

AMERICAN COLLEGE OF BANKRUPTCY

ORAL HISTORY SERIES

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INTERVIEWEE: Gerald Smith

INTERVIEWER: Susan Freeman

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(0:00)

*Susan Freeman:* All right. This is the oral history project interview of Gerald K Smith, and I am Susan Freeman. I'm at Lewis and Roca. Today is September 6, 2012, and I think we're ready to start.

*Gerald Smith:* I'm ready.

*Susan Freeman:* Okay. So you grew up in Kansas.

*Gerald Smith:* Yeah.

*Susan Freeman:* Tell me about growing up in Kansas. When were you born?

*Gerald Smith:* November 6, 1936.

*Susan Freeman:* Okay. And what was it like to grow up in Kansas in—?

*Gerald Smith:* Well, I was born in St. Mary's hospital in Manhattan, Kansas. You knew practically everybody in the community. K State at that time was about 3,500 people, the entire school, and it was very pleasant. We had ranches all around us, great hunting. The Blue River ran in to the KA, or the Kansas, just as at Manhattan, and they hadn't yet dammed up the Blue for purposes of preserving Kansas City from floods, and Topeka, Florence, or the towns downriver. And the farmers around Manhattan fought that for many years, but the dam – Tuttle Creek Dam actually was built in the end of the '40s, early '50s.

*Susan Freeman:* Mm-hmm. Who was the greatest influence on your life growing up?

*Gerald Smith:* Oh, I think everybody. My grandfather was a judge, and my uncle was a lawyer. My father was a lawyer and county attorney in

Manhattan. And my father joined the Navy and World War II at the age of 36. He was pretty old, but he wanted to serve, and he was hurt in boot camp and died on my 14th birthday, so kinda divide the periods into pre father's death and post father's death.

My father certainly was. He was a great golfer, won a number of tournaments around the country as an amateur. Matter of fact, I can even remember as a little boy, Joe Louis, came through there, and there was a fight out at Fort Riley that Joe participated in, and my dad played golf with him at Manhattan Country Club. So most of my time was spent golfing, and hunting quail and pheasant, some catfish fishing. But up till I was 14, my father was the primary influence.

Thereafter, I had a number of kind of people that filled in. I'd become a pretty good golfer and spent most of my time up at the Manhattan Country Club playing golf with my cousin. Eventually, we went and won a number of tournaments, junior tournaments, and then played collegiate golf and did pretty well there. My cousin actually made all-American twice, and I was number one on the team one year and played in a number of events and had a good time.

*Susan Freeman:* Mm-hmm. So why did you choose to go to Kansas State?

*Gerald Smith:* Well, it wasn't very far away. My folks didn't have any money – or my mother didn't. She worked for Dr. Ball as a receptionist and he helped out a little, and I think Evan Griffith did. They used to put money into her account periodically. Evan was a very wealthy person, had Union National Bank and the Griffith Lumberyard, and there were a number of Griffiths. So they were very kind and helpful.

And then after college, I got the Root-Tilden scholarship. Also had a full scholarship to Stanford, but I couldn't afford that. They didn't pay very much. I think it was \$2,500.00 a year, and the one to NYU took care of everything, and I still hadn't heard back from Harvard, but their scholarship probably woulda been similar to that of Stanford. So turned out very well. As you know, it's a great program. At least it was on in those days. Now it shifted a little so that it's more aimed at creating –

*Susan Freeman:* It's more public service oriented.

*Gerald Smith:* Public-service-oriented lawyers.

*Susan Freeman:* And what was it like when you were there?

*Gerald Smith:* Well, it was wonderful. We had great professors. There were wonderful students there, very bright. Larry King actually came on board in my second year. Bill Mount and I had Dorothy and Larry for supper in 33 Washington Square West, where we cooked supper for them.

*Susan Freeman:* I lived there when I was in law school. This is the law school department, and I just had a little hot plate. How did you cook dinner?

*Gerald Smith:* We had a stove, as I recall. We were upper class, so we had a good time. That's when I first got to know Larry and became a close friendship over the years.

*Susan Freeman:* Did you have any classes with Larry?

*Gerald Smith:* No, I didn't have him as a professor. I didn't take any bankruptcy cases. I took commercial cases, and they had some very good professors, and I took, of course, contracts. Putnam was wonderful. I don't know if he was still there when you were.

*Susan Freeman:* No. No, I don't remember him. So did you always want to be a lawyer, with the lawyers in your family?

*Gerald Smith:* Yes, I did. I really never thought about anything else.

*Susan Freeman:* Any particular kind of law?

*Gerald Smith:* No, just being a lawyer in Manhattan. That covered the gamut.

*Susan Freeman:* *[Laughs]* And then you went to –

*Gerald Smith:* Manhattan, Kansas, I should say.

*Susan Freeman:* That's right. And you went to Manhattan, New York. So how did you hear about NYU and about the Root-Tilden program?

*Gerald Smith:* I had a professor of history. I was a history and government major, and he had heard about it and suggested to me that maybe I oughta look into it. His name was Miller, Professor Miller. And I did, and it worked out very well.

*Susan Freeman:* Yes. So what were your greatest influences while you were in law school?

*Gerald Smith:* Well, the Root-Tildens were a very close group and I think Dean Niles, Putnam, Larry King. There were some very good tax professors that I used to have to – I was on law review, so I would work on their papers.

*Susan Freeman:* Do you remember your law review article was about?

*Gerald Smith:* Oh, my law review article was about the Uniform Trust Receipts Act and whether the floating lien they had granted under Section 10B was preferential.

*Susan Freeman:* Did you clerk while you were in law school?

*Gerald Smith:* I was with a law firm, Dewey, Ballantine, Bushby, Palmer & Wood, the second summer, so I was there. And during that period, Tom Dewey was getting ready to give the keynote speech for Richard Nixon, and as usual, I was working through the lunch hour and a fellow named Larry Sipes, who's another Root-Tilden from California that eventually headed up the national court system in Virginia somewhere. I've forgotten the technical name of it, but he had quite a nice career. He was there, and the governor's secretary called up and said, "The governor would like to have lunch, but you're the only two I could find."

So Tom Dewey came by and we met him at the elevator, and apparently the rule in the building at 40 Wall Street was that no one rides down with Governor Dewey, so we rode down with him without anyone else, and got out onto the street. The cop in the building was there for safety purposes, saluted him, and the cop outside the building saluted him, and everybody knew him would say, "Hello, governor," as he walked down the street. And we went to the University Club he was a member of, and had our own table and talked for an hour and a half about why he lost the election to Truman.

*Susan Freeman:* That must have been a really fascinating lunch.

*Gerald Smith:* It was. And later at Dewey Ballantine, I worked all night on pulling together materials that would have led to a suit against John Foster Dulles to enjoin the secretary of state from reallocating the Dominican sugar quota to someone other than our client.

*Susan Freeman:* Wow, okay.

*Gerald Smith:* It was pretty interesting.

*Susan Freeman:* Yeah, interesting work. So then how 'bout your third year of law school, what was that like, and were you deciding what you wanted to do and where you wanted to go?

(10:00)

*Gerald Smith:* Well, I had an offer from Dewey Ballantine, and I really hadn't gotten in touch with other firms. I knew I didn't want to continue school. I felt I'd had enough schooling, and there was always the possibility of going back to Kansas, but I think it wasn't too attractive an idea. Maybe Kansas City, Missouri, or Kansas City, Kansas, or Topeka, but I hadn't got that far. So Sean Frank at Lewis and Roca – it was then Lewis, Roca, Scoville, Beacham & Linton – wrote me, for some reason, the letter didn't get to me until two weeks after he was asking me in the letter to meet him in Washington, DC. He had a trip there and he would like to interview me. He had heard about me from some of the faculty and he wanted to see if it might be appropriate to hire me.

I told him I'd love to meet him and I'd also like to see the firm and see Phoenix. Although I'd read all of Zane Gray's books avidly and was a hunter and a fisherman, I had never been out to the west except for one trip when my father was in camp in Sand Point, Oregon. We took the train to Sand Point, and then took it back after the summer, and we did some fishing up in the Washington Mountains. So that was fun. I was very interested in the west and the outdoors.

So I called John and asked him if he would be able to fly me out over the Easter vacation that was coming up shortly, and if they could take care of costs, I'd be glad to come. And I did, and Harry Cavanaugh and several other law firms had learned about it somehow, and thought they would get a chance to talk to me, but I just went ahead and accepted the Lewis and Roca offer and never looked further.

*Susan Freeman:* And what intrigued you in particular about our firm?

*Gerald Smith:* Well, I was very impressed with Paul Roca and Orin Lewis, and John Frank. I don't know that I – I think I met everybody, and they were all very nice people, and Walter Linton was interesting 'cause he liked cattle ranching and knew the out of doors and knew the areas that I might be interested in. Paul Roca, of course, also with his Spanish heritage and his trips to Mexico and all around, and he was an outdoorsman and hunted as well and did some

fishing, so I really fit in with the group. And McGeary was wonderful.

He was probably the spot that I would be in as commercial lawyer. They didn't do any bankruptcy work at the time to speak of, and I really wasn't skilled as a bankruptcy student since I didn't have a course. I had learned about preferences and article and the UCC – I had Grant Gilmore for a period of time, actually two or three weeks for the Article 9 portion of the commercial law course, which was I was very impressed with him.

And so I guess to make a long story short, I really didn't want to say in New York. I knew I could do all right at Dewey Ballantine, but I thought it would be a pretty tough life and a lot of pressure, and I didn't know where I would live. I'd had fun Greenwich Village, 33 Washington Square West for three years, and I loved it, but I thought it was time to go home, or go out to the west. So I accepted the offer.

*Susan Freeman:* Were you married to Jane at the time?

*Gerald Smith:* No. We were pretty serious, though, and I think she felt I was engaged. And so she was teaching in Wichita, and we planned on getting married.

*Susan Freeman:* And then you moved to Arizona. Did she come out soon after that or how did that work out?

*Gerald Smith:* I moved to Arizona in June, and I had to find a slot for me to occupy with some type of a guard unit to prevent my getting drafted. We still had the draft.

*Susan Freeman:* Okay. Let me go back. You were in ROTC when you were in college?

*Gerald Smith:* Oh, yes. I went through ROTC. It was actually Air Force ROTC, and I had to give up my commission at the end of my four years because the Air Force and the Army generally, I guess, and Navy, only would defer you for one year for educational purposes, and that wouldn't work with the Root-Tilden scholarship, which I had to have, 'cause that was a three-year commitment.

So I had to resign my commission after going through boot camp and everything else up in Washington, and it was actually shortly after the time of the Korean War and they were putting us through all of these tests that prisoners of war had to go through, and it was

quite an experience to learn about what was happening in Korea when you were taken prisoner. It's probably nothing to compare to what happened to the prisoners in Vietnam, but it was interesting.

In any event, I had to give that all up, came back. Bob Corcoran, who was then lawyer with Lewis and Roca and is from the east coast, told me that the Arizona Air Guard had just been alerted several months ago, but had been taken off alert, and he was in a unit. I forget what unit it was, but he was in a guard unit, and he said, "That would be ideal. That'd be a lot of fun. It's a good unit. It's right down at the airport. And I've heard if they alert you, and then they call off the alert, they never take you."

*Susan Freeman:* Not true. *[Laughs]*

*Gerald Smith:* I really didn't rely on that too much, but it turned out that that August, just a couple months later, we were activated. And I'll never forget coming into Tom's, which was in the Phoenix Title Building at the time –

*Susan Freeman:* Mm-hmm. This is Tim's Tavern?

*Gerald Smith:* – as we were – Tom's Tavern. And we used to always gather there and play pool. And I was playing pool with Flynn and I think Bohler, maybe, and Corcoran comes in holding up the *Arizona Republican Gazette* with headlines, "Guard Activated."

*Susan Freeman:* *[Laughs]*

*Gerald Smith:* It was a bad day.

*Susan Freeman:* Yeah. So what happened then?

*Gerald Smith:* Well, I had given up my commission, so all the Guard unit, they were flying the F104, the Super Sabre, and that's the only thing that could defend the Berlin Corridor, and it was strategically important to you us. The Russians had closed down land access to Eastern Germany and to Berlin, and that was the only way we could bring supplies and personnel and have any contact with the government of Germany in Berlin. And we ended up at Rhine-Main, but they also had some of the personnel at Chambord in France, in **Chadaru** in France, and those guys had the greatest time of their lives. And here I am sitting out at Luke – well, I'm getting ahead of myself. I had to go down as an enlisted man and go through boot camp.

*Susan Freeman:* Again.

*Gerald Smith:* At Lackland, Texas, and I think it lasted three months, and so that delayed my marriage and everything. And I came back from there. I had one stripe, but I was assigned to Luke Air Force Base, and they had – talk about stupid rules. They had a rule that unless you had been in the Guard unit more than eight weeks, you couldn't go overseas with the unit. So I'd only been there a couple months. I didn't quite make it. Maybe it was three months it had to be. But, anyway, I didn't qualify, so I didn't have all the fun the rest of 'em had.

(20:00)

But I did serve in the legal office because they had another silly rule that even if you were an airman, you had to be assigned to an equivalent position, so they assigned me to the judge advocate core office, and they found out that I knew something about taxes, so the base commander called me up and asked me to help him on his personal income tax. And then they gave me a desk at the top of the stairs as people just walked in, and the colonels and the major would come in. If they were really nice and pleasant, I would help 'em. If they weren't, they probably had a tax problem.

*Susan Freeman:* [Laughs]

*Gerald Smith:* Any event, that's how I spent my time. It was better doing KP.

*Susan Freeman:* Yes, indeed.

*Gerald Smith:* And at the same time, I was getting paid the magnificent payment of I think it was about \$22.00 every payday. That's two weeks. And so I'd get maybe \$45.00 a month, and it was very difficult to even pay for my beer at that rate, so McGeary had a career case, Trans Pacific Insurance Company, that Paul Roca had brought in that had been ongoing for many years, and they needed to have the report done for the receiver.

Bush Schnell was the receiver. It was only a five-minute ride from Luke. I would drive out. I had a car that I had brought from Kansas, and would work on the report, and they paid me I think the magnificent sum of \$10.00 an hour, which was what they billed my time at. Billing rates were low in those days.

*Susan Freeman:* [Laughs] Yes.



*Gerald Smith:* And I actually had to give up, oh, \$1,100.00 between what Dewey Ballantine would pay me and what Lewis and Roca would pay me, but it really wasn't that much. Lewis and Roca paid me I think it was \$6,100.00 and Dewey Ballantine \$7,100.00 or \$7,200.00.

*Susan Freeman:* A little bit different lifestyle and living expenses Phoenix to New York.

*[Crosstalk]*

*Gerald Smith:* Yeah, than it is today.

*Susan Freeman:* Okay. So how long did you serve and when did you finally get out?

*Gerald Smith:* Well, I got married, and when I was going to come back to Phoenix, I found a nice apartment and Jane and I – I went back over Christmas and New Years and got married. I had a three-day pass, and we just barely made it back in time. Probably didn't really make it back in time, but we came back and honeymooned here. And I had a friend from law school who was a wonderful lawyer. He had been on active duty in the Army in California, and he was on a trip to see all of his friends that were Root-Tildens.

He was at John, Bent, Snow, but we always treated him as a Root-Tilden. And he stopped off. He had a tent and he was gonna camp by the pool of this apartment complex. We said, "No, you can't do that." So we had to give him the couch next to our bedroom during our honeymoon. He stayed about a week, then went on his way.

*Susan Freeman:* *[Laughs]* And then you were finally out of it and starting back at the law firm full time?

*Gerald Smith:* No.

*Susan Freeman:* Not quite.

*Gerald Smith:* I'm at Phoenix with the Air Guard unit, and I'm working out there as an airman third class.

*Susan Freeman:* Doing taxes? *[Laughs]*

*Gerald Smith:* No, no. I don't even know what I was doing. It wasn't very much. But there were a number of people in my predicament. They were

bringing 'em back from overseas and they really didn't have slots for 'em that they needed 'em. We got out in August. And then –

*Susan Freeman:* Okay. August of which year?

*Gerald Smith:* That year.

*Susan Freeman:* Okay. Which year would that have been? 19- –

*Gerald Smith:* I'd been a one-year trip.

*Susan Freeman:* Okay. So what year would that have been? 19- –

*Gerald Smith:* '62.

*Susan Freeman:* '62. Okay.

*Gerald Smith:* So I'm out. I'm studying for the bar while I'm on active duty, and I couldn't go to the bar exam or prep school, but I studied for the bar and somehow got through it. I think I was third.

*Susan Freeman:* Imagine, you woulda been first if you'd actually studied.

*Gerald Smith:* Well, there was another guy, Bill Scalson, who was one notch ahead of me and always held it over me. He was with Lewis and Roca, too.

*Susan Freeman:* What was your first bankruptcy case at Lewis and Roca?

*Gerald Smith:* The first one I remember, I would have probably been involved somewhat because I was in the commercial section working under Joe McGeary in construction surety ship law and foreclosures and commercial litigation, generally, construction contract primarily, but the Quittner, Stutman, Treister & Glatt firm, a well-known firm in Los Angeles that specialized in solvency and bankruptcy, had contacted us, but I think the lawyers that were really involved was Stutman, and he may or may not have been with the firm at that time. He eventually went off and started a firm of his own, and Ron Trost was with him, but I think at this time, he may have been still with the Quittner, Stutman, Treister & Glatt firm.

In any event, very interesting matter. It involved Consumer Smart of America, which was one of the first chain discount stores started by a guy named Bud Kylie and some of his investors. And Bud had a store in Florida I know, and I think he had six in total, one in California, one in Phoenix, and a couple others, and they were

getting off the ground. George Raft used to do their openings. He was living in London at the time, but he would come back and do their openings, so they always had the Hollywood influence. But somehow, they had over expanded and got going too fast and ran out of investors willing to supply the additional money, so they had to fill a bankruptcy reorganization

And at that time, Chapter XI, and Chapter X, coexisted, and McGeary, I guess read the Chapter X statute, but filed the Chapter XI papers and got them judicially approved by the judge, which had to be done only in a Chapter X. And the odd part about it was that I was looking at the lease to see what problems we have with defaults as a result of the bankruptcy, and every one of 'em had a clause which created an automatic default, an ipso facto clause. So I told Joe, "You really didn't need to have this approved by the judge. Why don't you take it back as you did on the initial ex parte approach, have an ex parte order nunc pro tunc eliminating it?"

He did that, and no one ever did anything about it. We lived happily ever after, and the landlords didn't raise a stink about it. They might well have because it was before the modifications to what is now Section 365, dealing with leases that gave a debtor the ability to preserve that lease.

*[Walk away to get water, background talk]*

*Susan Freeman:* Okay. So this was your first bankruptcy case, and you got to know people at Quittner, Stutman, Treister in connection with this?

*Gerald Smith:* Yes. And I was trying to remember if this was – I think it was the first one. Legend City came later if my recollection is right. But in any event, the thing that – yeah, we were over here on Confirmation when Kennedy was assassinated. They were all meeting in the Lewis and Roca offices at Phoenix Title when we got the news that John F. Kennedy had been shot in Dallas in 1963. Kinda put a damper on our confirmation party. But the plan was confirmed. They salvaged and I don't know what eventually happened to it.

*Susan Freeman:* Would this have been a case before a referee?

*Gerald Smith:* Yes. There were no so-called bankruptcy judges until 1978 code was passed, and then it occurred in 1982, as I recall, they finally got 'em appointed.

*Susan Freeman:* So what was your impression of the referees? What was the quality of the work, and was it really all kinda ex parte you come in and get what you want? I mean what was it like?

*Gerald Smith:* I thought it was a pretty good system. We had not had the problems in Arizona that they experienced in the southern district in the late '20s that led to several committees investigating. There, the lawyers who were doing the work were, in essence, bribing the judges, or the referees to assign cases. It was pretty unseemly. And that led to some of the early reforms in the bankruptcy system.

But we had never had those problems out here, and it seemed to me that I never had a real concern about whether I was appearing before a referee or a judge. The referee clearly knew more and understood more about the bankruptcy matters, and by and large, I thought they did a pretty good job.

*Susan Freeman:* So did you notice any real changes after the referees became judges?

*Gerald Smith:* I think nationwide, there were changes. I think you got a better quality person applying for the position, and I think that it did actually increase the quality of the bench. But I was perfectly satisfied with what we had in Arizona. I thought they were good.

*Susan Freeman:* Did you have several bankruptcy cases? I mean did you start doing more and more bankruptcy cases after that first one?

(30:00)

*Gerald Smith:* Well, the next one that I remember, and I'm sure I was involved to a degree in other cases because of the suretyship and construction work, eventually I got into foreclosures for a number of S&Ls we represented. And those had to be judicial foreclosures at that time. And there were always interesting questions on construction projects as to broken priorities and lien claims. So it was very interesting work. And often the contractor went into bankruptcy, or a subcontractor, so that you did have the overlay of bankruptcy in the construction contract process.

But the next major one I remember was a theme park that was called Legend City. And Legend City occupied a place out near where the Phoenix Zoo is and there are nice buildings out there now. It was out in that part of the world. I don't remember exactly where it was or whether it was on the state land that

Arizona inherited it when it became a Nation Papago Park, in other words, or it became a state. But they had actually built, at a huge cost, multimillion dollars of buildings that looked like an old western town. They had the bars. They had the saloons, whatever you called 'em.

They had theaters where they would put on plays. They had the stagecoach. It really was a very nice place and the people of Phoenix loved it, but it got in financial difficulty. We were contacted by the investors and lenders, the Adams Group. There were a number of inventors, primarily from the Hollywood area, kind of Southern California, as I recall. And Tony Jones filed a chapter proceeding. As I recall, I think it was a Chapter X, but I've got those materials somewhere, because it did go all the way up to the 9th Circuit. And we attempted to get the stay lifted. There was an injunction that was put in place. In those days, you didn't have automatic stays.

But the judge would create an operating order, and usually as part of that, there would be an injunction to prevent foreclosures. And we tried and tried to get that lifted, and it took two or three years, and Tony Jones won every argument before the bankruptcy referees. Now Tony was pretty close with the referees because he had been back in Congress when the –

*Susan Freeman:* Not the commission?

*Gerald Smith:* No, no. When the – in the 1938 –

*Susan Freeman:* Oh, the bankruptcy rules?

*Gerald Smith:* The Chandler Act Amendment.

*Susan Freeman:* Chandler Act, okay.

*Gerald Smith:* When they had those major reforms, he was, as I recall – I think it was Carl Haden's clerk. And he had been there at the time and knew something about it, and was familiar with the legislation. And everybody had kind of looked up to him as the dean of the bar. Years later, Marilyn Schoenike, who had been working for him and a couple other lawyers that I hired away for Lewis and Roca, as a paralegal. She'd been a clerk over at the court, and was certainly familiar with the bankruptcy process and the personnel over there. Marilyn and I would take Tony out to supper when he was in his 90s. He was getting 98, somewhere up there. And we actually arranged to have a summer clerk here work with him to do

a story on his life. And it was published in the bar directory and it was very nice. But it turned out that he had 8,000 hours in the Lackland City case, and never got paid anything.

*Susan Freeman:* Wow.

*Gerald Smith:* It was a disaster for him. And eventually, although he won at the referee level, and then at the district court, we had that reversed in the 9th Circuit. They said, "Well, this thing doesn't have a chance. There's no indication that there's any financial life, and they're just wasting time."

*Susan Freeman:* So what year did you get involved with the commission on the reform of the bankruptcy laws?

*Gerald Smith:* My professor in law school that I had jurisdiction from was Charles Seligson, probably the best known bankruptcy lawyer, reorganization lawyer, trustee in the United States at the time because primarily he was very active in New York. He was the private lawyer with Morris & Seligson. They represented such companies as PepsiCo at that time, so it was a really strong firm. They had hired NYU Root-Tildens so they had people like Harvey Miller, Herb Wachtell, as their youngsters, and Leonard Rosen as part of that firm.

He I think got me interested in it, and he had always kinda watched my career and we kept in touch. I would see him at the referee's conferences and the – I think that's about the only thing we ever went to.

*Susan Freeman:* Was that kind of precursor to NCBJ, or referee conference?

*Gerald Smith:* Yes, it clearly was, but there were only about 40 or 50 people there each conference. Usually somebody like Vern Countryman and Charles Seligson, Harvey Miller. In any event, he belonged to an organization called the National Bankruptcy Conference. This conference was a self-anointed group of experts in the bankruptcy commercial field. They had gotten together in the '30s when the bankruptcy reforms were taking place to look at the reforms and make input to Congress, and Congress actually asked them to continue to do that and to make input to Congress on pending legislation, and they did so all the way through the Chandler Act Amendments. And it kept going after that.

And, as I say, it was self-anointed because the original group brought on additional people and they held the membership to 60.

And Charles wanted to know if I would be interested in being one of the 60, and this was in 1969. He had me go back to New York and interview with Aza Hercoz, the referee in the southern district, pretty well known around the country. He had a lot of big cases. And I did do that.

And then Charles said, "Well, you got past Aza. We have this commission that's going to be created, and I'm thinking a little bit about not only getting you on the national bankruptcy conference, but also having you work for the commission. Would you come out and meet Vern Countryman, Frank Kennedy, and me --" and there was someone else. I guess it was -- it may have been Harold Marsh, "-- at the California Financial Lawyers Conference they have every year." And that year, they were having it inland from -- what's the Catalina Islands are off --

*Susan Freeman:* Oh, Santa Barbara?

*Gerald Smith:* Santa Barbara, and then inland a little bit was a nice resort center. I can't remember the name of it, either, but it's still there and still beautiful.

So I went out there actually, on my own money, and met all those people and they were interested in having me become a director -- or a deputy director of the commission, which was Babson formed and getting under way. So not only did Charles get me into the National Bankruptcy Conference and I became a conferee there in 1970, but he also got me involved with the commission on the bankruptcy laws in 1971. And I became a deputy director and moved to Washington and took basically a year's leave absence from Lewis and Roca without any pay. I had to borrow \$40,000.00 to move my family and me to Washington. We stayed in Fox Hall Village and all I did was work, but it was fun.

*Susan Freeman:* So did the commission pay you for the work that you were doing on it?

*Gerald Smith:* A very small amount of money. They weren't funded very well at all.

*Susan Freeman:* Right. And what was it like? I mean what were actually doing? I guess first kind of big picture how did the commission make decisions on what they wanted to write, how they wanted to reform the laws, and then kind of what was your role in it?

*Gerald Smith:* Well, I got there in the summer '71, which was they'd been up and running for kind of off and on from the – towards the end of the '70s, into '71. And they had done their background studies. They had Brookings Institution do a study for them, and they had another study or two done. And they had started gathering data and background material.

They hadn't really started working on a new bankruptcy statute, but they were meeting with the SEC. They'd have regular lunches on Wednesday. Frank Kennedy had actually gone to school with one of the people at the SEC that headed up the division that was responsible for Chapter X, and they were involved in every Chapter X, theoretically, and often were an active voice in Chapter X reorganizations because Chapter X really was designed for the publicly held company, and the SEC had a role.

(40:00)

The work that was beginning to get started as I came, and they didn't have any meetings of the commission until the fall. So Frank Kennedy and I, and Bob Vials, who was another employee of the commission, worked that summer on various projects. I, for example, got assigned all of the avoidance matters and rewriting all of those provisions. I also started working on the reorganization provisions, started doing the history and getting all of the background history, read everything there was in the way of congressional studies and input from really the '20s on, and became deeply immersed in that and produced papers which were – are still part of my files that will eventually go to the American College of Bankruptcy archives. But I haven't done it yet because I haven't got 'em organized.

Norton did actually have 'em all copied and I have disks of all of those papers. There are about 20 boxes, and I brought 'em all back and I've moved 'em all now to Tucson. And Chuck Case actually has one of the disks, and Randy Haines has one of the disks. And I also had put on disk the minutes of the commission meetings, and there are two volumes of that, pretty extensive, and those are on disk and I've shared those with Randy and Chuck. But –

*Susan Freeman:* But so were you trying to figure out what are the issues, what are the problems? I mean how did you go about saying, "All right, avoidance actions. What do we want to do –?"

*Gerald Smith:* They'd already put together a great deal of input, and the Brookings people had done a study on consumer bankruptcies, so



they had all that information and recommendations. They had input from the referees conference. They had input from National Bankruptcy Conference. They had input from all of these wonderful practitioners around the country. It was a fairly specialized practice, and there were some really good bankruptcy lawyers around the country.

We've already talked about the Quittner, Stutman Treister & Glatt, but there was another firm, Barney Shapiro was with. It was a wonderful firm out in LA, and there were good firms in San Francisco and on up the coast. New York, of course, had incredible firms, incredible lawyers, and where were good lawyers in Atlanta. So there was really a lot of talent, and in the Midwest in Minnesota. So there was a lot of talent available.

And Frank Kennedy knew everybody and was reaching out to get input from all over. The commission had had several public meetings where they would have an agenda and they would have people talk about those agenda items and testify at the commission meetings. And Frank Kennedy was busy creating a list of things that had to be done if you were gonna draw a new statute up.

*Susan Freeman:* Was there a consensus about what things should be done, or were there real disputes that you had to kind of resolve?

*Gerald Smith:* No, there – I just started working. I was interested in preferences, fraudulent transfers. I'd had some litigation involving that area. So Frank let me work in that area. He was very interested in it, also. I was very interested in the reorganization provision. We had Larry King doing the initial draft. And the other interesting thing that was happening at this time was Frank Kennedy was the chief reporter of the bankruptcy rules, and they were just completing the straight bankruptcy rules. They had been promulgated, and they were starting on the reorganization rules, and Larry King was involved in that endeavor.

So there was a lot happening in the bankruptcy world at the time. Well, I would pick out things I was interested in as I looked through what all they had done and all the input they'd have. And I started talking to Frank about what I should do next and what all I should take on. And I probably should have reviewed what all I did, but it was an enormous amount of items that I eventually became involved in. I took on community property law. There had been no provisions in the bankruptcy laws dealing with that, and I drafted something and Harold Marsh was an expert on it. He had taught at Washington University and had written a book on it,

and Arizona had it. So I had become fairly expert. I was teaching I think a course for the bar exam on community property law, so I drafted the community property law provisions that became part of the bankruptcy code.

They did get worked over a little bit, but it was basically mine.

*Susan Freeman:* In the Chapter XI area, what parts of that are basically yours?

*Gerald Smith:* There's very little that I didn't work on, and write, work on. Also, I worked on with Bob Vials, the executory contract section. Vern Countryman very instrumental in formulating that. That was very important. We're gonna have to, when we finish this up, what I will do is try to open up my boxes so I can be more helpful on this. And even if I had the commission bill in front of me, I could be more helpful. But I did write the Chapter XI materials for the commission using the input from Ron Trost and Larry King. I put it into the commission style and added some things. I also did the straight bankruptcy and the stock brokerage bankruptcy. I did, as I've already indicated, the avoidance provisions. I did the community property law and the claims processing provisions. And there were a lot more things that I did. I worked in the railroad reorganization area, and I also worked on the taxes with Tom Plumb, who was an amazing guy. He wrote three law review articles on his work for the commission, and I worked with him on getting it into our statutory language.

I worked on the administrative side of it, which was one of the main things, creating the US Trustee System. I disemployed the SEC and Frank was really embarrassed when he had to tell them the commission had voted to keep the SEC out of the game.

*Susan Freeman:* [Laughs]

*Gerald Smith:* [Laughs] I'll never forget, I walked into the room, and he had it on the speaker, and I – or maybe not speakerphone, but he was listening to this irate friend from the law school days who was at the SEC remonstrating with him over the disemployed out of the SEC. He said, "What'll I do?" [Laughs] "I've been disemployed."

*Susan Freeman:* So what was it like to actually live in DC and be working all the time? What was Jane doing during the day?

*Gerald Smith:* She was having fun. She was attending cooking school and we had two young children, and she was taking them around to all the

places young children love to see. DC, it's an amazing down. And we had friends here. I had a neighbor that we lived just immediately to the east of Phoenix Country Club, and I was a member there and, Manor Drive. And Bart Newman Porter, who was the well-known lawyer with Evans, Kitchel & Jenckes. Bart Porter lived there, and we were good friends. They had a couple young children our children's age.

(50:00)

And he had signed on from Southern California USC, and he had been in that group that kinda got brought back with Nixon to run his campaign. And the Watergate Hearings were beginning to commence, and the scandal had already occurred and Bart had supper with me at our place in Fox Hall Village with my wife the night before he was gonna testify before the committee that was investigating it. And – or it may have been he was to give a statement to the FBI. But, anyway, that statement was a little off in places. And I told him that night, I said, "Have you got an attorney?" and he said, "Oh, there are all kinds of attorneys at CREEP, the Committee for the Reelection of the President."

And I said, "Well, they're not looking out for you. Have you talked to your brother, Neumann, he's a great attorney?" And he said, "No. I'll be okay." And I said, "Well, for God sakes, whatever you do, tell the truth and don't try to cover up for anyone."

He got indicted several years later, and pleaded guilty. And the judge who had the matter was a black judge that John Frank knew very well, and I said, "John, Bart shouldn't be going to jail over this thing. It's nonsense. What can I do? What can I write as an attorney here at Lewis and Roca who was there with the commission and had supper with him the night before and knew him very well." So John helped formulate a letter to his friend, the judge, and it was sent off. He got 30 days in Lompoc, so it worked out pretty well.

*Susan Freeman:* Good. So two questions. Why did you go to do this in the first place, and did it live up to your expectations? It sounds like a really exciting time to be there, and a lot of interesting work.

*Gerald Smith:* Well, I was doing very well at Lewis and Roca. I had built quite a reputation in the construction industry, suretyship. I was a member of the American Suretyship Association. I had had a number of interesting bankruptcy cases, and commercial law was really very

active under Joe McGeary, and so it was pretty good career. But it seemed to me that going back and riding the bankruptcy laws or helping do that might be important, not only to me, but to Lewis and Roca.

There were those at Lewis and Roca that weren't very enthusiastic about it, but on balance, I thought it was something that I could perform and do a good job and would enhance my ultimate career. And by then, I had become very interested in bankruptcy. I thought it was a fascinating part of the law, and it impacted everything, seemed to, and everything was designed like the Uniform Commercial Code to be bulletproof under the bankruptcy code. So it was my decision, basically. No one prompted me to do it. There were those who tried to persuade me not to.

*Susan Freeman:* And did it live up to your expectations?

*Gerald Smith:* Yes, it did. Now I had to go back. The commission really didn't have any funds left in June of '73, but I agreed to go back. And I can't remember whether the firm paid my way or whether they had enough money to pay my way back there, and then back to Phoenix, but I left Jane and the family with a house that hadn't been treated very fairly by a tenant, and I went back and Vern Countryman and I roomed together at the – there was a place right by the Russian Embassy here across the street on 16th Street, just across from where the commission had its building. And we put in long hours, probably get there at 6:00-6:30, and work till 7:00. Vern was kind of a bad influence on us on working late, 'cause we'd have to stop and go have a beverage or two, which was fun. But, anyway, we put in that time with Frank Kennedy.

Frank was there many times all night long working, and would get there very early. We had to finish it turned to be two volumes. We drafted a statute and we drafted a report supporting that statute, and it took a lot of work.

*Susan Freeman:* What was it like to see it in print?

*Gerald Smith:* It was very rewarding. I ended up with a bound volume of the studies, which is a big volume, tall, and then the two smaller volumes, our work product.

*Susan Freeman:* I still have them in my office. So what happened afterwards in terms of getting the statute enacted. I know Dennis DeConcini, who is our Arizona senator was really actively involved in it. Were you involved in the enactment of the bankruptcy code?

*Gerald Smith:* Well, the commission bill, the commission could not face up to one of the issues, and that was whether we had Article 3 or Article 1 judges. The National Bankruptcy Conference was strongly on record, and gave that input to the commission, as were other organizations that it should be an Article 3 judiciary. And with the people that were on the commission, Ben Weintraub and Judge Will from Chicago, two Article 3 judges. And the senators were getting harangued all the time by the chief justice and others in the judiciary – oh, Ed Winfield was the other one that was a member of the commission from the southern district. He was very well known.

It was just impossible for the commission to even address the issue, so even though our statute and report were structured to accommodate and Article 3 judiciary, it really didn't work unless you had an Article 3 judiciary, because we let the bankruptcy court resolve everything, really. And it was designed for Article 3, but we couldn't get that issue even before the committee. So there never was a position taken except that it be Article 1, and was a foregone conclusion.

So that was one of the great failings. But in any event, the statute as promulgated by the commission was the first draft of the legislatively enacted statute. It was introduced in 1973 is my recollection, and then it was changed somewhat and became part of the '75 version where they held the first hearings. I may be a little off on that. I've reviewed all of that for the program we had out in San Diego for the Arizona State Bar, and I have my notes and everything. I need to just look at that. I've been too busy with Ray Parvost and a new law firm to do anything, and I apologize.

*Susan Freeman:* Did you work with Rich Levin and Ken Klee at that point on the legislation?

*Gerald Smith:* No, they weren't involved until the Senate and the House got involved, and Rich and Ken were for the House, and Harry Dixon and there was another fellow, nice person that were for the Senate. They were young law students at that time, and they did some work. But primarily Clee and Levin did the work for the House, and eventually for the two Bills that ended up being the 1978 code. I did testify before the Senate, my recollection, in '75, and I have that testimony, and it might be of interest. We may want to make it part of this.

(1:00:00)

*Susan Freeman:* Did you end up communicating very much with Senator DeConcini about the statute or about the legislation?

*Gerald Smith:* I did. I have some input with Harry Dixon and the other gentleman, and I had my input, really the Senate hearings where I testified. So I had given my testimony on what I thought about reorganizations and the court structure.

*Susan Freeman:* So what was it like seeing the code finally enacted with most of your provisions still in there?

*Gerald Smith:* Well, many of them were, because they were not controversial. They were an improvement, and it was wonderful to see the product actually come to fruition. And Ken and Rich did a good job of improving it further, and Harry Dixon and his other compatriot. I can't put my – I'll need to get that name for you.

*Susan Freeman:* Mm-hmm.

*Gerald Smith:* He's still around and he's a nice person. But it was signed by President Carter on my birthday in 1978, November 6th.

*Susan Freeman:* Uh-huh. So what was it like practicing under the code versus the act? What big changes did you experience?

*Gerald Smith:* Well, we had incorporated the automatic stay provision which Frank Kennedy had created for the rules and made it statutory. So that was a big change. It had been in effect really through the rule process. Everybody was a little skeptical whether you could adjoint everybody with a rule, but it seemed to work pretty well.

We used to go in and get an operating order and injunction. Frankly, one of the first cases that I had with the new judges when the code became effect in '82 was White Fence Farms, and Henry Jacobowitz had filed an involuntary against the entity owned by the Wolfswinkels, and they were at loggerheads, Darrel, Conley, and Clifford, these were the three brothers. One of the brothers was older, but wasn't involved in it.

And Conley was president, and once that involuntary was filed he had authority to go in on behalf of the corporation and consent, and we submitted an operating order and never looked back. And Judge Caldwell signed the operating order. Conley was in control. And we had 32 motions approved that were spectacular. And they came out of that with \$100 million in assets and paid off all the

creditors and still had \$100 million in assets. So that was a very interesting case and I realized then that I had somewhat of a leg up over others because of having drafted the provisions.

*Susan Freeman:* I remember working with you on some of those early cases where you were the one who knew all the background. You knew what this meant and nobody else did, and there weren't any cases to interpret.

*[Crosstalk]*

*Gerald Smith:* It was a significant advantage.

*Susan Freeman:* It was. But before – let's see, after you came back from the commission and before the code was enacted, you worked with Sally Neely, right?

*Gerald Smith:* Oh, Sally Neely came to Lewis and Roca and we did work together, and I did get involved in a number of bankruptcy cases. I really don't remember many of them, but I know there were a number of them.

*Susan Freeman:* So the big case I remember in 1978 was Westgate California Corporation, because that's the one you brought me in on as an associate. So what's your recollection of Westgate?

*Gerald Smith:* That was an incredible case, and the Curvin Trone and Herb Kunzel were the trustees appointed, and they were represented by then Stutman Treister & Glatt. And Herman Glatt was primary lawyer and he reached out and had retained me to do an initial investigation of the possibility of a lawsuit against Valley National Bank of Arizona, which was the lender to C Arnold Smith, and his entities, and had done a lot of loans and helped him survive and create some of the problems he created. And eventually, we decided to sue him – or sue Valley National Bank banked on the results. I think you went over and reviewed all the records.

*Susan Freeman:* *[Laughs]* I did, yes.

*Gerald Smith:* And the other thing I remember about that is that I asked Susan to go ahead and prepare findings of fact and conclusions of law based on what she had learned, and I don't know if we ever had to file a lawsuit. Did we file a lawsuit?

*Susan Freeman:* I think we did not. I think we sent the drafts of what we were gonna do, and that resulted in settlement.

*Gerald Smith:* I had your draft and 40 or 50 pages long of all these troublesome loans they had done and all the things they had been doing, which looked pretty bad in hindsight, and shoulda been a basis for equitable subordination, and maybe even a basis for affirmative claims.

I remember Dick Siegal was representing Valley, and he – when I started talking about this with Herman Glatt and we were sitting with Bill Tanner, the loan officer at Valley, and I started explaining all the bad things Valley had done, he got very irate and Herman had to take over and kind of paint the picture with a little more pleasant approach. But we left them with Susan’s findings, the fact and conclusions of law, and ultimately, settled very favorably. I forget exactly what the terms of the settlement were, but it was substantial.

*Susan Freeman:* Mm-hmm. So what was like seeing bankruptcy judges come out with interpretations that were different than you knew was intended by the law?

*Gerald Smith:* Well, I would let them know that that wasn’t what I meant when I wrote it.

*Susan Freeman:* [Laughs]

*Gerald Smith:* [Laughs] And point out to them that what we were trying to achieve – and I would cite the legislative history and the history in the Senate and the House reports and the Commission Bill, so it was a real advantage.

*Susan Freeman:* Has the nature of the practice changed much over time from the early days of the code to today, the kinds of debtors, the kinds of cases?

*Gerald Smith:* A lot of the major cases have gravitated to the east coast because of the – not in the bankruptcy loophole, but the loophole in the banking code, which the Supreme Court seized on to allow venue to be initiated where the domicile is, and the banking code, all these banking cases had to be in South Dakota, and that’s where the Supreme Court upheld that. And then the venue statute in the bankruptcy code, all the corporations, a great majority of ’em, were in Delaware so the same rule applied to where it was appropriate to have – it was the domicile.

And one wonders whether domicile’s really the right way to phrase



it. But, anyway, that's what happened. So where they were incorporated was the domicile, and domicile's basis for venue under the bankruptcy code. And, of course, all interpreted it as the place of the corporation.

*Susan Freeman:* So you could sue them in – or have your case in Delaware instead of South Dakota.

*Gerald Smith:* Right. And it was a real boon – well, actually, it didn't occur. I was just giving you that example of a favorable forum for lenders to have those laws applied because there were new usury limits at the time, and that's why they all were incorporated in South Dakota and the Supreme Court upheld it.

(1:10:00)

*Susan Freeman:* Tell me about the ABA, American Bar Association Business Bankruptcy Committee. When did you get involved in that?

*Gerald Smith:* Before I do that – yeah, let me start out with that. The ABA Business Bankruptcy Committee was a very small little committee. I think Jack Stutman was the time, and there maybe were 15 or 20 people. And it had some real experts on bankruptcy and had worked on some of the things and testified, and I got to know them and realized what they were and what they were doing. And so being a member of the ABA, it was easy to be a member of that committee. And I started working with that committee, and eventually became not the chair of the committee, but the chair of the bankruptcy portion of it.

There were several committees that you and I eventually got involved in, and I don't think I was ever chair of the business committee itself or the bankruptcy committee.

*Susan Freeman:* I remember you became the chair of the first professional ethics committee and brought me in as the reporter on that, and that's what got me started in the ABA.

*Gerald Smith:* Right. That was a very interesting area that I had got involved in a little bit during the commission's work and followed it closely. I think it was an important thing to do.

*Susan Freeman:* I think we ended up doing a report on Rule 2014, 2016, and what disclosure should be made and how would you go about doing that.

*Gerald Smith:* Right. There was a lot of interest on my part in disinterestedness. And I thought it was drafted poorly in the statute and needed some help.

*Susan Freeman:* Did you intend for disinterestedness to apply to counsel for the debtor in possession, or only the trustee?

*Gerald Smith:* Well, I think it would only apply to the trustee, and the Senate screwed that all up in their draft that became the statute, but initially, the courts did rule the way I thought they should have ruled, but eventually, the overwhelming number of cases were to the contrary and required that debtor and possession counsel be disinterested. And I didn't think that was a very good idea. I wrote a couple law review articles about it, and did everything I could to at least hedge it and limit it through my writings, and the committee work.

*Susan Freeman:* And the committee work? Were you also doing things on the NBC in that regard on the commission?

*Gerald Smith:* Yes, I did. I was the chair of the ethics commission, the National Bankruptcy Conference.

*Susan Freeman:* So you were starting to say something a minute ago when you said, "Let me say something about the ABA first." What else were you thinking about?

*Gerald Smith:* Oh, the American Bankruptcy Institute was created. I think it was primarily Bill Norton and Harry Dickson and the other gentleman, I can think of his name right now. And they felt it was important to have a national presence year round to monitor what Congress was doing and to do the things that they ABI does. I was one of the early directors of the American Bankruptcy Institute, and then during the course of the institute and Harry and – oh, Bob Fiedler, F-I-E-D-L-E-R, who was the other one that worked for the Senators.

They felt it was good to be – have an organization that was active and did things, but they also felt there should be an honorary organization, and Bill Norton agreed. So they started drafting bylaws, and they asked me to help out on that process and we would meet in Washington DC periodically to do that. Bylaws for an organization similar to the American Trial Lawyers Association that would be an honorary, as it turned out, American College of Bankruptcy Lawyers. And that was an interesting project.

We got that off the ground at the end of the '80s, early '90s, but we couldn't really get it off the ground because I think, and I don't know all the details about this, but Harry had alienated Larry King during the creation of the bankruptcy code, or maybe it was even before that. It was during the period that they were doing the municipal insolvency provisions, which had to be enacted quickly in I think it was '76, or even before, but probably '76 because New York City was on the brink of insolvency, and Larry had created that with that in mind, and really felt he had to have that in place because it would at least help avert the possible insolvency of New York City if nothing else.

So I think he had some problems with Fiedler and the Senate and Harry Dickson.

*Susan Freeman:* Was that actually enacted or not?

*Gerald Smith:* Yes, it was.

*Susan Freeman:* Oh, it was. Okay. So it's –

*Gerald Smith:* It got through.

*Susan Freeman:* – just problems in getting it.

*Gerald Smith:* Right. And I think that came about in '76, somewhere around there. I think it did have a role in preventing New York from having to file. In any event, there was some animosity there, so Larry King was, of course, the key person in New York City, and no one would join our little fledgling organization from New York City until I somehow got that resolved. And it took a few years, maybe like six or seven.

*Susan Freeman:* When you say “somehow,” is there anything you can share in that regard as to how it happened, how you resolved the impasse?

*Gerald Smith:* Well, I just kept working on the New Yorkers, and eventually we had a pretty good organization. We got Harry out of the leadership role and so I think that was probably the way we did it.

*Susan Freeman:* But you were involved in Norton Bankruptcy Law Institutes before, that right? How did the Norton Institute start?

*Gerald Smith:* Well, Bill Norton wanted me and Fiedler and Dixon to do the legislative history for a treatise he was going to start. And he also wanted us to participate on the treatise, so we had meetings in

Atlanta and that's what led to my being a contributor to the treatise and a contributor to the historical materials that are published in the big paperback volume. So that's where the legislative history, and it's brought up to date and continued to this day by others. I no longer have to do that terrible chore.

And he also wanted to have an advisor pamphlet that comes out periodically and is just a loose-leaf publication, and I participated on that as one of the coeditors in the early days, I think with Richard Lieb. Any event, all that got started.

*Susan Freeman:* And then Norton also had the seminars that he was giving all around the country.

*Gerald Smith:* Right, and that was in order to pay his authors back because he couldn't pay 'em for the treatise. He never did give 'em any compensation for the treatise, so they got the publications free. He got a copy of the treatise free. And they got to teach at the seminars and got their way paid to the seminars because there were people at the seminars who would pay to see people that really understood this new act that was coming on board.

*Susan Freeman:* You were pretty much a national presence at that point in time, or was that really a part of the building of your national reputation?

(1:20:00)

*Gerald Smith:* I think it was part of it. I was speaking at a lot of other seminars, probably would do 10 to 15 a year. I was on the permanent speaker panel for the Ally Abbott Partnership Program, and I would deal with insolvencies of partnerships. I did that for maybe 18 years. So I was speaking in a lot of programs. I would go down to Stetson with Judge Paskay originally, who passed away, and speak there. I would speak in Texas. I would speak in Iowa. I would speak in California, Washington. I really did literally speak all over the country at seminars.

*Susan Freeman:* You were a very good mentor as well, getting me involved in the Norton speeches and treatise and writings and the ABA and getting me in the national speaker circuit, too.

*Gerald Smith:* Right. And also on cases, you were very bright, so I could get you started on the case and turn it over to you.

- Susan Freeman:* [Laughs] What was it like to get the distinguished service award from the American College of Bankruptcy that you were instrumental in starting?
- Gerald Smith:* Well, I thought it was a very nice thing, recognizing the contributions I had made, especially to the college 'cause I think we did create a wonderful organization, and I did have a fairly major role in that.
- Susan Freeman:* There was a decision made I guess fairly early on not to make it an American College of Bankruptcy Lawyers, but American College of Bankruptcy –
- Gerald Smith:* Professionals.
- Susan Freeman:* – to include other professionals.
- Gerald Smith:* Right.
- Susan Freeman:* How did that come about?
- Gerald Smith:* Well, I think we realized that there were a lot of other professionals out there that had a major role in bankruptcies. It wasn't just lawyers. And I think that was from the beginning, perhaps. Bill Norton and Harry Dixon and Rob Fiedler. Probably one of the things they agreed on – oh, another person I forgot was from Connecticut that worked on this was one of the early – I can't think of his name right now, but he was a wonderful guy and he became very important in the international insolvency field. You'd know his name if I mentioned it.
- Susan Freeman:* Okay. See if it comes to mind. So let me just ask you about your recollection of some other notable bankruptcy lawyers. Start with Vern Countryman. Any recollections that you would like to share?
- Gerald Smith:* Well, Vern and I were very close. When the McCarthy hearings were taking place and the McCarthyism was running rampant in the end of the '60s, the early '70s, Vern was teaching at Yale and I don't know the full story, but somehow got crosswise with William Moore. He was one of the contributors to William Moore's treatise Collier on bankruptcy today. And I think he was forced out of Yale, along with a couple other because of his liberal leanings. It was a period you had to live through to understand what was happening with the McCarthyites crucifying people just because they were liberal, a little like what's happening today with the republicans, but not quite as bad today as it was during the

McCarthy era.

In any event, Vern had to leave Yale and he came out to New Mexico and became the dean at the University of New Mexico. And he was a great friend of John Frank's. They had clerked together. John had clerked for Black and Vern had clerked for Douglas who was from Washington, as was Vern. And Vern, through John, got to know me, and we went – I took him with my friends fishing in Puerto Penasco, Mexico.

I had become a fisherman of some note, because of Bill Valentine who wrote for the *Republican Gazette*, the Sunday article, and he would – every time I was down there, he would have the article with me holding a fish or something, and write an article about it. And so there was a group of people from the Phoenix area, and Tucson, too, that fished down – primarily Phoenix, that fished at Rocky Point or Puerto Penasco and had cabins down there, and had boats and it was really wonderful fishing, and I fell in love with it. So I talked Vern into going down and fish with me.

Now I first got involved with Valentine and that group by a fellow from Manhattan High School that went onto K State, Jay Workman, who had come out here and was working for the *Republican Gazette* where Bill was writing articles, and had written something for the *Republican Gazette* sport page about fishing in Rocky Point that Valentine did not like at all. So Valentine said, "You're gonna come down and fish with me, and I'll show what it's really like," and Jay said, "Can I bring someone with me?" and so Jay called me up and asked if I'd like to go down. So that's how I got introduced to all off that.

So I wanted to introduce Countryman to it 'cause he's from Washington and kind of an outdoorsman himself, and he did go down fishing with me. And one of the people that was on the fishing boat that time was Bill Hammer, who had Messenger Printing Company, which became a good client of the firm for many years.

But Bill had the boat and we were out fishing, Vern and I with Bill, and we were fishing for pinto and grouper, and very nice eating fish, and they get pretty large. But Vern kept catching these little sunfish or perch that were about four inches long. And we would use 'em for bait to catch the big grouper and pinto. Vern never did catch one of them. And Hammer looked at him and said, as the day drew to an end and we'd had a few drinks, "Vern, we're gonna nickname you the master baiter."

*Susan Freeman:* [Laughs]

*Gerald Smith:* Vern loved that, and actually told the story how he became known as the master baiter at the next referee's conference at which he was speaking. [Laughs]

But, anyway, I knew Vern pretty well before I worked with him on the commission work. And he was over here a number of times. And I don't recall whether we had him down fishing, again, or not, but I probably did.

*Susan Freeman:* How 'bout Frank Kennedy? What are some stories about –?

*Gerald Smith:* Frank Kennedy, really I first got to know in his role as director, and I'm working under him. And he was incredible. Hardest working person, and one of the brightest people I've ever known. And he was the reporter for the rewrite of the rules, so he had really quite a leg up over everybody and here he is writing this in rules which now we can write in statute and make it simpler and a better process.

And he was known throughout the country. He had been speaking. He had gone to law school. He'd been in World War II and the Navy. He was from St. Louis. He was in a small town on a farm he grew up in. In fact, Harvey Miller has a magnificent interview with him that was published by the second circuit that's leatherback. It is one of the greatest interviews I've ever read, and it covers Frank from beginning to end. And I probably oughta make a copy of that available for you.

*Susan Freeman:* Yes.

*Gerald Smith:* A work product.

*Susan Freeman:* Oh, absolutely. How about Harvey Miller? Particular stories there?

*Gerald Smith:* Well, there are a lot of stories. Harvey and I became close friends, and I don't know that I can say much more. He has been one of the leading people, both at the National Bankruptcy Conference, and he came in a little after I did, frankly, which is unusual, but Seligson got me in there first, but he was shortly after me. And I worked with him on these things and on the new bankruptcy laws, the rules committee, when I was on the rules committee in the end of the '80s, early '90s, the National Bankruptcy Conference.

*Susan Freeman:* Seligson, then, any particular stories about him?

*Gerald Smith:* Well, Seligson actually got mad at me.

*Susan Freeman:* About what?

*Gerald Smith:* We were working through the final versions of the statute and they had had me draft the US trustee statute into Chapter whatever we were calling it. I think it was seven at that time. But the reorganization vehicle, and we'd merged every organization into one vehicle, except railroads and Chapter 13. And I had drafted a provision that gave the US trustee considerable power over trustees in bankruptcy. And Seligson had been trustee in major cases, the Salad Oils Candle. He had represented Mike Todd in his Chapter XI, and he did not want any goddamn government functionary telling the trustee what to do. He thought that was terrible. And when he read that at the meeting and everybody was there at the meeting all the judges and the senators, except for Cook, and the congressmen.

(1:30:00)

And it was really because we were getting down to the end, he said, "Smith, you viper. You've stabbed me in the back," and Countryman said, "Charlie, you mixed your metaphors." And Charlie was just sputtering. He was so mad. *[Laughs]* But any event, that got kind of resolved later in an entirely different matter. Of course, the Seligson approach was what was taken, and I was very innocent in what I had drafted, and it caught me by surprise. And I apologized later.

*Susan Freeman:* How 'bout –

*Gerald Smith:* And that was about the time he was being hired by Weil, Gotshal. His office at which I saw, and on the door, his name was bigger than Weil, Gotshal & Manges. It was amazing. And he had such a magnificent office and he had wonderful people working for him.

*Susan Freeman:* Larry King.

*Gerald Smith:* Larry King turned out to be a lifelong friend after the luncheon and I would see him periodically at referee's conferences and things, kept in touch a little bit. But it was not until I worked on the commission that I really got close to Larry and we developed a mutual relationship through our work on the bankruptcy code and



the commission's work and the various – now, unfortunately, one thing Lewis and Roca wouldn't do for me, they – and I never did speak at NYU – they didn't contribute, and NYU was setting its faculty up based on the contributions that were received. And all they had to do was contribute \$5,000.00 and you and I would have spoken forever after on the NYU program, but that didn't happen. So I never spoke on that program except once, and I can't remember the reason I was asked to do it at that time.

But Larry and I still, nonetheless were very close, and years later, when I was on the rules committee, as I recall, he was on the rules committee at that time, kind of a permanent member, and we worked closely together then, and worked closely with him on a number of seminars other than the NYU seminar. And we stayed in contacted and when I would get back – actually, our family would spend some time with him on Fire Island, which he had a home there. We'd visit them in their home. He would visit us in Phoenix. I actually flew Larry – yeah, I think I flew him on occasion or two up to the White Mountains for a period during the summer to spend up there.

And he would – we actually traveled to Israel on a couple of occasions, and we would not have done that but of Larry King and his hospitality in Israel, because he was teaching there each summer in Jerusalem at whatever the law school was there. So I kept up with him in that way, and I would visit him anytime I came to New York and we had – I finally got the New York lawyers into the American College, and he was actually the speaker at the college ceremony that introduced him two days before he died. And I have a picture I'm kneeling down by the wheelchair he's in, and two days later, he died. That was after he gave a very memorable speech.

*Susan Freeman:* I remember that one. It was very special. So let me interrupt the asking about people, because you mentioned your airplane. So in addition to golfing and hunting and fishing, you got into flying and you flew your own plane different places?

*Gerald Smith:* Right. Although I hadn't been able fly in the Air Force, I did have the GI Bill, and I used that to pay for my flying lessons and I started in the early '70s – or – yeah, I think early '70s with a guy named John Walkup who became a lifelong mentor in the flying field. And he was the FAA examiner in Arizona for many years, and he's got Chandler Air now. It used to be he had Phoenix Sky Harbor, and we used to fly in out of Sky Harbor, and that's where I learned to fly at Sky Harbor. It was a relatively small airport in

those days, but it still had a lot of jet traffic, so it was good experience.

And I went all the way through my IFR rating and my commercial license and my multi-engine license, or endorsement, not a license. And I then bought with some local investors who were also beginning to fly, like Wendell Garrett, we bought into it was a Piper Apache that was converted in Seguin, Texas, and was called Geronimo. It was a little two-engine airplane that flew about, oh, I would say 170 or 80 knots. And if it had a tailwind, of course, we'd go faster. And it was IFR-equipped.

And as soon as I got my license and felt fairly proficient, I talked my wife into flying to Fairbanks, Alaska with me. This was after I had had the representation of the creditors committee for interior airways creditors committee with Mike Stepovich, the last territorial governor. This was in 1969 when our client Intermountain Aviation asked that I go up and represent their interest. They were a creditor and they needed – I didn't know they were part of the CIA front at the time, and I was taken into their confidence later, but the cover was blown during the Watergate – or not the Watergate Era, but it was blown – what was –?

*Susan Freeman:* During the Vietnam Era.

*Gerald Smith:* The Pentagon Papers, when they were leaked. And so they had to get out of the business, and that's when Air Florida took over and –

*Susan Freeman:* Wasn't it Evergreen? *[Laughs]*

*Gerald Smith:* I don't think I can discuss Evergreen.

*Susan Freeman:* Okay.

*Gerald Smith:* But Evergreen was – that was before Evergreen was at Marana, but Interior Airways was at Marana, and they were our client, Bob Kelso, who had been in the CIA. They were his very good client. And in any event, they took me into their confidence and we ended up with some really major representations as a result of that. It was fun, interesting work. I got to do a little FAA-type work before my ultimate assignment to the MarkAir case, and, also, in the mid '80s to representing all the pilots of Continental that were on strike.

But, anyway, I've diverted from –

*Susan Freeman:* Well, but you got about through your flying. You were now getting involved in the aviation industry. And did you – is that how you got to be debtors counsel in the MarkAir case up in Alaska?

*Gerald Smith:* How that happened is in the Interior Airways case in 1969, where I was on the creditors committee, I had got to know Neil Bergt. Neil Bergt was then asked to take over the airline from the original owner, and he did so. It was kind of a buyout. But he had the backing of the major creditors, primarily one from Canada, and some – well, that was primarily the one. And he knew me, and we kept in touch, and I was involved from time to time for Intermountain Aviation down at Marana, which now had a different name. And I did some work for Neil's outfit, and I then took that trip up there to Fairbanks.

(1:40:00)

And the survivor to the Interior Airways operation had a guest facility on Kodiak Island, and I was supposed to fly down with Jane with their airplane to Kodiak, but I had borrowed a car from him – from Neil – or, no, from Mark – oh, I had borrowed from the guy who used to own the airline, Magoffin, Jim Magoffin, one of the earlier pioneers up there from the southeast originally. But Jim and his wife loaned me a car, and I had locked my key in the car. I was up at the university. We were overlooking Fairbanks and we couldn't – we didn't have cell phones in those days, and I couldn't get a phone, and I couldn't get anybody to pick me up, and I missed my flight.

So Jane and I then had to get a commercial flight to Anchorage, and then get on one of the flights from Interior Airways down to Kodiak, and spent a wonderful four or five days there fishing for salmon. It was incredible. Wonderful facility, and got to know all the people, again.

*Susan Freeman:* Mm-hmm. Okay, so let me go back to some other people here. Let's see, how about the California folks that you mentioned, Arnold Whitner. Any particular stories or recollections there?

*Gerald Smith:* Arnold and I had some cases together, but right now, I can't think of them, and that's part of the review. I've got all these books out and files, and I need to go over those with you to cover the cases actually that we had been involved in. But, yes, I did have matters over in California. I think you've participated on some of them.

*Susan Freeman:* Mm-hmm.

*Gerald Smith:* Sally Neely and I had the Holcraft matter. I think that was the name of it, which was a large homebuilder out from the east coast, and I think it had filed somewhere, maybe in Arizona or California for some odd reason. And we were doing work over in California on one of their major projects, but I don't recall the details of that. That was the first time that Sally and I had I think worked together, but I may be wrong on that.

*Susan Freeman:* You mean after she left Lewis and Roca and –?

*[Crosstalk]*

*Gerald Smith:* No, no. This was while she was there.

*Susan Freeman:* Oh, okay.

*Gerald Smith:* Yeah, he was one of the largest homebuilders in the United States. And I think that's what got her started, and I got Neil Wolf started. And, again, I don't remember these cases, but it was one that was up in Sedona, and Rick Hillhouse dabbled a bit in it. Let's see, who were some of other early names? Randy Haines. He came before you, didn't he?

*Susan Freeman:* No, no. He came two years after I did, 'cause I came in '75.

*Gerald Smith:* You were in '75.

*Susan Freeman:* Yeah, and he came –

*Gerald Smith:* And Chuck Case had come before –

*Susan Freeman:* Chuck Case started a week before I did.

*Gerald Smith:* – right about that time. But I had had a whole group of people I was working with before then, and that's the period I've got to get up to date on.

*Susan Freeman:* Okay. So how 'bout people from outside? Jack Stutman? Any particular stories there, or recollections?

*Gerald Smith:* No, the primary one was the Westgate representation. Usually I was involved with Herman Glatt or Francis Whitner. Interesting story about him in that case where I represented the CIA front up

in Fairbanks, it was a really ornery judge and he had been out playing poker and drinking all night. And Frank's fee application was going to be heard. Well, Southern California pays their bankruptcy lawyers more than Fairbanks does, and he cut Frank's fees significantly. Probably by 60 or 70 percent.

Frank had done a great job. They reorganized and everything, but the bankruptcy judge really whacked him and Francis appealed, but it didn't do any good.

*Susan Freeman:* Ron Trost.

*Gerald Smith:* Ron Trost, I got to know primarily from the CMA case, and there were some other cases. His connection with Bob Shutan. And, again, I'm gonna have to pick up this information.

*Susan Freeman:* Sure. Okay, well, then let me just ask you more kind of big picture. What would you consider the greatest achievements in your career?

*Gerald Smith:* Surviving.

*Susan Freeman:* *[Laughs]* Nothing to do with drafting the code or –

*Gerald Smith:* No. No. Well, I think I had a major role in building the Lewis and Roca practice.

*Susan Freeman:* Yes, I think you're right.

*Gerald Smith:* And I think that is very important. I think had a major role in getting a number of wonderful bankruptcy lawyers into the field, and we've talked about some of them. Maybe you have a couple other names. Sally Neely, you –

*Susan Freeman:* Neil.

*Gerald Smith:* Neil Wolff.

*Susan Freeman:* Chuck Case.

*Gerald Smith:* Chuck Case, Randy Haines, incredible what he did. One of the best cases was the cattle case.

*Susan Freeman:* Black and white cattle.

*Gerald Smith:* Black and white. John Christian at Jennings, Strouss, Wynn – the California bankruptcy challenged his client, Shamrocks position and felt he needed to get a little more powerful representation than Jennings, Strouss, which had a very good group of bankruptcy lawyers at the time, including Gary Keltner. So he asked me to participate and handle that matter. And it was a case where they were feeding cattle and Jeff Davidson had discovered that if they didn't record their feeding agreement, there was a statute in California that said the interest in the cattle is void as against creditors.

He let Shamrock feed cattle for another nearly a year, knowing that he was going to file a Chapter XI, I think it was – no, may have been a regular case Chapter 11 case, and set aside their security. Well, Randy and I agonized over that. How do we get around that statute that says, in black and white, to pun, that it is void as against the creditors if not recorded?

Randy found a Supreme Court case that was way back saying that if you had notice from other means than the recording, that that satisfies the recording notice under the bankruptcy code, and the interest cannot be set aside. We turned that into a major victory. We lost before the bankruptcy court. We lost before the bankruptcy appellate panel, but we won before the 9th Circuit –

*Susan Freeman:* On the basis of branding, right?

*Gerald Smith:* On the basis that they had ear tags and were branded, and had looked like a Christmas tree ornament, and anybody would know that these were owned by someone else because it had their brand and they could check it out. And it had the ear tag. They could check that out. And the decision in that case was written by –

*Susan Freeman:* I can't remember.

*Gerald Smith:* He's still on the court, 9th Circuit. Wonderful person who's at Evans Kitchel, and he was a very good trial lawyer. I'll think of his name. God, I wish I could think of that name. I watched him try a journey –

*Susan Freeman:* Mike Hawkins?

*Gerald Smith:* No, no, no – jury case against John Frank back in '60s and he just walked all over John.

In any event, his last sentence was to the effect that the conduct of

counsel for the debtor was odiferous. Actually, that was the starting sentence, and it all went downhill from there. And he held – he validated Randy’s position.

*Susan Freeman:* Yes.

*Gerald Smith:* It was a wonderful victory because it was several millions of dollars involved, and they saved that money for Shamrock.

*Susan Freeman:* What’s it like being an expert witness? You’re doing a lot of that now.

(1:50:00)

*Gerald Smith:* Well, it’s like writing your own check at the bank. *[Laughs]* It’s very lucrative and it is a lotta fun, and you get into some enormous messes. In the Geneva Steel case, where I was the expert for the trustee, my report was used as the basis of the indictment of the lawyer involved for the debtor. He did some really bad things. I won’t mention the lawyer or the firm, but it was a well-known national firm.

Similarly, I had one in I guess it was from Ohio where the conduct of counsel was absolutely terrible and you had to write about that. So it can be interesting, but it also is – it’s troublesome in the sense that you’re going to hurt somebody badly. But it pays well and it’s something that has to be done by someone. I think it’s good for the profession. Probably those should be turned into law review articles at some point. But I agonize over the cost to the individual who has been the one that created the problem.

*Susan Freeman:* Mm-hmm. And any advice or messages for future generations who read or see this interview?

*Gerald Smith:* I need to kinda about that, and at the next session, talk about it a little. But I would say this, first, pick a good firm of people that you have something in common with that are congenial and are a lot of fun and have somebody that can help you get started. In our firm, we had several people and I got a great start from McGeary, from Walter Linton, from Paul Roca. It was very rewarding. And also Walter Chifitz and John Flynn. I tried with John Flynn – and we had another young lawyer named Rich Goldsmith, who was real young – one of the Bilak cases, which is another famous case that I handled for 23 years. We got out of it because Newman Porter joined the firm and he was on the other side, so we both

finally got free of it. But, it turned out to be remarkable for the Bilaks, and the case was ongoing, and John Flynn probably never would have left the firm but for the criticism he was getting for the representation of the Bilaks who didn't have money to pay, but they had entered into an agreement to sell Parkly Alice, which is out towards the west side, I guess, or the east side.

*Susan Freeman:* It's west side, and –

*Gerald Smith:* What's the shopping center?

*Susan Freeman:* Chris-Town.

*Gerald Smith:* Chris-Town. And actually, Chris-Town was part of the overall project. And a guy from Oregon who had been convicted of fraud. We didn't know that at the time, Harold Schnitzer, was represented by Porter, and actually Porter didn't represent him when the drafting of the contract was done which violated the FHA rules which led to its being invalidated. And the firm wasn't involved at that point. It was a lawyer from California. But we got involved once it went into litigation. And what happened is that Bilaks were trying to foreclose their position, and they got met with the defense contra bonus mories, and that they had violated the FHA regulations and what had been created for 'em by their counsel was unenforceable.

Well, this started a lifetime case, as I say, 23 years, when we finally withdraw. But then a few years after that, Bilaks, who had held onto their position in bankruptcy all these years, ended up letting the shopping center go, but being able to keep Parkly Alice and had a sale I think to one of the city units that dealt with elderly people. And I was back in representing them at that point, and they got a lotta money out of it, millions of dollars. And the only reason they were able to do that was a position I took in the case.

We had lost and they had judgment against us, and they were going to foreclose themselves on Bilak's positions, and I persuaded Jim Bilak, who was a lawyer, that we needed to file a position under Chapter 11 on his behalf in order to stop the sale. Now Jim

–

*Susan Freeman:* Or was it to stop the effectiveness –

*[Crosstalk]*



*Gerald Smith:* – Jim only had an undivided interest. But I said, “That’s all right. You have the right as an owner to redeem from the rest of the sale. And that’s an equitable right,” and it worked. It went all the way up to the 9th Circuit and they held that the automatic stay did prevent the foreclosure of the entirety, even though Jim only had a one-eighth interest, and they were able to hold onto it.

I’ve forgotten all the details. It took 23 years, and then we got out. Someone else got in. And then I came back. But it worked out well.

*Susan Freeman:* A very creative use of the bankruptcy code. So you mentioned Rich Goldsmith. That reminds me of one of your protégés would be Rob Charles.

*Gerald Smith:* Yes, Rob Charles, definitely. And Hank Taylor I think had some background in it. Sean Worth –

*Susan Freeman:* Jim Bellinger?

*Gerald Smith:* Jim Bellinger when we could get him involved and keep him involved. McKergen even played around a little bit.

One of the other interesting cases where we got everybody in the firm involved was the Continental Airlines first Chapter 11 in 1982. I was brought into it at the last minute and went down to resist the confirmation of the plan. Lorenzo had put together – which was very unfair to the pilots – on behalf of all the pilots, and then we handled all the pilots’ claims, and we appealed all the way to the Supreme Court the confirmation of that plan, but ultimately lost out on setting aside the confirmation, but we did get them significant benefits in connection with their claims.

And then the next Chapter 11 was filed in Delaware and the bankruptcy judge there enjoined us from pursuing the claims for our clients, and Randy Haines handled most of this. He went back there. And that’s the case where the judge in the 7th Circuit who’s – you’d know his name immediately –

*Susan Freeman:* Posner or Easterbrook?

*Gerald Smith:* Frank Easterbook said, “I’m a fairly strong person, but when I got this injunction enjoining me from resolving matters involving this airline, I almost fell outta my chair.” And he took over that matter and got rid of her. *[Laughs]* And we also were able to lift the stay and proceed with the Chapter 11 hearings before the judge in

Houston.

But we had meetings from time to time with the entire group of pilots. There were a number of people at the firm that worked on many of the problems, and it was very interesting. So that was another airline bankruptcy.

*Susan Freeman:* Another big case. Any –

*Gerald Smith:* And then MarkAir was the most fun of all because I was lecturing in Savannah, Georgia – no, I was lecturing at Charleston where they had the democratic convention this year. And I got a call from Neil Bergt, and I said, “Well, I’ve got a lecture this weekend Saturday – or Friday, and I can’t leave until Saturday. But it sounds like me. You’ve got to have someone up there.” I said, “I’ll call Randy Haines and Marilyn Shaniky,” and by the time I got up there Monday, they had everything under the control. The case had been filed. Debtor was in possession. Unbelievable. *[Laughs]* And that –

*Susan Freeman:* You trained them well.

*Gerald Smith:* And we ended up flying I think it was 18 jet aircraft throughout the United States from a small regional carrier that a handful of jets. And we did all of that the plan was confirmed in a year and one day, and we then started handling a securities offering for them. That was when Denver moved its airport –

*Susan Freeman:* Out to Stapleton.

*Gerald Smith:* Out to Stapleton and Neil transferred airplanes down here. And in the transfer – and the FAA hated him, anyway, and they were the ones out of Washington State that he had to work with all that time – they had misplaced the records of one of the aircraft. They grounded all of the aircraft and they were out of business.

*Susan Freeman:* And I think we are at the end of our tape, and you need to go to your meeting, and thank you very much.

*Gerald Smith:* I’ll be back.

*Susan Freeman:* Okay, thanks. Bye. Okay, I will go and get this –

*Gerald Smith:* Huh?

*Susan Freeman:* I will get this closed and –

*Gerald Smith:* Is that what you wanted to do?

*Susan Freeman:* Yes, that was perfect. That was perfect, and we can follow up more after you get the chance to go back.

*Gerald Smith:* – case listing.

*Susan Freeman:* Right.

*Gerald Smith:* My memory's terrible.

*Susan Freeman:* Nope, your memory's wonderful.

*[End of Audio]*

Tags

Gerald K. Smith  
Susan Freeman  
Lewis & Roca  
Kansas  
Manhattan, Kansas  
Kansas State University  
Root-Tilden  
Dewey Ballantine  
Sean Frank  
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Orin Lewis  
Korean War  
Chapter X  
Chapter XI  
Chapter 13  
Section 365  
National Conference of Bankruptcy Judges  
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Charles Seligson  
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NBC  
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US Trustee System  
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