

## BILL LEWIS

### Closing Deals Despite the Economic Downturn

by Amanda Robert

As many real estate lawyers lost clients or turned their attention to foreclosures or workouts, William J. Lewis became busier than ever in recent years.

Lewis, 42, a shareholder and chair of the Real Estate and Land Use Group at **Vedder Price**, negotiated the ground lease of Navy Pier, representing Navy Pier Inc., a non-profit organization that took over management, maintenance, and operations in 2011.

He worked with its board of directors, which

included several prominent people with political affiliations, to secure a long-term lease for the pier. As he drafted the lease, he considered the organization's current and future needs.

"You have to think big picture," Lewis says. "You have to try to think ahead to what everyone may need or want, and negotiate and draft it now, and consider what could happen in the future.

"In 10, 15 or 20 years, the entity who owns

Navy Pier and the entity who leases Navy Pier could have very different ideas of what is right or wrong, and there may be political issues affecting the parties. The intent is to draft a document that isn't affected by those issues."

Lewis, who focuses his practice on leasing and the acquisition and disposition of commercial properties, handled several significant deals in the past year. On the leasing side, he assisted a financial institution with the sublease of 11 floors of its former Manhattan headquarters to 10 different subtenants.

On the acquisition side, he represented one buyer of a \$31 million office building in Naperville and another buyer of a superfund site with 325 acres and a 2.1 million-square-foot industrial building in Georgia. In the latter deal, he negotiated a partial leaseback to the seller.

And on the disposition side, he sold multiple office, warehouse, and industrial properties for Fortune Brands Home & Security, which spun off from Fortune Brands Inc. in October 2011.

Stephanie Slatkin, senior counsel with Fortune Brands Home & Security, started working with Lewis 10 years ago. The ease of their relationship makes him an effective outside counsel, she says.

"Because I've been working with him for so long, he knows what I would expect in the agreement as well as where our Fortune Brands limits might be," she says. "He's very business practical, and he has a good eye. He doesn't just say where the line should be legally, but he advises on what might be a market stance in the agreement."

Mark Delph, the company's director of information technology and real estate, met Lewis through the Industrial Asset Management Council (IAMC) and later recruited him to work on transactions. In most real estate deals, Delph handles the site selection and negotiates the business terms, while Lewis works on contracts and gives advice on easements, incentives, and other legal issues.

"He does the lion's share of our real estate deals at this point," Delph says. "He has a good



reputation, he's competent and personal, and he's tenacious. He's a very good negotiator."

As for his success, Lewis credits his clients, who continue to make progress despite the unsteady economy.

"While I'd like to tell you it's because I'm the greatest real estate attorney in the world, I'd be lying," he says. "I'm just very fortunate, and there are deals still happening.

"Three years ago, people started slowing down. Two years ago, I started slowing down. During those slow times, it's not just a matter of financial unpleasantness. It's more that no one wants to sit at a desk all day, trying to get business and waiting for phones to ring. That's a tough way to go to work every day. But you get through it."

## Finding His Way

Lewis grew up as an only child in Arlington Heights. His father worked as the director of real estate for Motorola, while his mother stayed at home. He attended Saint Viator High School and Marquette University. In 1991, after graduating with a Bachelor of Science degree in economics, he tried to start a band before he decided to head to law school.

"I liked convincing people—I guess that would be the way I would put it," Lewis says. "Not selling them, but convincing them."

He went to Gonzaga University School of Law, planning to become an environmental lawyer. But after he worked on several environmental projects, he found the area of law to be too dry.

Lewis considered becoming a bankruptcy lawyer but graduated in 1995 as the country emerged from a recession. At the time, bankruptcy departments were cutting rather than hiring lawyers.

"The market had still not picked up well enough that there were a lot of jobs—certainly not for someone from Gonzaga," he says. "At the time, no one had heard of Gonzaga in the Midwest unless they were college basketball fans."

He moved back to Chicago and found his first job through the *Chicago Daily Law Bulletin*. An advertisement directed him to Lee Garr with Garr & DeMaertelaere, now known as Garr & Schleuter.

"I called and checked if Lee was a man or a woman, and if he was going to be in the next day," Lewis says. "I showed up in a suit with my resume and asked to meet him. Twenty-four hours later, I had a job offer."

Lewis helped the firm with a national residential relocation client, handling up to eight house closings in one day. In just eight months, he worked on 300 house closings.

His client sometimes agreed to certain

terms to wrap up contracts but then failed to meet those terms, Lewis says. He encountered several situations with unhappy buyers and worked to diffuse those situations.

"Sometimes, people knew the seller was a corporation, so they'd try to shake them down at the last minute at closing," he says. "They'd

properly protect their clients' interests. They are ignorant of the area of practice."

Lewis points out that lawyers become good real estate lawyers by doing a lot of deals and watching their fellow practitioners. He notes when his opposing counsel drafts something that he never thought of drafting.



The Lewis family. From left: Lewis; Mary Claire; Emily; Kristen; Sofia; and Joshua

say, 'We want \$10,000 or we're not going to close, because this, this, and this are wrong.' You have to very quickly ascertain whether it's legitimate."

Lewis moved to Katz, Randall & Weinberg, now known as Weinberg & Richmond, in 1996. He practiced in commercial real estate for two years before joining Ungaretti & Harris in 1998.

He found most of his business the "old-fashioned way," he says. He attended events, met friends of friends, and introduced himself to new people. He asked what they did for a living, and if he felt there was an opportunity for business, he took them out for lunch or a drink to get to know them better.

"Getting clients, more so in real estate than in most other practices of law, takes a long time," Lewis says. "I think there are a lot of attorneys who claim to practice real estate, but they really don't.

"There are people who are very good at leasing. There are people who are very good at acquisition and disposition. There are a lot of people who do 15 different types of law, and real estate... But there are also a lot who don't

"Once you get to that point where you really get it, then you start thinking through practically, 'What am I missing? Where are the holes?'" he says. "You start raising more novel issues that other people aren't used to hearing."

## Building a Practice

In February 2006, when Lewis moved to Vedder Price, he found he could introduce any partner to a client, and they would appear "polished, but not so polished that they seemed like they didn't really practice law." He also wanted the chance to lead the firm's real estate department.

"In the other firms I looked at, I would have been the 10th or 20th or 40th attorney who did real estate," he says. "Here, I felt I could be on the ground floor and help build something, rather than be one of many and maybe make a difference."

Lewis handles 10 to 30 deals at one time, often focusing first on the business needs of his clients. He listens to what they want but also advises them based on what he knows about their business.

“With a new client, I send them a mark-up, and I’ll say, ‘Here’s why I did all of these things,’” he says. “If they don’t care, I take it out. If they do care, I leave it in.

other legal matters, so when the bank wanted to expand its real estate legal relationships, it seemed natural to consider the firm, O’Connor says. He also received recommendations from

way he manages the legal side to the client.”

Lewis became the chair of Vedder Price’s real estate group in 2008 and now oversees 11 other lawyers. He wants to expand the group, but finds it difficult to identify lateral shareholders and associates who have enough experience and business.

Many shareholders avoid leaving their firms while the real estate market remains uncertain, while many associates who graduated from law school four years ago struggle to gain real estate experience, he says. In the past year, he hired two associates who joined the firm with more experience than they needed for their positions.

“I’m trying to build the group one person at a time, and we’re trying to build our reputation one deal at a time,” Lewis says. “While it takes a very long time to gain clients, it’s not often that we lose them. I’m fortunate to not only have great clients who are doing deals these days, but also to have great partners and associates. Everyone helps out here.”

Lewis lives with his wife, Kristen, and their four children, Mary Claire, 12, Emily, 9, Sofia, 7, and Joshua, 5, in Hinsdale. He remains active in IAMC, the leading association of industrial asset management and corporate



Lewis moderates at the Industrial Asset Management Council Fall Forum in Philadelphia last year. From left: Lewis; James Winter, manager of real estate for Alcoa, Inc; Scott Nelson of Colliers International; and Richard Strader, SVP of global customer solutions for Prologis.

“It’s a holistic advisory as opposed to, ‘I can do your lease for you or buy this property or sell this property for you.’”

Lewis enjoys working on real estate matters, because unlike litigation, they have natural conclusions. He usually finishes leases within one to two months and acquisitions and dispositions within three to five months.

He also likes figuring out how the “landlord’s counsel is pulling one over on me” when he represents tenants. And, when he represents landlords, he plays the same game by drafting leases so they read well but hide tenant risks.

“I’ve dealt with many people who leave their clients’ liability on the table when they didn’t need to,” Lewis says. “I don’t mean that in a way to take advantage of people, but the reality is that I represent my clients’ interests, and I’m not getting paid to protect their clients’ interests.

“If it’s a matter of risk-shifting, I’d rather have the other party take all the risk or as much as I can get them to take.”

Thomas O’Connor, who manages the corporate real estate group at BMO Harris Bank, hired Lewis to work on the purchase of the \$31 billion office building in Naperville as well as on leases of office space in Boston, San Francisco and Palo Alto, Calif. He commended his outside counsel for his knowledge of real estate law and leasing.

“He has past experiences that are relevant to what we’re doing, and he brings those to every day he’s doing deals,” O’Connor says. “He’s looking out for our interests as much as we would look out for our interests in a legal perspective and a real estate perspective.”

BMO Harris Bank relied on Vedder Price for

other companies that called on the firm’s real estate group.

“Here’s what separates a good real estate attorney from a bad real estate attorney: Bill



Enjoying the slopes. From left: Mary Claire, Lewis, and Emily

understands the company and where it’s willing to be flexible,” he says. “Some attorneys can do the same thing everywhere without understanding the nuances of the differences within their clientele.

“But he understands the client and tailors the

real estate executives. He serves as a board member and with numerous committees.

He also volunteers as an Ambassador of Mercy for Mercy Home for Boys & Girls and enjoys skiing, cycling, writing stories and movies, and drinking red wine. ■