MELINDA G. JAYSON
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214.534.3961

ARBITRATOR and MEDIATOR

I combine legal expertise with business and management skills developed as a General Counsel to analyze and resolve disputes. Of the hundreds of disputes in which I have issued awards, many have included significant rights and relations centered in the health care industry, including cases involving contract relations, provider disputes with insurers (including Medicare and Medicaid issues), alleged medical negligence, provider agreements and physician group rights and relations with medical insurance providers, vendor disputes, software and intellectual property ownership and usage disputes in the medical industry, credentialing issues, compliance programs, pharmacy benefit manager (PBM) agreements, and employer/employee issues.

PROFESSIONAL EXPERIENCE

PRINCIPAL – MELINDA G. JAYSON, P.C. 1989-present
Dispute resolution services including serving as the arbitrator or mediator of business disputes and counseling individuals and companies in alternative dispute resolution processes

- Resolves disputes, including issuance of arbitral awards, regarding development and use of artificial intelligence, machine learning, trade secrets, and software development
- Complex transactional, international business, securities, health care, and commercial arbitrator for major ADR provider organizations and *ad hoc*
- Chairs and authors awards in cases with extensive hearings and totaling over a billion dollars in claims; implements case management protocols to attain efficient resolutions
- Counsel to individuals and companies advising on alternative dispute resolution processes in pending disputes and drafting provisions regarding the same
- Advises corporate legal departments on alternative dispute resolution issues and processes
- Awarded AV Preeminent rating by Martindale-Hubbell

COUNSEL – COX SMITH 2008-2009
Regional law firm engaged in multiple business practices including complex corporate litigation

GENERAL COUNSEL – HALL GROUP and affiliates 1999-2008
Holding company involved in diverse investments and management of assets, including real estate ownership and multi-phase commercial construction projects

Bore primary decision-making and analytical responsibility over legal issues for a diverse group of privately-held businesses. Supervised contract management, compliance, and enforcement for Company's varied business lines. Developed and enforced Company's legal positions during Company's growth and structured divestiture agreements for re-positioning.

Investments, Acquisitions, and Leasing

- Developed legal ownership structure for investments.
- Structured and negotiated investment partnerships and credit facilities with third parties.
- Structured asset acquisitions and negotiated management agreements in connection therewith during period of Company growth.
- Structured divestitures of substantial assets in connection with Company re-positioning.
- Structured and supervised agreements with outside management companies.
- Negotiated successful outcomes with third parties to divest multi-family real estate properties and to resolve disputed issues in existing purchase agreements.

Construction, Commercial Lending, and Finance

- Participated in construction project meetings and reviews, and addressed legal matters as these projects progressed For Hall Office Park multi-phase office project in Frisco, TX and winery projects in the Napa, CA area.
- Managed and resolved disputes relating to parking rights, City of Dallas shared use agreements, construction matters, and maintenance and compliance with applicable Federal laws and City codes for mixed-use, multi-phase project in Dallas's Arts District..
- Handled negotiations and amendments of credit facilities involving multi-state and international assets for Company and affiliates as borrowers; documented loan agreements and analyzed laws for legal opinions; addressed cross-collateralization issues involving assets in varied business lines and various jurisdictions; provided supporting documents and participated in due diligence matters for Company and affiliates; addressed default and foreclosure issues.
- Served on board of directors, participated in loan review committee meetings, addressed due diligence issues, reviewed or structured loans for mezzanine lending affiliate Hall Structured Finance, Inc.

International Business Development

- Developed structure for acquisitions and sales of real estate and corporate entities relating to hotel properties, including coordination of ownership structure and tax issues in France and Luxembourg with European counsel and resolution of tax issues for repatriation of investment proceeds.
- Structured development and dissolution of an Eastern European affiliate.
- Managed legal and business issues for commercial litigation, France and Eastern Europe.

Corporate Governance and Statutory Compliance

- Structured spin-out of Hall Structured Finance, Inc. and employee participation transactions, including resolution of key tax issues.
- Developed legal structures, terms, and corporate governance for approximately 350 entities, implemented and supervised corporate records maintenance procedures, and supervised lending facilities relating to debt.
- Oversaw HR practices and legal issues regarding employees in various states and in Europe, including re-writing of guidelines and employee handbooks, supervised compliance with US federal/state hiring requisites, resolved employment issues.
- Supervised preparation and filing of SEC filings relating to investments in public companies and exempt offerings by the company to raise funds.
- Supervised purchase and management of aircraft in compliance with FAA regulations, and yacht in compliance with applicable international and US laws.

Retail and Winery Operations

- Supervised legal issues for interstate shipping for winery subsidiary and retail sales expansion.
- Coordinated with external consultants the permitting for winery operations and liquor licensing to comply with legal requirements for interstate sales of alcohol.
- Supervised and coordinated preparation and negotiation of agreements regarding warehouse facilities, vendors, employees, sales, and agriculture.
- Prepared internet sales agreements, contracts, and joint promotion agreements for retail sales of goods on internet and in stores.
- Structured agreements (raw materials purchase, manufacture, and finished product sales).

Litigation

- Directed company's litigation and actively litigated cases, including structuring litigation strategy for all uninsured matters, including precedent-setting *Emerald Partners v. Berlin*.
- Supervised outside counsel in litigation proceedings across the country, including bankruptcy proceedings, and litigated tenant disputes and debt collection matters. .

PARTNER and ASSOCIATE – AKIN, GUMP, STRAUSS, HAUER & FELD, LLP 1980-1996
First chair trial and appellate experience. Litigated transactional and commercial matters.

Litigation partner concentrating in complex corporate litigation, securities litigation, and arbitration. Acquired extensive legal advisory experience working with holding company clients and investment banks. Collaborated with in-house counsel and coordinated large-scale litigation matters for clients of other offices of the Firm. Published decisions include, among others: *Melder v. Morris*, 27 F.3rd 1097 (Fifth Cir. 1994); *Regent Intern. Hotels Corp. v. Las Colinas Hotels Corp.*, 704 S.W.2d 101 (Tex. App. – Dallas, 1985, no writ).

AFFILIATIONS

Neutral Affiliations

- Arbitrator and Mediator: American Arbitration Association/International Centre for Dispute Resolution (Panels: Commercial, Large Complex, International, M&A, Joint Venture, Health Care, Employment, Construction, Seafaring, Mediation, International Mediation)
- Arbitrator and Mediator: International Institute for Conflict Prevention & Resolution (a/k/a CPR Institute for Dispute Resolution) (Panels: Banking, Accounting, and Financial Services; Dallas ADR; Employment Disputes-Southwest; Franchise-Southwest; Health Care; Real Estate)
- Arbitrator and Mediator: American Health Law Association
- Arbitrator: ICC International Court of Arbitration
- Arbitrator: London Court of International Arbitration
- Arbitrator: National Arbitration and Mediation
- Arbitrator: Forum, f/k/a National Arbitration Forum
- Arbitrator and Mediator: Absolute Arbitration Services, LLC
- Arbitrator and Mediator: FINRA, 1990s-2013
- Mediator: U.S. EEOC 1999-2000, Dallas County, Collin County

Memberships

- Fellow, Chartered Institute of Arbitrators
- Fellow, College of Commercial Arbitrators (Outreach Committee, 2014-2015 (vice-chair, 2015), Video Project co-chair, 2015-2016)
- Member, Advisory Board, Institute for Transnational Arbitration ("ITA")
- Member, American Health Law Association (Dispute Resolution Service Review Board, 2018-2021; ADR Program Planning Committee, 2013-2017)
- Member, Dallas Bar Association
- Member, American Bar Association (Dispute Resolution Section and Women in Dispute Resolution)
- Member, CPR Institute Banking and Financial Services Neutrals Review Committee, 2012-current
- Member, CPR Institute Economical Litigation Agreement Committee, 2010
- Member, SMU Corporate Counsel Symposium Advisory Board, 2007
- Member, State Bar of Texas Alternative Dispute Resolution Section Council, 2012-2015; District 6A Professionalism Enhancement Program Committee, 1997-1999
- Specialty Track Chair, 14th and 15th Annual Spring Conferences of the Dispute Resolution Section of the American Bar Association, 2012 and 2013

ARBITRATION-RELATED PRESENTATIONS AND ARTICLES

"Process for Selecting an Arbitrator; Arbitrator Ethics and Disclosures" and "Awards and Orders" at Health Care Arbitration Training," 2024, American Health Law Association webinar;

"Best Practices: The Role of the Chair in Panel Arbitrations," 2024, College of Commercial Arbitrators webinar,

"In-House Counsel Arbitration Essentials from General Counsel-Arbitrators," 2022, American Health Law Association webinar;

"Tips for Improving the Arbitration Process," 2020, presented at State Bar of Texas continuing legal education course "Advanced Alternative Dispute Resolution;"

"What Should Party-Appointed Arbitrators Do When We're Expected to Select the Chair?," 2019, College of Commercial Arbitrators regional meeting;

"Understanding the Stages of Arbitration and Why Each Stage is Important From a Client's, Arbitrator's, and Advocate's Perspective," 2019, Dallas Bar Association ADR Section;

"Understanding the Stages of Arbitration and Why Each Stage is Important From the Party's, Arbitrator's, and Advocate's Perspectives," 2018, American Arbitration Association webinar;

"Canada Readies Itself for a Larger Role as a Seat for International Arbitration Disputes," published on the American Bar Association Dispute Resolution Section website, October 10, 2018;

"The Chartered Institute of Arbitrators and Its Rules and Processes," 2017, Dallas Bar Association ADR Section;

"Understanding the Stages of Arbitration and Why Each is Important From a Client's, Arbitrator's, and Advocate's Perspective," 2017, State Bar of Texas continuing legal education course "Handling Your First (or Next) Arbitration: Effective Use of Arbitration;"

"The Need to Knows: Trends and Lessons for 2017 and Beyond," 2017, American Arbitration Association webinar;

"Mock Arbitration Panel," 2017, State Bar of Texas Alternative Dispute Resolution section annual continuing legal education course;

"AAA Diversity Roundtable: A Look into Diversity in the Field of ADR," 2016, American Arbitration Association webinar;

"Secrets of Success-Arbitration Pre-Hearing & Hearing Best Practices," 2016, presented at *Effective Advocacy and Management in Arbitration*, sponsored by the American Arbitration Association and College of Commercial Arbitrators, (Dallas);

"Top Techniques for Improving Arbitration Case Management Efficiency Before and During the Hearing," 2015 and 2016, American Arbitration Association webinar;

"Protocols, Processes, and Protecting the Award," American Arbitration Association webinar, 2014;

"The Dispute Resolution Spectrum," Dallas Bar Association, 2012;

"Thirty Steps to a Better Arbitration," American Arbitration Association, 2011 and 2005;

"Arbitration Roundtable," State Bar of Texas Alternative Dispute Resolution section, 2010 (Austin), 2009 (Fort Worth), 2007 (Fort Worth);

"Preparation and Presentation of a Case in Arbitration," Guest Lecturer for Texas Wesleyan University School of Law, n/k/a Texas A&M School of Law.

SELECT HONORS

The Best Lawyers in America, under "Arbitration," 2020-current.

Woman Leaders in the Law, 2020-current, ALM (*The American Lawyer*, *Corporate Counsel*, *The National Law Journal*, and *Texas Lawyer*).

Texas Super Lawyers (Alternative Dispute Resolution), 2019-current, ALM.

Texas' Top-Rated Lawyers under "Alternative Dispute Resolution," multiple years-current, ALM.

Legal Leaders: ADR and Legal Leaders: Texas, 2016 (inaugural year)-current, ALM.

Top Rated Lawyers under "Litigation," multiple years-current, ALM.

Top Women Lawyers in Texas, 2024.

Best Lawyers in Dallas under "Alternative Dispute Resolution/Mediation," 2016, *D Magazine*.

International Bar Association's *Who's Who Legal: Texas* (print edition 2008) under "Arbitration," stating: "[A] 'very fine practitioner' in the eyes of her peers. Recognised for her work as both arbitrator and counsel, she was commended across a range of sectors including commercial, health care, corporate and employment matters…."

Recipient, multiple and various years: "Arbitration Law Firm of the Year - USA," "Arbitrator of the Year - Texas," Neutral Arbitrator & Mediator of the Year - USA," and "Complex Business Disputes Specialist of the Year - Texas," Corporate LiveWire Awards and *Acquisition International.*

Finalist, Texas General Counsel Forum Magna Stella In-House Counsel Awards in the "Small Legal Department" category, 2007.

Selected to *Texas Lawyer* magazine's 2005 "In-House Crowd," selecting the 50 outstanding general counsels in the State of Texas in 2005.

LICENSURE AND EDUCATION

United States Supreme Court; United States Courts of Appeals, Fifth, Eighth, and Eleventh Circuits; United States District Courts, Northern and Southern Districts of Texas
State Bar of Texas
J.D. (with honors), University of Texas School of Law
B.A. (with highest honors), University of Texas at Austin (major: American Studies)
LLM courses, The Straus Institute for Dispute Resolution, Pepperdine University

ADR TRAINING

Extensive training at CCA, AAA/ICDR, ICC, CPR, ICCA, ITA conferences, including, among others: International Council for Commercial Arbitration ("ICCA") 22nd Biennial Congress "Legitimacy: Myths, Realities, Challenges," Miami 2014; 29th AAA-ICDR/ICC/ICSID Joint Colloquium, 2012; CCA Annual Meetings 2021, 2019, 2017, 2015, 2014; AAA Neutrals' Conferences and other in-person training, including serving on Faculty, 2021, 2019, 2016, 2014, 2012, 2011, 2010, 2009, 2005, 2001, 1998, 1997; ICDR Miami conference 2013 and symposium in advanced case management 2012; ITA conferences, 2010-19; ICC conferences 2009, 2012, 2013, 2014; CPR annual meetings 2006-21; FINRA arbitrator and chairperson training, 1990s-2000; State Bar of Texas Alternative Dispute Resolution Section continuing education programs; Dallas Bar Association Alternative Dispute Resolution Section programs.

Presenter and training facilitator for AAA/ICDR, College of Commercial Arbitrators, and American Health Law Association. Lecturer and facilitator at various Dallas Bar Association and State Bar of Texas conferences and FINRA seminars and training programs.