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Commercial and Business Litigation and Disputes

Overview

Our commercial litigation attorneys at Einbinder Dunn & Goniea spend a considerable amount of time representing business clients in state and federal courts throughout the country. Our firm has substantial experience with alternative dispute resolution as well. We are adept at arbitrating matters in various venues, including the AAA, JAMS, FranArb, the London Court of International Arbitration and others. Our firm has also advocated in mediation, whether court-ordered, contractual or voluntary.

At Einbinder Dunn & Goniea, we pride ourselves on our commitment not just to understanding the dynamics of a specific case, but to fully involving ourselves in each client's business and industry. Most of the cases we handle are immensely complex, and warrant nothing short of complete immersion on the part of our attorneys.

For this reason, every client and every case is different to us. Both get our firm's full attention. Our partner attorneys are involved in all facets of the dispute resolution process and they are assisted by talented associates and a support staff proficient in the latest technologies.

As a team of experienced trial advocates, our firm understands how to research, evaluate, strategize and pursue results. Larger firms claim that the manpower alone they can channel toward these endeavors gives them a competitive edge. In reality, however, not only do these large firms' resources fail to equate with the unparalleled experience offered by our firm, but they also require these firms to charge significantly more. Conversely, our firm's ability to explore various approaches to legal matters on behalf of our clients, despite our smaller size, is yet another way in which we stand apart from our competitors – in terms of both efficiency and cost-effectiveness.

Our firm also acts as local counsel on behalf of out-of-state firms in complex litigation pending in state and federal courts in New York.

Breach of Contract Claims

Our clients enter into complicated business agreements, frequently involving millions of dollars. When disputes arise, they are complex, industry-specific

and require extensive litigation experience to handle successfully. Our firm has represented both plaintiffs and defendants in breach of contract litigation, arbitration and mediation involving a broad range of agreements, including:

- Franchise agreements;
- Service contracts, supply and distribution agreements;
- LLC operating agreements, shareholder and partnership agreements;
- Buy-sell agreements (UCC and common law claims);
- Real estate transaction agreements;
- Employment contracts, including severance and executive compensation agreements, and restrictive covenants such as non-compete agreements and confidentiality agreements;
- Licensing agreements; and
- Financing agreements.

In a breach of contract claim as well as a claim alleging that a party has breached its obligation of good faith and fair dealing, our firm explores every possible means to achieve satisfactory, timely and cost-effective results. With this in mind, our partners remain actively involved in all facets of the dispute resolution process while seeking to understand not just the facts and relationship dynamics underlying each dispute, but also the business context and how clients compete within their industry. By doing so, we equip ourselves to provide our clients with astute insight as to which course of action will yield the highest benefit for them.

Business Fraud & Torts

Business disputes sometimes involve allegations of more than just a breach of an agreement. We have represented clients who have been accused of or believe themselves to have been the victim of fraudulent actions in a business context. We have successfully represented numerous clients in business disputes involving these kinds of issues, including:

- Fraud or misrepresentation;
- Tortious interference with existing or potential business relationships and contracts;
- Breach of fiduciary duty;
- Theft of trade secrets;
- Violations of non-compete agreements;
- Unfair competition, deceptive trade practices;
- False advertising; and
- Computer fraud (under the Computer Fraud and Abuse Act – CFAA), including hacking, data theft, theft of intellectual property.

Non-Compete & Non-Solicitation Agreements

Covenants not to compete or engage in certain other activities can provide business owners and employers with powerful tools for protecting a wide range of vital business assets, including client lists, ideas and trade secrets. On the other side of the spectrum, enforcement of a non-compete can put companies out of business and individuals out of work. As a result, the validity of non-compete agreements is often the subject of contentious litigation.

Disputes involving non-compete agreements and other restrictive covenants have always been a significant part of Einbinder Dunn & Goniea's commercial litigation practice. Our firm's attorneys have negotiated, argued and advocated

on behalf of clients ranging from individual business owners, professionals, executives and former employees to companies that are among the largest in their respective industries.

This broad base of experience with non-compete agreement disputes gives our firm the skill and perspective to enable us to resolve complex employment law disputes successfully. Clients on either side of any non-compete agreement or non-solicitation dispute also benefit from our firm's experience with business and franchise law, from our talent for anticipating an opponent's next moves, and from the hands-on style, accessibility and responsiveness of our partners.

Shareholder, LLC & Partnership Disputes

With a range of clients that includes individual owners, partners, managers, members, officers, shareholders and businesses that are among the largest in their industries, our firm actively litigates every aspect of disputes involving LLC operating agreements, shareholder and partnership agreements, including:

- Dissolution of corporations, LLCs, partnerships, family limited partnerships, closely held companies and other business entities;
- Business valuation appraisals;
- Breach of contract claims involving LLC operating agreements, shareholder or partnership agreements;
- Allegations of officer or director misconduct, breach of fiduciary duty claims;
- Executive compensation and buyout agreements; and
- Freeze-out, squeeze-out and minority shareholder oppression claims.

Employment Agreement Litigation

Our firm has represented employers as well as employees in state and federal courts and in alternative dispute resolution venues.

Our firm's employment litigation practice is focused on disputes related to each of the following:

- Executive employment contracts;
- Severance transactions;
- Partnership agreements;
- Non-compete agreements;
- Non-solicitation agreements; and
- Confidentiality agreements.

American Arbitration Association and Private Arbitration Services

[Michael Einbinder](#), one of the founding attorneys at Einbinder Dunn & Goniea, serves as an arbitrator for the American Arbitration Association Panel of Neutrals. Mr. Einbinder is available to serve as an arbitrator in resolving disputes involving:

- Breach of contract and other agreements;
- Valuation and transfer issues;
- Franchise disputes;
- Shareholder disputes;
- Corporate dissolution;
- Fraud;

- Misappropriation of trade secrets; and
- Other commercial disputes.

Arbitration and Mediation

Arbitration and mediation provide many advantages, including faster resolution, lower legal costs and solutions that can be implemented in a practical manner. More and more businesses and individuals are choosing arbitration and mediation, sometimes referred to as alternative dispute resolution (ADR), as a means to avoid the delays, costs and uncertain outcomes associated with trial.

Our firm has represented many clients in court-ordered, contractual, and voluntary mediations and arbitrations in a number of different venues, including the American Arbitration Association (AAA), JAMS, FranArb and the London Court of International Arbitration. Members of our firm have also served as arbitrators and mediators on several occasions, in various capacities, to non-lawyers and lawyers alike. We are experienced in the particular techniques and procedures associated with these forums.

Our partners remain actively involved in all facets of the alternative dispute resolution process, assisted by our talented associates and support staff. We pride ourselves on our commitment not just to understanding the dynamics of each dispute, but also to immersing ourselves in each client's business and industry. This fosters a more comprehensive and informed perspective; one that enables our firm to deliver more effective and cost-efficient legal solutions in even the most contentious and complex situations.

Our firm offers knowledgeable guidance and effective representation for a variety of matters, including:

- Franchise disputes;
- Breach of contract claims;
- Shareholder and partnership disputes;
- Business dissolutions;
- Business fraud claims;
- Transactional disputes;
- Real estate disputes; and
- Employment disputes.

Local Counsel for Out of State Litigation

At Einbinder Dunn & Goniea, we are frequently contacted to serve as New York attorneys for complex legal matters originating outside of New York State. Some of these matters are national in scope. In these cases, our firm coordinates with the other attorneys involved, handling the New York component of a matter originating in another state court or in federal court.

Our level of involvement is flexible, and we tailor our approach to the needs of other lawyers and parties involved. We are well prepared to provide advice regarding New York state practice and laws. We may also serve as local counsel and appear in court for out-of-state law firms facing litigation in New York.

With years of experience in New York courts and in-depth knowledge regarding New York state practice and laws, we are well prepared to collaborate with attorneys based throughout the United States and internationally.

With a well-established multi-state practice, we have the resources and knowledge to partner with your firm or business – no matter where you are

located. We make use of the latest technology and emphasize close, personal attention to help the litigation process run as smoothly as possible.