



Karen P. Layng, Esq.  
M.A.I.T. Co.

**Current Employer-Title** M.A.I.T. Co., President and Founder and Northwestern University College of Engineering, Adjunct Faculty in MS Program

**Profession** Attorney, Arbitrator, Mediator and Consultant

**Work History** President and Founder, M.A.I.T. Co., 2018 – Present; Adjunct Faculty in the Engineering MS program, Northwestern University, 2018 - Present; Chief Strategy Officer and General Counsel, 2014 – 2018; General Counsel and Vice President Corporate Development, Scheck Industries, 2013 – 2014; Shareholder, Vedder Price P.C., 1990 - 2013; Associate, Chadwell Kayser, et. al. 1987 – 1990.

**Experience** Founded construction, real estate development and consulting firm engaging in projects ranging from fraud and workers compensation investigations, construction practices audits and development. Adjunct faculty at Northwestern University in the Engineering MS programs.

Served as Chief Strategy Officer and GC to national industrial mechanical contractor. At Vedder, counseled and represented clients in sophisticated commercial manufacturers' litigation including emphasis on complex construction, manufacturers' litigation, indemnification, dealer termination and contract matters.

Experienced Board member including on the Girl Scouts of the USA Board (serving on strategy, audit and pension committees and served on CEO selection committee); immediate past President of the Board of the GS for Chicago and NW IN (4 years).

Extensive first-chair trial and arbitration experience before federal and state courts and the AAA for clients including GMAC CF, Royal Numico, Ingersoll-Rand, Invenergy, the Ports of America and New York and New Jersey and Oakland, Reynolds Metals Company, International Jensen, The Chicago Transit Authority, Kenny Construction Company and Household Manufacturing in complex litigation and business EPCM and other contract engagements and criminal fraud investigations. Representative matters include:

-Represented GMAC CF in obtaining \$110 million from the Bank of New York to settle GMAC's accounting fraud claims concerning the Bank of New York's sale of its factoring and asset-based finance business. The settlement was featured in the WSJ and CBS Marketwatch.

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-Represented equity fund in successfully defending fraud and breach of contract claims arising out of client's sale of construction environmental business to WRS.

WRSCompass sought over \$200 million from the fund. The case settled after my cross of the first witness at trial.

-Represented a mechanical contractor and its surety in the multi-party lawsuit against Hyman/ Clark and State Farm arising out of the construction of State Farm's corporate complex. The mechanics lien and other damage claims involved in the suit exceeded \$40 million. I successfully tried the case resulting in a significant delay damage claim paid to our client.

-Represented national Ports in breach of contract, complex construction defect and bankruptcy fraud and conspiracy claims related to construction of terminal projects, in state and Bankruptcy courts.

-Represented an excavation/concrete Joint Venture in its breach of contract actions against the County related to the construction and ultimate failure of the DuPage County Reservoir.

-Represented the CTA in the U.S. Dist. Ct. in Chicago in multimillion dollar delay and liquidated damages suit arising out of construction of the Howard Line.

-Represented Royal Numico in case before the U.S. Dist. Ct. in Delaware against certain former shareholders of Enrich International, seeking indemnification for various breaches of representations and warranties relating to seller's financial records and tax returns made in connection with the \$2 billion-plus acquisition of GNC and Enrich.

-Represented Oil-Dri Corporation of America against The Fleming Companies (both NYSE-traded companies) in the successful resolution of commercial lawsuit filed in the U.S. Dist. Ct. in Chicago. The case was prominently mentioned in the WSJ.

## **Alternative Dispute Resolution Experience**

Arbitrated or mediated as counsel neutral over 50 cases for significant clients.

Representative cases include the following:

-Resolved an \$80 million plus claim for fraud and construction damages arising out of a sewer project in Cleveland. Case involved claims for criminal conspiracy and general counsel of Sewer District, along with the lead joint venture member (not my client) plead guilty to federal charges.

-Arbitrated a six week arbitration concerning client's extra and delay claims arising

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The AAA provides arbitrators to parties on cases administered by the AAA under its various Rules, which delegate authority to the AAA on various issues, including arbitrator appointment and challenges, general oversight, and billing. Arbitrations that proceed without AAA administration are not considered "AAA arbitrations," even if the parties were to select an arbitrator who is on the AAA's Roster.

out of the construction of the flight kitchens at an airport.

-Led trial team in defending claims brought by claims for lost profits and breaches of supply contracts, in its production of new and prototype engines.

-Represented in arbitration against the project designer, in its errors and omissions and breach of contract claims. This case was ultimately settled by payment and in liquidation. Prosecuted claims for breach of contract and defense's counterclaim, settled at trial, before opening statements, resulting in releasing lien and completing remedial work.

-Arbitrated, complex delay damage, loss of production construction dispute arising out of the construction of large national retail store chain location built in NYC. Client was awarded its attorneys' fees related to the defense of the subcontractor's claim.

### **Alternative Dispute Resolution Training**

AAA Construction SuperConference 2017; Faculty AAA Construction Conference: Navigating the Unique Aspects of Construction Arbitration, 2017; Motion Practice Under AAA Rules – What You Need to Know, 2017; ACE 14 ~ Red Flags & Risk Areas: Challenges to Arbitrator Authority, 2017; (Faculty) AAA What Advocates Can Learn From Walking In An Arbitrator's Shoes, 2016; AAA Protecting Your Award from Appellate Challenge, 2016; AAA 2016 Construction Conference: Ahead of Schedule and Under Budget (Faculty), 2016; ADR and Emerging Technologies: The Future Has Arrived, 2015; AAA Principled Deliberations Decision-Making Skills for Arbitrators (ACE008), 2015; AAA Construction Professionals Guide to Conducting an AAA Arbitration, 2013; AAA Webinar, Large, Complex Construction Disputes: The Dynamics of Multi Party Mediation, 2011; AAA Webinar, Lien on Me: Construction Lien Issues in Arbitration, 2011; AAA Arbitration Fundamentals and Best Practices for New Arbitrators, 2008.

### **Professional Licenses**

Admitted to the Bar, Illinois, 1987. U.S. District Court: Northern (1987) and Central (2002) Districts of Illinois, 1987; District of Columbia, 1989; Trial Bar, 1997; U.S. Court of Appeals: Third, 2005; Seventh, 1991; and Ninth 1992 Circuits.

### **Professional Associations**

Girl Scouts of the USA (National Board Member, serving on the strategy, audit and pension committees and completed service on CEO search committee); Board for the Greater Chicago and Northwest Indiana Council (immediate past President-four years); Metropolitan Planning Council of Chicago (Executive Leadership Advisor member); Seventh Circuit Bar Association (Board of Governors, past President, Secretary and Annual Events Chair); Economic and Executives Club of Chicago (women's mentoring committee member); American Bar Association (Construction Forum Trial Academy Faculty at all four Academies and Co-Chair Construction Litigation Committee); while eligible as law firm practitioner an Illinois Leading Lawyers (Commercial Litigation, Construction Advisory Panel); University of Illinois, College of Liberal Arts and Sciences (Alumni Association,

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past President and Board of Directors member); Riverside Plan Commission (Commissioner and chair-8 years); and Riverside Elementary Education Foundation (past President-6 years).

**Education**

University of Illinois (BA, International Economics-1984; JD-1987).

**Publications and Speaking Engagements**

Forum SuperConference, December 2015, 2014 and 2013 (Panelist on Programs for Construction Litigation Committee); ABA Forum Trial Academy Faculty (Washington, D.C. 2012 and 2013); ABA Webinar: Is it your Fingerprints on the Blueprints; "A Tale of 2 Terms," CONSTRUCTION LAW, Construction Today Quarterly, Summer 2007; co-author, "Are Your Independent Contractors Really 'Independent'?", NEWSLETTER, Vedder Price P.C., May 2007; "Firestopping," LEGAL LIABILITY ISSUES, Illinois Firestopping Association, Fall 2007; "For the Record: Document Retention Policies for Contractors, Architects and Engineers Out of Hot Water With Regulators or Litigation," CONSTRUCTION LAW, Construction Today Quarterly, Spring 2006; "Spoilation of Evidence Issues: Document Retention Policies and Electronic Discovery," URS CLAIMS RESOURCE, URS, Winter 2004.

SPEAKING ENGAGEMENTS: "What to Do When Construction Projects Go Bad: Recent Developments in Construction Law, The Employee Classification Act, Prompt Payment Act, Recent Mechanics Liens Cases and Statutory Changes," Lorman Educational Services, January 2008, and March 2008; "Handling Investigations: The Role and Responsibilities of Corporate Counsel," CLE Ethics Training, November 15, 2007; "Is Your Company Safe? Close Focus on Contractor-Subcontractor Issues," Attainable Housing Alliance, August 27, 2007, and September 13, 2007; "Legal Liability Issues," Hilti 2007 Firestop Symposium, October 9, 2007; "Insurance and Loss Prevention Issues for Construction Companies," Huron Consulting, September 19, 2007.

**Citizenship  
Languages  
Locale**

United States of America  
English  
Riverside, Illinois, United States of America

**Compensation**

Hearing and Study Time: (Billed by the Hour and willing to serve nationwide.)

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