

Rebecca Callahan, Esq. is a full-time attorney neutral working in the fields of commercial arbitration and mediation. She is a member of commercial arbitration and mediation panels of the **American Arbitration Association**, as well as the large complex case, international (ICDR) and Master Mediator panels. She is a Fellow of the **College of Commercial Arbitrators**, and a member of the mediation and arbitration panels of the **National Academy of Distinguished Neutrals**. Rebecca is known for her advance preparation, creative thinking, high energy, and collaborative style, as well as her ability to bring difficult disputes to a close in an efficient, economic, thoughtful and fair manner. She has been appointed as arbitrator in over 150 matters, including numerous three-arbitrator panel appointments. She has served as mediator in over 1,200 matters.



Rebecca's experience in dispute resolution covers a broad spectrum of industries, subject matters and disputes, including: breach of contract; bankruptcy reorganization; cannabis licensing, business sales and marketing; cryptocurrency investments and exchange transactions; commercial lending; commercial real property leasing and sale; equipment leasing; intellectual property development, ownership and licensing; insolvency (*e.g.*, preferences, fraudulent transfers and lien priority); purchase and sale of businesses; intra-partner disputes involving accountings, allegations of breach of fiduciary duty, and claims for dissociation and dissolution; financial elder abuse; franchisor-franchisee relations; real property purchase, sale and development; wills and trusts disputes involving trustees versus beneficiaries, and beneficiaries versus beneficiaries; and wills and trusts disputes involving claims of undue influence and will contests.

Rebecca has always been an active member of her local and state bar organizations. Most recently, she has served on the Board of Directors of the Masters Division of the Orange County Bar Association (2021-2022), and previously served a three-year term on the Board of Directors of the Orange County Bar Association (2014-2016), and as Vice Chair and then Chair of the ADR Section (2012 and 2013).

Rebecca has been an adjunct professor, skills trainer and presenter for over 20 years. She has been an adjunct professor at **Pepperdine University School of Law** since 2010, where she has taught arbitration theory and practice and mediation. She has been on the faculty of the **American Arbitration Association** since 2011, where she has taught numerous professional skills training courses in arbitration and mediation. Over the years, Rebecca has participated in numerous continuing education conferences and has presented on numerous topics. She is currently a member of a program committee within the American Arbitration Association that is developing a series of training videos on the topic of advocacy in arbitration.

Rebecca convenes matters in-person or by video conferencing, or using a hybrid of both.

WORK HISTORY

Arbitrator – Mediator, Callahan Dispute Resolution, 2005-Present

Attorney, Callahan Law Corporation, 1993-2015

Partner, Lobel Winthrop & Broker, 1986-1993

Associate, Buchalter Nemer Fields & Younger, 1985-1986

Associate, Allen Matkins Leck Gamble & Mallory, 1983-1985

Associate, Kindel & Anderson, 1982-1983

EDUCATION

University of California, Berkeley, J.D.

University of Southern California, B.A.

Pepperdine University School of Law / Straus Institute, LL.M. in Dispute Resolution

EXPERIENCE

Business Disputes: 30 years experience as a business litigator. 15 years experience as a commercial arbitrator and mediator. Appointed to over 150 arbitrations as a solo arbitrator, panel member or panel chair. Appointed to over 1,200 mediations. For more detailed information, please see Case Summaries posted on website.

Bankruptcy / Insolvency Disputes: Attorney advocate experience. Examples: General insolvency counsel responsible for plan design, negotiation, confirmation and implementation; litigation counsel in the prosecution and defense of preference avoidance, fraudulent transfer and lien priority disputes; litigation counsel in the prosecution and defense of motions seeking relief from stay to proceed with foreclosure or the prosecution of litigation filed pre-petition; litigation counsel in the prosecution and defense of nondischargeability claims under Section 523 and 727 of the Bankruptcy Code.

Business Sale / Separation / Mismanagement Disputes: Arbitration and mediation experience. Examples: Sole Arbitrator in a dispute concerning breach of a finder's agreement concerning the sale of a licensed cannabis business; Panel Arbitrator in a dispute concerning a failed stock purchase transaction; Panel Arbitrator in a family partnership dispute seeking to remove the Managing Member for breach of fiduciary duty and defalcation of partnership funds; Sole Arbitrator in a dispute between a withdrawing partner and the partnership concerning the "buyout" payment due her; Sole Arbitrator in a dissolution and accounting dispute, including the even-up accounting between members; Mediator in a dispute between law partners concerning a dispute over (a) entitlement to fees generated by the unfinished contingent fee work in the office at the time of separation, and (b) how to divide the law firm's real estate holdings.

Commercial Disputes: Arbitration, mediation and attorney advocate experience. Examples: Panel Chair in a commission dispute between an independent sales representative and an international conglomerate; Panel Arbitrator in a dispute between an independent insurance broker and an insurance agency over ownership of a book of business and the related customer files and information; Mediator and Attorney Advocate in numerous disputes between borrowers and guarantors on loans secured by mixed collateral; Mediator and Attorney

Advocate in numerous Chapter 11 reorganizations and out-of-court workouts and related litigation (e.g., debt nondischargeability, preference avoidance, and lien priority)

Covid Lease Disputes: Arbitration experience. Example: Sole arbitrator in a commercial lease dispute where (a) the landlord sought to collect rents due, and (b) the tenant sought to be excused from its rent obligation based on *force majeure* and other defenses due to government closure orders.

Cryptocurrency: Arbitration experience. Examples: Sole arbitrator in an investment dispute concerning the purchase of real property to be developed into a cryptocurrency mining facility; Sole Arbitrator in a dispute between cryptocurrency owner and cryptocurrency exchange concerning the exchange's inability to support or return unsupported cryptocurrency; Panel Chair in a dispute between a cryptocurrency mining operation and a supplier; Sole Arbitrator in a dispute between a customer and an exchange concerning the exchange's liability for the alleged theft of the customer's cryptocurrency holdings by an outsider; Sole Arbitrator in a dispute between licensed dispensary and an a website platform serving consumers, dispensaries and others engaged in the cannabis industry.

Discovery Referee: Substantial arbitration experience deciding discovery disputes as part of the process of administering an arbitration, including ESI search term and clawback disputes; specially appointed as an arbitration discovery referee to conduct an *in camera* review of over 100 documents withheld on claim of attorney-client privilege with report back to the Panel; court-appointed discovery referee to decide several motions to compel.

Franchise: Arbitration and mediation experience. Examples: Arbitrator in a franchise termination dispute in which the franchisor sought emergency injunctive for unfair competition under the Lanham Act and infringement of the franchisor's trademark rights; Panel Chair in a dispute between the franchisor and a franchisee investor seeking rescission based on fraud and breach of contract; Mediator in several franchisee / franchisor disputes concerning performance issues.

Fraud: Mediation and attorney advocate experience involving nondischargeability and objection to discharge claims under Sections 523 and 727 of the Bankruptcy Code.

Healthcare: Arbitration and attorney advocate experience. Examples: Panel Chair in a provider / payor dispute over whether the services provided were medically necessary and, if so, whether they were paid at the proper rate; Attorney Advocate in a dispute between the hospital client and an insurer concerning an audit review of unreimbursed services; Attorney Advocate for a hospital claimant in the MedPartners Chapter 11 bankruptcy regarding the liquidation of the hospital's multi-million dollar claim for unreimbursed services.

Intellectual Property: Arbitration experience. Examples: Member of three-arbitrator panel in a dispute between a licensor and the exclusive licensee of intellectual property (characters in a streamed video series) for the design, manufacture and sale of products using the characters portrayed in the video concerning the allegation that the licensee did not use commercially reasonable efforts to develop, promote and sell the licensed products; Sole arbitrator in a dispute between the inventor / licensor and the exclusive licensee involving unpaid royalties and claims for patent infringement.

Probate Disputes: Arbitration, mediation and attorney advocate experience. Examples: Sole Arbitrator in trustee accounting dispute requiring the interpretation of competing instruments; Sole Arbitrator in a trust dispute concerning alleged misconduct and defalcation with regard to the administration and distribution of trust assets; Attorney Advocate in a financial elder abuse case filed against an elderly woman's eldest son to recover title to a real estate portfolio worth \$20 million; Mediator in several cases where, after both parents pass, the children are left to share in and divide the estate their parents left them, and disagreements arise over what they're entitled to as beneficiaries, whether the trustee has conducted himself / herself, and whether property should be returned to the estate because the pre-death gift was a product of undue influence.

Real Estate: Mediation and attorney advocate experience. Examples: Mediator in disputes among homeowners, the homeowners association, the commercial landlord and certain commercial tenants in a mixed use project concerning (a) whether the landlord was responsible for the actions/damages caused by a rogue tenant, and (b) whether the HOA had an affirmative duty to police the commercial owner's compliance with the master building agreement; Mediator in a partition action between co-owners of several rental properties; Attorney Advocate in a partition action between trust beneficiaries concerning the division and disposition of properties they received under the terms of a trust.

PROFESSIONAL ASSOCIATIONS

College of Commercial Arbitrators, Fellow and Member of the Education Committee
ABA Dispute Resolution Section, Member
National Academy of Distinguished Neutrals, Arbitration and Mediation Panel Member
Orange County Bar Association, Board of Directors for the Masters Division (2021-2022)
Orange County Bar Association, Past Director (2014-2016) and Past ADR Section Chair and Vice Chair (2012-2013)

COURT ADMISSIONS

California Bar
U.S. Supreme Court
Ninth Circuit Court of Appeals
U.S. District Court, Central, Eastern, Northern and Southern Districts of California

PERSONAL

Married to Rich Keys, an attorney and principal of Bidna & Keys APLC
One son, Alex Keys, an entrepreneur / business owner, married to Jacqueline, an HR manager
Hobbies and interests include the gym, walking her dogs, pickleball and bridge

SPEAKING AND TRAINING

Over 20 years experience as a speaker and skills trainer. The following are just a few of Rebecca's recent speaking and training engagements:

- Arbitrator Level 1 Training (American Arbitration Association, 2023, 2022 and 2021)
- Recent Case Developments in Arbitration (College of Commercial Arbitrators, Annual Conference, 2023)
- Arbitration Ethics: A Tour of Canon Land (ABA Arbitration Institute, 2022)
- What Commercial Arbitrators Need to Know: Recent Decisions and Legislation Affecting the Practice of Arbitration (ABA Arbitration Institute, 2022)
- Arbitration Theory and Practice (Pepperdine University School of Law, 2023, 2021, 2020, 2019, 2018, 2017)
- "You're Not in Kansas Anymore: Seven Things Litigators Must Know Before Stepping Into an Arbitration" (California Lawyers Association, Litigation & Appellate Summit, May 2021)
- "Recent Developments in Arbitration, Mediation and Settlement" (OCBA-ADR Section and Pepperdine / Straus American Inn of Court, 2018)
- "Settlement Building: Effective Techniques for Advancing the Ball and Keeping it Rolling" (American Arbitration Association, 2017)
- "Attacking, Defending and Drafting Arbitration Clauses" (OCBA-Employment Law Section Spring Seminar, 2017)
- "Advanced Arbitration Skills," four-day institute (USC-JAMS 2017)
- "Recent Developments in Arbitration, Mediation and Settlement" (OCBA-ADR Section, 2017)
- "Mediation Theory & Practice" (Pepperdine University School of Law/Straus Institute, Fall Semester 2016)
- "Advanced Arbitration Skills," inaugural five-day institute (USC-JAMS 2016)
- "STAR: A Systematic Approach to Mediation Strategies" (Pepperdine University School of Law/Straus Institute, 29th Professional Skills Program 2016)
- "The Full Pinocchio - Lying for the Sake of the Deal: Is it Ever OK to Lie in Mediation?" (AAA/ICDR Annual Conference, 2016)
- "Recent Developments in Arbitration, Mediation and Settlement" (OCBA-ADR Section, 2016)
- "The Distinguishing Features of Arbitration vs. Litigation in Banking Disputes" (OCBA – Banking Law Section, 2016)
- "Essential Skills for the New Mediator!" (American Arbitration Association University, 2016)
- "Impasse: Mediating in the Red Zone" (American Arbitration Association Webinar Program, 2015)

PUBLICATIONS

The following are a list of recent articles:

- "Five Things Litigators Must Know Before Stepping Into An Arbitration" (Advocate Magazine, September 2021)
- "Arbitration Clauses: Hot Questions & Cool Answers" (OC Lawyer, February 2017)
- "Arbitration Clauses: A Contemporary Look at Advanced Drafting Considerations" (OC Lawyer, April 2017)
- "Facework in Mediation" (OC Lawyer, November 2016)
- "Mediation Advocacy: Negotiation Tips and Perspectives" (OC Lawyer, July 2015)
- "Piercing the Veil of Mediation" (LA Daily Journal, May 8, 2015)
- "Mediation Confidentiality: For California Litigants, Why Should Mediation Confidentiality be a Function of the Court in Which the Litigation is Pending?" 12 Pepp. Disp. Resol. L.J. 63 (2012)
- "It Takes Two to Tango: How to Get the Most Out of Mediation" Daily Journal Verdicts and Settlements (May 27, 2011)
- "What to Do When the Threat of Bankruptcy Becomes an Issue in Mediation" (ABA Litigation Section, Vol. 14, Issue 3, 2010)
- "Truth or Dare: California's New Ethics Standards for Private Arbitrators" (California State Bar, Business Law News, Issue 1, 2008)
- "California's New Ethics Standards: a Hot Bed of Controversy," 5 J. Am Arb. 295 (2006).