokerage commissions; civil rights claims; employment discrimination claims; breach of contract; breach of non-competition agreement and theft of trade secrets; insurance broker malpractice; breach of fiduciary duty claims; and breach of commercial lease and guaranty

RESTRICTIVE COVENANTS, NON-COMPETITION and TRADE SECRETS

- Enforced non-competition agreement against insurance broker (including that company had non-public proprietary information to protect)
- Enforced non-solicitation and confidentiality agreements against former President and Executive Vice-President of company
- Enforced non-solicitation and confidentiality provision against former Vice President of Company (including finding that Company had trade secrets to protect) (including through federal trial and appeal)
- Enforced restrictive covenant against former Vice President of Sales (including federal trial)
- Enforced restrictive covenant against former salesmen
- Enforced non-competition and confidentiality provision against independent contractor mediator
- Mediated (as neutral) several disputes concerning enforceability of confidentiality agreement
- Successfully resolved suit over alleged restriction against salesman
- Through use of cease and desist letters, stopped unlawful conduct in many circumstances, avoiding litigation
- Successfully tried hearing on enforcement of restrictive covenants in trade secret case in federal district court (in jewelry industry)
- Won preliminary injunction to stop use of trade secrets stolen in clothing manufacturing company

SPECIFIC SHAREHOLDER / PARTNERSHIP / LLC DISPUTES

- Dissolution of medical practice (P.C.) - multiple-day arbitration and court proceedings and mediation (issues include buy-out; restrictive covenants; breaches of duties and contract)
- Dissolution of real estate corporation (valuation) - Nassau County - multiple-day trial (valuation hearing under section 1118)
- Shareholder dispute - SDNY and mediation - (buy-out and breach of contract; complex accounting issues)
- Dissolution of real estate brokerage and valuation proceeding under section 1118-arbitration (multiple-day arbitration)
- Dissolution (and related shareholder disputes and claims) of medical practice (P.C.) - multiple-day arbitration and court proceedings (complex valuation issues)
- Dissolution of 5 real estate partnerships - Nassau County (3-week accounting proceeding in Supreme Court) (including successful post-judgment appeal)
- Pre-suit counseling and representation of client in Federal District court and State court (New York and Massachusetts) regarding shareholder rights and interests in three entities
- Dissolution of corporation and shareholder disputes (arbitration and court proceedings)
- Dissolution of LLC and related disputes - Colorado and EDNY - (including complex valuation and accounting issues)
- Dissolution of high-tech manufacturing corporation - Nassau County - (complex oppression issues; settled after extensive discovery)
- Dissolution of service corporation - Nassau County - (including post-settlement enforcement hearings)
- Dissolution of LLC - Suffolk

- Dissolution of construction management company - New York County - (mediation and court proceedings) (including post-settlement court proceedings)
- Dissolution and shareholder disputes of real estate corporation - Queens County - (including derivative claims)
- Dissolution and shareholder disputes of real estate corporation - Nassau County - including derivative claims and settlement)
- Partnership disputes concerning 2 real estate partnerships
- Shareholder dispute (regarding buy-out) – SDNY
- Dissolution of retail corporation (valuation) - NY County
- Shareholder dispute (regarding acquisition of interest) - NY County
- Shareholder dispute (regarding acquisition of interest in accounting firm) - pre-suit
- Dissolution of law firm - Bronx County
- Dissolution of service corporation including other shareholder claims - Nassau County
- Shareholder dispute and dissolution - Nassau County
- Shareholder dispute (pre-litigation) regarding law firm dissolution
- Membership Dispute LLC - EDNY
- LLC/PC Break-up (pre-litigation and settlement) (medical practice/LLC owning real estate)
- Shareholder dispute and enforcement of buy-out of accounting firm PC (pre-litigation)
- Advise client on shareholder rights in several corporate entities (pre-litigation) (medical practice and related entities)
- Represent client in litigation concerning shareholder interest in law firm - Nassau County
- Advise corporate client in several shareholder matters (litigation and pre-litigation) regarding inspection rights and related claims (including appeal)
- Neutral arbitrator in law-firm partnership break-up
- Litigation in Massachusetts and New York re corporate governance, shareholder and director rights in several entities (sales company) in federal court
- Neutral arbitrator in day-care/nursery school shareholder dispute
- Neutral arbitrator in shareholder dispute in equipment sales company
- Counseling client in break-up of medical practice (Suffolk), including inspection rights and corporate governance issues
- Dispute concerning shareholder/LLC derivative claims in lawsuits, corporate and LLC dissolution disputes; mediated break-up and severing relationships, including through the use of complex exchange of LLC interests in real-estate holding companies and buy-out of corporate shares
- Dispute concerning claimed ownership interest in inter-related corporations
- Neutral arbitrator in freeze-out of LLC member and valuation of interest

LECTURES and WRITINGS

- Author, How to Customize Arbitration For Complex Commercial Cases, *The New York Law Journal Complex Litigation Special Report*, 2017
- Author, Choosing The Right Arbitrator For Your Case, *The New York Law Journal*, 2016
- Author, How And When To Mediate Shareholder Disputes, *The New York Law Journal*, 2016

- Speaker/Panel Member, “A Litigator’s Guide To Arbitration”, sponsored by the Nassau County Bar Association ADR Committee and Commercial Litigation Committee, 2016
- Speaker/Panel Member, “How to Successfully Mediate Employment Disputes”, sponsored by the Nassau County Bar Association ADR Committee and Labor & Employment Law Committee, 2016
- Speaker/Panel Member, “Making the Most of Commercial and Real Estate ADR: Representing Your Clients In Arbitration And Mediation”, sponsored by the New York State Bar Association, 2016
- Author, How Mediating Estate and Will Disputes Can Help Keep Family Peace and Wealth, *The New York Law Journal*, 2016
- Author, How to Use Mediation to Successfully Resolve Emotional Employment Disputes, *The New York Law Journal*, 2016
- “Want to Settle? Consider Bringing Your Expert to the Mediation”, *The National Law Journal, Corporate Counsel*, 2015
- Speaker/Panel Member, “Using ADR To Enforce Restrictive Covenants and Protect Trade Secrets”, sponsored by NAM and *The New York Law Journal*, 2015
- Author, The Ten Biggest Mistakes Business Owners Make In Closely Hold Companies, Attorney Articles, 2014
- Author, How Family-Owned Businesses Can Use Mediation and Arbitration, Attorney Articles, 2014
- Author, Ask the Lawyer, *Long Island Herald*, 2012, 2013
- “Resolving Disputes Among Owners of Closely Held and Family Businesses”, St. John’s University, Hugh Carey Center for Dispute Resolution, 2012
- Author, What is Early Neutral Evaluation and How Can it Help Counsel and Clients?, Attorney Articles, 2012
- Author, What Are the Top Six Things to Consider When Hiring a Mediator?, Erica B. Garay Provides Valuable Input on Mediation Process, Attorney Articles, 2012
- Author, What Are the Top 10 Mistakes Attorneys Make in Mediation?, Attorney Articles, 2012
- Author, Frequently Asked Questions About Arbitration & Mediation, Attorney Articles, 2011
- Author, FAQs About Partnership, Shareholder & LLC Disputes, Attorney Articles, 2011
- Speaker, “Enforcing Confidentiality & Non-Compete Agreements”, Seminar held at the Practising Law Institute, 2006

HONORS and AWARDS

- Honored by the Long Island Women’s Agenda, 2008
- Voted “Top 50 Most Influential Women in Business” by the Long Island Business News and inducted into The Hall of Fame, 2003
- Voted “Top 50 Most Influential Women in Business” by the Long Island Business News, 2002
- Voted “Top 50 Most Influential Women in Business” by the Long Island Business News, 2001
- Named Advocate of the Year in 2002 by the Women on the Job
- Girl Scouts of Nassau County’s Juliette Low Award of Distinction, 2000
- Inductee into the Long Island Center for Business and Professional Women’s Hall of Fame
- Recipient of the Achievers’ Award in Law from the Long Island Center for Business & Professional Women, 1993
- Recognized by the American Bar Association, Section of Litigation, received its Distinguished Leadership Award

PROFESSIONAL LICENSES and ADMISSIONS

- New York State Bar
- U.S. District Court, Southern and Eastern Districts of New York

- U.S. District Court, Northern and Central Districts of California
- U.S. District Court, Eastern District of Wisconsin
- U.S. District Court, District of Colorado
- U. S. Court of Appeals for the Federal, Second, and Third Circuits

EMPLOYMENT HISTORY

- Meyer, Suozzi, English & Klein, PC, Member of the Firm, 2003-2017
 - ADR, Commercial Litigation, Employment, Insurance Coverage
- Rivkin Radler, Associate 1983-1985; Partner 1986-2002
- Willkie Farr & Gallagher (Associate) 1982-1983
- Assistant Corporation Counsel, NYC Law Department, 1978-1982

MEMBERSHIPS and PROFESSIONAL AFFILIATIONS

- American Bar Association: Litigation, Dispute Resolution, Business Law Sections
- New York State Bar Association: Federal and Commercial Litigation Section, Business Law Section, and Dispute Resolution Sections
- Nassau County Bar Association: Alternative Dispute Resolution Committee (in-coming Chair), Commercial Litigation Committee, Federal Litigation Committee
- Long Island Children's Museum Board of Trustees, Member

EDUCATION

- J.D., St. Johns University School of Law, 1978,
 - Associate Managing Editor of St. John's Law Review
- B.A., Binghamton University, 1973