

Top Female Deal Maker: Mayer Brown's Jodi Simala

By **Stewart Bishop**

Law360, New York (November 09, 2011, 6:33 PM ET) -- Jodi Simala of Mayer Brown LLP knew from her early days at Harvard Law School that that the world of mergers and acquisitions was where she wanted to be. In her 12 years at Mayer Brown, Simala has locked down bruising, high-profile deals like Allied Waste's \$6.7 billion merger with Republic Services Inc., earning her a rightful place among Law360's Top Female Deal Makers.

The Allied deal, a highly complex merger fraught with unexpected obstacles under intense government scrutiny, is exactly the kind of transaction Simala loves to broker.

"That was a fantastic deal," Simala said. "It was full of exciting challenges."

The deal combining the second- and third-largest waste companies in the U.S. was subject to a second request by the U.S. Department of Justice over antitrust concerns, ended up including mandated divestment of assets across the country and rival Waste Management Inc. even made a hostile offer in the middle of the transaction.

Still, Simala wrapped it up in less than six months.

Mayer Brown partner Fritz Thomas said Simala's work in the Allied deal was emblematic of her approach to adversity.

"She views a problem or obstacle as an opportunity," he said. "She looks at it as a way to demonstrate to the client that virtually everything has a solution."

Simala first came to Mayer Brown as an associate in 2000 and quickly made partner in late 2001. She has worked on numerous major league deals like Republic Services' three-part, \$1.85 billion debt offering, Baxter International Inc.'s sale of its generic injectables business and The Dow Chemical Co.'s sale of its ethanolamines business to Ineos LLC.

As the the office practice leader for her firm's Chicago corporate and securities group, Simala specializes in representing sellers and buyers in connection with domestic and international stock and asset acquisitions, joint ventures, divestitures, mergers, tender and exchange offers, consent solicitations, recapitalizations, and reorganizations.

Currently, among other clients, Simala is representing Capital One Financial Corp. in its \$9 billion bid to acquire ING Direct USA, as well as Caesars Entertainment Corp. in its bid to develop a resort casino in Boston.

In the Caesars deal, Simala has worked for years to help form an alliance to be positioned to develop a gaming complex at the historic Suffolk Downs racetrack if and when casino gaming becomes legal in Massachusetts.

While that prospect may have seemed like a long shot a few years ago, a gaming legalization measure currently working its way through the Massachusetts legislature suggests Simala's work is about to pay off big-time.

Thomas said clients and attorneys alike quickly recognize and appreciate the thorough, informed and incredibly focused way Simala approaches every transaction.

"Jodi has a laser-like focus on what the client is trying to achieve," he said. "She's a very careful listener and completely focused on mastering what the client's goal is for the transaction. She uses that goal as her North Star, and the clients figure that out very quickly."

Another one of the keys to Simala's success is the way she considers all sides of a deal and determines what the other players are thinking.

"She's got a special ability to ... understand and comprehend what the other side wants as well as her client. It's truly exceptional," Thomas said.

Simala said it's all just about helping clients achieve their goals with acceptable legal risk. However, she does acknowledge a tendency to get into the other side's heads.

"I want my opposing lawyer waking up every morning thinking about what they can do for me," she said.

Scott Davis, head of the U.S. M&A group at Mayer Brown, said he immediately noticed Simala's unique talents when she first joined the firm in 2000 from Jenner & Block LLP.

"She was very unusual, much more organized and together than a typical fifth-year associate," Davis said. "She was more driven, more forceful and more energetic."

Davis said Simala's dedication to the deal quickly becomes apparent to her clients.

"She's very good at getting what it is the client really wants," Davis said. "They can tell she's just a brilliant lawyer and very dedicated. She really wants to do the deal and that really comes across."

Most of all, Simala strives to act as a trusted confidant to her clients, one who will be there for the long haul.

"What I try to do is to be a real strategic partner to the client and not just someone they call when they have a one-off process," Simala said. "It's about truly being a strategic adviser and not just someone who's called upon to do project X."

Part of Simala's winning formula as close adviser to corporate heavyweights is the fact that when it comes to the client, her door is always open, 24/7.

“Jodi is as accessible a lawyer as you could possibly ask for,” Thomas said. “If the client has a question or concern, she’s there no matter what hour. She truly appreciates and enjoys the clients' desire to talk with her, interact with her and get her viewpoint.”

Simala said being consistently available for the client is paramount in the world of fiercely competitive, high-end M&A work.

“I always say to the client, 'If you can't get me on my work phone, my home phone or my cell, you should probably call the police,'" Simala said.

Thomas said it's that dedication to her work that keeps clients coming back and helps attract new business to the firm.

“Whether it's 5 o'clock on a Saturday afternoon or it's talking to Hong Kong at 6 a.m. on a Tuesday, she's there,” Thomas said. “The clients really sense that she identifies with them and it creates tremendous loyalty.”

In addition to her work with domestic companies, Simala said one of the fastest-growing areas of her practice involves international deals that stretch across multiple jurisdictions.

“Right now I have four or five deals going with a very significant faction involved that is outside the U.S.,” she said. “There has been a real growth in the area of cross-border M&A.”

While dealing with multiple legal systems can be daunting work, Simala said the key to smooth international deals is to immerse oneself in the ways of the foreign legal system and bear in mind cultural differences that can affect the outcome of a global deal.

Ultimately, apart from knowing your client's business in and out, Simala said the art of the deal is about relationships, a lesson she learned early on from her old colleague and mentor Timothy Donovan, a former partner at Jenner and now senior vice president and general counsel at Caesars Entertainment.

“Tim not only taught me how to be a great technical lawyer, but about how to develop relationships. It's incredibly important to nurture and establish relationships early in your career,” Simala said. “You take those relationships with you as you go. It's about focusing on keeping key relationships fresh.”

--Editing by Elizabeth Bowen.

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