



Barry M. Klayman

Of Counsel

Wilmington

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Barry concentrates his practice in the areas of civil and commercial litigation, fiduciary and corporate governance, and insurance litigation. He represents clients in many industries, including financial and professional services, software manufacturers, publishers, retailers, real estate developers and real estate brokers, and manufacturers.

Barry has extensive trial experience in both Pennsylvania and Delaware, and has handled numerous jury trial cases, including a case that was reputed at the time to have been the longest civil jury trial in Philadelphia Court of Common Pleas history.

Barry's corporate governance practice involves representing corporations, directors, officers, stockholders, and other stakeholders in Delaware's Court of Chancery and other courts. He also advises clients on implementing policies and mechanisms to ensure compliance with best practices.

Barry has experience handling complex civil litigation matters in federal and state court. He has represented numerous companies and individuals in commercial and contract disputes. He has also represented employers and manufacturers in cases dealing with personal injury claims due to exposures to asbestos, benzene, lead and other heavy metals, PCB, solvents, and other hazardous substances. He has also litigated several cases in the Delaware Valley that deal with civil rights issues, including the rights of persons with physical and mental disabilities.

Barry has appeared in bankruptcy court representing debtors, trustees, and creditors in adversary actions, particularly in prosecuting and defending preference actions and D&O liability claims.

Barry is a frequent lecturer on civil litigation topics and legal ethics for the National Business Institute. He also writes a monthly feature for the *Delaware Business Court Insider*, an online publication.

Barry serves on the board of directors of the Jack M. Barrack Hebrew Academy (formerly Akiba Hebrew Academy) in Radnor, Pa. He was president of the school from 2000 to 2003. He formerly served as a member of the Jewish Federation of Greater Philadelphia's Committee on Policy, Strategy and Funding and chaired the Committee on National and Overseas Services. Until May 2009, he served on the board of directors of BBYO, Inc., and its predecessor, the B'nai B'rith International Youth Commission. He was chairman and a member of the board of directors of the Philadelphia Region B'nai B'rith Youth Organization.

Barry earned his undergraduate degree, *magna cum laude*, from Columbia University and his law degree, *cum laude*, from Harvard Law School. He was Congress Editor of the Harvard Law School Journal on Legislation.

Experience

Represented a multifamily apartment owner in the refinance of a \$72 million Freddie Mac term loan.

Represented a multifamily apartment owner in the refinance of a \$50 million Freddie Mac term loan.

Won summary judgment as to liability, and then negotiated a favorable damages settlement, on behalf of a plaintiff-bank in a complex indemnity action arising from its acquisition of another bank. At issue

Practice Areas

- Bankruptcy, Insolvency & Restructuring
- Commercial Litigation
- Professional Liability Insurance Coverage
- Strategic Risk & Complex Litigation

Industry Sectors

- Insurance

Education

- Harvard Law School, J.D., *cum laude*, 1977
- Columbia University, B.A., *magna cum laude*, 1974

Bar Admissions

- Delaware
- Pennsylvania

Court Admissions

- Court Of Common Pleas - Philadelphia County
- Delaware Court of Chancery
- Delaware Superior Court
- Pennsylvania Supreme Court
- Supreme Court of Delaware
- U.S. Bankruptcy Court -- Delaware
- U.S. Court of Appeals for the Third Circuit
- U.S. District Court -- Delaware
- U.S. District Court -- Eastern District of Pennsylvania

Affiliations

- American Bar Association
- Delaware State Bar Association
- Federal Bar Association
- Pennsylvania Bar Association
- Philadelphia Bar Association

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were trusts that included stranger-originated life insurance policies (“STOLIs”), which are considered illicit by the life insurance industry.

Defended WestPoint International, Inc., and its officers and directors in litigation alleging breaches of fiduciary duty in connection with bylaw changes and issuance of preferred stock.

Defended class action plaintiffs, Kleen Products LLC, R.P.R. Enterprises, Inc., El Jay Poultry Corporation, and Mighty Pac, Inc. against Chapter 11 debtors seeking to enjoin their pursuit of an anti-trust conspiracy action under the Sherman Act for price fixing in the container board industry as being in violation of the Chapter 11 discharge and related discharge injunction.

Defended a major national retailer in wage and hour class action litigation.

Represented the Commonwealth of Pennsylvania in a class action dealing with the rights of mentally handicapped persons and was involved in the implementation and monitoring of a comprehensive consent decree following their deinstitutionalization.

Represented Wilmington Trust Company as indenture trustee in an action to enjoin a bank merger that violated the terms of the indenture agreement.

Defended Hyosung Corporation in actions alleging breaches of commercial agreements.

Defended a regional trucking company in an action for a commission by an investment advisor.

Defended a major investor in a software startup in litigation alleging breaches of fiduciary duty.

Prosecuted and defended numerous actions for inspection of books and records under the Delaware General Corporation Law and Limited Liability Company Act.

Represented the former owner of a secondary lead smelting facility in personal injury lawsuits by former employees alleging toxic exposures to lead and other heavy metals.

Represented North American Asbestos Corporation, Pittsburgh Coning Corporation and Pneumo Abex Corporation in numerous cases alleging toxic exposures to asbestos and asbestos containing products.