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Anthony M. DiLeo
MEDIATION RESUME

“Sole practitioner Anthony DiLeo splits his time between alternative dispute resolution, transactions in the healthcare sector and general corporate and business law. Known and respected by commentators as a ‘conscientious, intelligent and detail-oriented professional’ who has been a senior figure in the Louisiana legal community for decades, he is often called upon to proffer his sage advice on transactions of upwards of eight figures.”

CHAMBERS USA, 2007
America's Leading Lawyers for Business

Work History Attorney, Self-employed, 2005-present; Member/Partner/Associate, Stone Pigman Walther Wittmann, LLC, 1973-2005; Law Clerk, Judge John Minor Wisdom, U.S. Court of Appeals, Fifth Circuit, 1973; Law Clerk, Judge Alvin B. Rubin, U.S. District Court, Eastern District of Louisiana, 1971-72.

Experience 40 years' experience. Listed in “Chambers USA: America's Leading Lawyers for Business, The Client’s Guide.” Practice has included corporate, business, and partnership agreements, transactions, and litigation, including tender offer, exchange offer, merger, and private placement of securities; antitrust, securities, shareholder, and tax litigation including U.S. Tax Court; banking and savings and loan restructuring for borrowers and lenders; income, estate, and gift tax planning; administrative law; and commercial litigation in all levels of state and federal courts. Appointed by federal trial judge to national steering committee for multi-district litigation proceeding involving consolidated class actions. Appointed as Hearing Officer for the Commercial Real Estate Property Tax Appeals, Board of Review, City of New Orleans, 2007. Appointed by Louisiana Supreme Court as State Bar Examiner in Corporations, Securities, and Negotiable Instruments, 1982-1984. Served on Louisiana Governor Jindal’s Hurricane Recovery Transition Advisory Council. Member of the Board of Commissioners of the Ernest N. Morial New Orleans Exhibition Authority, a 2-million square foot convention center, 2008-2009. Adjunct Professor of Law at Tulane Law School (Advanced American Arbitration Law, 2009 and 2010; Health Care Law Practice, 2000-2005).

Present practice is business, corporate, partnership, limited liability company, and shareholder planning and transactions, including contracts, employment, and healthcare; expert witness testimony in several contexts, including attorneys' fees, limited liability company agreements for members of a professional group, corporate governance, and standards for limited liability of a

sole shareholder of a professional corporation; and arbitration and mediation. Martindale Hubbell AV Peer Review Rating, 30 years. Recipient, first annual Leadership in Law Award, New Orleans 50 Top Lawyers, City Business, 2005. Recognized by Best Lawyers in America in the areas of Corporate Law, Employment Law, and Health Care Law. American Law Institute, Life Member.

Experience as a Mediator Has served as mediator for AAA, ICDR, AHLA, and private parties in over 300 cases in several states and has mediated multiparty mediations with up to five parties. Examples include a nine-figure claim by former partner against hospital system arising out of breach of fiduciary duty, unfair trade practice and antitrust claims; a nine-figure multiparty dispute involving antitrust and breach of fiduciary claims against hospital by physician ancillary group seeking treble damages; an eight-figure dispute between a national health insurance company and a large multi-specialty physician group; an eight-figure dispute over a software license and services agreement involving German and Canadian parties; an eight-figure dispute involving management and investment issues between four members of a privately held family real estate development corporation; an eight-figure dispute involving interpretation and modification of complex terms of several real estate partnerships; an eight-figure dispute between trustee in bankruptcy and multiple defendants regarding assertion of fraudulent conveyance of movable and immoveable assets, and seeking return of assets or cash amounts; an eight-figure dispute involving a class action against a national bank with 17 state operations arising out of charges to customers for various bank services and allegations of breach of contract, unfair trade practice, detrimental reliance, and similar claims; seven-figure dispute involving a claim by class-action members against a bankrupt self-insurance trust and its directors, officers, and board members; a seven-figure dispute regarding termination for cause of evergreen employment contract of President of international energy company; seven-figure dispute between a public company, pharmacy wholesaler, pharmacy benefits manager and pharmacy marketing company for commissions and fees; a seven-figure dispute involving a dispute between a chemical manufacturing and supply companies; a seven-figure dispute arising from bridge demolition project and environmental issues and reuse of large volume of recycled materials; a seven-figure dispute between rehabilitation hospital and provider of wound care and hyperbaric oxygen chamber services involving a long term contract; a seven-figure dispute between a corporation and employee benefits planning advisor regarding ESOP; a seven-figure dispute involving multiple broker claimants against multiple respondents arising out of employment and agreement for equity transfer in compensation and spin off of specialized broker/dealer from parent company; a seven-figure dispute between partners over withdrawal from several operational and equipment partnerships and values of partnerships interests; a seven-figure dispute between a national insurance company, an excess insurer, and a hospital involving a disputed claim for health care services; a seven-figure legal fee dispute between an attorney and a law firm; a seven-figure dispute between a hospital chain and a national health insurer; a seven-figure dispute between a national health insurance company and a supplier of diagnostic services regarding medical necessity and compliance with regulatory requirements for billing; a six-figure dispute between an automobile retail dealership and a national software and

hardware company that provides accounting and data record keeping for automobile dealerships; a six-figure construction contract dispute between a contractor and subcontractor; a six-figure employment dispute between a president of a national educational conference and the conference organizers; a six-figure dispute between an HMO and a hospital; a seven-figure dispute involving division of community property including undeveloped real estate located in a foreign country and spousal support; a dispute between 50/50 shareholders as to liquidation, dissolution, and asset transfer of salvage service company with annual income of eight figures; a dispute between a senior partner of a law firm and the firm as to fee division in contingency fee class action; and a mediation between two members of wholesale distribution company for buy-out of a minority interest, involving valuation, marketability, discounts, and negotiations with bank as to financing resulting in seven figure settlement for successful purchase of membership interest.

Representative Issues Handled as a Mediator Disputes involving contract interpretation; family businesses; partnerships, including issues of withdrawals and valuation of partnership interest; employment; personal injury; health care, including issues of over payments, claim denials, coverage, breach of contract, antitrust, exclusion from staff, and slander; law firm distributions to attorneys; insurance, including issues of contract coverages and limitations of coverage, causes of physical damage to property (and including engineering and scientific analysis), and valuation of property; and construction, including construction costs, repair costs, bid process, comparison of costs, analysis of costs, various methods of repair, proof of damage and coverage, and related insurance issues.

Mediation of Claims by Property Owners Against Insurers for Damages to Buildings Has mediated more than 100 claims by owners of buildings against insurers for damages to those properties and the related construction costs, repairs, bid process, comparison of costs, analysis of costs, various methods of repair, proof of damage and coverage, and related insurance issues as to damage, repair, and construction costs.

Has mediated hurricane-related insurance disputes between property owners and insurance companies. In this type of dispute, parties frequently exhibit visible symptoms of stress, and the mediation involves an emotional component, atypical to the business mediation, that must be addressed with focus and patience before the process can proceed and become more analytical.

Mediation Experience as an Advocate Has served as lead counsel in the following mediations: represented a client in a complex mediation between two major stockholders of a large entity valued at more than \$100 million in a dispute regarding stockholder voting rights and a shareholder agreement calling for liquidation of the company; represented a group practice in a physician employment contract dispute, practice valuation, and buy-out agreement; and represented a retail employer in an employee contract dispute with the key sales person which also involved allegations of sexual harassment.

Mediation Philosophy Parties arrive at mediation with a history of conflict, and often a lack of trust. Some of that perception can be due to communication styles, and some can be due to

differences in substance. As the only neutral party, I must obtain trust of the parties by demonstrating objectivity and bringing effective and creative problem-solving to a dispute.

My objective in mediation is to ensure a fair process with the primary goal of settlement. This objective requires an open discussion of the factual and legal issues beginning with face to face meetings between the parties in which they are permitted to explain their points of view as well as their interpretation of the issues in an environment of respect and inclusiveness.

I first encourage the parties to focus on the issues on which there is agreement, thus narrowing down the issues to be mediated. Throughout the mediation the emphasis is on listening and being heard, and on getting past emotion. This process often permits the parties to understand aspects of the issues, goals, and experiences of themselves and opponents not previously perceived. I also provide the opportunity, which I express in a private session, for a party to obtain a neutral and independent weighing of the risks and benefits of a position; this information often allows the parties to reassess their engagement in conflict.

The best results are often achieved by separate discussions with each attorney and party prior to the mediation session itself to frame the conflict as to specific factual and legal issues and thereby accelerate the mediation process significantly by narrowing the issues. Often these pre-mediation discussions can provide positive rewards and allow an announcement at the beginning of mediation of certain issues having been resolved, which promotes an initial positive atmosphere and sets the stage for more difficult questions.

Self determination is ultimately the essence of a mediated agreement. My goal as a mediator is for the parties to come to an agreement on which they all agree and one which they fully understand, so that the agreement endures without either party challenging its provisions or disagreeing as to what was agreed upon. I assist in the process by asking the parties to talk to each other about what they think a proposed agreement means to them in terms of their goals.

In special circumstances where disputes involve high stress and frustration, I find it helpful to take note and pay particular attention to the emotional component of the mediation which reinforces our need as mediators to be focused, calm, patient, and unemotional ourselves. This approach does not change the ultimate legal or analytical process of the mediation itself or the method of proceeding with detailed analysis of the issues and outcome; rather it sensitizes participants to the very specific environment in which all of the legal and factual issues are being presented. I find ineffective a mediator style that dominates the process by attempting to impose the mediator's personal opinion on the parties. In contrast, the resolution must be arrived at voluntarily and seen to be in both parties best interest in order for it to be enduring and bring closure to all levels of the conflict, whether business, financial, or emotional.

Alternative Dispute Resolution Training Faculty, ACI's Annual Advanced Forum on Managed Care Disputes and Litigation - Managed Care Litigation Mock Arbitration Session, 2015; Practical Negotiation and Mediation Training by Master Negotiator and Mediator Eric Green, 2015; AAA Developments in Arbitration Law: Testing the Boundaries of Court Intervention, 2015; AAA Crossing the Line: New Developments in the Law of Arbitral

Jurisdiction, 2015; College of Commercial Arbitrators Annual Meeting: Arbitration Compass Points: Collaborating on New Directions, 2014; AAA Principled Deliberations: Decision-making Skills for Arbitrators, 2014; Faculty, ABA Section of Dispute Resolution, Arbitration Training: What's Next for Healthcare Dispute Resolution; Faculty, American Health Lawyers Association and Hamline University School of Law Arbitration Training: Arbitrating a Health Law Case, 2012; Faculty, Spring Judges' Conference of the Louisiana Judicial College, The Bridge Between Judicial Management of Cases and the ADR World, 2012; Healthcare Payor Provider Arbitration Rules, 2011; AAA Neutrals Conference, 2010; Faculty, AAA Dealing with Delay Tactics in Arbitration, 2010; AAA Electronic Discovery in Arbitration: What You Need to Know, 2010; AAA Current Issues in Employment Arbitration: The Arbitration Fairness Act of 2009 Legislation and Recent Court Decisions, 2009; AAA and International Centre for Dispute Resolution (ICDR) Neutrals Conference, 2009; ALI-ABA, The Art and Science of Serving as a Special Master in Federal and State Courts, 2007; AAA Neutrals Conference, 2006 and 2004; Large Complex Construction Mediation: The Dynamics of the Negotiation Team, 2009; Electronic Discovery in Arbitration, 2009; Mediator Ethics: Objective Standards and Subjective Practices, 2009; Arbitrator Update: Topical Issues and Case Law Arbitration, 2009; Faculty, AAA Chairing an Arbitration Panel: Managing Procedures, Process & Dynamics, 2005; AAA Arbitration Awards: Safeguarding, Deciding & Writing Awards, 2004; AAA Arbitrator Ethics and Disclosure, 2004; Arbitrator Update 2004, 2002; Faculty, AAA Ethics and Professionalism for Advocates in ADR, 2004; Faculty, AAA Ethics in Arbitration and Negotiation, 2003; AAA Commercial Arbitrator II: Advanced Case Management Issues, 2002; American Health Lawyers Association, Advanced Mediator Training Program, 2002; Faculty, AAA, The Non-Signor Cases: A Review of Jurisprudence in Which Parties Have Been Compelled to Arbitrate Even Though Not a Party to an Arbitration Agreement, 2002; AAA Commercial Arbitrator Training, 2000.

Professional Licenses Admitted to the Bar: Louisiana, 1970; District of Columbia, 1972; U.S. District Court, Eastern District of Louisiana; U.S. Court of Appeals, Fifth Circuit; U.S. Tax Court; U.S. Supreme Court.

Professional Associations American Law Institute, Life Member; Louisiana State Law Institute, Alternative Dispute Resolution Committee; Louisiana Bar Association (Ethics Advisory Service Committee, 2011-present; Louisiana Bar Journal Editorial Board, 2011-present; Business, Corporate and Securities Law Section, Business, Corporate and Securities Law Section, Past Chair; Section on Health Care Law, Past Chair; Council on Administrative Law; Examiner in Corporations, Securities, and Negotiable Instruments, Louisiana Supreme Court appointment (responsible for writing questions and grading State of Louisiana Bar Examination in Corporations, Securities, and Negotiable Instruments), 1982-1984); American Bar Association (Business and Transactions Healthcare, Health Law Section, Vice Chair; Healthcare Fraud and Compliance, Health Law Section, Past Chair); New Orleans Bar Association (Committee on Revision of Articles of Incorporation, Past Chair, Executive Committee); AAA New Orleans Regional Advisory Committee for Commercial Disputes (Past Member); Mediator certified by the International Mediation Institute, The Hague, Netherlands.

ADR Memberships and Affiliations American Arbitration Association (AAA) National Panel of Neutrals, serving on its Commercial Panel, Large Complex Case Panel, National Healthcare Panel, Healthcare Payor Provider Panel, and Panel of Mediators; International Centre for Dispute Resolution (ICDR); American Health Lawyers Association (AHLA) Arbitration and Mediation Panels; CPR Institute for Dispute Resolution; Financial Industry Regulatory Authority (FINRA) Mediation Panel; International Mediation Institute (IMI) Mediator Certified; London Court of International Arbitration (LCIA) Neutral; Fellow, College of Commercial Arbitrators (CCA); Louisiana State Law Institute, Alternative Dispute Resolution Committee.

Education Tulane University (BA-1968; JD-1970, Order of the Coif, Assistant Editor of Tulane Law Review); Harvard University (LL.M.-1971).

Publications and Speaking Engagements SAMPLE PUBLICATIONS: Binding Arbitration Clause in Lawyer-Client Retainer Agreement, LOUISIANA BAR JOURNAL, October/November 2014 by the Publications Subcommittee of the Louisiana State Bar Association's Ethics Advisory Committee (Committee Member); "Drafting Noncompetition Agreements For Statutory Compliance: Exceptions that Prove the Rule," LOUISIANA BAR JOURNAL, December 2011; "The Enforceability of Contractual Agreements to Arbitrate: A Survey of the Last Three Years of Jurisprudence," LOUISIANA BAR JOURNAL (cited by La. Appellate Court), October/November 2008; "Enforceability Of Arbitration Agreements By and Against Non-Signatories," JOURNAL OF AMERICAN ARBITRATION, June 2003; "Attorney-Client Privilege, Self Evaluative Privilege and Legal Issues Related to Internal Investigations," American Academy of Healthcare Attorneys, 1996; "Ancillary Facilities for Physicians in the 1990's; Formation and Dissolution Issues," National Health Lawyers Association, Health Law CD-ROM, Clark Boardman Calaghan, 1995; "Planning For the Payment of Federal Estate Tax After the Tax Reform Act of 1976," published in the Louisiana Revised Statutes, 1978 Louisiana Code of Civil Procedure, pocket part (West Publishing Company); LAW CLERK HANDBOOK: A HANDBOOK FOR FEDERAL DISTRICT AND APPELLATE COURT LAW CLERKS, co-author with Judge Alvin B. Rubin, Federal Judicial Center, 1977; "One on One with Louisiana Supreme Court Associate Justice John L. Weimer," Louisiana Bar Journal, August/September 2015; "Judge Alvin Rubin: Lessons in Ethics and Professionalism," Around the Bar, A publication of the Baton Rouge Bar Association, June 2011; "Paul O.H. Pigman, 1922-2002: An Exemplary Professional," Briefly Speaking, New Orleans Bar Association, Winter 2002. Interviewed and quoted in national publications on subjects including arbitration, physician compensation, managed care, ERISA, fraud and abuse, and employment law.

SAMPLE SPEAKING ENGAGEMENTS: ACI's Annual Advanced Forum on Managed Care Disputes and Litigation - Managed Care Litigation Mock Arbitration Session, Chicago, May 2015; "How to Best Advocate for Your Client in Arbitration and Mediation," New Orleans Bar Association, December 2014; Arbitrating Cultural and Heritage Disputes as to the unique nature of arbitration of title, ownership, and possession of rare and highly valuable artworks, AAA Webinar, December 2013; What's Next for Healthcare Dispute Resolution, 15th Annual ABA Section of Dispute Resolution Spring Conference, Chicago, April 2013; Trainer, 2-day

Arbitration Training: Arbitrating a Health Law Case, American Health Lawyers Association and Hamline University School of Law, Minneapolis, October 2012; "The Bridge Between Judicial Management of Cases and the ADR World," 2012 Spring Judges' Conference of the Louisiana Judicial College, Lafayette, March 2012; "The Arbitration Process," The American College of Legal Medicine, New Orleans, February 2012; "Practical Tools to Maximize Arbitration for your Client," Louisiana Bar Association, New Orleans, February 2012; "Best Practices to Effectively Represent Your Client in Arbitration (And in Drafting the Arbitration Agreement)," New Orleans Bar Association, New Orleans, December 2011; "The 10 Most Important Issues in Professional Contracts," LSU School of Dentistry, New Orleans, December 2010; "Judge Alvin B. Rubin: A Life of Ethics and Professionalism," 18th Annual Judge Alvin B. Rubin Symposium, Federal Bar Association, New Orleans Chapter, May 2010; "Dealing with Delay Tactics in Arbitration," American Arbitration Association, New Orleans, March 2010; "The Science and Psychology of Professionalism," Louisiana State Bar Association Tax Section, March 2009; "The Enforceability of Contractual Agreements to Arbitrate: A Survey of the Last Three Years of Jurisprudence," New Orleans Bar Association Procrastinators' Program, New Orleans, December 2008; "Recent Developments in the Law of Arbitration," LSU Law School Recent Developments in Legislation and Jurisprudence program, New Orleans, Nov. and Dec. 2008; "Effective Arbitration of Health Care Disputes," National Teleconference sponsored by the American Bar Association Health Law Section and ABA Center for Continuing Legal Education, June 2008; "Arbitration Basics," Chartered Financial Analysts Society of New Orleans, 2007; "Professionalism in Tax Practice," Tulane Tax Institute, New Orleans, 2006; "Tax, Limited Liability, and Management Issues in New Entity Formation: Comparison of LLCs, Partnerships, and Corporations," LSU Masters of Public Health Program, New Orleans, 2003; "The Science and Psychology of Professionalism," Louisiana Association of Criminal Defense Lawyers, New Orleans, 2003; "The Basics of Compliance, Fraud and Abuse," ABA Annual Meeting, San Francisco, 2003; "Ethical Duties of Lawyers and Arbitrators During Negotiations and Alternative Dispute Resolutions," Physician and Physician Organizations Law Institute, New Orleans, 2002; "Professionalism in Litigation and Advocacy," Academy of Trial Lawyers, New Orleans, 2002; "Professionalism: Effective Style and Tactics in Negotiations," New Orleans Bar Association, 2001; "Doing the eHealth Deal: A Primer for Best Practices for Drafting and Negotiating," ABA Conference on eHealth Law, Chicago, 2000; "Organization, Operation, Sale or Dissolution of Ancillary Facilities," National Health Lawyers Association, Atlanta, 1996; "Dealing with Liabilities of Professionals in the Context of Limited Liability Companies and Limited Liability Partnerships," City Club of Baton Rouge Seminar, 1992; "Executive Tax Planning," Tax Executives Institute, New Orleans Chapter, 1986.