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ORAL HISTORY PROGRAM

Roy L. Reardon, Esq.



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ORAL HISTORY

**Subject: Roy L. Reardon, Esq.
Simpson Thacher & Bartlett LLP
New York State**

An Interview Conducted by: Kenneth R. Logan, Esq.

Date of Interview: March 10, 2016

**Location of interview: Simpson Thacher & Bartlett, LLP
425 Lexington Avenue, New York City, New York**

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HISTORICAL SOCIETY OF THE NEW YORK COURTS

Oral History Project

INTERVIEWEE: Roy L. Reardon, Esq.

INTERVIEWER: Kenneth R. Logan, Esq.

DATES: March 10, 2016

[Begin Audio File]

KL: We are here on March 10, 2016, for the interview of Roy L. Reardon. I am Ken Logan. I practiced as a litigator at Simpson Thacher with Roy for 35 years or more. When I arrived at the firm in 1972, Roy was already definitely a powerhouse. He was the dominant litigator at the firm. For myself and for everyone I know who practiced at Simpson Thacher along with Roy, he was the prevailing influence over the way we approached trials, we approached the practice of law, we treated each other, and we thought about what it was like to be a litigator. So it is definitely my privilege to be able to sit with Roy today and try to share with you his years and development as a litigator and as a force in the practice of law in New York. So Roy, I know you were born in 1929, so start us off in talking about your formative years.

RR: Okay. Thank you incidentally, Ken, for doing this. I know now, that I selected my correct colleague to do it. I was born in 1929, which everybody knows what that means. My father by trade was a printer and lost his job at Fordham University Press in the course of the Depression, and the family became basically reliant

upon what the government was doing for those who didn't have a job or didn't have any money.

[00:02:03]

My father worked for the Works Project Administration, the WPA, and he worked on the approach -- the first thing he did -- one of the early things. He worked on the approach to the Triborough Bridge at the Grand Central Parkway, and he'd come home at night freezing -- I mean literally frozen -- having dug ditches out there.

KL: Where were you living, Roy, at the time?

RR: We were living in Astoria, Queens, which is right across the river from here. It's a sort of mixed bag community -- very nice, lower middle class, but really an enjoyable place for a child to grow up in. So, I think in those years, thinking about them as I first recall them, they were some of my happiest years despite the fact that we had no money, and I mean no money. We would go to pick up food from WPA storage places, where they would give you bags of potatoes, corned beef hash in the can, things of that nature, and you'd take them home and that would be what you'd live on. Corned beef hash is something that I would never, ever -- I had promised myself that I would never, ever eat it again if I didn't have to. When I started at Simpson Thacher, we had an opportunity from time to time to have lunch at the Bankers Club, which was the top of the Equitable Building, Downtown Manhattan, where our offices were, and one of their specialties was corned beef hash with a poached egg on top, and believe it or not, I began to enjoy it and remember how I was first introduced to corned beef hash.

[00:04:05]

In any event, I went to public grammar and high schools. I started at PS-70, I was in junior high school, and then went to Bryant High School, which was a very big public high school in Queens. At each place we lived, we seemed to pick an apartment, which is what we did from time to time in moving around, quite near a schoolyard or next door to a schoolyard, so sports became one of my really most time-consuming ventures and as luck would have it, I was pretty good at sports and I played just about everything there was. That ultimately led me to going the basketball route, and I went to Bryant High School and I was on the varsity. I weighed probably 140 pounds -- a very skinny kid -- but I could shoot well. So I made this varsity team, and at the end of my high school years, there was a neighbor in our community, it was a family -- a big family -- the Mele family. They had a bunch of brothers and sisters, and they were all fantastic athletes. Sam Mele, the eldest, ultimately wound up playing for the Boston Red Sox and was quite good as a baseball player. His brother Emil and I used to play basketball in one of the schoolyards that I lived next to.

[00:06:00]

He knew I was on the varsity and when he heard that I was graduating he said, "You should come down to St. Francis College," which was in Brooklyn at that point off Court Street way down, going toward Red Hook, Brooklyn. A very small college. The Franciscan brothers ran it. The brothers came in robes and collars, and it was quite a Catholic place.

In any event, Emil invited me to come down and said he'd get me a tryout for a scholarship. So I went down and tried out and got a scholarship. But there's an interesting little vignette that I'll tell you about and relate it to my life generally, and that is I have found, and I'm sure all of us go through the same experience, there are times in our lives that we acquire people with whom we have to deal, for one reason or another, and with whom we become pretty tight, close friends, and they do things for us and they give us guidance and help. It's no charge, no nothing, just you pick up, along your lifetime, various people who have made things happen for you, and lo and behold, Emil got me this tryout and I got the scholarship, but when I tried out that day -- I was a Catholic boy -- my mother insisted we all have miraculous medals. I don't know if you know what I mean, but they're medals that have a picture of some saint or God or Jesus, or somebody, and you wear them with a chain around your neck, but you can't play basketball in them so you've got to take them off.

[00:08:02]

So I took mine off for the workout and sitting in the stands that day was a little elderly man in khaki pants and a big sweatshirt. I went up to him; he was just sitting there, and I said -- I took the medal off and I said, "Will you mind holding this?" I had no idea who he was. It turned out, he was the Athletic Director of St. Francis College. So here I was, showing my true colors as a Catholic boy, giving him my medal, and he would make the decision, together with the coaches, as to whether or not I was going to be a scholar or not. He remained a friend. His name

was Brother Richard, and stuck with me throughout my four years there and continued as the Athletic Director.

In any event, at the end of those four years, I went and had the opportunity for the tryout, got the scholarship, went to college, and started just being a college student who had a basketball scholarship, and that's the way it was. I went to college for four straight years, working whenever I could, helping my mother out. At that point, my father, as a younger man, had rheumatic fever, which in those days couldn't be treated with antibiotics because we didn't have them then. So it lingered with him throughout his life and he ultimately -- we lost him at age 47. My mother was left to live on social security. People ask me why am I a Democrat, and I say because I was born into the Roosevelt¹ administration, and subsequent administrations of his, our lives, the family's life, depended upon how we were taken care of by the social programs that Roosevelt and his people put in place, and that's it, no other reason. I vote for the person in any event, never for the party.

[00:10:21]

In any event, I'm now at the point where I'm in college and I'm playing well. I became the co-captain of the team, I had various records, and at the end of my fourth --

KL: Okay, wait, excuse me. Big scorer, right?

RR: I was the most prolific scorer in the history of the school at that point, when I graduated. Now, since then, players are shooting three-point shots all over the

¹ Franklin D. Roosevelt, President of the United States, 1933 - 1945.

place and they're much better, and they probably shoot what I shot in my career during one season. Be that as it may, I had the credentials, and I was drafted that spring by an NBA team, National Basketball Association team, which had its place of business in Syracuse, New York. They were called the Syracuse Nationals, and they had a great, gifted player from NYU on the team, who basketball aficionados would recognize immediately. His name was Dolph Schayes, whom we recently lost.

In any event, I was drafted, and the Syracuse management called me up and basically said, "We'd like you come up, we'd like to meet you and talk." They sent me train tickets and I went up and we sat down and had a nice conversation, and in the course of the conversation, they offered me a contract. It's what you call, in NBA terms, a cut contract; namely, if you didn't make the team, the contract was obliterated.

[00:12:05]

They were going to pay me \$4,500, which was more money than my father had ever made, as far as I knew, in his lifetime, so it was a lot of money and it sounded terrific. One of the problems was that I had already filed my application to go to law school at St. John's. I had taken the LSATs, and so I was heading down that track at the same time as I had this conversation in Syracuse, and the question really was what to do. I approached it I thought pretty analytically. I looked over who Syracuse had drafted along with me, who was on the team and would be competitive for the spot that I would have as a guard, and came to the conclusion that I should not go the basketball route because the likelihood of my

making the team I thought was not great, and there would be no \$4,500. There would be \$15 a day while you worked out in training camp and took your lumps from everybody who wanted to give you one and give up the opportunity to go to law school. The question is why, why did I want to go law school? I've thought about that a lot and the answer is really quite simple. We had no lawyers in the Reardon family, none whatsoever, on either side of the family.

When I got to college, there was a teammate of mine by the name of Tony Massimo; I'll never forget him. He left college I think after the second year. I don't know the reasons, but I never saw him again. During the course of the first year he said to me, "Roy, you know what I do when I get a break? I walk up to Court Street to the courthouses in the center of Brooklyn, downtown, and I watch trials, they're exciting. Do you want to come with me some day?"

[00:14:15]

I decided I would, and I went with him and kept going with him whenever I could and came to the conclusion that being a lawyer sounded really interesting. It was competitive just like sports. There was an interaction with people, so you had to have generally, a sensible approach to life's problems and how to deal with them, and you had the ability to help people if you could. And so I got more and more infatuated with the idea that the idea of being a lawyer is not a bad one, and I kept nurturing it. At that point, I became a major in history and economics. The head of the history department was another Franciscan Brother named Brother Finbar -- a big strapping guy -- and when he heard of my interest in the law, throughout the remaining years of my college life, he would feed me things that he thought I

might like to read or see, literature, books, and it helped. It was all interesting and he knew exactly what he was doing, and so I wound up after graduating from college, I went to law school. I went there in September of 1947. I walked in -- and I had accumulated some money from working that summer, and I actually paid my first year's tuition in cash, which I had in my pocket. It was \$125 or some number just like that.

[00:16:06]

KL: Where did you make your money?

RR: I made the money -- I played while I was in college in what they call the Borscht Belt. It's a place where they used to have a lot of resort hotels, where people would go in the summer, principally Jewish people, like Grossinger's and other big places like that, and each of those hotels would have a team, a basketball team, and there would be inter-hotel play throughout the summer. They brought players in from the West Coast, all over the country, trying to find the best, produce the best team for their hotel.

I played for a hotel, and you're going to ask me the name and I'm going to tell you I forget it, but it was a lovely hotel, run by a couple. I started out as a busboy my first summer, and then I graduated to be a waiter and made, as a waiter, something like \$750 in the summer, which I was able to save, and that really gave me the ability to live during the ensuing school year, together with a job I'd get every Christmas in the post office, delivering mail. They hire a crowd of people and I'd be first on the line to get that job, and it would make me probably \$300,

working about 15 days under all kinds of grueling circumstances to deliver the mail. That's how I got money, and that's basically how I started law school.

I hear about what it costs students today to go through a year of law school, like \$25,000, for books and tuition and all that, and I'm astonished. That would have been a showstopper for me if that had been the cost of that education at St. John's.

[00:18:03]

So I had 12 credits, I think it was \$10 a credit, and some enrollment fee, and that was it. I started down the road and all I had to pay each semester was something like \$125, maybe a little more as time went on.

KL: What about your experience at law school? Was it a good time?

RR: I basically am one of the few people you will ever hear say I did not like law school. To begin with, I had no money to speak of, and that makes it very difficult. The work was hard. The first year, I actually played basketball in what they call the Eastern League. It's a professional league of second tier people who play basketball, and they go to the small cities around New York State and Pennsylvania. I started out with the Scranton Miners, and I wound up playing a full season with the Saratoga Yankees. I would make \$40 a game. That was more money than I had ever seen in my life. We played about 20 games in the season, maybe 30. We'd play a game on Saturday or Sunday, and then maybe Wednesday during the week, and we would meet, to go to these places, like Scranton, Pennsylvania; Carbondale; Ithaca, New York; Saratoga, New York; and we'd meet and go by car. It was a mixed bag of players, some of whom I had known simply by following basketball. Others I had never met or heard about, and they

were good, they were good friends. It was a great experience in riding in cars with a group of guys, for three to five hours, back and forth.

[00:20:04]

You get to know everybody and it was a good team sport, and we met some very good opponents. It was a very intensely competitive form of basketball and I did that the first year when I was in law school, and I got a C in contracts, and I blame it on basketball because I couldn't devote myself to it. After that, I gave up basketball and totally devoted myself to doing well in law school, and I did pretty well after that grizzly start because of basketball and enjoyed it.

KL: Were you there three years?

RR: No. I actually wanted to get out of law school fast, so I went through in two and a half years, that's two years plus two summers. I graduated in January of 1954 and at that time, they still had the draft.

KL: The military draft.

RR: The military draft. I was ready to be drafted, which made me a difficult placement in the sense of hooking up with a law firm because the first question is, "Are you going to be around?" If we say yes, "How long will you be here?" I figured I would be drafted in three or four months after graduation, and that was pretty much the way it went. As a matter of fact, when I couldn't land a job because of my military commitment, I actually begged the draft board to take me as soon as they could, so I could get this done, and that's what they did.

I went to Fort Dix initially, I was drafted into the Army, and I was invited, or told, that I was going to go and be trained by the Counter Intelligence Corps of the Department of the Army and be a special agent.

[00:22:13]

I went down to a fort in Maryland, Fort Holabird, and spent three months there and became a special agent, and basically served as an agent my entire career in the Army, and did investigations of various kinds.

KL: As an enlisted man?

RR: As an enlisted man. I graduated as a corporal basically; I shot right to the top in two years. Now in that period, while I was in the service, I married my first wife, whom I've lost. Her name was Terry Steele, Teresa Steele.² She was in my class; she was first in the class at law school, a brilliant lawyer and a lovely person, and so I figured I'd marry her, and I did in 1955, in the middle of my service in the Army. She, right out of law school, which was extraordinary, was hired by J. Edward Lumbard,³ who was the U.S. Attorney, to be an Assistant U.S. Attorney in the Southern District of New York.

You've got to remember that Roosevelt had been president, and then Truman,⁴ so that offices like the U.S. Attorney in the Southern and Eastern Districts and all over the country were filled with appointees of a Democratic president. In comes Eisenhower⁵ and all of that changes. With Eisenhower came Lumbard, who was a

² Teresa S. Reardon (1929 - 1989), Administrative Law Judge for the New York State Parking Violations Bureau; Assistant United States Attorney for the Southern District of New York.

³ Joseph Edward Lumbard Jr., United States Attorney for the Southern District of New York, 1953 - 1955.

⁴ Harry S. Truman, President of the United States, 1945 - 1953.

⁵ Dwight David Eisenhower, President of the United States, 1953 - 1961.

name partner in the law firm of Donovan Leisure, which was a big New York City firm -- a very able one -- which has since gone out of existence unfortunately.

[00:24:02]

So she went there, and she was only the second woman to join his office. There were roughly 70 men and two women in the body of Assistant United States Attorneys in the Southern District. As a result of that -- because there was an association called the Lumbard Association -- I met a lot of lawyers who went from the U.S. Attorney's Office back to big firms, ultimately going on the bench. For example, Lloyd MacMahon⁶ had been with Donovan Leisure. I later tried a case before Lloyd MacMahon. Mike Seymour,⁷ who became a partner of mine when I went back to Simpson Thacher was part of the Lumbard Association. Let's see, Bob Patterson,⁸ who was another Southern District Judge. I think we just recently lost the woman judge, very interesting.

KL: Miriam Cedarbaum?⁹

RR: Miriam Cedarbaum, we just lost recently too. She was a very fine lawyer, ultimately wound up with Davis Polk, and then went on the bench, spent a lot of years on the bench, and she had been the other woman in Lumbard's first office in the Southern District. So I became sort of tight with the Lumbard Association, as

⁶ Lloyd Francis MacMahon, Judge, Foreign Intelligence Surveillance Court, 1985 - 1989; Senior Judge of the United States District Court for the Southern District of New York, 1982 - 1989; Chief Judge, 1980 - 1982; Judge, 1959 - 1980; United States Attorney for the Southern District of New York, 1955.

⁷ Whitney North (Mike) Seymour, Jr., United States Attorney for the Southern District of New York, 1970 - 1973; New York State Senator, 1966 - 1968.

⁸ Robert Patterson, Jr., Senior Judge of the United States District Court for the Southern District of New York, 1998 - 2015; Judge, 1988 - 1998.

⁹ Miriam Goldman Cedarbaum, Senior Judge of the United States District Court for the Southern District of New York, 1998 - 2016; Judge, 1986 - 1998.

the spouse of one of its members, through my wife, and it was a great relationship. I lost her in 1989, and that's the way it goes.

KL: So, you and Terry raised your kids while you were starting out in your private practice?

[00:26:00]

RR: Yes. While I was at Simpson Thacher, we started having children, and in those days, unlike today -- today women can have children and do, and more and more of them are having children and they're coming back to the office. We give them I think our system today in most firms provides for a six-month leave, maternity leave. We even give out paternity leaves to the husbands, giving the couple a chance to adjust to the new fact that they have a family. In Terry's time, when you became pregnant and it was showable that you were pregnant, it was time to leave. So she left the U.S. Attorney's Office just about the time that I started at Simpson Thacher, so that it worked out great.

I started at Simpson Thacher, incidentally, I must be stuck in a magic number. My starting compensation, when I tell this to associates today, who start at a huge number, I started at \$4,500 a year, which again was a swell salary. I could live on it. We continued to live in Queens, not in Astoria. We'd moved up to Jackson Heights and had a grand time.

KL: How about why Simpson Thacher, how did that happen?

RR: Good question. Another one of the givers to my life in terms of putting me on a right track, was the Dean of the law school at St. John's. I really only met him as

a result of a very interesting little incident, and these little incidents seemed to create relationships.

[00:28:00]

In my second semester at law school, he taught domestic relations. He was a wonderful teacher and everybody loved him, and I loved his course, but I was playing ball at that time and I couldn't read the assigned cases for the next session of that class, so I cut the class.

KL: You mean once?

RR: Once. I cut the class, just one session, and I'm sitting down in the library trying to catch up and in he comes, and he looks at me and he says, "Where were you today?" I told him exactly where I was, that I wasn't prepared, I was fearful of being called upon to recite about a case which I hadn't read, and that scared the heck out of me. So Dr. McNiece, which was his name Harold McNiece, was sort of understanding and knew that I was anxious to be at his class but just couldn't do it because of my basketball days. We became pals and stayed pals, and when he heard that I was going to give up basketball he said, "I'm going to get you a job in the library," and he got me a job as an assistant librarian, which I worked at throughout the balance of my career at law school. There's another sign of a great friend. But I got to Simpson Thacher, because as I was coming out of the Army, probably two, three months away, he called me and said, "Simpson Thacher is looking for two lawyers: one in litigation and one in personal planning," that's what they call it today. It was called trust and estates in those days.

[00:30:03]

I of course wanted litigation; I didn't have any interest in personal planning. I went down and got an interview, and that's quite an extraordinary thing.

KL: How big was the firm then?

RR: The firm, that's interesting about the firm. The firm was 62 associates and 22 partners. Today, we have 900 lawyers in the firm, 189 partners and something like 600 and change in associates, a dramatic change. The management of the firm also totally changed. There were three partners who ran the firm when I was interviewed. The first was Whitney North Seymour,¹⁰ who became another one of my guardians. He was a brilliant lawyer, renowned as an advocate, been to the Supreme Court many times, served as an Assistant Solicitor General in the Solicitor General's Office, arguing cases. He knew all the Justices. He was a very affable, friendly, handsome guy. He was about 6'5", wore a derby hat, which no one in the firm had, but he had a derby. Everybody else was supposed to have hats. I didn't have one until I was humiliated into getting one by a partner. When we left a client one day he said, "Let's get our hats," and I said I didn't have one and he said, "You don't have a hat?" Sort of a critical sort of question. From then on, I went across the street to Brooks Brothers and bought a hat, and I've had one ever since and continue to wear it. In any event, that was sort of the beginning.

[00:32:02]

KL: So with Whitney, who were the other managers of the firm?

RR: Whitney was the litigator. He didn't want any part of what I'll call the down and dirty managing role in the firm. He thought more of what we should be as an

¹⁰ Whitney North Seymour, Sr., United States Assistant Solicitor General, Justice Department, 1931 - 1933.

institution, and how to shape it to make it the best we could. In terms of the other two partners, one was a fellow by the name of Eddie Weisl. Ed Weisl came from Chicago -- he was a kid from the streets of Chicago -- came laterally to us from Chicago and brought with him several of his friends from his old Chicago days, who had rocketed into positions of great success. One was the president of Paramount Pictures. So we had Paramount because of Eddie Weisl. We had Lehman Brothers, which is no longer existing, because of Eddie Weisl, and he had a whole stream of clients just like that, that he brought to the firm. A huge business-getter, a very affable guy, ultimately brought his son in as a contemporary of mine, who was a very fine lawyer.

KL: Eddie Weisl was also a sort of well-placed Democrat, and one of his clients was Lyndon Johnson.¹¹

RR: That's right. Weisl became --

KL: His personal lawyer?

RR: The personal lawyer of the Johnsons, the family, and was called upon some years after I joined the firm to join Johnson in Washington. Johnson was then the Chair of the U.S. Senate Preparedness Committee when Sputnik went up, the Russians put Sputnik up, and America was humiliated. Johnson, with Weisl, took over the job of trying to find out what went wrong, why the U.S. was so far behind, and two, how do we catch up.

[00:34:00]

¹¹ Lyndon B. Johnson, President of the United States, 1963 - 1968.

He needed a lawyer, and he called on his pal, Ed Weisl, to come down and be his counsel. I'll jump ahead a little bit and say Weisl, a smart fellow, looked around Simpson Thacher and said, "Who can I get who's really good to do the work that I will need to get done in order to serve properly," and he found a guy by the name of Cyrus R. Vance.¹² Cy Vance had just become a partner in January of 1956, and I was interviewed by him when I went to this interview that day, and I'll tell you about it.

In any event, he picked Cy, and as a result, Cy got what I call "the Washington bug," and he wanted to be there; he liked what he saw. He was so good at it, he was so honest and smart and quick and affable, that he made a big hit down there. His career continued in the political side, after the election in 1960 when Kennedy ran. His classmate at Yale was a fellow by the name of Byron White.¹³ Byron White, his nickname was "Whizzer," a football player, ultimately became a member of the Supreme Court of the United States. White called Cy in '60, when Kennedy was running, and said, "How would you like to run Lawyers for Kennedy in New York?" Cy agreed and as a result, after the election, he was appointed General Counsel of the Department of Defense. The folklore is, Weisl said, "It's not good enough for you, Cy. Wait, they'll give you a better offer." But Cy took it and he went down, and soon he became Secretary of the Army, Assistant Secretary of Defense, and then years later became Secretary of State.

[00:36:06]

¹² Cyrus R. Vance, United States Secretary of State, 1977 - 1980; United States Deputy Secretary of Defense, 1964 - 1967; United States Secretary of the Army, 1962 - 1964; General Counsel of the United States Department of Defense, 1961 - 1962.

¹³ Byron R. White, Associate Justice of the Supreme Court of the United States, 1962 - 1993.

I made a speech at his 70th, Cy's 70th birthday party, and the theme of the speech was how the Russians -- because of Sputnik -- had made Cy a public figure. I thought it was a great theme because that's exactly what happened, the Russians had started him down that road. In any event, the interview process at Simpson Thacher --

KL: Wait, let me go to the third guy.

RR: Oh, the third guy, I'm sorry, I shouldn't leave him out. His name was Oswald Johnston. Oswald Johnston was a very elegant man, the most magnificent dresser you could find with the three-piece suit with the watch fob going across the chest, elegantly attired at all times. A wonderful business-getter; sort of shy. To meet him one-on-one like when I met him, it was sort of difficult because he was basically a shy man, not an outgoing guy, but produced wonderful business. He was a great business-getter and I wondered why, until I saw how he functioned with his contemporaries. He was a hail fellow, well-met, back-slapper, joke-teller, everything you could imagine which would make him attractive to senior executives of potential corporate clients, and he got them. He got them and I'll tell you one about the bank which he got in short order, the first major bank we had in the firm.

In any event, the interview process in those days was unlike today, which is a well-oiled machine; they call it the recruiting department.

[00:38:00]

We go down to the schools to interview the students for the most part, or a lot of them; not all schools but most of them, and we offer people at the schools to come

back to the Firm and be interviewed. Then there's a big interviewing process, each has to be seen by a certain number of interviewers, and out of that process comes a docket, if you will, and that's reviewed by others who make the decision, do we make an offer or do we not.

When I went through the process at Simpson Thacher, what happened was when you came into the firm that day to be interviewed, they sent you to a partner, and you would sit in that partner's office for the entire day, or as long as it took, to get as many partners who were in that day to come by that office and chat with you. So I went through it in the office of a partner by the name of Steve Duggan -- Steve Duggan was a very friendly, pipe smoker, and his office was very comfortable, a nice person to deal with.

KL: A litigator, right?

RR: A litigator. And one after another, in would come the partners in the firm to chat. They saw my record, and it was an interesting record. The Counter Intelligence Corps sounds more exciting than it really was. In any event, I had some things that would give people something to question me about, and they did, and I seemed to feel comfortable. Cy Vance came in; he had just become a partner. There's something about brand new partners that you'll notice as soon as you bump into them after they become partner. It lasts for a while, until they get used to the idea that they're not God, they're just another lawyer. Cy came in and he grilled me pretty tough, scared me a little bit, saying things like, "Do you understand that after we go to court and work all day in the courthouse, that we

have to come back here and work all night to get ready for the next day? Do you understand that's what you're looking forward to here?"

[00:40:16]

I said, "Yes." I lied through my teeth. I didn't know at all how law firms worked internally, but I got the job and for years after, like 20 years after that, I always called him Mr. Vance. Other partners I'd call Charlie or Eddie or whatever. Not Vance, I always called Mr. Vance for 20 years. After that, we became pretty tight pals and were quite close when he left us.

KL: So you went to college at St. Francis, law school at St. John's, and walked into a firm that some would, maybe not today as much, but describe then as a white shoe firm. Sports was a big part of your life coming out of the Army. How did you step into it; how did it start?

RR: At Simpson Thacher, one litigator in every class year would be sent to become the Assistant Managing Clerk, and then during the second year would become the Managing Clerk. Managing Clerk sounds like a pretty administrative thing, but it was a lot more than that. We probably had, in any given time, 50 associates who were in the pool of associates who could work for people. The way lawyers in the firm who needed help would get assistance would be to call the Managing Clerk and say, "I need an associate; he's got to help me do a brief," or "I'm going to trial," or "I've got a motion; I need papers."

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Whatever the assignment was would come through the Managing Clerks. The Managing Clerk's office would then call the body of associates in the office who

were available for that kind of work, and try and persuade them to take on the assignment, and that's the way it worked. Today we have two assigning partners who do that very same job, who will assign appropriate associates to do particular things for lawyers who need help. In any event, that's where I went in the first instance.

The other thing that that office did in those days, we had a lot of cases in court, going through the courts, the various courts, having had arguments and waiting decisions on appeals. We had to read the Law Journal every single day cover to cover to make sure that anything that might have happened in any of our cases was picked up and passed along to the lawyers who had that case. The training of reading the Law Journal has left me with a great handicap which is a positive.

That handicap is I read the Law Journal every single day and have every day of my professional life, and it's basically because it's a wonderful fountain of information about what's going on in the profession. Not only decisions, but what's happening in the courts, what's happening with the judges. You get to know the judges by seeing how they write, what they write about, stories about the judges. It was just a wonderful education and when anything involved going down to the courthouse, the Managing Clerks would go down with the lawyers involved to manage things through the process, whatever it might be.

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That's where I initially started, and I stayed there about 16 months. I became the Managing Clerk, which was a great opportunity for me. Whitney Seymour had

been the Managing Clerk, for example, so it was a great place to begin and meet everybody and be friendly with everybody.

Something about attending St. John's and St. Francis I do want to tell you about. Except on Fridays, during the football season, I never felt any anxiety because I didn't go to a white shoe Ivy League college or law school but on Fridays, during the football season the conversation would be Harvard playing Yale, Princeton playing Penn, and I had nothing to contribute to those conversations. But I did find that once you got to Simpson Thacher as a lawyer where you went to school meant virtually nothing. It was the product that you turned out and how much you gave, that mattered, in the way of energy and effort and making the firm better. It was never a handicap to me to have gone to St. John's. There was only one other lawyer at the Firm from St. John's when I was hired, and he was about a three-year associate, one of the finest lawyers I've ever met. He was another guardian of Reardon that I owe a lot to. His name was Bill Manning, he was a great litigator and great fun to be around.

KL: Roy, tell us about your first jury trial.

RR: Okay. The Firm picked up a bank as a client, which was a great step because we never had a bank. The bank became an institutional client, and the Firm would do everything for a client like that.

[00:46:07]

They were called institutional type clients. This bank was Manufacturers Trust Company. It was not a money center bank like Chase or Morgan, it was a neighborhood bank. They did a lot of lending -- mortgage lending, personal loans,

stuff like that -- that was interesting, generated a lot of litigation, but the bank wasn't able to participate with the big banks in terms of doing giant deals and generating huge fees with loan transactions and things like that.

In any event, the bank came to us through our partner Oswald Johnston. He was the guy I told you about earlier, the shy man who was very good with clients. He sat on the board of Manufacturers Trust Company, and the folklore at the firm -- because we had basically gotten that client about three or four years before I arrived -- but the folklore was that Johnston sat on the board, doing his job. He was a great pal of the CEO of the bank, a fellow by the name of Hap Flanigan, whose son later became one of the big names on Wall Street in his own right. Hap was a two-fisted Irishman, is the way the story goes, and he and Johnny hit it off in grand style. The bank was represented by a firm by the name of Newman & Bisco. Leonard Bisco, folklore says, every end of year would come in and say to Hap Flanigan, "Hap, we're going to need an increase in the fees this year because we're just not covering our costs when we work for the bank."

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One year, Leonard came in and said this and added to it that if they couldn't get more money in terms of the gross fees, they would have to consider discontinuing the representation of the bank. Hap Flanigan is alleged to have said in response, "Well, I'm sorry to hear that," and turned to Oswald Johnston and said, "Johnny, would your firm take over representing Manufacturers Trust Company," and of course Johnny in some fashion said yes. We brought over 20 lawyers roughly from Newman & Bisco, who filled in and did the bank stuff for them and became

associates; all became associates. None were made partner, including the two name partners; they did not join Simpson Thacher. That was our introduction to the bank. I'm going to tell you more about the bank later because it was a key part of a dramatic change in our operations as a firm, and the vision people had of us as a firm.

KL: Not to spoil the end of the story, but that bank today is JPM Chase.

RR: Exactly. In-between, there was a merger. I'll tell it right now. Manufacturers Trust Company was, as I said, going along as a neighborhood bank; the people who were managing it knew that if they wanted to become a money center bank, where people come to borrow millions and billions of dollars in loans cumulatively -- you've got to be capable of dealing with those kinds of numbers. Manufacturers Trust could not, but they decided one day that they would merge with the Hanover Bank.

[00:50:13]

Hanover Bank was a big sort of establishment kind of bank, but when you put the two together, you came up with an entity that was really capable of becoming and entering the market as a money center bank, and it did. The immediate problem was that the Justice Department in those days began to enforce, pretty vigorously, section 7 of the Clayton Act,¹⁴ which precludes entities from merging if the effect of that will be to impair or destroy competition. Their view was that putting these two banks together would do that, and so they brought an action, and lo and behold the action came before Judge Lloyd MacMahon, who was one of the

¹⁴ 15 USC §12 *et seq.*

members from the Lumbard Group who had joined the U.S. Attorney's Office with Lumbard from Donovan Leisure. Whitney North Seymour handled the case. The government sought to enjoin the merger, but Judge MacMahon denied the motion and the two banks merged, never to be separated.

For years thereafter, Judge MacMahon would let me know that he never should have let the merger happen, that he never should have let Seymour get away with merging those two banks, that he should have shut it down and sent the banks on their way. I think he was probably pulling my chain but maybe not; maybe he really felt that.

[00:52:35]

In any event, they came together and became a really big bank, and that had a dramatic impact on what Simpson Thacher was. We then began to compete with the Cravaths, with the Sullivans, and all of the top firms in New York because we became the lawyers for one of that small group of money center banks, which serviced the major transactions in New York and elsewhere. This changed the Firm.

KL: Let's go back to the beginning. Manufacturers Trust is an early client. They have an array of litigation, some large, some small. What was your role?

RR: This is my first one?

KL: Wherever you want to start, go there.

RR: When I was with Manufacturers Trust and working for them, before the merger with Hanover, they had many cases. The general counsel was a fellow by the name of Harold Kaufman. He was a brilliant guy. He was a Yale graduate, but he

had a philosophy about the bank, and that was that if he believed one bank was right, he would never settle, going to fight to the death.

[00:54:00]

And so along comes a case, I was probably two years at the firm, and it involved a dentist who had her office in Southern Manhattan. She went to her branch to withdraw \$2,000 and thought she did, but lo and behold, when she got wherever she was going, she found out she didn't have the \$2,000. She basically brought an action against the bank claiming that the bank had not given her the cash. The case was in the Municipal Court. In those days, that was the lowest civil court you could get to and I was trying the case, my first jury case. The lady, she was a dentist, who lost the money, I just gently cross-examined her because she was sort of frail and she was what she was. You could see that she didn't like suing the bank, but she had to because she thought she had really lost \$2,000 and shouldn't have. So I didn't do anything in the way of nasty cross-examination, I just let her go. I put on the teller. The teller -- I learned from interviewing her that she was 18, that she was making \$22.50 a week and sitting there every day and doing the transactions as the customers came in, and she was the one who did this transaction. At the end of the day, there was no \$2,000 overage left in the till, she didn't take it -- because that was the inference, that she may have taken it -- and I turned the witness over to the plaintiff's lawyer to cross-examine.

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This is a guy who went to a course recently, I'm sure, where they said what you've got to do is you've got to attack, and he went after this little teller, this

little blonde gal, and chewed her up in every way he possibly could. You took the money, you know, and that sort of inference, and she cried, really, tears, and the judge gave her a Kleenex and took a recess. After all the proof was in, the jury went out and they came back and the foreman stood up and said, "We've searched our hearts, but we find for the bank." Harold Kaufman was out of his tree having won a jury case, which he never thought he'd ever be able to win anywhere, any jury case, because he thought jurors would hate banks. But these people didn't, they really -- I never said I won that case. I always said the plaintiff's lawyer lost it. He lost it by going after that teller too hard. So that was my first venture with any kind of a jury trial.

Now I guess after that, my next -- I wanted to be a jury lawyer, don't ask me why, it's sort of crazy because you talk to any jury lawyer and if they're worth anything they tell you it's agony. None of my systems work well when I'm on trial in a jury case. Juries are scary. Simpson Thacher's philosophy on jury trials was to avoid them at all costs if you can. It was that juries are not going to be friendly to our kind of client: limited liability corporate entities; you're just not going to get the kind of justice you think you're entitled to before a jury. As you'll see later, it develops that we were wrong about that, drastically wrong.

[00:58:02]

In any event, that was our thinking about juries and I guess that all changed, and it's an interesting story about how it changed. I don't know if we're up to that point.

KL: Why don't we go to the longer jury trial you had, before Judge --

RR: Mike Seymour, again of the Lumbard Association, had left the U.S. Attorney's Office and come back to Simpson Thacher and was an associate just like me but more senior because he was about five, six years out at that point. He called me one day and he said, "Roy" -- he called me counselor, he always called everybody counselor -- "How would you like to try a case in the Southern District, a criminal case?" And he said that he had basically was a call from Judge Bicks, Alexander Bicks,¹⁵ in the Southern District, who had coming up for trial within a matter of months a narcotics conspiracy case in which he had two indigent defendants, defendants who couldn't afford a lawyer, and he needed to assign lawyers who had availability and time and could do a decent job. So Mike asked me if I would be interested.

Now, when the son of the senior partner in litigation asks you if you have time and can work this into your schedule, the answer is always yes, so I said yes. I had no idea what I was getting into. What it turned out to be was a lawsuit the government had brought against probably almost 30 defendants. Now, the Second Circuit or the Supreme Court had proclaimed that there's no jury that could ever distinguish the proof when you have that many defendants, so to give a fair trial to the defense, you've got to cut the number down 16, 18, around that.

[01:00:12]

So the case that was offered to me, for one defendant, was a case involving 19 defendants. My intended defendant was a guy by the name of Charlie Barcelona.

¹⁵ Alexander Bicks, Judge of the United States District Court for the Southern District of New York, 1954 - 1963.

Charlie Barcelona, I was telling Ken, at 10:30 in the morning he had 4:00 o'clock shadow. He was a very dark guy, and he looked like a thug.

KL: This was a drug conspiracy case?

RR: A drug conspiracy case, narcotics was the theme of the case. So, I went to see Charlie when I agreed to do it and he was at West Street Detention Center, where they held prisoners awaiting trial, and I walked in and introduced myself to Mr. Barcelona, and he said, "I'm sorry, kid, but I don't want you as my lawyer." I did look young in those days, if you can believe that. He basically said, "Here's a list of the lawyers I want to represent me," and he had a very detailed list of some of the best criminal lawyers of the day on it, and he said, "This is what I want and what I need." And then he started talking about this great alibi that he had. The alibi would place him as unavailable in that period of time that he was working in a bakery and "I couldn't have been there; I didn't go to Las Vegas. I worked every day; I didn't deliver drugs, none of that is true." Incidentally, I believed ultimately -- even today I believe -- that he was telling me the truth because he was a real small potatoes guy and didn't belong in the case.

[01:02:04]

The guy the government was after in that case, the principal guy was a fellow by the name of Vito Genovese. It was known as the Vito Genovese case. Vito Genovese was a little old man, but he was supposed to be one of the top gang, mob leaders in the United States, particularly the East Coast.

About three weeks later, we're scheduled to appear before the judge, all defendants, the prosecution, and here I am, facing my client, who really doesn't

want me, and what's going to happen; I have no idea. I started doing a little investigation and nothing looked very promising in terms of his alibi. Where he had been working was all torn down. That area of Harlem had been leveled to get ready to put the projects up. There was no bakery; there was no building where the bakery had allegedly been, so there was nobody I could ask about Charlie being on the job that day because there was no bakery left; there were no records and no people.

In any event, I show up in court three weeks after I meet him for the first time and the first name defendant was Aviles. Aviles was one of the 30 who had been let out of the case. What the government does is selects the better cases they have and severs out those who they have a more difficult time establishing connection and participation in the conspiracy. So the first case called is therefore, *USA vs. Charles Barcelona*.

KL: So this is a big celebrated case? A well-publicized case and a crowded courtroom?

[01:04:04]

RR: A big time case. We're in the ceremonial courtroom in the Southern District, which is on the first floor; it's room 110, packed with press, packed with relatives, packed with everybody who wanted to hear about the case and what was going to happen to him. So he calls Charles Barcelona, and Charles steps up. He's dragged out from the back because he's in jail at the moment, serving time for another crime. So he comes out, and the judge says, "Mr. Barcelona, good morning, Mr. Reardon." Charlie Barcelona then shouts out, not loud, but clear, "Judge, I don't

want this guy as my lawyer; it's as simple as that." The judge was ready for it. He was a real estate lawyer before he went on the bench, but he handled this case exceedingly well. He said, "Mr. Barcelona, that's perfectly all right; you need not have Mr. Reardon as your lawyer. I am going to direct him to sit with you throughout the trial of the case. If you have any questions about procedure or otherwise, please ask him, he will give you answers, he will advise you. He doesn't have to be your lawyer, but I'm not appointing another lawyer"; so we're off to the races. From that moment on, Charlie never raised the issue again, and I represented him throughout the case. The poor guy was ultimately convicted, but he got the lightest sentence, and I thought my relationship with the judge helped him in that respect. First, he didn't have a lot of involvement in the whole thing, but apart from that, I think the judge sort of sympathized with my view that this guy was just a "small potatoes" guy. So he gave him the very minimum sentence of five years.

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Now, Charlie had a mother-in-law, who came to court every day. Her name was Sadie. Sadie and I became pals. She'd ask me every day what do you think, how is it going, and she would bring to Charlie a little package of Life Savers every day, with a freshly washed and ironed white shirt, so Charlie would look well. As the case was winding down and we're getting near the end -- it lasted for three months. It was an agonizing case. There was one stool pigeon in the case -- that's what the defendants called him. He was one witness who brought in all of the defendants, brought them into the conspiracy. Conspiracy is basically where a

bunch of people get together to do something wrong, but each one has to do some act in furtherance of the conspiracy in order to be involved to be indicted, et cetera.

In any event, Sadie comes to me one day near the end of the case and says, "Mr. Reardon --" She had knitted booties for every one of my infant children, which we still have somewhere in the house. She was a lovely, lovely woman and she says, "Mr. Reardon, Charlie has a son, Charles; he's 14. He would like a job. Do you think you could hire him at your firm to work in whatever capacity you think he could handle? His mother would like it, and I would certainly like it." So, Simpson Thacher in those days, you know we had less than 100 lawyers, as I told you, and it was run, the mechanics, the management, the day-to-day of who sits where, secretaries, who goes where, all of that was handled by one woman. Her name was Genevieve Walsh.

[01:08:06]

She ran the firm. I went to Ms. Walsh, and I said, "Ms. Walsh, let me tell you a story," and I told her the story, and she said, "Bring him in, let me see him, and we'll see where we go." The kid was the sweetest kid you could ever meet, you know? His mother and grandmother had totally protected him from Charles, the father, who looked like a gang guy and probably was known to be that in the neighborhood. In any event, Charles was hired by the Firm. He became a messenger and worked as a messenger for about two or three years. Then he was moved into the accounting department. I was never afraid that Charles would ever -- the son -- would ever go bad, so going into the accounting department was

swell with me. He worked there for five years and he then got a job with a movie company, ultimately became a vice president in a very responsible job. We still see each other, we have lunch every once in a while. He lives in New Jersey. He's got his own family; they're all doing nicely. I was always so proud of Simpson Thacher being that kind of a place that would be sympathetic to a boy like this who really needed help. He turned out to be just a swell guy and a pal, and that's what happened at that case.

KL: Did you get, in that case, the chance to see other trial lawyers work?

RR: I did. That's a good question because one of the reasons I stayed with the case -- I was with this case about seven or eight years as an assigned case, got paid nothing for it, it was all *pro bono*, and representing Charlie and only Charlie. After the verdict was returned and everybody was guilty but one guy, which I'll tell you about some other day exactly how that happened, which is a fascinating story.

[01:10:11]

After the sentencing, Vito Genovese hired Edward Bennett Williams. Edward Bennett Williams, in that period, was known as one of the great criminal white-collar lawyers in America, and he only got a greater reputation as time went on because he was superb. Here I am, wanting to be a trial lawyer, and I'm going to get a chance, if I stick with the case, to watch Edward Bennett Williams work. And the basic motion that was brought on by Williams was a motion to set aside the verdict because the stool pigeon, whose name incidentally -- you'll never forget once you hear it -- Nelson Silver Cantellops that was his name, that the stool pigeon was going to recant his entire testimony so that everybody would be

free. “It never happened” is what he was going to say. And they present papers that say that this is what Cantellops is going to say. Lo and behold, the hearing on the motion is set aside the verdict comes up and Cantellops switches again and reaffirms totally all the testimony that he had given at trial, suggesting that he may well have been coerced into recanting his testimony at the behest of the defendants who were convicted.

Williams and Connolly today is still a great firm. Connolly died, Williams died, but they’ve got great lawyers and they’re representing major clients. They’re doing very well.

[01:12:00]

The firm has preserved itself in the image of Edward Bennett Williams and Connolly. I was grateful to be there, and I did learn. I did get some benefit out of it, it was really significant. So am I up to GM?

KL: Yes, describe the firm’s growth in the jury trial area, especially through General Motors and the product liability work.

RR: All right.

KL: So you’re now a partner of the firm at this stage, right?

RR: Yeah. I started in March of 1956 and I became a partner on January 1, 1965, so I was there about eight years, nine years. In 1967 or ’68, Whitney Seymour, who was still running the litigation shop at the firm, got a call from a man by the name of Ross Malone.¹⁶ Ross Malone had just become the general counsel for General Motors. Incidentally, my partner date is January 19th, actually when I started with

¹⁶ Rosser Lynn Malone, Jr., Deputy Attorney General of the United States, 1952 - 1953.

the firm was March 19, 1956. On March 19, 2016, I will be at the firm for 60 years. No one has ever been at Simpson Thacher for 60 years, and the way we work now, no one ever will be because at 62, they ask you to retire. Sometimes they let people stay on for a year or two, but nobody's ever going to put in 60 years.

KL: So we could have adjourned this for a week, and we would have then hit it on the button, 60 years.

[01:14:00]

RR: We could have hit it on the button, but we would have had to do it on a Saturday, and I don't think I would have gone for that. In any event, Ross Malone calls Seymour and he had just become general counsel, and General Motors, for the first time, began to feel the impact of product liability cases challenging the integrity of their product, the cars. Ralph Nader -- that's a name you may know; he's still around -- he wrote a book. The book was entitled Unsafe at Any Speed; that's exactly right, Unsafe at Any Speed. And he took on one model car that had been having a lot of accidents; they were rollover accidents. The claim was instability in the car in terms of on curves and stuff like that at any significant speed. The board and General Motors management got very upset with where product liability was going. The cases up to that point had been handled by staff lawyers at Royal Globe Insurance Company, which was the insurer of General Motors liability to some extent. Ross Malone came up with the idea to improve the quality of the defense lawyers who were handling GM's cases, so that we don't continue to be inundated by more and more product liability cases with big

verdicts, he would bring in good lawyers around the country to handle the product cases. He called Whitney and said, “Whitney, would Simpson Thacher be willing to take over the General Motors product cases in the New York area?” That meant New York and New Jersey, generally the environs upstate, Long Island, et cetera. Whitney said yes, and he asked me if I would head it up.

[01:16:04]

I had been a partner just a couple of years; I’d only tried perhaps three jury cases and didn’t have much experience. I had the same fear that the firm had of whether we’d be treated well by juries as a general matter, particularly representing General Motors, a big entity like that. The cases seemed technically complicated. They were also big cases (which were the ones we were going to get), you get cases where plaintiffs were turned into paraplegics and quadriplegics and other bad injuries, and so you’d have a big sympathy factor going against you. Then there was a learning curve because we would have to learn as to each car that was the subject of the suit what the technical deficiency allegedly was that caused the accident. So there was a lot to be done in terms of learning, and what I decided to do first off, because of my fear of juries, is get somebody to research the question of is there any way we can get these cases away from being jury cases. I got an associate through this process that I explained to you, and his name was Weiss, Greg Weiss. Greg Weiss later became a bank partner at Simpson Thacher, so he wasn’t pushed toward litigation by that research. But he came back in a couple of days and said, “Roy, every one of these cases are going to be jury cases, there’s

not going to be anything you're going to be able to do about it. It's just the way it is."

The other thing we wanted to avoid was -- and this was true when I first arrived at Simpson Thacher, and continued to be the case until after we got into this General Motors stuff. We didn't like cases that came in the state courts.

[01:18:04]

We were a little cynical about the state court trial judges and how good they were. Also, the appellate courts in the state court system -- and we preferred to be, and would find any way we could to remove a case that was brought into the federal court, either because of diversity or federal question or any issues such as that, which would give us the chance to get ourselves into the federal court, where we were much more at home with the judges and with the system. Again, we found that there was no way that we're going to remove these cases in the ordinary course; very few were subject to that. As everybody knows, you've got to remove pretty quickly when it's a diversity cases, and these cases were pending cases that had been pending for quite some time, so there was no chance to remove cases simply because there was an out of state plaintiff and General Motors.

The General Motors headquarters was in Detroit, but they were everywhere, so they could be sued in any jurisdiction, that's true in New York. In any event, we decided that we would take the cases, take the assignment, and I was going to run it up so I had to begin deciding how we would do it. What I first did was lined up six or eight partners who I knew could try a case, had never tried anything like these cases, but who would be able to get onto the learning curve with everybody

else and learn how to do it. I got that number of partners and signed them up and they immediately took responsibility for trying cases. I also lined up a huge array of associates who would handle the cases and move them, do the motion practice, the pleading practice, et cetera, short of trial, when we'd bring in a partner to try it.

[01:20:08]

The associates loved it because it brought them into a really hands-on litigation that they could quickly get their arms around and understand, and it was a great thing that happened at Simpson Thacher, it truly was. The cases were, I mean, enthralling. If you won't mind, I'll tell you about a case that I tried to verdict in Rockland County to show you the difficulty that these cases presented.

KL: Let me just stop for a second and see if we can get sort of a snapshot of the procedural problems you faced in state court at that time. It's changed, but at that time, in what people talked about as trial by ambush, when you are in front of a jury, trying to prepare yourself for cross-examining experts and other witnesses, describe the limited amount of information you had as counsel for the defendant.

RR: Okay. That's a good question. In the state system at that time -- it's better today, far better today -- there was a limited amount of information that procedurally you could force the plaintiffs to give you about their case; not only on the liability phase, in terms of how the accident happened and all that, but more specifically on the technical phase. What's the technical defect that you are claiming caused this accident. Now the way you'd get into the technology of the case would be through experts which the plaintiffs hired, who would take the stand and testify,

without your ever having talked to them, you couldn't depose them, take their deposition, nothing.

[01:22:05]

All you get is a very summary report in writing, by the expert, and that's all you'd have to work with. Judges would generally not be in favor of giving you more, that's the way the system was.

KL: And many times, you didn't know who the expert was, until the expert was sworn in as a witness?

RR: That's true. So it was really quite a difficult proposition to deal with. But we would dig in as much as we could and work really hard to get the discovery that was out there, and we could persuade judges to let us have.

KL: Take us to Rockland County.

RR: Rockland County was a case involving a couple, a young man and a young woman who were engaged to be married. The woman worked at Columbia Presbyterian Hospital. The man, I don't know precisely where he was working, but he went one day, over to the hospital, so that when she quit they could both go to a driving school, which he had to get to that night at a certain time because his license had been suspended for one reason or another. So they jumped in the car and headed for this driving school, which was in New Jersey, lower New Jersey, and they came over the bridge and started down the Palisades Parkway. She was driving and somewhere along the path of the drive -- and I'll get into some specifics -- the car left the road, rolled over, and as a result, both were paraplegics, had no ability to walk for the rest of their lives.

[01:24:00]

Can you imagine the sympathy factor that that case would carry with it? I mean two young, attractive people, and the basic problem that the case represented was not the car model that they were driving, but a car like that did have a recall campaign, which manufacturers of everything in the world when they had a problem with their product, they had to announce it to their customers. A related car, sort of related, had a recall campaign under which in certain circumstances a stone from the road could interfere with the ability of the witness to steer, or allow a person to steer the car, it would bind the steering.

So the claim was the steering bound up because of this rock phenomenon. That car was not subject to that recall, so the recall itself didn't come in, but there was lots of testimony about the nature of the other car that was subject to the recall and the car involved. So it was a difficult technical case to defend against, and the injury was horrible. And I, very frankly, asked General Motors, to pay over \$1 million to settle both cases together, and they said there is no liability in this case. This was this philosophy, not unlike Harold Kaufman at Manufacturers Trust Company: "If I don't owe them money, I'm not going to pay it. We're going to try it, but we think we're innocent here." That's the way they were about this case, and I tried the case and thought a lot about it before I started the case, but the thoughts in my mind were, "I'm going to pick a jury," and they bring in 50 people -- the array of jurors that are eligible -- put them in the courtroom, and put 12 of those 50 in the jury box, and you get a chance to talk to each of those 12 individually.

[01:26:21]

I said, "I'm going to have to come clean with these jurors; I'm going to have to tell them what I'm going to ask them to do." So I literally said this to all the prospective jurors, I said, "You see those doors to the courtroom? Through those doors, within the next week or so, are going to come two young people, very attractive. They'll be in wheelchairs. They will never work again, never walk again. At the end of this case, I am going to ask you, based on the evidence that we present, that you return a verdict that gives them nothing, nothing. Are you prepared to do that if my evidence supports that result?" And I asked each one of them. Three of the 12 that were in the box said they couldn't do it. They were excused immediately. It was too overpowering for them to deal with. We finished picking that day, and the next morning, the jury comes back in; three more say they can't do it. So you know what kind of an agonizing sympathy case you have to deal with here, and how difficult it's going to be.

We had some enormous breaks in the case in terms of how the proof came in, and the jury wound up giving them nothing, and it was not a jubilant moment for me when they did that because they weren't in the courtroom at the time the jury returned with the verdict, but I knew they'd hear about it imminently.

[01:28:09]

I didn't like the idea that they would be hurt in this way, with nothing, and I was sorry General Motors hadn't paid what I had suggested they pay to buy out of the case. I tell you this because I want you to see what kind of cases we were asked to try. These are not cases that typically Wall Street lawyers get to try, and it was

thrilling; it was exciting. It was dramatic, but it was a killer. Everything in my body doesn't work the same when I'm on trial with a case like that; there's just too much at stake.

Within the first three months of our taking on this representation of General Motors, we had 150 cases. Before you knew it, we had 500 of these cases, and over the course of time, we had several hundred more than that, that were part of a group of cases that we would move through the court systems. Now, we learned so much during the course of this work. First, we learned about juries. Out of this work that we did, I concluded and would say this to anybody about juries -- take a case like the one I just discussed with you. Jurors are asked to make decisions in these cases obviously, but they're asked to make decisions during the course of their lives as well, which are important to them.

[01:30:05]

I thought that these cases became as important to them to decide correctly as they did the most important other questions which would come their way. For example, I would say that these jurors gave the same kind of consideration to these cases and the parties in these cases as they gave to their decision whether they should marry, who they should marry, or the woman or partner they should select or live with and be with. A very important decision on an individual basis, and they were giving us that kind of attention for these cases that we tried before them because they knew they were so important to the parties. They could see what they could do if they wished to. Well that was the first thing, picking their partner in marriage or their partner to be with.

The second question I thought was equivalent to what they would be asked here, was the decision that they make to buy their very first house, a big decision for anybody. I've been through it, others have, and it's always a huge decision, becoming a property owner for the first time. Scary, mortgages and all that stuff, notes, interest, frightening. And the last thing was deciding these cases because every day, the trial judge -- every trial judge in every court I've ever been in -- in these kinds of cases and others basically tells the jury how important this case is, that society is looking to you to do justice here.

[01:32:00]

Do not listen or talk to anybody about the case, do not even discuss it among yourselves until after I tell you what the applicable law is, and only when you're released to deliberate should you begin talking about which way you might want to come out in this case. You must do that. And of course, the jurors wind up loving most judges. They love them because the judge is catering to everything humanly possible to make the work they're doing reasonable. If the weather is bad, you send them home early; if the weather is really bad, you call them up and tell them not even to come in. Their care and feeding, that they've got the right food and water and help, and they're content with the court officer who is taking care of them. Everything is what the courts do to make the experience of the jurors a satisfying one and not intrusive, and so the jurors get the impression, clearly, wow this is important, this is very important. I always was grateful that I was never asked to try a whiplash case because the lack of significance of the case would make the jurors think "Oh the heck, let's give the guy a few dollars and

send him on his way.” But not in these cases, you couldn’t do it; the stakes were too high.

The other thing they did was they put a lot of time into learning the technology and trying to understand it. It’s amazing; like in this case I gave you the anecdote on the question was where were the driver’s hands were on the wheel when the car turned over, and it turns out they acknowledged that they were making a lane change, and so the testimony of the witness was my hands were at 10 and 2 of the steering wheel, and when I moved into another lane because they were passing a car on -- they were passing the car on the right and nobody passes cars on the right if you’re obeying the law.

[01:34:23]

In any event, they were, and the testimony was the hands moved from 10 and 2, to 12 and 4. We had expert testimony that says if you’re going down the road at 50 miles an hour and you take a steering wheel and move it from 10 and 2, to 12 and 4, you’re going off the road, way off the road, very quickly. And you know, I know that every person on that jury that night went home and tried it, and they could see that this isn’t the way it happened. So you’ve got to educate them on the technology that’s involved in the case; otherwise, you’re going to lose. We were very good at that. General Motors had an engineering analysis department. All these guys did -- and they were all guys -- educate the lawyers on how to try the case, understand what the asserted defect is, understand why it’s not plausible, et cetera. They were wonderful. General Motors had a great team of engineers who came to the rescue.

Now, what did we learn about all this, what did we come away with, Simpson Thacher, how did it change us? Well, our whole theory on juries, thrown out the window. We suddenly became jury advocates, that if we had the right case, not every case, but a lot of cases which we would never suggest should ever be tried before a jury, we would go for a jury.

[01:36:02]

We would go for a jury because we were persuaded that if we could show them that we were right, that they would give us a victory, that they would give us a verdict for our side. That was a big educational thing, and we became a firm, a unique firm in the sense that we would have partners in the firm being able to say they tried cases before juries. We got a reputation as being jury lawyers. We picked up, in addition to General Motors, we picked up Ford, Subaru, Toyota, Nissan as clients for their cases because people began to appreciate that we did know how to try these cases. We weren't the stuffy Wall Street outfit, and we could get verdicts that made sense. So that was one great thing that happened to us.

The second great thing has to do with the state courts for which we had only passing regard. Ninety-five percent of the cases, not all, were tried in the state court. The trial judges in the state court, we found to be very astute. They had tried a lot of cases. You go to the federal courts; they don't try that many. In a state court, they try them one after another, and we found the judges to be excellent, and we found the appellate justices to be equally good, so that if we lost or if we had a beef that we could appeal, we'd get a good hearing. It's just

wonderful to watch how you can change, how your view of the world can change.
Suddenly, juries, we want them, not in all cases, but we want them a lot.

[01:38:00]

Secondly, the state court is not a bad place to be, you can get justice there. It's not filled with politicians who don't know anything about the law. These people are good. And so there was a conversation of the firm in those two very important respects and, along the way, we did a lot for GM in the sense that we fought these cases vigorously and we shaped, to some extent, the law as it developed. For example, the first recall case that we had where there had been a recall of the very model car that was the subject of the case, I tried it. The judge, at the end of the case, says to the jury, "If you find that this car that's involved in this accident in this case, was the subject of the recall, you may find that car is defective." That was the ballgame. He charged us right out of court, so we appealed that, and in the appeal, we found a very wise judge, able judge, in the Second Department, by the name of Shapiro.¹⁷ He came from Queens, I knew the name for years before that, and he wrote, in reversing, that -- wait a minute, what the judge did, he charged them out of court because the issue is not whether the car was subject to the recall; we know it was. The question is did it cause the accident; was it the proximate cause of the accident? Now around the country, recall campaign cases are coming up all over, GM has them all over the place. Here is a decision out of a well-regarded New York court that says exactly the way you've got to charge

¹⁷ J. Irwin Shapiro, Associate Justice of the Appellate Division of the Supreme Court, Second Judicial Department, 1970 - 1979.

recall cases. We got that for them, so they liked the fact that we were making the law and shaping it, as good lawyers should for their clients.

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Ken had a case in which we were both involved, which involved another issue of whether or not a design change -- General Motors decides it's going to change the design of a part. Can you introduce the later change of that part, the design of it? Can the plaintiff indicate to the jury they changed this part, the thing we're beefing about? They had to change it. The law, which we actually got for GM, said no, that's not the way you deal with it. If General Motors takes the position that that change is feasible or was feasible, and they're admitting that it was feasible, they're not denying that it wasn't a proper change, you cannot basically hurt them by the way the evidence was ultimately presented. That was valuable. Subsequent design changes was the theme of the case, and we got the Court of Appeals, and a very fine Judge in the Court of Appeals, Judge Simons¹⁸ -- Judge Meyer, even better Bernie Meyer¹⁹ from Nassau County, to articulate that and again sold throughout America as the way it ought to be.²⁰ Now there's one very interesting case where General Motors hired us for a non-product thing because that happened too. We not only persuaded that we could try their product cases, but they liked the way we tried cases and did things, so they gave us other business, and that's true of almost any client.

[01:42:08]

¹⁸ Richard D. Simons, Associate Judge of the New York State Court of Appeals, 1983 - 1997.

¹⁹ Bernard Meyer, Associate Judge of the New York State Court of Appeals, 1979 - 1986; Justice of the Supreme Court of the State of New York, Nassau County, 1958 - 1972.

²⁰ *Cover v Cohen*, 61 NY2d 261 (1984).

The client thinks this is going to be a jury case, I've got to get a jury lawyer, and they say to their lawyer from the big firm, even from the big firms, "Charlie, when was the last time you took a verdict in a jury case?" Many Wall Street lawyers have never taken verdicts at jury cases. They just don't come their way, so if you want somebody that's done it, there was Simpson Thacher suddenly on the horizon, a quality firm, which could take jury cases. Now, where was I going after that?

KL: To television.

RR: Television.

KL: Let me just stop and say in the case that Judge Meyer wrote the Court of Appeals decision. I tried that case in Brooklyn and I got clobbered by one of our friendly juries. I recall very clearly in the Court of Appeals, as Roy argued they were ready, and it was reversed on a number of different grounds, primarily on the subsequent repair issues. But I remember just this huge weight being lifted off my shoulders by the outcome of that case. So GM benefited. Simpson Thacher benefited. The law of product liability benefited, but so did I.

RR: Thank you, Ken. Now, this is fascinating, television in the courts. One day I'm sitting in my office in the morning, I read the Law Journal and the announcement is that Judge Cooke,²¹ the then Chief Judge of the New York Court of Appeals, has decided that he is going to have one day in the Court of Appeals where everything will be televised, and I say to myself, "I have a case that's in that court."

²¹ Lawrence Henry Cooke, Chief Judge of the New York State Court of Appeals, 1979 - 1984; Associate Judge, 1975 - 1979.

[01:44:16]

KL: This was going to be the first time?

RR: This is the first time, never televised in the Court of Appeals before. There was a lot of talk about television in the courts, and is it really manageable? Does it interfere with the administration of justice? There's an argument one can make, if you think of the O.J. Simpson case, a lot of people will suggest that that case was screwed up because of television. But this was a single day, and Judge Cooke, the Chief Judge of New York's highest court, comes up with the idea that he's going to have one day of televised arguments, so the Court can look over the proposition, should we have television in the courts. I had a case that General Motors gave me at that time, and it broke throughout the nation. It was a national sort of scandalous thing as the plaintiffs presented it. What General Motors had done, they had taken engines manufactured by its Chevrolet division, and installed them in Oldsmobile cars, and people said, "Holy mackerel, I bought the Oldsmobile, thinking I'm getting an Oldsmobile engine," because Oldsmobile had a lot of advertising about its "rocket engine," and here they were, getting something from Chevy. Chevy is basically known as the least expensive GM car, that people buy Chevys because they can't buy Cadillacs -- less expensive cars. And here they were getting -- rather than the Olds -- they were getting a Chevy. Cases started all over the country.

The Attorney General from the State of New York brought a case against General Motors and it was brought under the Executive Law, but basically fraud.

[01:46:03]

They gave us the case; we answered the case. It was not the ordinary procedural way cases went because of the nature of the case. It was brought under the Executive Law, as I said. The judge who heard the case was from the Bronx, and he must have given me to argue all of five minutes; that's all I got for the whole thing, and I lost. I'm sure he had to do this because the opinion was out the next morning. On his way back to his chambers after the argument, he wrote out the opinion, which was basically General Motors loses, for all reasonable reasons. And we did, we went to the Appellate Division. We had a right to appeal, and we went to the Appellate Division and on the Appellate Division, there was a judge on the panel who had been a partner at Paul Weiss. I had known him but not as pals or anything, but he gave up the choice spot at Paul Weiss, a great firm, and went to the First Department. He was a fine judge, we argued our appeal, and we lost 4-to-1. He dissented. In those days, to get to the Court of Appeals from the Appellate Division, you only needed one dissent. Today, you need two in the ordinary case. You can get a leave, but generally, if you go up, as a right, you need two dissents. We only needed one then and we got it, and we went to the Court of Appeals.

So, when Judge Cooke makes this announcement, cynical Roy Reardon says, "Boy, if my case on the engine switching" -- that's what they called it -- "was ready to be argued, that would be a natural for Judge Cooke to put on for television day."

[01:48:08]

The fact of the matter is all briefs were not in, and the Court of Appeals never puts a case on the calendar until all the briefs are in. They know what it's like and what the timing is and stuff like that. So I sort of take a deep breath and say, "Well thank God, all the briefs are not in." But I'm a cynical New York kid and my reaction to myself was this case is too good for him not to put it on for his TV day. Sure enough, two weeks later, out comes the calendar and there I am, number two on the calendar for that day, television day. General Motors is wild. One thing they don't need is more advertising about their problem and what they did, and they say you've got to do something. So I called the Clerk of the Court, the Clerk says, "Mr. Reardon, this is Judge Cooke's matter; I have nothing to do with it. I'm sorry I can't be of any help. Write a letter to Judge Cooke." I did; it was a three-page, single-space letter. I never got a response. So there we were, on the way to the Court of Appeals in a case that we had real problems with.

I got ready for that case almost like I never got ready for any other case, but so did every Judge on the Court of Appeals because Judge Cooke, who was a sort of bulky man and ordinarily sort of casually dressed, that day, he looked like a Marine Corps colonel. He was spiffy, hair brushed and everything perfect, and all the other Judges were pretty well groomed as well. Judge Kaye²² was not on the Court at that point. She was not there; she came later.

[01:50:00]

So, we argue the case and when I stand up to argue as the appellant, one of the Judges jumps over everybody because he wanted to be first, and he had a three-

²² Judith S. Kaye, Chief Judge of the New York State Court of Appeals, 1993 - 2008; Associate Judge, 1983 - 1993.

minute question. You ever see one of those questions? Three minutes, he laid out the entire case, left room for nobody else to ask any questions, and I answered -- he had missed the boat on something and I just corrected that and I said, "Your Honor, other than that, your statement is correct." It wasn't dispositive, but it was giving him what he was looking for, namely that he fully understood the case, and he did, and we argued it and every Judge was involved. Every Judge participated in the argument and knew the facts. It was wonderful. It was a great thing, a great argument. We didn't know what was going to happen, but I'll rush to the end and say we won. We won 5-2 with two dissents: one by Judge Cooke, another by the Judge who asked that first question, but 5-2 was a winner. We then decided we should negotiate the settlement of the case. I turned to my partner then, Mike Seymour, and I said, "Mike, you know the Attorney General," -- and he did -- "why don't you try and negotiate a settlement for this case," and he did and the case went away at least here. Cases around the country also dwindled away by a settlement of one kind or another, and that was a great thing, but it was the first-time television was played in the Court of Appeals.

Today, every single case in the Court of Appeals is televised. I've argued there many times. Television has never, ever interfered with the administration of justice or the disposition of the calendar.

[01:52:06]

I will tell you today that but for it being on television, I'm not sure I would have prevailed. I say that because every Judge got totally into the case and understood how I had been badly abused by the trial judge and that it should be reversed and

we should be given a better opportunity. It was because of television that they really got red hot. They were not hot. They were red hot, and it was a great thing.

KL: When you compare the preparedness of that panel or that Court with other appeals, where does it stack up?

RR: I've never seen a court that hot in my life, any court anywhere. I haven't watched murder cases; I'm sure they're very hot for those cases, but it was a good experience because you rarely have every Judge in the Court of Appeals participating in the questioning, and there was no time limit. They didn't give you five minutes or seven minutes. You can go to the Court of Appeals today, not before Judge DiFiore²³ because we don't know what her plan is, but with Judge Lippman,²⁴ you could get 8 or 10 minutes, and that's all you'd get. Oftentimes, I would feel that's not enough time to make it right for me to come to Albany to argue a case to get 10 minutes, where the client is crying for justice and wants justice and is getting 10 minutes to have his case presented. It's tough, tough on the lawyers and tough on the clients. But in any event, that was a great experience and I loved it.

[01:54:00]

Now, I just want to take a minute, before I get into changes within the firm that impacted us, to talk about what's happened in the profession. The changes in the profession since I started are really quite dramatic. The size of the firms, well you see the numbers. There are firms which have several thousand lawyers in them.

I'm not sure how a firm of that size can function well, but I worked with one that

²³ Janet DiFiore, Chief Judge of the New York State Court of Appeals, 2016 - ____.

²⁴ Jonathan Lippman, Chief Judge of the New York State Court of Appeals, 2009 - 2015.

had 2,000, and the way they worked well was they took the very best partners they had in the firm, and I mean the best, and made them the people who were responsible for running the firm, knowing every nuance that the firm had to deal with. These people were in different disciplines, some in litigation, some in corporate, et cetera, and they would pull them out of those disciplines and after two years, the person would want to go back and be a practicing lawyer again and they'd say, "No, would you stay another year or two?" And they'd keep them there, and some of them were there like five years being administrators of a 2,000-person firm, and what happened in those five years is they lost their discipline. They didn't have any clients left because they weren't servicing any for five years. They weren't generating business because they didn't have to, they were running the firm, and the net result is, they didn't know what to do with those lawyers when they came back to practice law. They didn't have a discipline like it had been when they left, and so it was hurtful. I'm still mystified by how a firm can run a 2,000-lawyer operation, but there are several firms that are out there doing it, so size has changed dramatically.

[01:56:12]

Institutional clients. These are clients typically, in the old days when I started, what you wanted to do was get as many institutional clients as you could. Institutional clients are those that give you every legal problem that comes their way. You would do everything from drafting the board minutes to handling antitrust cases. You had the institution as your client and everything fed directly into your firm. That is all, for the most part at least, gone. Institutional clients are

rare. We have several, but I'm not going to tell you who they are because somebody will want to go and steal them. It's just not there anymore. Everything is doled out in terms of legal services, predicated on basically two things; money, what it's going to cost the client to get the job done, which is a big factor today, and the second issue is talent. Where do I get the best lawyer to give me the best shot, the best bang for the buck? So, when a major entity gets a piece of legal business, a problem, they shop around. They don't go to the same law firm that they used to go to. Everything is up for grabs, and it's a very highly competitive field; the practice of law is highly competitive.

[01:58:00]

KL: Let's take a break.

[pause in recording]

RR: Really changed things even further. Hiring. We used to hire, as I think I've said earlier today, 100 plus associates for the incoming class of September of that year. We would also hire for that summer another 100 plus of prospective associates, who would be in our summer program. I think the recession has changed that pretty dramatically. I think in some years, firms are dropping way down from a hundred plus to something like 50 plus, maybe 60 plus, but you're not having hundreds of associates being needed as these firms see it because their business has changed. Clients are much more willing to consider settlement, much more willing to consider a disposition via arbitration or mediation, they're two very big things.

There is, in New York, as you know, a court called the Commercial Division of the Supreme Court. Very effective, a wonderful idea, Chief Judge Judith Kaye had something to do with it, and serious commercial cases go into the Commercial Division, the Justices selected to handle those cases are all good. They're fast, they're hardworking and they're able, and those cases are often resolved and settled basically because the trial judge has gotten the case down to where both sides can fully appreciate what the risk is, of trying the case to a verdict or to a decision.

[02:00:06]

That's brought a big change, the Commercial Division, into the way we practice, and particularly in New York County, because I think there are probably eight or nine Commercial Division Justices, and they are busy. They are busy and they're dealing with issues which are monumental, and they've changed the burden on the Appellate Division because you go to the Appellate Division and you sit there and you hear the calendar called, and what happens is when a case is called, the court officer will take the briefs and records in the case in the appeal that's going to be argued and pass them out to the four or five Justices who are going to hear the case. Well, Commercial Division cases have records that can be 12 or 18 inches high, and you see them being passed out to the Justices, and you just know that the burden that the Justices in the Appellate Division are now facing as a result of the feed they're getting from the Commercial Division is staggering, and making them really agonize. So they put a lot of pressure, not undue but pressure, to resolve the cases if they can, and it's working, and the objective of all of this is

admirable and I hope it succeeds. It's doing quite well now. The purpose is to make New York and our trial courts like the courts of Delaware. We're really trying to be like what you can achieve in Delaware through the quality of the judges in the equity parts in Delaware, who hear major cases.

[02:02:03]

Delaware is also a corporate haven; it's generally sympathetic for the corporate side. We don't have that; we don't have that sympathy, but we do have the same concept: getting solid justice from good judges in major cases, so that commercial quarrels can be heard by good judges quickly and ably. It's a wonderful thing. Some of the arbitration and mediation in some courts is becoming compulsory, so you have to do it. There's not a heck of a lot you can do about it.

Another dramatic change which we've all seen is the sort of marriage of criminal concepts with civil concepts. I don't know if you noticed how many cases the Southern District U.S. Attorney has brought; his name is [Preet] Bharara,²⁵ well publicized, bringing a lot of cases which are some criminal, some civil, but they're cases where there's sort of a bleeding over from what used to be pure criminal stuff into civil litigation. So today, Simpson Thacher or any firm like ours, has what is known as a white-collar crime group. When I started, there was no such thing. We had some criminal cases but not that many, and we certainly didn't have a group who were just doing criminal law. Today, you've got to have a white collar criminal group who have been in the U.S. Attorney's Office or seen a lot of criminal law in order to simply get by.

²⁵ Preet Bharara, United States Attorney for the Southern District of New York, 2009 - 2017.

[02:04:05]

We have that and we've grown laterally that way, hired a lot of associates who became partners, out of the Southern District and Eastern District. That part of the profession, the practice, has dramatically changed; it's important today, white collar crime. So these changes are dramatic and apart from these sort of changes, some of which caused by things that the lawyers cannot control, but also things changed at the client level, which forced us to change.

I've got a couple of ideas that I want to tell you about. We talked about the merger of Manufacturers Trust Company and the Hanover Bank. That changed the business. We were then representing Manufacturers Hanover Trust Company. It later became Chemical, it later became Morgan Chase, and the representation was great. They were a money center bank, big change in what our bank client did, and therefore the business that we had to do, the legal business we had to do. We made an acquisition, a client of ours made an acquisition, that changed my life a little bit. There was a company by the name of International Boxing Club, and a case was brought by the Justice Department against the International Boxing Club under the antitrust laws, and the theory was that the IBC, as it was known, had dominated, monopolized basically, conspired to monopolize, and violated the antitrust laws with respect to championship boxing.

[02:06:06]

What they would do is to control the arenas they owned Madison Square Garden. They owned the outfits that owned the big arena, indoor arenas, like in Chicago, and several others around the country, so that they had every place you wanted to

have a championship boxing match, they owned, so you had to bring them into the party. What they did was went into boxing promotion, so that if you were a champion and you wanted to box a contender, they would set it up so that the contender would sign a contract which would basically say IBC was going to promote the fight between the champion and the contender, and if the contender won, the rematch would also be promoted by IBC. They did it at every championship level throughout America with respect to boxing and they dominated it, so the government brought a lawsuit against them under the antitrust laws. Whitney North Seymour was hired to try the case. He was our partner and could try anything, and he tried that one in the Southern District and lost.

The guy who ran IBC was a fellow by the name of Jim Norris, a two-fisted fighter guy, not a prize fighter but a guy who could handle himself pretty well. He fired Seymour and he hired a new law firm to take the appeal. It went all the way to the Supreme Court and Norris lost. The case was tried; we lost at the trial court, and it was affirmed all the way.

[02:08:02]

So what did that mean? It meant it came back down to the trial judge and what relief the trial judge said should be granted. The relief the government wanted was that Norris, Jim Norris and IBC, would have to sell off all the arenas. Madison Square Garden became for sale as an entity. We had a client who was very interested in buying Madison Square Garden. It wasn't one of our bigger clients, but it was a client that turned into something when it bought the Garden. It bought Madison Square Garden, and it was an institutional client. We did everything for

the Garden; no other lawyer was involved. It wasn't a competitive business; we just got everything, and that was simply because they had to unload the company because the government said that's the relief we want and the judge said that's what you're going to have to do.

Then the question is how do we deal with it. They've got the New York Knicks, they've got college basketball, they've got boxing, they've got tennis, they've got hockey; every sport you can imagine is being played in the Garden. How do you handle the legal problems with all those ramifications? The way it was handled was one lawyer was chosen to basically handle all the Garden sports related stuff. His name was Bob Carlson, and he was senior to me by a couple of years, and then he left to start his own firm. He's a fine lawyer, and I think he's still practicing.

[02:10:00]

In any event, I was his replacement. It was my first involvement in sports, I think, in terms of litigation, and it was great. I watched all the major boxing matches. Cassius Clay was in our office, we had litigation involving him. The secretaries were wild to see him walk down the halls of the office.

Walter Clyde Frazier, who is on TV now for the Knicks as a sportscaster, I was in on the negotiation of his contract. His lawyer was so afraid that we were corrupt New York lawyers that he was unduly harsh in dealing with us. We were under the instructions from the boss of the Garden, "Sign Frazier at any cost." He could have had any number he wanted, so hardly were we there to shut the thing down or get him cheap, and that's what happened, the Garden got Frazier. Bill

Bradley²⁶ negotiated a deal, the same thing. All of the great Knicks players, all of the great Rangers players, we were involved with.

You may remember that there was a point at which college basketball went through a scandal. It actually happened in the early '50s, I think '51. College basketball had dominated the Garden up to that point. The Knicks were playing in the 69th Regiment Armory, but the Garden would have college games on Tuesday, Thursday, and Saturday nights, a double header each night, and that was the game. That was the game that was played in New York, and then they'd have the national invitation tournament at the end.

[02:12:00]

Well, all of that collapsed when the scandals hit, because all of our local teams -- not all. St. Johns was not hit, but LIU [Long Island University] was, NYU was, CCNY [City College of New York] was, and it was a tragedy; it was a sad thing because the players had taken some money. What that did was killed college basketball at the Garden, and in came the Knicks, and they began playing where the college games used to be at the Garden, and that of course boomed everywhere for the NBA. We did all of that. If they had litigation we did it, and they did have litigation, quite a bit of it.

So I had the privilege of doing all that work, and I became really involved in sports, and I found it a fascinating part of what I did at Simpson Thacher over the years. I worked in just about every sport. Any legal problem you could think of, we had. We had them with the circus, we had them with everybody, not because

²⁶ William W. Bradley, United States Senator, New Jersey, 1979 - 1997.

the Garden was litigious, it wasn't. It was just because it bumped into just about everything that could happen out there. In any event, that was a great acquisition and a great thing for Simpson Thacher.

Another thing that happened, starting in the '70s as I remember it, was mergers and acquisitions. That became a big part of the big firms' business, and very lucrative and very consuming of lawyer time, so very rewarding for the firms. Everybody wanted to be in it. I got into it, just like every other senior litigator did at Simpson Thacher, but I'll tell you a story about one case that I had. It involved a litigation for Seagram.

[02:14:11]

Seagram was the company that made spirits. It was a successful company but it wanted to expand, and the way it wanted to expand, it thought it would go into the oil and gas business, and it made a tender offer to buy 35 million shares of Conoco, a big oil and gas company, for a certain price. Again, you have interesting play involving possible Justice Department action, but in this particular case what happened was Seagram made its tender offer for 35 million shares, and then Dupont came in as a competing bidder to buy Conoco, and the question was who's going to get them? Dupont's bid was a few dollars better than Seagram's bid, so if it went out on a basis of pure dollars, Dupont would win, would get the company. We had made an offer in which, by a given date, if you had Conoco shares, you had to tender them to us, and on that date, we could take them down, which is accept them, accept the tender, and mail you a check for the

value of your shares, whatever it was; multiply the tender offer price by the number of shares you had and you get a check in the morning.

[02:16:00]

What basically happened was, that date was coming up on like, let's assume Monday. Today is Thursday, Monday of next week. On Friday night, before the Monday when we were able to take down the shares, a judge in North Carolina -- don't ask me why they went to North Carolina to get the judge, but he was a fairly unique judge -- entered an order, enjoining Seagram's ability to take down those shares. So it basically foreclosed us from closing on the deal for the shares already in the box, I'll call it, millions of shares had already been tendered to us, I mean, for the few bucks that were involved, some people tried to get them back, but most of them didn't. If they tendered, they left them in the box for us to take down on that given date, like Monday of next week.

So on Friday night, they get a judge in North Carolina to issue a restraining order that we cannot proceed, and that's it. I mean there's nothing we can do at that point. We've got an order that affects the whole transaction. So what do we do? It was my case and I had to deal with it. We had a bunch of people working on the case, trying to come up with a way to go. We decided the first thing we needed was a lawyer in North Carolina, so we went to the best firm and they couldn't take us. They were already retained by Dupont, so they couldn't represent us.

[02:18:07]

The judge who enjoined Seagram was sort of a bizarre guy and nobody quite knew why they went to him, until they started looking into what he was and how

he worked and what he did, and they found he was the judge who had guns in his ankle holster, sort of unusual, let me put it that way. So they got him to issue the order. So, we weren't going back to him because we didn't think we had any chance, and besides, this was the summertime and he had left for the shore. Everybody in North Carolina goes to the shore on Friday night. We go to the Hamptons possibly, they go to the shore.

In any event, we got a lawyer and the lawyers says, "Let me call the judge in the federal court and see if we can find out his availability to take your application to vacate the order that the judge with the ankle holster had issued." Well, we get the judge and the judge comes back to our lawyers and he says, "Well, we'll see you tomorrow." Saturday, this is Friday night, "We'll see you tomorrow, and the reason I say that," the judge says, "is because we're at a party right now, with all the judges, and we're having" -- it's called a pig-picking party, where they roast a pig and everyone picks it to eat the meat, and while they're eating the meat, they drink some bootleg booze that is made in North Carolina apparently by some people -- "and so we can't do it tonight. We'll have to do it tomorrow. So we'll see you in court tomorrow, as early as you can get there." So that's fine for us and we get ready and cranking up the papers, and we've got a great team and everybody's into this and we line up -- Seagram had an air force, we called it. They had about six planes; four jets and two propeller planes.

[02:20:08]

We went to Westchester County Airport; I was there at 6:30 in the morning with a team, and the airport wouldn't let you take off until 7:05 or something. At 7:06

we're in the air on the way to North Carolina. We're in the courtroom well before 9:00 in the morning. Not one judge, but two federal judges come out on the bench and they say what's this all about, and we tell them and they were very sympathetic about the judge with the ankle holster particularly. At the end of the day, after several hours of argument, we got the other side there, we had their local lawyers there but not their New York lawyers because we didn't tell them we were going to do this as they didn't tell us they were going to get the ankle holster judge to issue the temporary restraining order. So we argue and at the end of the argument, the senior judge comes out. They were conferring inside; he comes out, waves his straw hat, and says, "We'll be back in an hour and a half, we've got to go to this luncheon. In the meantime, we're having an order drawn that will vacate the order issued by the judge in the ankle holster." We we're gratified by that. That means we can take down the shares on Monday that had been tendered by people. It turned out there were millions of dollars of shares that we took down. We then turned around and tendered those shares to Dupont, so that Dupont had to pay us what they would have paid the shareholders who had tendered to them, and they paid us at Dupont's price, so we got a little something out of it beyond what we were going to pay.

[02:22:06]

In any event, we were about to get on the plane to come home and I say to myself, "If I were in their shoes what would I do?" I would go to the Circuit Court, I guess it would be the Fourth Circuit, in North Carolina, a federal court, and try

and get what the judges just did here turned around. So I pick up the phone and I call Simpson Thacher; it's now about 2:30 in the afternoon.

KL: On Saturday?

RR: On Saturday, and I get the telephone operator and the telephone operator said, "How are you?" I said, "I'm good, this is Roy Reardon. Here's what I want you to do. I want you to shut down the switchboard and go home." She said, "What are you talking about? I work until 4:00." I said, "Not today you don't." I didn't want the call to come in saying we're going to be at the courthouse in -- God knows where we'd wind up, where they would be appealing. I wanted to have no phone access to us as the lawyers. She shut the firm down; no call ever came. I don't think they had any intention to do it, but we were thinking that would be a likely outcome if we had the case. It was touted by Seagram itself as the best transaction they had ever made. They just made millions of dollars and became a long-time shareholder of Dupont, and it was a very lucrative investment for them and they enjoyed it for many years.

That's what's happening today; things like that happen today because this tender offer business, going after companies is still happening.

[02:24:07]

Most of it is corporate work, most of it is dealing with the resolution of these problems between corporate lawyers on both sides. This particular one that we were talking about, the dispositive part came in the litigation context, and we were delighted to have it and have it work. Simpson Thacher, currently at that time, represented Kohlberg Kravis & Roberts, which was a major investment

banking firm that does mergers and acquisitions, and so we did a lot of that business and this kind of result was very fortunate. This is page one of the New York Times the next day; that's how important it was.

KL: We've talked about the growth of the litigation practice, especially confronting trying cases in state court, in front of juries, and developing a broad reputation nationally in that area. We've talked about the money center banks and the growth of the firm that accompanied that, the M and A work in its various forms. What does that do in terms of both the stature of the litigation practice within the firm and the firm's growth in the sort of pecking order of firms that are competing for the kind of business that we do?

RR: It really enhances our reputation, which is vital to the success of a firm. We have 900 lawyers to keep busy here, and we have a very broad practice, but it largely breaks down into corporate and litigation, as most firms do.

[02:26:00]

Reputationally, it is vital that you be seen as a lawyer who can take on anything that comes down the pike. We get hired for two reasons. One, because the issue involved in the case is a bet the company issue, and so the client is willing to pay whatever it costs to get the best, and that's the list we try to be on, on the corporate side and on the litigation side and we've succeeded. We've developed a reputation, and I think it's paid off for us very handsomely. I don't think we're going to be a 2000-lawyer firm ever. I don't see us doing major acquisitions in terms of lateral partners from other firms that would dramatically change our

numbers, but I do think we're going to stay and push as hard as we can to be the best at everything we do.

Let me talk about the Supreme Court, for a minute, of the United States. I've argued there, and I had the pleasure of arguing in the Supreme Court when the judge we recently lost, Antonin Scalia,²⁷ had just gone on the bench. I argued a case involving a nuisance claim in Lake Champlain, where we had secured cert from the Court and we were there at the invite of the Court to argue the case.

KL: This is environmental litigation?

[02:28:00]

RR: Yeah. I had taken the case over from another law firm, and I argued before Justice Scalia and the Court as it then existed, and it was a pleasant experience. Justice Scalia was Socratic in his questioning, very thoughtful and very gracious to the lawyers, an extraordinary intellect -- you could see that from where he was coming from. I had another case, and you may know the case, it's a case which involves Casey Martin, who was a golfer. Casey Martin had a bad right leg, a bad circulatory problem, and he couldn't walk the course, so he applied to play on the circuit, the PGA circuit, and qualified in the first two rounds, but in the third round, the PGA had instituted a requirement that you had to walk the course, and since he could not physically do it he brought a lawsuit, challenging that requirement as a disabled person, which he clearly was, and he brought it under the Americans with Disabilities Act. I had never handled a case like this before, but I got a call from Georgetown, asking me if I would like to moot the argument

²⁷ Antonin G. Scalia, Associate Justice of the Supreme Court of the United States, 1986 - 2016.

that I was going to make before a group they put together, to moot cases on their way to the Supreme Court. I said yes and I went down and what they do is provide you with a healthy array of people who are going to hear your argument, and you really present it as you're going to present it to the Court, so it's a real argument, and they ask you questions just as they think the Court might.

[02:30:15]

The moot court is populated by former clerks of Supreme Court Justices, members of the faculty at Georgetown, and some retired judges who they think would be good for this kind of case. I argued the case at Georgetown, and I liked the experience very much. I didn't think I would, but I did. It was helpful. But one thing that everybody impressed upon me is that I should not become involved in long argument with Justice Scalia, and that was because he would wind up taking your time, number one, which is valuable because they don't give you that much, and secondly that you wouldn't win in the discussion with Scalia; he would kill you. This came not only from the array of the former judges on the moot panel, but later, talking to the Solicitor General's Office, they were involved in the case as well, on my side, and they again cautioned me, "Don't get involved in argument with Justice Scalia because it will not profit you at all and you will pay dearly." And so I listened. Justice Scalia didn't think much of my case, needless to say. He didn't use these words, but he presented it in this fashion. "Mr. Reardon, what the heck are you doing here, on a case involving a little white ball that people hit around the grass?"

[02:32:08]

He missed the whole point of the Americans with Disabilities Act, but I didn't try to pursue that. For years, I would wake up in the middle of the night and say to myself, "Why didn't you say something like what are you talking about? This is the Americans with Disabilities Act, intended to give people who are disabled a chance to participate. Not to have an advantage, but just participate within the rules, that's why we're here."

In any event, I got clobbered a little bit by him, and the Court was sort of generally mixed on my case. I had some positive feedback from some of the Justices, but I walked out of the Court that day with my wife. She is a great lawyer. She was in the U.S. Attorney's Office and served under Robert Morgenthau²⁸ and Robert Fiske²⁹ and John Martin,³⁰ who were U.S. Attorneys, and had a great career as a plaintiffs' lawyer and then as a defendants' lawyer with a UK firm Allen & Overy. She's devoted and loved by my four children and 11 grandchildren, and that's all I can ask for and hopefully, she knows that I feel the same way about her. In any event, we walked out and said to each other it doesn't look good. So I came back to the office and we talked, and we had a drink with Casey after the argument, and everybody was pretty much of the same view; it's hard to tell where this is going to come out. We had some support, but it wasn't clear it was enough.

[02:34:03]

²⁸ Robert M. Morgenthau, District Attorney of New York County, 1975 - 2009; United States Attorney for the Southern District of New York, 1961 - 1970.

²⁹ Robert B. Fiske, Jr., United States Attorney for the Southern District of New York, 1976 - 1980.

³⁰ John S. Martin, Senior Judge of the United States District Court for the Southern District of New York, 2003; Judge, 1990 - 2003; United States Attorney for the Southern District of New York, 1980 - 1983.

One thing I knew though is that the Americans with Disabilities Act had gone through Congress in like three years. It was agonizingly long to get it enacted, and people who were interested in it were very thoughtful. They were afraid everybody would argue, you're going to give an advantage to the disabled and it's going to screw up the world. My own brother, when I told him I had this case, he said, "You're going to screw up golf. You're going to give people, you know with wacky injuries, a chance to get special treatment." And I said, "No, it's not going to work this way. Casey is truly disabled, so he's got a real handicap to work with."

In any event, I came back to the office and months went by, a couple of months, no decision. I said to my wife, "I'm going to get one dissent and I'm grateful for it, one solid dissent for the disabled." She said, "You might do better than that." It turned out, a month later, when I had decided I was going to get just a dissent, I get the phone call from the Clerk in the early morning and they say, "Mr. Reardon, I'm calling here to give you the decision in *Casey Martin v PGA*,"³¹ and he says, "*Casey Martin* has been affirmed. The court is 7-to-2 in favor of Martin, two dissents; Scalia and Thomas."³² That's it, and he hangs up -- that's the end of the message. It was the most rewarding pro bono effort I had ever made, and it was a good thing for Casey and for the disabled. I'll tell you about one other case and then I'll stop because I think I've gone on too long.

[02:36:00]

³¹ *PGA Tour, Inc. v Martin*, 532 US 661 (2001).

³² Clarence Thomas, Associate Justice of the Supreme Court of the United States, 1991 - ____.

One other case, which has been categorized by me as my most thrilling result. We represented in the case GTE, and they were sued in the Clearwater, Florida, state court by an outfit by the name of Home Shopping Network. Home Shopping, you may have watched it on television, but not for long. It sells a lot of merchandise, and every sale is transacted by phone. GTE was a phone company in Florida and had been the servicing company for Home Shopping Network, which was headquartered in Clearwater, Florida. The company grew so dramatically, if you bought a share of stock when it was initially offered at Home Shopping Network, it probably increased a hundred-fold within a year, and the owners of the company -- there were two guys who owned the bulk of the company -- they became virtually billionaires in that short period of time. But their business began to falter because they found out that their business was so good, that the system they had set up to provide the services that they needed couldn't handle it. Also the quality of the merchandise that they sold, and an awful lot of it began to be returned; fur coats and stuff like that, where the fur was falling out in the box that it came in. It was not good. So their stock began to drop because they had to report the shortcomings as a public company. Their stock began to drop dramatically and they blamed it on GTE, their telephone company, and sued GTE for \$1.5 billion.

[02:38:15]

KL: So this was the early '90s, where \$1 billion meant something. The late '80s.

RR: It was a fascinating case. It was tried in the summer for about 10 weeks in steamy Clearwater, Florida. Clearwater, Florida has one thing going for it in the summer;

every afternoon at around 4:00, they would have a torrential rainstorm and for the rest of the day, they have steamy temperatures in high 80s and 90s, and it's really the hottest place you could ever endure over a long period of time, but we stayed there. We went down there on Memorial Day and came home at the end of August, and that was one of the longest cases I've ever tried. At the end of the case, the jury came in and gave Home Shopping nothing, zero. We had a counterclaim against them. The counterclaim was for trade libel because they had accused GTE of fraud and all sorts of bad conduct, and the jury awarded GTE \$100 million. One hundred million dollars; the biggest verdict I've ever taken, and it was astonishing to me. It was a thrilling event.

[02:40:21]

The next day, the New York Times, on the Business page, said, "GTE WINS ELEPHANTINE \$100 MILLION VERDICT." So needless to say, I have copies of that everywhere. We settled the case ultimately, and the case cost us nothing to try, because we got all our money back and then some in the settlement probably the most thrilling result I've ever had in a case. I turned to my partner who was sitting next to me when the verdict came in and I said, "What did they do?" He said, "They gave us \$100 million," and I said, "Wow, that's a lot of money." The jury were a bunch of lovely people, most of them lived in Clearwater and were retired. You could tell how they lived because we knew pretty much how things stood in terms of timing. A lot of them were one car families, they would drop the juror off in the morning and come back at the end of the day. But on the day of the verdict, the jurors apparently had told their spouses or partners that

they would deliver their verdict by noon, we'll be out of there by noon. So around 11:30 into the courtroom come all the spouses, the drivers, who we'd seen from time to time, and partners, so we knew we were getting the verdict that morning. And we did. So that's the most thrilling verdict of my life. Now, what am I missing?

[02:42:17]

KL: Well, Roy, we could talk about tennis, we could talk about ALAS, we could talk about the broader views about the various changes you've seen over 60 years and what your personal assessment is of what's good, what's less good, about changes.

RR: Let me talk about tennis as the last substantive thing and then I'll give you a little philosophy on what's going on.

KL: That's good, you start with sports, and you stay with sports, and then you talk about sports.

RR: In 1973 -- this goes back quite-a-ways -- I was retained, as a result of my partner, not a litigator, a corporate fellow, knowing the general counsel of the United States Lawn Tennis Association (USTA). It was called the U.S. Lawn Tennis Association in those days, but they dropped the lawn and became USTA. But the job was to defend a suit brought under the antitrust laws, against the USTA. The case was brought by -- Billie Jean King was one of the claimants, although she didn't start the case. It was started by a zealous advocate for women's freedom and women's rights, so it was an appealing subject matter. The plaintiffs wanted women to be free to play wherever and whenever they wished to play free of any

obligation to the USTA. That was the case, and it came on before Judge Milton Pollack,³³ who was a distinguished judge in the Southern District of New York. We tried plaintiff's motion for a preliminary injunction. Plaintiffs sought to enjoin the USTA from enforcing its rules relating to women's freedom to play where they wanted to play. It was tried for over a week.

[02:44:22]

Plaintiffs lost its motion on and the case was then resolved, settled entirely. Philip Morris paid all our fees and costs, and it was over. After that, I began doing a little bit of work for the USTA, but quite a few years later, I was asked to become the general counsel, for the Men's International Professional Tennis Council, which ran the Men's Circuit, called the Grand Prix. So I was deeply into tennis at that point when I got that assignment, and it was a wonderful client. They had all kinds of litigation, and some they brought. A lot of player quarrels.

[02:46:15]

Tennis was great because we would meet frequently, but we would surely meet at the Grand Slam events. Now, there are four Grand Slam events within the calendar year; Wimbledon, the French Open, the Australian Open, and the U.S. Open. My partners were terribly envious because I'd get to travel to all these wonderful places, and it was a wonderful bunch of people that I was dealing with. I'd never saw, in my life before that, as many tennis matches as I have since seen, and I still have seats at the U.S. Open as a result of that.

³³ Milton Pollack, Senior Judge of the United States District Court for the Southern District of New York, 1983 - 2004; Judge, 1967 - 1983.

In any event, let me turn to something more substantive perhaps, and that is how I feel about what's happening today in the profession, and I think I can say I'm not happy with it.

[02:48:00]

[...]

I expressed a very specific view of what partnership means to me in a letter that I wrote to the Law Journal in 1994, and I'm just going to ask your indulgence while I read one paragraph. It hits it on the nose for me; here it is. "I believe partners are no less bound together than brothers and sisters. When I fall, they carry me. When I enjoy good fortune, which the institution of which they are part has given me the opportunity to achieve, my success is theirs. Differences must be reasonably resolved, there can be no alternative if we are to be seen and to be true professional institutions." I still mean that.

[...]

KL: So Roy, if you're at the end of this session, I think we all need to plan for an addendum. So, 10 years from now, if we sit down again, you can give us your views, we'll try to confine it to those changes within that 10-year period of time from your perspective. That would be so broad and so insightful, about what we're doing as a profession. And we'll also hear about the additional things you've done as your own individual accomplishments.

RR: Thank you.

[End Audio File]