

ABA Senior Lawyers Division
Women Trailblazers in the Law

ORAL HISTORY
of
KAREN J. MATHIS

Interviewer: Roberta D. Liebenberg

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Oral History of Karen Mathis

Tape 1 Side A

Roberta Liebenberg: This is the interview of the oral history of Karen Mathis. It is being taken on behalf of the Woman Trailblazers in the Law project of the American Bar Association. It is being conducted by Bobbie Liebenberg on January 28, 2011. We are together at Fine, Kaplan and Black, which is at 1835 Market Street, Philadelphia, Pennsylvania. So can you give me your full name, and date and place where you were born?

Karen Mathis: I was born on November 7, 1950, which happened to be Election Day, at Lying-In Hospital in Providence, Rhode Island.

RL: And what were your parents' names and what did they do?

KM: My mother's name was Elizabeth; my father's name was Charles. My mother at the time was a homemaker, and my father was in the United States Air Force.

RL: And, as a result of the fact that your father was in the Air Force, did you travel around the country?

KM: We traveled some. At that time, my father was stationed in a lot of places like Greenland, Alaska, Turkey and Korea that his family could not go to, but we did move to the United Kingdom and my younger sister was born there. We were there for 2 years. We then lived in Brooklyn, NY.

RL: For how long?

KM: For about a year and a half; we lived in Brooklyn when my Dad was stationed at Governor's Island, after he transferred from the Air Force to the Army.

RL: Who would you say had a greater influence on you: your mother or your father? And could you describe that influence?

KM: They both had a tremendous influence on me; it would be very difficult to say it was one or the other for completely different reasons.

RL: Well tell us about that.

KM: My mother had gone to the Kathryn Gibbs Secretarial School in Boston which in the Forties was really top drawer. She should have gone to college; her two brothers were allowed to but she wasn't. She was very bright; she eventually became an accountant and was very independent. For most of my childhood, particularly when my dad was assigned abroad, she managed our household. She often held a job and ultimately we had four girls in our family. She was a strong woman; she was indefatigable, she was a constant leader.

At a later point in her life, when we were a little older, she read about a book a day. She also was a seamstress; she made our clothes for school; she made cookies and cupcakes and did everything a stay-at-home mom would do, but often worked.

RL: Did she work as an accountant?

KM: She later did. In her later years, before she retired from civil service, she was a head accountant for Ft. Carson Army Hospital in Colorado Springs. Self-taught. She did not go back to school and have additional education; it was experiential knowledge. To my mother education was very important and it was always a sticking point for her that she did not get a college education, because she wasn't really allowed to or supported in doing that because she was a woman. Back when I was a child, her nickname for me was KJ for my first two names. When I got old enough I asked her why. She said because no one will know if you are a man or a woman and they won't discriminate against you. By 1957 she was calling me KJ.

My Dad was brilliant. He signed up for the Navy, actually the Merchant Marine, when he was 16 years old so he could get into World War II. He was too young to get into any military services, but right afterward he signed up for the US Air Force. He was part of the Berlin Airlift. He was one of the first jet mechanics when they were flying jets in and out of Berlin. He did not have a high school education; he had a GED. But he was also one of the smartest people that I ever knew. When I was a little girl, from about '55 to '57, he left the Air Force so that he could become certified as a civilian jet mechanic. Because he had a break in service, he could not get his rank when he "re-upped" in the military, but the Army would take him and give him his full rank, which was as a senior non-commissioned officer. So he joined the Army after being in the Army National Guard, or the Reserves, I really don't recall which, from 1955 to 57. And then we started a whole new round of moving to different places.

RL: So from the Air Force to the Army?

KM: Yes.

RL: And jets were just coming in, so he was at the forefront of that whole technology.

KM: He was. He eventually became qualified as an FAA inspector. Later in life, he became part of the military industrial complex. He was one of the last Americans to leave Vietnam. He went to Vietnam; lived there for 7 years, not in the military, but as a part of Lockheed teaching the South Vietnamese forces how to maintain the planes we sold them. He was one of the last Americans to leave Tehran when the Shah fell and the people were taken hostage, because he was working for Bell Helicopter and taught them how to maintain them. As far as I know he was able to fly both fixed wing and helicopters. I say that because he flew them when I was with him. I don't know if he was ever licensed.

RL: Are your parents still alive?

KM: No, both my parents are deceased. My mother died in 1986; my father died several years ago. The last duty station that my parents had was Fort Carson, Colorado. We moved there December 27, 1963. My dad and mom's marriage was pretty shaky at that point. My father was sent on what they call TDY, which is a temporary service assignment away from his base. Soon after we got to Colorado, within 6 months I would say, he went to Washington State for 6 months of training. He did not come back; my parents divorced soon thereafter. There was a lot of stress, and we see that today in military families. A couple years later after they divorced, my mother remarried. She married a fellow who was in the Army, also a Senior NCO. So very often, when I talk about my dad, I'm talking about 2 different dads. My stepfather then retired from the military in about 1966 as a top sergeant in the Army.

RL: It's interesting because I know Karen so well to hear about your parents, I really didn't know much about them, but I can really tell their influences on you, which we will get to. But, you mentioned that you had 3 other sisters or 4 other sisters?

KM: I have 3 younger sisters with whom biologically I share a mom and dad. We were each about 2 years apart. I am the oldest. I also have a half sister whom I have never met because my father remarried up in Washington State, and my half-sister's name is Stacy. My maiden name is Young, so her name might be Stacy Young. We've tried to find her and haven't been able to, so she is obviously married or taken another name. My father then remarried when he was in Vietnam, so I have a half brother who was with us in Hawaii in 2006 for the ABA meeting, with his whole family. He is Charles H. Young III. He, his wife and two sons live in Honolulu. We are a typical American blended family.

RL: Where were you when you went to elementary school?

KM: I went to 8 schools by the time I got to 8th grade. I started kindergarten in Providence, Rhode Island and then transferred to St. Theresa's for first grade. Then from there we moved out into the country in Rhode Island. This is when my Dad was working to get his civilian certification, so we moved closer to his training at Quonset Point. I went to Lake Tiogue School and then from there we went to New York. My parents tried, as it became obvious that we were going to move a lot, to keep me in parochial school to keep some continuity in my education. But back in the Fifties, pre-Vatican II, at least at the schools I went to, you couldn't start parochial school mid-term. And there were a lot of years I went to 2 different schools in one academic year. So I might start in a parochial school, but then we'd move and it would be the middle of the year, around January, because my parents would try to move during term breaks, either in the summer or over Christmas. And then the next Catholic school wouldn't allow me to start there, so when we went down to New York, I started in one of the P.S.s in Brooklyn. That was 4th grade. And then at the beginning of the next year I went to a Catholic school. But we moved back to Rhode Island, so mid 5th grade I went to Sackett Street Elementary School which was in Providence. And at the conclusion of that school year and in the beginning of 6th grade I went to St. Matthew's. I stayed in St. Matthew's for 7th grade until we moved to

Colorado. And then I started in a junior high school in a rental house, because very often when you are a military family you have to go where you can find a place to live quickly. And the next year my parents bought a house, but it was in a different school district so I had to change in 8th grade. I don't know if I covered them all, but by the time I got to 8th grade I had been in 8 schools. The good thing was you learned to adapt very quickly to different circumstances.

RL: I was just going to say you are incredibly flexible and that definitely must have had an influence on you.

KM: I think it did. It also had some not great influences. For example, I missed the 9 to 12 tables; I never got those. And they are still a bit of a challenge. I get the 10s and the 11s...

RL: Thank God for calculators.

KM: ...but the 9s and the 12s are a little rough. And it also meant that the stabilizing portions of my life were largely, the military, with the concept of honor to country and an ethical standard and code for yourself; the Catholic Nuns who educated me (the first words of Latin I learned were "noblesse oblige"), and my family: my younger sisters, protecting them, helping them, being a mentor to them, as well as my mom and dad, and grandparents were so important.

RL: So you stayed in Colorado then through high school?

KM: I did.

RL: And then you went to college in Colorado?

KM: I did.

RL: So tell us a little bit about your high school experience, because I see a smile, and tell us about your decision to stay in Colorado for college.

KM: It was pretty wonderful to finish junior high school and then have 3 years of high school all in one place. I did lots of things in junior high school, I was a cheerleader. I did not go out for cheerleading in high school. I was involved in student council; I was eventually the Secretary, which was as high as you could go as a female in the sixties. Friends of mine had really good jobs when they were 16, and I asked them how they had gotten them at Sears Roebuck. They told me that you had to be in DECA, which is Distributive Education Clubs of America, or they wouldn't hire you until you were 18. At the time I was busing tables at the Fort Carson base exchange, and so I thought that was pretty cool. Even though I intended to go to college, I signed up for DECA, which is, as the name suggests, distributive education. You work part of the day and you go to school part of the day. I went to school the whole day, but then I got the job I wanted at Sears Roebuck. I became the president of the DECA club, and the rest is history. Suddenly all

the kids who were going to college joined. We owned the school store, we had more money than the student council, we lent them money, we won all the prizes in school, we had the best float for homecoming, and we had the best booth at the spring carnival. That became some sort of another life for me. Talking about this is funny because I don't think about these things. I was named the hotel and restaurant worker of the year for CO-WY because I had bused tables.

RL: You were a sales person?

KM: I was a sales person. I sold in the junior department at Sears. I met my future husband in high school. He was the president of the student body. We were both in the Honor Society, Quill and Scroll, Yearbook, everything you could imagine. I was offered a scholarship to Smith College, which I turned down so that I could stay in state since my boyfriend was going to the University of Colorado. I didn't really want to go to the same school he did so I received, as luck would have it, a full ride scholarship to the University of Denver, the second person from my high school to ever get one. I went to the University of Denver on what they call the Scholar's Program Scholarship that paid tuition, room and board, and they gave me a small stipend.

RL: You lived in a dorm?

KM: I lived in a dorm in Denver, Colorado and Stan Mathis, my future husband, went to school in Boulder, Colorado. He was a year ahead of me in school. The scholarship didn't cover any kind of essentials, my mom and dad still had three little kids at home, and my dad was going through transition, getting out of the military and finding his next career. I got a part-time job at Sears, which meant I could continue what I'd been doing in Colorado Springs and I worked about 20 hours a week. And that let me eat on Sunday nights.

RL: And then you kept that Sears job...you might have ended up being the president of Sears.

KM: I don't know about that! Between my second and third year of college, I worked for the Army Corps of Engineers in Colorado Springs. I got married.

RL: Your junior year?

KM: My junior year. Then moved to Boulder, and they didn't have a Sears there. So during the school year I worked at Montgomery Wards in Boulder. Similar kind of job. My then-husband also worked, and we worked ourselves through the last couple of years of our education. He was in architecture, I was in liberal arts. After college, and after having taught for a semester, I went to law school. I got scholarships to two schools: University of Colorado and University of Denver. My then-husband was in the graduate architecture program at Colorado University, and I also received inquiries from some eastern law schools. This is now 1972, when law schools were literally looking for women.

RL: Let me interrupt you for one second to ask some questions. So you transferred from Denver to Boulder?

KM: No. I received my Baccalaureate Degree from the University of Denver. I decided not to go east to law school, because my husband was in graduate school.

RL: Had you graduated by the time you got married?

KM: No. I got married when I was going into my junior year of college. I moved physically to Boulder, but I continued to go to the University of Denver--I commuted everyday.

RL: How far is that?

KM: About an hour, one way. It would be an hour given traffic, and I only had one rear end collision where someone ran into me. I graduated from the University of Denver and did my student teaching in Denver.

RL: And then you decided to go law school?

KM: Yes, I wanted to go to law school. But I did not have the wherewithal to go. Unless, I had gotten a scholarship, I wasn't going to be able to go.

RL: Ok, let me ask you a couple of things then. Why were you interested in law school? And I do want to go back. Didn't you graduate with a degree in accounting? Didn't you have a finance background?

KM: That happened after law school.

RL: Ok, alright so we will go back to that. And, did your then husband support your decision to go to law school?

KM: Absolutely.

RL: How did your family react?

KM: My family was upbeat. I had always been told that education is the way to better yourself. So I had incredible support for that. My family also didn't have the money to send me to college. And my mother just kept saying, "It will happen, don't worry, it will happen." And I always felt like if it was going to happen I'd better figure it out for myself because otherwise it was not going to happen. So I worked very hard, I saved my money, I didn't smoke, I didn't do things other kids my age were doing, and just saved all my money. I had a couple of thousand dollars saved by the time I went to the University, and I figured out how much I could spend each quarter and still have money in the bank. When I got out of college in three and a half years and did teaching for 6 months, I really

wanted to go to law school then. But, unless I got a scholarship, I wasn't going. I applied to law school, took the LSATs, and in fact did get into some eastern law schools as well as DU and CU. I did a pretty scandalous thing, something I'm not really proud of. I accept both scholarships.

RL: To both Colorado University in Boulder and to Denver University?

KM: Yes. Not knowing which one I would like, but being really concerned that an hour drive each way would be too much in law school. So the University of Colorado was a semester school, it started mid August. University of Denver was a quarter school, it started mid September. So I literally went to the first three weeks of law school without buying books at the University of Colorado, because I wasn't sure if I was going to stay there. I wanted to see what it was like. Obviously, I fell in love with it, it was a much smaller school. It was a state supported school, so the amount of loans I would have to take to augment my scholarships weren't as much. After about two weeks at the University of Colorado, I did call the University of Denver and told them I would not be coming. As it turned out I am glad I did, because with them being the only two schools for law in Colorado, it gave me a network at both schools. So now I am an alum of both schools.

RL: I just want to go back, you had talked about some honors you had received in high school, did you receive similar honors in college?

KM: Yes.

RL: And what were those, because I want to get those in your history.

KM: I was elected to Phi Beta Kappa my junior year. I was in the Women's Honorary Societies first, second, third year and fourth year, as there were different honoraries at the University of Denver each year. I was selected to go on some national trips with the student government during college.

RL: Were you active in student government?

KM: I was.

RL: What were you?

KM: I was just on the... I don't even remember what they called it, but it was...

RL: Like the equivalent of student council?

KM: It was the equivalent of the student council in high school. My junior and senior years though I was working and I was living in Boulder, so I really had to curtail that. I continued to be part of the Women's Honoraries those years. Oh, and I also played basketball at the University of Denver. And it was intercollegiate, but that was back when

they had AAU sanctioning. So we played Colorado Women's College, we played Loretta Heights, we played University of Colorado, but it wasn't NCAA sanctioned.

RL: Did these experiences influence your decision to become a lawyer, or, I don't think we talked about what made you decide to become a lawyer.

KM: I'd have to go all the way back to my childhood. Being raised, pretty much, for the first 13 years in Rhode Island, it's a very conservative place, it's very ethnic, and it's largely Catholic or Jewish. There were really only a few things that were acceptable and commonplace for women: one was to be a mom, one was to be a teacher, one was to be a nurse, and one was to be a nun. Becoming a nun held a lot of interest for me, until I moved to Colorado and got into co-ed schools. Nuns were the smartest women, the most educated women I knew and they seemed able to control their own lives. Nursing held very little interest to me, because I'd pass out at the sight of blood. So, I knew that I would get a teaching degree which, in fact, I did, as an undergraduate along with a dual major in history and political science. And I looked at my mom and didn't see that being a homemaker would stop me from one of those other things. So that was pretty much, until we moved to Colorado when I was 12 or 13, what I thought my options were. We moved to Colorado; it's the big open West, people are able to do anything. It really was a very different feeling and a very different culture than what I grew up with in Rhode Island. Not to say Rhode Island was bad. It was the 1960s, Jack Kennedy had become President. Just this week, with it being the 50th anniversary of his inauguration and hearing his speech again, that had a very very powerful effect on my family. We were observant Catholics; I had been in Catholic school most of my life. He was the first Catholic President, and when he said "Ask not what your country can do for you, ask what you can do for your country..." it really hit us hard. I thought about nursing and teaching as helping professions, but I didn't know any lawyers.

RL: I was going to ask you if you knew any...

KM: I did not know a single one. The way lawyers came into our family was on TV through Perry Mason, from books and from movies--To Kill a Mockingbird. Remember my parents separated when I was 13 and I watched my mom go through the difficulties of a divorce. And I feel very certain that being the oldest child, being her help-mate in raising my younger sisters that this must have had a profound effect on me, because I know that by the time I was in high school I really wanted to be a lawyer. And, I wanted to be a lawyer to help people. I had no concept, still don't, that it would be a profession that would lead to access at the highest levels, or potential fame, and certainly not wealth. Because I did not know any lawyers. It was always in my mind that I wanted to go to law school, but I always believed that I had to put one foot in front of the other and take up the challenges that I had and leave the possibilities open.

RL: You talked about the fact that you won a scholarship to law school and that, at the time, they were looking for women students. What was the ratio of women to men at that time? And that was 1972?

KM: You know, it's all relative because that period was when women really started going to law school, in the '70s. In my class, we started with about 165, we graduated with 123 and there were 13 women; just slightly over 10 percent of the graduates. A few women actually dropped out; there were only 13 women who graduated. We started with 16 in the class, which was a little under 10 percent, and only thirteen graduated.

RL: And how many went on to practice?

KM: A good number. Interestingly, we had some older women who had been legal assistants. They were great. I just had a law school reunion, my 25th. And so I got to catch up with a lot of these women.

RL: Did they come back?

KM: Most of them came, and it was good to catch up. A couple of the women actually married in law school. They married "up" or "well" as they said, and so they never needed/wanted to practice. But every one of them that I saw at the reunion had used the skills they had acquired in law school to do something. So, in the case of the two who graduated with me, they really were professional volunteers who made a huge difference in their communities. A number of the women went to work in government.

RL: State government?

KM: State government, municipal government, some went into the public defenders office, some went into city attorneys' offices. Very few went into private practice. I always liked numbers, and I did quite well in the tax courses and so on, and so I had two mentors in law school. One was a tax professor, Nort Stueben, and one was a Professor named Ted Fiflis who was a CPA/lawyer. And I often thought, what would be a good way for me to continue working in the tax field? One of them said go into a large law firm and get an LLM in tax, and the other said no "go with one of the big 8 CPA firms". I certainly didn't have any money to continue more education, so I decided to apply to go into one of the big CPA firms. In fact, I was the first woman hired in tax in Denver, Colorado at what's now known as KPMG.

RL: What had it been called?

KM: Peat, Marwick and Mitchell. You had to have 30 hours of accounting classes to get a CPA. And at that time you could not be in an accounting firm for more than two calendar years if you did not get a CPA certificate or were working towards it. So here I was a PoliSci-History major, secondary teaching certificate...

RL: Lawyer

KM: Lawyer; I'd passed the Bar...I'd taken the Bar at that point in time, because I had gotten the job in May and I didn't know until October 5th that I'd passed the exams. But I'd done very very well in tax and I'd taken every tax class that they had at CU, and

believe it or not, the CPA board gave me credit for all of those classes. I had a year to get the rest of my thirty hours. I immediately enrolled in the University of Colorado at Denver Graduate Accounting Program in the Business School. I started work in August, 1975 at KPMG as the first woman in the Denver tax department. Typically, you'd start in Audit for at least 2 years and then go into tax. I went directly into tax with absolutely no background in auditing work whatsoever. I was just taking beginning bookkeeping in my graduate classes for double entry bookkeeping. I'd never had that type of class. My mom, as you could imagine, was enormously helpful to me because she was now the Senior Accountant for Ft. Carson Army Hospital. I was living in Boulder, working in Denver. I'd get up at 5 in the morning, get on the bus, get downtown and get to the office at about 7, study my graduate accounting work books; and then start working. My classes would start at 5:30 in the evening and go until about 9:30. I'd catch a 10:00 bus and get back up to Boulder at around 11:00 at night. I did that for an entire year to get the hours I needed to sit for the CPA exam. And then the second year that I was working.

RL: So, I assume, you got your 30 hours?

KM: I got my 30 hours. I started taking what's called the Becker review course because, it's just like law school, you can't just go in and take the CPA exam. And the other part is that there were two parts of the exam that were directly related to audit, and I had never participated in an audit. What KPMG did for me when it wasn't tax season, they allowed me to go to the audit side, and actually audit some companies.

RL: You got the experience?

KM: I got the experience. I was coming up on my second year with them, taking the Becker review, which is much longer, by the way, then the Bar review. I met, through a mutual friend, an amazing woman lawyer, Sandra Rothenberg, who was the first woman at Georgetown Law School LLM for Criminal Law called the Prettyman Fellows. She had taught at Georgetown, she taught at the University of Colorado, she taught at the University of Denver, and she was a phenom in terms of litigation. This mutual friend introduced us because Sandy had moved to Denver and had set up a solo practice. Now, she'd been a Prettyman Fellow in criminal law, and that's the legal work she had done, but she wanted to move into civil litigation, but she knew nothing about business. The mutual friend put us together, and Sandy said, "I need to know something about tax; I've got a tax case and this is the only book I have." I looked up and it was Chommie on Tax, which is the hornbook, 1967. This was 1977, and I said "Not going to help; throw that book away right now." I helped her with the case. One thing led to another. I helped as a friend. I wasn't practicing law. But that went on for about 6 months, and she said, "Why don't you come work with me? We will be law partners." Here I was scheduled to sit for the CPA exam. It took me a couple of weeks, but I decided that I really didn't want to be on the "bean counter" side of it. I still loved numbers; I still love commercial legal work; I'd done a lot of estate planning, but I thought I really wanted to be on the legal side. So, with a couple of thousand dollars in the bank, I said goodbye to the national CPA firm, and I moved down to Pearl Street with Sandra, where we had a store front law office.

RL: in Denver?

KM: In Denver.

RL: So, your husband's still in Boulder?

KM: Yes. So, I moved into the store front with Sandra. Just the two of us and for a while not even a secretary. She was, as I expected, one of the most phenomenal litigators I ever could have met. And 44 years later she is still one of the most phenomenal litigators. She literally, and I don't want to get off on her life story, because she is a trailblazer who should be in this project, she is the person who sued the federal government for not allowing women to apply to be FBI agents. She won a consent decree with them, one year out of law school. She graduated first in her class from the University of Miami. When she got to Colorado, she took the case of the woman engineer who was not allowed to work in the Eisenhower tunnel going through the continental divide, because of an old wives tale that women were bad luck in tunnels. She won that case.

RL: And, that was before you had joined her?

KM: That's right. Very quickly, she has me in court...

RL: Well let's stop for one second. I want to just finish up with KPMG. You said you were the first woman in the tax department; did you have any reactions to you being a woman lawyer? Were the men accepting of you? And did that affect your decision to go to a woman-owned law firm?

KM: Yes and no. KPMG did not know what to do with me when I first started. There were very few women in public accounting, even on the audit side. The first thing is, they call me Mrs. Mathis, and I told them that I had been called Karen all the way through law school, and I would prefer that. And the next thing was that when any of them would curse, they would put their hand over their mouth and say they were so sorry. I just let out a string of expletives so they knew that that wasn't an issue. My managing partner had a bad habit whenever he introduced me to clients to say, "This is Karen...she's a woman."

RL: Like they couldn't see...

KM: Right. "But she's both a lawyer and an account." As in you are getting two for the price of one so the fact that we are not giving you a man, that should make up for it. The first time I was taken for my semi-annual review, Bart McDougal, who was my supervising partner, we called him "Black Bart," took me to the University Club. Only, to his surprise, he found out he could only take me into the basement dining room where the women...

RL: Where the women were not allowed in, right?

KM: And so we sat...

RL: Did you go in through the front door, or...

KM: No. Side door. So we went in, and we sat down and ordered, and I said, "Bart, if you ever bring me to a discriminatory establishment again I will sue you and KPMG." And he didn't, to his credit. As it turned out, my husband actually wound up designing his house.

RL: Did he turn into an...

KM: Okay guy. He was an okay guy. I got to know some really wonderful people at the firm, people I really enjoyed. When I started there, you start in what they called "The Pits." They were interior corridors with very small offices; there was no door on the offices. Enough room for two desks; one against one wall, one against the other, and your back to your office mate, so you couldn't both pull out at the same time, or you'd hit each other. The other thing is, in 1975, you did not have 10 key machines, you know, calculators. You had these gigantic big machines that had about 12 numbers across and then they went up, forever too. And you would have to pull down on the handle. Well I'm left handed, and I mean extremely left handed. So just getting to the point being able to work that huge machine with my right arm was really something, and it actually stood me in very good stead later in life because I wound up with the same kind of muscles in my right arm as I had in my left. I had no bad experiences really. I worked very very hard, particularly during tax season. I am still part of the alumni association of KPMG, and when I am in Denver I still try to go to their alumni functions.

RL: That's good. So tell us about your mentor, and opening up and becoming part of really what must have been one of the first women owned law firms anywhere, not only in Denver, but anywhere.

KM: Well, in Denver, it was certainly different. And it was different because Sandra, Sandy, was able to do anything in her sleep that was criminal and I had a commercial background and stayed on that side of it. It was pretty fun.

RL: Tell us about some of the cases that you had and some of what you think she taught you. We will go back to that, what you think you learned from her.

KM: We had, believe it or not, a very complete docket of cases. I did a lot of estate planning that came out of my work at KPMG. We didn't have enough people to be witnesses; so the establishment next door was a mom and pop drycleaner, and we made a deal with them that if they would come over and witness my wills, we would do all their legal work for free. We didn't have air conditioning, and so two stores down in the other direction was a plumber, Bob Vessa Plumbing. We made a deal that if he would put it in HVAC, we would do all their lien work for them. This is the way life was. When it was slow, Sandy and I would go down to the end of the block where there was a bar/grill that had pool tables and we'd shoot a couple of games of pool and we'd talk about life. And that's one of the places where she taught me a lot.

RL: How old was she at the time that you joined her?

KM: Sandy's about 8 years older than me. So we were very much contemporaries. Sandy would have me first chair minor criminal things, county court, and she'd second chair me. And we would have juries. I remember one case where a young woman was charged with obstructing justice and assaulting a police officer, a pretty serious charge. She weighted about 95 pounds and she allegedly had gone off on a police officer who looked like a linebacker. Her jaw had been broken multiple times, and she had it wired and could not eat for 6 months except through a straw. The point is that she was in the wrong place at the wrong time within the melee, the guy turns around and strikes her with his Billy Club and to avoid the civil suit, they charged her. I was her lawyer. It was the first jury trial I had ever done. I was 27, and Sandy was sitting next to me. I did the voir dire, and when we finished, Sandy leaned over and said, "You know that voir dire?" and I smiled and said, "Yeah?" and she said, "That's the worse voir dire I ever heard...we'll work on that." Well, the case went fine and, in fact, the jury took 20 minutes to acquit. We then sued the city which settled. We had 2 first degree murder trials while I was with Sandy. I second chaired one of them. And that was referred to us because the alleged murderer...I guess he was actually convicted...but the alleged murderer killed his wife in a horrific manner and his mother was my mother's best friend, so the case was referred to us. Sandy had many wonderful and judicious sayings. One of them was when you have a loser, delay, delay, delay. Because the judge could die, the prosecutor could die, the complaining witness could die. In fact, the judge did die, and the prosecutor did die before it was over. We were taking it as an insanity defense, and when we lost, the case was pled out. But, our client got credit for time served in county jail, which was actually a much better place for him to be than maximum, so he only served 2 years behind bars in Carson City. The sad thing was that we knew he needed psychiatric help and he did not get it. I wound up doing temporary and preliminary injunction hearings before the Senior Judge of the US District Court, Judge Winner. In one particular case we represented a nurse who worked in pre-natal care, she had always worked in pre-natal care before she went deaf. She became deaf and she could hear some things with hearing aids, but not many. In neo-natal, they had two alarms on all the babies' cribs: one is a silent alarm, and one's a light alarm. They decided at University Hospital that they were going to move her into surgical. She had never done surgical, and she did not want to. We attempted to get a temporary restraining order and that was a rich emotional experience because Sandy had me try that before the Judge, a temporary...

RL: And that was before the Americans with Disabilities Act...

KM: Oh yeah.

RL: So you were really trying to make new law

KM: We were trying to make new law, and show that it was unreasonable because there was a light and the light should work. They actually came out and said, "Well we know that 50 percent of the time the lights don't work." It would have been nice to have gotten

the cases of the mothers and fathers whose children were injured because of that but, we went through the preliminary injunctive hearing and it was a fabulous opportunity. Sandy and I only were partners for a couple of years, although we have remained lifetime friends. We helped found the Women's Bar in Colorado.

RL: We definitely need to talk about that

KM: One of the reasons we founded the Women's Bar in Colorado in 1978 was because there was so few women who were being proposed for judgeships and we had a modified Missouri plan which is merit selection. But we couldn't even get any women to be interviewed. Well, Sandy and I were part of the seven women who formed the Bar. And she, without telling me, decided she would apply for a judgeship because, the issue was, women weren't applying. She was now the second president of the Women's Bar, so she felt like it was her duty to apply. And never thought she would be selected; I thought later how could she not be selected? So, she comes into the office one day and says, "Well I have something to tell you. I applied for this judicial vacancy, and I didn't think I would ever get called up. I went to the interview; I didn't think they would ever call me back. I am one of the three names going to the Governor." Well of course the Governor picked her. We had six weeks, and then she was going on the bench. Well, it gets worse; we had a 10(b)(5) securities fraud case going to trial 2 months later. I had not been involved in that case at all, and I had to try the case to the jury.

RL: So what did you do?

KM: I worked really hard. We took it all the way through, we got a judgment in favor of our...

RL: She had gone by that time so you had tried the case by yourself?

KM: Well, I got another lawyer to second chair with me who had been a law clerk for us and was in his first year practicing law. And we won. Then 6 weeks later, we get a call from Judge Matsch, who was the Judge who did the Oklahoma City Bombing case; wonderful man, wonderful judge, a tough task master. He called us in, and he said, "We have jury misconduct. We are bringing them back and I am polling them."

RL: How'd they find out about it?

KM: One of the jurors told someone and that someone had called the judge. So we go back in and we find out one of the jurors during a recess had gone to the Denver Public Library and looked up Rule 10(b)(5), brought it back, and showed it and read it to the jury. Now we are talking the 1933 and 1934 acts, not as they have been construed by the courts. Case thrown out. Well my clients neither had the money nor the time to go back into court, so we settled the case.

RL: Because there was no other option?

KM: Because there was no other option. I mean, we won, and defense counsel was going to appeal, and then we were brought back in by the judge. That was the end of my legal career with Sandy.

RL: While you are still with Sandy, let's talk a little bit about the formation of the Women's Bar. How many women were practicing at the time in Denver, and how big did it grow to? Is it still in existence today? If you could really expand on that.

KM: Well I know that we had a celebration of the first one hundred women in Colorado. Meaning, from the beginning of the Bar, how long did it take to get one hundred women into the Bar? And it took until 1976.

Tape 1 Side B

RL: We are back on tape of the interview of Karen Mathis, her oral history, January 28, 2011. And we are talking about the formation of the Woman's Bar in Colorado. Not just a city; it's a state-wide Women's Bar in the 1970s.

KM: Seven of us formed it, sitting in the basement of one of the women lawyer's homes. I would say there were maybe 30 members to begin with. It did actually become such a large Bar, that we were able to infiltrate the Denver Bar and start making some waves there because we had popular elections for who goes onto the Bar's Council. It is still thriving. I was fortunate to receive one of their awards recently; they call it the Rainbow Award for "going over the rainbow." I think probably all together 6 people have gotten it. It is a very vital Bar.

RL: Was there a separate Denver Women's Bar, or was this really for all the women?

KM: No, there just weren't enough women for a Denver Women's Bar.

RL: Is that why you decided to form it state-wide?

KM: Yes. And one of the main reasons we wanted to do it was to get women before the Governor for spots in the judiciary. We felt it'd be better if we did it state-wide.

RL: Were you the president of that?

KM: No, I was the interim first secretary, and it was very interesting. Remember, Sandy and I had a two person law firm. We said at the time we really wanted to make a difference, but it doesn't make sense for us to both spend large amounts of time in the Women's Bar. So we decided to carve it up. I was going to get involved in the Denver Young Lawyers and she would be active in the Colorado Women's Bar, in terms of moving up into a leadership position. So I was a very active member of the Women's Bar, but I never held an office. Instead, within a year or two, I became the President of the Denver Young Lawyers and that led...

RL: Were you the first woman?

KM: I was the second, I believe. It was a long time ago. I think I was a second. I was the first woman President of the Colorado Young Lawyers. Being on the Colorado Young Lawyers Executive Committee led me to go to what was then called the Young Lawyers Division Affiliate Outreach Project of the ABA which was held in 1978 in Las Vegas, Nevada.

RL: Alright so let's stop, because this is an important moment as you begin your involvement in the American Bar Association, and then how that eventually leads to you becoming President of the ABA. Did you see this, getting involved with Young Lawyers in Denver, and then ultimately with the Colorado Young Lawyers, as a strategic decision in terms of networking, in addition to volunteerism?

KM: Well, there wasn't any strategy involved other than those of us who formed the Women's Bar felt it was really important to put ourselves forward for a leadership position in the mainstream bar association so more women would be involved in the Bar. And one way to do that was not go in the front door, but go in a side door or a back window or something. The Young Lawyers, being my age, were much more willing to have women around than the older guys who were running both the Denver and the Colorado Bar. So, that was a nonthreatening way to be involved with the Bar. Both Sandy and I thought it was really important. So strategically? I don't know if it was strategic, so much as one of the goals of the Women's Bar was to essentially infiltrate and become full partners in the Denver and Colorado Bar.

RL: How many women were involved in the Young Lawyers?

KM: On the Denver Council there were 4 of us; four very strong women who all held similar thoughts. One of them had not been involved in forming the Women's Bar but was actually the woman who introduced me to Sandy Rothenberg.

RL: Oh, interesting!

KM: She was then sitting on the bench herself. The Women's Bar just wasn't her thing. She went on to be the Disciplinary Prosecutor of Colorado and very involved with the ABA at a later point. The other two women were excellent litigators. One moved out of Colorado to Ohio, and is still there practicing law and the other has been very successful and has done things with the Denver and Colorado Bar.

RL: You became the President of the Colorado Young Lawyers in what year? Do you recall?

KM: 1978.

RL: And then you go to your first ABA meeting...

KM: of Young Lawyers Division...

RL: in Las Vegas.

KM: Yes. There were about 300 people there. All of whom were from Young Lawyer affiliates all over the country, in my age group.

RL: And then how do you take that interest and become involved in the ABA?

KM: Well, first of all,

RL: and what motivated you...

KM: I went to law school to be in a helping profession. And certainly being in a store-front law firm where people came in, and often couldn't pay us, I felt like I was in that kind of a profession. I had never had the opportunity to meet literally 300 people who thought of law as a helping profession. They were there not to make money, but to figure out how to do pro bono dissolution clinics and domestic violence clinics. Well, in Denver we started a clinic to help young lawyers do pro bono. But to meet 300 lawyers from all over the country, men and women, diverse ethnically and racially, who wanted to do that was just a big "wow" moment. I was so psyched; I was so excited. I immediately had a couple of mentors. A couple of people who said, "You know, if you are interested in getting involved, I'll help you get involved."

RL: And who were they?

KM: Well, one of them was Tom Forbes from Texas. Another was Tom Henderson, the Tom I called them, from Florida. Very soon thereafter they had me working on membership. You get the bottom of the rung, the thing where you have a lot of work to do, and not a whole lot of anybody seeing that you do it.

RL: But you had a lot of follow through, commitment and energy, I assume, as you always have in everything that you do. I assume, they recognized that right away.

KM: Well they kept giving me new jobs, and then there were people called district representatives in the YLD, and that was for Wyoming and Colorado in my case. The guy from Wyoming just never showed up, so they gave me an interim spot, and then I had to run for it, so that put me on the Young Lawyers Council. And that let me see lots of things YLD/ABA was doing. Well, there had never been a female Clerk of the ABA/YLD Assembly or Speaker of the YLD Assembly. And so I decided to run for this and I won.

RL: You won those positions?

KM: I did. And I won. And if you were the Clerk of the Assembly, then automatically the next year you become the speaker. So I did that; that put me on the Executive Committee

of the YLD. It made me available to do things in the broader ABA, and as a result of my membership work in the YLD, I was asked to be the YLD's representative to the Standing Committee on Membership.

RL: How old were you....what year was this?

KM: That was 1985, so I was 34. I finished up with the Young Lawyers Division as an officer in the '86-'87 year. So, then I was on the Standing Committee on Membership for about 2 to 3 years as the Young Lawyers delegate. When I grew up from the Young Lawyers, I was asked to take a full presidential appointment, and then I served on the Standing Committee on Membership as a member for 6 years. Then I became the co-chair of it. Did that with Jim Silkenat for one year, which is how I met Jim, and I met wonderful people on SCOM.

RL: I was going to ask you to name some of your mentors and champions?.

KM: Oh my gosh, I had such amazing mentors: Esther Rothstein in Chicago, first woman president of the Chicago Bar, Armando Laza Ferrer, who went on to become the first Hispanic officer of the ABA, John Krsul, a future treasurer of the ABA. These people were all there helping me, all along the way. And becoming my dear, lifelong friends. So I completed my term...

RL: On the Standing Committee on Membership...

KM: Yes, in 1996, and along the way, I had been very involved in the General Practice, Solo and Small Firms Section. I was going on the council and, was doing work there. In 1996, Jerry Shestack became President and he asked me to serve as Laurel Bellow's successor as Chair of the Commission on Women. I felt, and continue to feel, that the women's influence in the ABA and the organized Bar was very important, and that we didn't have anywhere near enough women involved. The year before I did that, I asked Laurel if I might be a liaison to the Commission in my role as Chairman of the Standing Committee on Membership. Laurel was kind enough to allow me to do that, so I got to see the work at the Commission firsthand.

RL: Well, we are at 1996 at the ABA, but I want to step back a little bit to find out, after Sandy went on the bench, you tried your big SEC case by yourself, unbeknownst to you that you were going to have to try it by yourself. What did you do professionally in that time period?

KM: Well there were a number of changes. First of all, a good friend of mine in law school was in a small law firm, maybe 12 lawyers, that did largely bankruptcy but they didn't really have any tax expertise. They asked me to become of counsel to that firm.

RL: What's the name of that firm?

KM: Well it doesn't exist anymore, but it was Sterling and Simon at the time. So I went in of counsel, and I was still of counsel...this would be 1979. I went into that firm, and I stayed of counsel with them, did their estate planning work, advised them on tax matters, and actually did start getting involved in bankruptcies in terms of all the tax matters in bankruptcy. In 1982, that firm merged into Hughes and Dorsey, which was the oldest law firm in Denver. It was the silk stocking, carriage trade law firm. Mr. Hughes and Mr. Dorsey had founded the First National Bank of Denver, which became the largest Denver bank, and is now part of Wells Fargo. We were the outside counsel for that bank. That was in 1982. When we joined the Firm, they asked me to come in as a junior partner. So I went in to the firm as a partner in 1982.

RL: At Dorsey and Whitney?

KM: It was not Dorsey and Whitney; it was Hughes and Dorsey, which also no longer exists. But it was pretty much the cat's meow in Denver. So I got there, and I had my tax background; I was there about 6 months, and the man who was the outside counsel for the corporate trust department of the bank, Tom Carpenter, a wonderful man, had emergency bypass surgery. I had been working with him as a junior partner, and Tom did not get off the table. He serviced our largest client. So the partners came and told me the terrible news about Tom, and then they said, "You're the head of our corporate trust department." So I started learning everything I could, and my job was to make sure that the client, the bank, did not go elsewhere. I did that work for the next four years and then in 1986, the people who had been with Sterling and Miller decided that they wanted to leave Hughes and Dorsey. It was not a good cultural fit; they had mostly transactional and the silk stocking trade over at Hughes and Dorsey, and then you had the scrappy kind of bankruptcy background lawyers on the other side. So they split.

RL: And where did you decide to go?

KM: I was asked to go with each of them. And I decided I wanted to go with the people that brought me. So I went and remained a partner at Sterling and Miller, only for a couple of years. At that point in time I developed a specialty in receivership law. Some things were happening in the firm that I wasn't really comfortable with, and I decided to leave.

RL: And is this when you and Roseanne went into partnership?

KM: No, I left with my secretary, and rented space in a suite sharing space, not really sure where my next client was coming from, but hopeful that some of the law firms that had sent me receivership work would keep doing that. And it grew from there. Roseanne came to work with me...

RL: So how long were you by yourself? Let's do this chronologically.

KM: 2 years. Had to go to bigger space; got a floor in a downtown Class A building, and, at this time, I was probably the best known receiver in Colorado. Eventually, I did about

fifty receiverships worth about a quarter of a billion dollars in assets and basically became a turnaround expert. I wrote the chapter on the receivership rule for Westlaw in Colorado and did a lot of CLE speaking and so on. So that was what was going on in my professional career. It still fell within the gambit of commercial litigation, but I was also an expert witness before the court on receiverships.

RL: So you specialized in each of your various jobs. It sounds like you found almost a niche area as you became a specialists in that area.

KM: I did. I often said that I was a serial specialist. The only two things I really didn't do, other than when Sandy made me, were criminal law and domestic. But otherwise I've done real estate with receivership, tax, but the tax really, at this point, went away. I wasn't doing it, and didn't start doing tax work again until 1999, and that really had to do with the ABA when I was running for Chair of the House of Delegates and knew that my life would not be my own, if elected, because my case work was either in Federal bankruptcy court or state receivership court. And the judges just didn't understand that I couldn't be present for a hearing.

RL: And just so to tie up one more end, your marriage, what happened to that in term of all this?

KM: So Stan and I were together 13 years. Our marriage ended. He, at that time, was living in Aspen, Colorado, and I was living in Denver with my law firm. And the law firm thrived, eventually got to 14 members.

RL: And what was the name of it?

KM: Well it started as The Mathis Law Firm, and the time came, in about 1999, when I thought I might become an officer in the American Bar Association I had to think about what the name of the firm. It was The Mathis Law Firm and I was never around, so what would that mean? We decided to bring in some consultants, and they came back and said, "Look, the best thing about the firm is you, and the worst thing about the firm is you. You have to broaden it." So, Roseanne Hall was, at that point, practicing with me, and we decided that having it be Mathis and Hall made no sense because I wasn't going to be around. I was bringing in about 95% of the clients, so we named it Hall and Mathis so that she got the first billing even though she was newer to the firm and I was giving her part of the firm.

RL: But she could then fill in right?

KM: She could fill in and is just the most amazing lawyer, an unbelievable lawyer at the very highest level, a wonderful advocate, a good commercial lawyer, a wonderful counselor, a great writer and a wonderful manager. I practiced with her until 2008, when she retired from the practice of law. I could never have asked for a better partner, better friend; she watched the home fires while I went out and did my ABA thing, brought in clients and occasionally had a case or client.

RL: Alright, well I want to go back to the ABA Commission on Women because, this was a very happy time in my own life, personally, because that's when I got to meet you, I had heard about from our mutual friend Jerry Shestack, and to have the opportunity to observe you in action was an unbelievable experience. You don't like to hear this, but now Chairing the ABA Commission on Women in the Profession and I know I learned so much from you I have incorporated many ideas and styles into my own Chairmanship. As Chair of the Commission on Women, you were following in the footsteps of Hilary Clinton, the first Chair of the ABA Commission on Women, Laurel Bellows, and other remarkably talented women. What were your goals and aspirations; what were the issues confronting women at that time; and what is it that you feel that you contributed or accomplished as Chair of that Commission.

KM: The Commission was such an important part of the ABA and yet it wasn't a part of the ABA. It was in some ways walled off, separate and it wasn't integrated into the ABA. Following in the footsteps of Laurel, I wanted to see it become more cemented and have more power and influence in the ABA. One of the things we did, and you were there helping every step of the way, was to create liaison spots, many more than there had been and bring women in from substantive law sections who brought tremendous skills, and also resources from those Sections, to the Commission because there were only, what, 12 people on the Commission, and yet we had such a broad beat, that we were running around, not able to leverage the work of the Commission. We had probably 27 or so people as opposed to 12, and, I think, we worked very collegially. We were able to take the fine work of our predecessors, things like Fair Measure, to get them out further within the ABA and the legal profession.

RL: And just to stop you, could you explain...Fair Measure is really to implement gender neutral evaluation types of systems for all employees, not just even law firms.

KM: That's right. Laurel Bellows had already started going to DuPont and other corporations, to corporate law departments, but we wanted to be able to bring that to large law firms and medium sized law firms. And, going out with our liaison strategy really helped us to do that. It empowered these women and men to be able to utilize that tool and do programs on it. We also did a good job to continue to heighten and, if possible, improve upon the Margaret Brent luncheon and awards. We began using videos, and maybe making the production a little more professional while still keeping the wonderful feeling. It became at that point in time, one of the largest, if not the largest, gatherings at the ABA. We also had this wonderful guy named Lish Whitson, who was on the Commission, who felt very strongly that we should look beyond just strictly legal issues, and look at the issues of the day that were effecting women as they were lawyers, and as they were human beings, and one of them was reproductive cancers. And so we created something called...

RL: The Breast Cancer Advocacy Project.

KM: You got it. And we raised about a quarter of a million dollars. You were probably the biggest fund raiser along with Corinne Cooper that we had. We raised a quarter of a million dollars and the idea was that we work with Susan Love to train an entire cadre of women in local bar associations who would be willing to take pro bono cases for women who were denied insurance coverage, who had been denied certain treatment, and who also had been denied reconstructive surgery. Because many lawyers, we found, were willing to help, but they were also scared of malpractice and didn't know what to do and they didn't know how to do it, and so we embarked upon a training program and created training materials. It really wound up being even broader than breast cancer because it was about reproductive cancers.

RL: In fact, during that project, on the ABA website, that project had more hits than any other ABA project at the time.

KM: It was an opportunity for us to think about, and we surveyed this by the way, what were the biggest issues concerning women lawyers, and it was one of the biggest issues. We had anecdotal evidence of women who were afraid to tell their law firm employers that they had breast cancer; who were going to radiation on their lunch hours and coming back. I heard so many of these stories and it just broke my heart for women who were in law firms. There were women who told us stories about how they worried they were violating the Professional Code of Ethics, because they could not advocate zealously for their clients when they were undergoing treatment and they were struggling with it. Whether as litigators, they had a duty to disclose to their clients that they had cancer. This is before the days when we become more accustomed to people living with cancer, not dying from it.

RL: Wasn't this the first advocacy project that trained lawyers to do this, as I recall?

KM: It was.

RL: It really is amazing, and is still in existence today.

KM: It is. We had a really good cadre at that time with the materials, law firm practice policies, "Fair Measure" that we have talked about, and the publication "Perspectives"; "The Burdens of Both and Benefits of Neither," a joint project with the Multicultural Women Attorneys Network. That publication was a co-project with the Commission on the Minorities in the Profession, Chaired by Charisse Lillie. We did not concentrate as much on our publications, feeling that we were in pretty good condition there, although we did create something which was sort of a seal of approval, called it the Good Housekeeping seal of approval. We looked at the publications of other sections in the ABA and we gave them that stamp of approval. We were able to expand the amount of publications that we either gave our seal to or had actually written by doing that. That work then was augmented by publications under Deborah Rhode, when she succeeded me as Commission Chair. I think that the Commission is so much richer, better, more broadly influential in the ABA now under your leadership than it has ever been.

RL: I think you've seen a real progression, from the moment the Commission was created as the national voice for women lawyers and the Commission has continued to play that role, but you were a great inspiration to the Commission and we are eternally thankful for all your work. You now completed your three year term as Chair of the ABA Commission on Women. What is your next story; was that as Chair of the House?

KM: I was in line to become the Chair of the General Practice Section when I ran for national office to become the Chair of the House of Delegates. I learned that there was a bylaw of the Association that was subject to different analysis, but it looked like I wasn't going to be able to be the Chair of the House of Delegates, and also the Chair of the Section at the same time. Amazingly, and very kindly, people in the ladder to become Chair of the Section flipped with me, and allowed me to be the Vice-Chair of the Section, or the Chair-Elect for two years. I Chaired the House of Delegates for 2 years and I was so fortunate to do that when Martha Barnett and Bob Hirshon were ABA Presidents. Two fantastic years, and two difficult years in some ways for them, because first Martha had to deal with the death penalty issues, and then Bob Hirshon had to deal with September 11, 2001. I had a great time, in some ways, the best jobs in the ABA are to be Chair of the Commission on Women and the House of Delegates because you are dealing with lawyers, people who like lawyers and understand what we do. When I finished that...

RL: Let me just go back, were you the second woman to Chair the House of Delegates?

KM: I was, Martha Barnett was the first, and I was serving her during her Presidential year, which was fantastic.

RL: You really were an inspirational role for many of the women members of the ABA to see Martha and then to see you at the podium convening the House of Delegates meetings.

KM: Well it was a wonderful podium to have. When I completed that service in August, 2002, I immediately went into a year of chairing the General Practice Section which had more than 20,000 members.

RL: And what were some of the projects you did as Chair?

KM: Well one of them went back to my "membership days" and I did not think that we had done an adequate job on explaining who we were in the Section, and that we really should be a 35,000 person section. We were able to get up to 30,000, from 20,000 to 30,000 members in my year.

RL: Bringing your skills from Membership.

KM: Well, a lot of work from a lot of people. But I had been getting them ready for the idea that they were going to be doing that work.

RL: I even joined.

KM: See? All my friends joined, Bobbi! We also started laying the ground work for changing the Section into a Division, because a Division was a better place for us to be. We weren't about one particular substantive law area, we had five that were pretty important, including domestic, litigation, commercial or business, criminal, and estates. The point was the Section was about the size of a firm and many of us were generalists or solo. That was our message. We did reach out in new ways, entrepreneurial ways, to potential sponsors. We were able to increase the budget of this Section over 100 percent by wonderful and strong support by Lexis-Nexis, AXA and some of the other big corporations with which we worked. The idea was that general practitioners really are like the keyhole to millions of people in America and what we said was "corporations hire law firms, people hire lawyers". If you look at Americans, most of them are hiring a generalist, a solo or small firm practitioner. If you are thinking about insurance or financial products, services, really you should be talking to the general and solo and small firm lawyers. That did the trick, and the Section is still working with some of these sponsors. We started looking at what Main Street lawyers were doing for Americans and how they were on every cultural board, school board, and homeowners' board...I started talking about the fact that we were helping America professionally and personally. Of course, that was something I believed in.

RL: So that it dispelled the negative image of lawyers...

KM: Right. We worked with Girl Scouts USA. We started working with schools. I brought a project that Laura Farber had started in the Young Lawyers division to GP Solo, about bullying and racial stereotypes that began in third grade, and how we can work with the schools on that. We brought the Young Lawyers program over to GP Solo and worked it. It was a very full year and I continued to be very involved in the Division. In fact next year Laura Farber will be the Chair of the Division and has asked Dennis Archer and me to be the honorary co-chairs celebrating the 50th year of that Division.

RL: You finish up as Chair of your Section, and then you begin to run for ABA President. Did you have any opposition for that?

KM: I did not, amazingly. I was nominated in February 2005 to begin serving as President-Elect of the American Bar Association in August 2005 for one year, and then to serve as President from August 2006 to August 2007.

RL: And for those who don't know about the American Bar Association, it is a volunteer organization with over 400,000 lawyers as members, is that correct.

KM: That's right. It is the largest volunteer professional organization in the world.

RL: Again, if you can talk about, I think this is where we really see the influences from your childhood and high school experiences really gelling to influence the types of projects and initiatives you started as ABA President. Could you talk a little bit about 3 or 4 of your main initiatives--that would be great.

KM: The ABA gave the President-Elect \$200,000 dollars to support any special projects. It is not a lot of money and I wanted to do a lot of things so we really began in 2004 and early 2005 to raise money. We eventually raised over 2 million dollars to support the projects that we did. I had several. The first was called Youth at Risk. We brought together 60 experts in February of 2005 to tell us what lawyers could do, with their background skills, education, critical thinking, do to help the youth at risk in our nation; youth who were in danger of going into the juvenile justice system or even crossing into the criminal justice system. From that symposium came 99 things they thought we should do and we rolled those back to about 6. We started looking at status offenders, kids who were truant, runaways, uncontrollable, we looked at foster care kids, we looked at the transitioning out of foster care at 18, we looked at the sudden and precipitous increase of girls of color and violent crimes in their adolescence and those kinds of things. Out of that came a Commission on Youth at Risk, which still exists today, and the Commission is great because not everyone on it are lawyers. We have people from the Gates Foundation, we have people from the Casey Family Foundation; I don't want to leave people out but it was an amazing group, truly amazing. And it continues to do its work today on a very small budget, but augmented by the support from these foundations that had never given money to the ABA.

The second part of the plan was to look at the fact that 400,000 lawyers were part of the Baby Boom generation and in the next 15 years they would be retiring. We knew that they didn't want to just go walk in the sand, or play golf, or learn to play tiddlywinks. How were we going to create a system for these lawyers to be able to give back? We created the Second Season of Service, and it really was an internet-based solution where we went to 3,000 non profits, legal aid; soup kitchens; non-profits working with the elderly; such as working with children, and we put them on one website. We created a link on the ABA site called "Second Season of Service" and it allowed lawyers to put in a few attributes: where they wanted to be involved and the type of thing they wanted to be involved in. And the program "pushed" back to them all the places they could volunteer. Because lawyers when they start to retire become much more mobile; you might be a lawyer licensed to practice in Pennsylvania, but when it came time to retire, you might spend more time at your vacation home in Florida, where you are not a lawyer and you are not going to take the bar exam. We wanted to be much more expansive. That initiative is also still continuing.

On the international front, the Rule of Law has always been a key interest for me, and so we created an international conference co-sponsored by the International Bar Association. We brought together people from 40 nations to talk about 5 different areas, and from those work groups' white papers we formulated reports and resolutions to the ABA House of Delegates in August 2007 with proposals for policy in areas like judicial independence, corporate social responsibility, attorney-client privilege, women's rights and so on.

We also knew that we should be working with sections and other wonderful ABA leaders. I had the privilege of working with Linda Hayman, Corinne Cooper, you-Bobbi,

and Diane Kempe to create something called the Direct Women's Institute, where, through a juried set of applications, we would take a small select group of women, no more than about 20, have them in a multi-day seminar with the very top people who could talk about life on the corporate board of a publicly traded company, bringing in search firms and Catalyst, and you were so involved with that. I am happy to say that Direct Women still continues, though it continues outside of the American Bar Association.

Those were the principal things that we wanted to accomplish, and we attempted to set realistic goals; things that could be done in a year, recognizing that a year goes so quickly. I look back on it and it was a very, very full time; I was on the road 330 days. In the course of my 3 years as President-Elect through Immediate Past President I visited 35 nations, and I was very fortunate that my successors, Bill Neukom and Tommy Wells, continued to support the things I started and allowed me to be a spokesperson for Youth at Risk, Second Season of Service and Direct Women's Institute, and to this day I am still involved in all three.

RL: You also had a project which focused on helping military families didn't you?

KM: Yes, thank you. Being a military brat myself, it was really important, I thought, that the ABA should work with the military and the way we did that was we reached out to all five of the top JAG officers, Judge Advocate Generals, for all five military services, invited them to come back to the ABA and be recognized as distinguished guests on par with the presidents of international bar associations and national bar associations. That really led to some great things, including a membership program where if you were in the military service for less than five years you would receive complimentary membership in the ABA. It also led to me having a second appointments committee which was populated by JAG officers and resulted in the highest number of JAG officers getting ABA presidential appointments. I think one of the things I was happiest about was, at that point in time, the largest percentage of presidential appointments ever went to women, and people of color, and, as I said, to JAG officers. I know certain people have done better since then, but it was something we worked very hard on.

RL: Was there any specific challenges as ABA President that you recall?

KM: There were a number of challenges. This was a period of time when the Guantanamo detention facility was in full swing, there was extraordinary rendition of foreign nationals, and warrantless wire taps. I spent a great deal of time in Washington, testifying before the Senate and House Judiciary Committees and other committees on these issues. We published our testimony regarding all of those. I met with Attorney General Albert Gonzales to articulate the ABA's position regarding all of those things. We had a situation in the second term of President Bush where a number of the United States' Attorneys were fired. We spoke out on that. We had an undersecretary of defense talk about the fact that corporations should stop doing business with law firms that were representing Guantanamo detainees. I think we spoke truth to power in a number of ways, and I am happy to say that, while it didn't happen quickly, there have been significant

changes. I think on the civil, quasi-criminal, area where attorney-client privilege issues arose, the McNulty Report, we did good work. US Attorneys were pushing corporations to give up their attorney-client privilege in exchange for not being indicted. Following the Arthur Anderson situation, the idea of being indicted by the Justice Department was nothing any corporation wanted. The US Government was urging corporations to deny the contractual duties to their officers to support and pay for legal counsel for their employees. So we spent a great deal of time on that. It was a very full year. People asked me why we don't have a two year term as ABA President, and I say because it would kill us. I thought I would go back in August of 2007, quietly to Colorado and work in my law firm. But because I was the third woman President of the ABA and there wasn't another one coming along for a while, President Neukom, who followed me, was kind enough to let me do a number of things when women's bars, national, local, international, needed a woman speaker. That was one of the reasons that I continued to travel to Australia, to Sweden, and to the UK for example.

RL: Just talking about going back to your employment, when did you join McElroy Deutsch?

KM: Roseanne Hall and I merged our small firm into McElroy Deutsch in 2004, and it was a wonderful opportunity. It was about 230 lawyers, mostly east coast, but they had an office of 25 lawyers in Denver, Colorado. It was both commercial and litigation, so it was a good fit for both of us. We came in as partners in 2004. There were 5 resident partners in Denver; four of us were women. The fifth was Laurence McHeffey, but he went by Laurie, so we gave him an honorary woman title. I couldn't have been happier; when I joined the firm I told them I would end my legal career with them. They had done a great job on diversity, 26 percent of their partners were women. They supported the things I believed in, such as the domestic violence halfway house in Morristown, NJ. I'm still close to the Chair of the firm. His daughter became a mentee of mine, and worked with me during my President-Elect and President year.

RL: So now having this platform as ABA President, and deciding that you want to do something else, what is your next adventure?

KM: Well, I moved back to Colorado, knowing that I eventually wanted to do 1 of 3 things: I wanted to lead a national non-profit serving youth; I wanted to lead an educational institute; or I wanted to lead a foundation and give money to a lot of worthy causes. I was asked by Mary Boies who was on the CEELI Institute Board if I would consider going to Prague to run the institute for a year. They were having some difficult times financially and they need to renegotiate some debt, and since that had been a large part of my career, receivership work and turnarounds, and I had been very involved with The Institute (including being there when they signed the 99 year lease in 2001) I agreed to go. I took a one year sabbatical from my law firm in August of 2008, packed up a couple of bags and moved to Prague to be the Executive Director of the CEELI Institute, which is an international post-graduate legal institute that trains judges and prosecutors primarily from the former Soviet Republics. I stayed there for a year, which was my plan (being on sabbatical for a year) and then in March of 2009, I was contacted by Korn

Ferry and told they had the perfect job for me. I was a little suspicious of that, but they told me it was the President and CEO of Big Brothers and Big Sisters of America, which is the largest one-on-one mentoring organization in the United States, mentoring about 250,000 kids per year, and a 105 year old organization. So I said okay I'll come for an interview. By May 15th, they had offered me the job, and I decided to take it. It meant giving 3 months notice to the folks at the CEELI Institute in Prague, so in August of 2009, I moved back to Denver from Prague, closed a 34 year law practice, packed up a small vehicle, and in three weeks, started across the United States to a place I had seen for one day, to become the National President of the organization.

RL: In Philadelphia, we might add.

KM: In Philadelphia. I haven't gotten to spend a lot of time in this beautiful city, or much time with my friends because in the first year I was on the road a good 80 percent of the time: 150,000 air miles last year. We have 361 agencies; I visited over 60 of them. So, things are settling down, I spend a lot of time in Washington, DC, with Congress, and also with the administrative branch of the US government, talking about funding and with large contributors in foundations and corporations. It is, as far as I am concerned, the best possible Second Season of Service I could have with my deep and abiding care about children.

RL: And what are some of the initiatives with Big Brothers/Big Sisters that you would want people to know about?

KM: First of all, our vision is that all children should succeed at life, and within that vision our mission is to provide one-on-one long, strong, enduring and professionally supported mentoring to children facing adversity. The reason to do that is to help their lives be better, forever. We are accountable for educational success, increase social skills and interpersonal skills, and also avoidance of risky behaviors. The wonderful thing is what we do has been independently verified, and we are making impact at scale because what we do does mean that children grow up to be responsible citizens, it helps them have a more successful life, it helps them become a better prepared work force, and also makes our cities and our communities safer.

RL: It must be some of the most rewarding work that you have done.

KM: It is. It's like everything I have done to date, and it seems like that's true of every place and time in my life. If I hadn't had the things that I've done before, I wouldn't be ready to do the things I am doing now. There are probably people who would do it better, but nobody would love it more than I do. The children we represent and mentor are very intentional; they are from single parented families, they are from families in poverty, or at the poverty line, they are from the failing schools, they are the children who have at least one parent incarcerated. And right now, 68 percent of the children we are mentoring are racially diverse.

Tape 2

RL: This is the Interview of Karen Mathis on January 28, 2011. This is the second tape. We were talking about Big Brothers/Big Sisters.

KM: Military dependent children are some of the most at-risk children in our country right now with the repeat deployments, and with my background in a military service family, I care about these issues deeply, and now about half of our agencies have these programs. We also have programs specifically dealing with Indian tribes on reservations for children who need to be mentored. We are working in both the educational and juvenile justice spheres, so that we are keeping children in school. We are working with school systems to make sure that if little Johnny is suddenly becoming truant we figure out why, working with the school, with the mentor, with the family and with the child. If suddenly he's got behavioral issues, we try to figure that out. And we want to make sure that Johnny goes on to the next year in school, he stays in school, he graduates from high school, and he matriculates into post-secondary education.

RL: Truly an investment into our society.

KM: It is the most important investment we can possibly make. Just this month alone, we had the first National Mentoring Summit. Mrs. Obama was a keynote, and we had three cabinet members there, with Kathleen Sebelius from HHS and Arne Duncan from the Department of Education. We are working with all of them. The connections I have made through the Presidency of the ABA and my 30 plus years as a member of the ABA have just been enormous. I've reached out to lawyers, to judges, to corporate counsel, and I have yet to have anybody not see why this is important or fail to be incredibly helpful.

RL: And inspired once again, by the work that you are doing and the work of these agencies. We are almost done with this interview, but I would be remiss if I didn't include in your oral history...you received a number of honors and recognition throughout your distinguished career. Could you describe some of them, including the highest civilian honor which was conferred by the Secretary of the US Air Force, which must have been quite remarkable?

KM: It was a total surprise. I was speaking at what is called the Keystone Conference, which is the annual conference for all Judge Advocate Generals in the Air Force. The TJAG at the time was Jack Rives and he presented this award to me. And I think, if I remember the presentation, it was largely as a result of the outreach that I had started doing when I was Chair of the General Practice section and then as President of the ABA to really re-engage our military lawyers, because our JAGs are running the largest law firms in the world. The Army JAG has 5000 lawyers under its command worldwide, for example. It was a great honor. I have since addressed the European Air Force JAGS in Garmisch, Germany. I am very proud of it.

RL: You also received the National Network for Youth Advocacy Spirit Award; the National Law Journal's "50 Most Influential Women Lawyer in America;" Denver's

Business Journal Top Colorado Lawyer; and a number of Medal of Honors from the Union Internacionale der Avocates and the Portuguese Bar.

KM: It's true, and I am honored and humbled to receive them, and I am glad that they are all on my resume, because getting an honor is very humbling and very wonderful, but I think that it is just about doing good. And doing the work is what's important.

RL: I agree. What do you think your legacy will be, when you think about all of the many facets of a truly remarkable career? What do you think it will be and is it what you hoped it will be?

KM: I am often guided by something that Eleanor Roosevelt said, "Do one thing everyday that scares you." Others are more surprised by the turns and twist in my career than I am. Because I didn't start at a place where I had to maintain the status quo; I was always reaching for something new where I could be in a helping profession. I guess that what's guided me in my life is recognizing that, when I am gone, if there is a eulogy or a headstone, nobody is going to ask what size my house was, nobody is going to ask how big my corner office was, nobody is going to ask how much art I have, it's how much of a difference I made in other people's lives. I am very proud of where I came from; I learned the right values, and I don't think you can judge people by the schools they go to or the clothes they wear or the jewels that they have on their hands. I hope those are the kind of things that my legacy will be about. In terms of specifics I hope I have been true to my passions in life, which have been to help women, to help children, to help those who have been less fortunate than me and certainly, since I have been a lawyer, to help engender the Rule of Law both in our country and internationally. If I can leave this world with those things accomplished, maybe I don't have to come back another time.

RL: Was there anything that I missed, I am sure there is, that you would want to make sure was included in your oral history. Speak now or forever hold your peace!

KM: That is the catchall of every good litigator, I think I'll stop.

RL: Well this concludes our interview with Karen Mathis on January 28, 2011, a truly remarkable lawyer and citizen. Thank you, Karen.

KM: You are most welcome. Thank you, Bobbi.

Since this history was taken Karen received the ABA Commission on Women's Margaret Brent Award in Toronto in August 2011.