

Rainmaker Q&A: Wiley Rein's Kathleen Kirby

Law360, New York (November 1, 2016, 10:37 AM EDT) --

Kathleen A. Kirby is a partner at Wiley Rein LLP in Washington, D.C., and co-chairwoman of the firm's telecom, media and technology practice. She represents the nation's top media companies in business, transactional, legislative, regulatory and enforcement matters.

She has been involved in numerous high-profile television and radio mergers and acquisitions deals over the last decade — including Alpha Media's acquisition of 116 radio stations from Dignity and its mergers with Main Line Media and L&L Broadcasting, and Belo's \$2.2 billion sale of its television stations to Gannett. She served as Citadel Broadcasting's counsel through an initial public offering and the \$2 billion sale of the company to Forstmann Little; represented London Broadcasting in its \$215 million sale of certain stations to Gannett; and advised Liberman Broadcasting in the creation, launch and distribution of its Spanish language television network Estrella TV.



Kathleen A. Kirby

Kirby is longtime general counsel to the Radio Television Digital News Association, advising news executives and journalists nationwide regarding First Amendment and other legal issues that impact newsrooms. She also plays a key role in Wiley Rein's unmanned aircraft systems practice, working with the Federal Aviation Administration, the Federal Communications Commission and other government agencies on how to use drones as newsgathering resources for media outlets.

In 2015, Kirby received Radio Television Digital News Foundation's prestigious First Amendment Leadership Award. She serves on Wiley Rein's executive and management committees.

Q: What skill was most important for you in becoming a rainmaker?

A: Certainly, you need to work hard to establish a reputation as an exceptional, creative and thoughtful lawyer. With that foundation, the skill that has served me best is the ability to listen well to what clients and potential clients have to say. Clients prefer lawyers who are trusted advisers, who understand their circumstances, business risks and goals.

I had the benefit of working in the media industry before becoming a lawyer, so I speak the language, if you will, but I am disciplined about ensuring that my education about this dynamic sector is ongoing. I make a point of getting out and meeting with clients, regulators, legislators and other industry players. I find that this face-to-face contact is the best way to listen and learn about the key issues on media leaders' minds. To me, it is absolutely critical that I understand the industry's business concerns, not just legal concerns. In that way, I am best positioned to anticipate client needs, understand the big picture,

take initiative and become a go-to problem solver.

Q: How do you prepare a pitch for a potential new client?

A: The mistake I've seen many lawyers make is to center the pitch around the lawyers and the law firm rather than on the client. I invest time and resources in learning about the prospective client, the client's business, its people, and its potential practical and business challenges. Often, my partners may have useful insights or helpful connections, so collaboration is key.

Given the nature of my practice, I also arm myself with relevant information concerning legislative and regulatory developments that may impact the client's business. Again, I go into a pitch prepared to listen and ask questions. That way, when it comes time to sell myself and my team, I can confidently and persuasively speak to specific strengths and skills that add value and match the potential client's objectives. Don't forget to include a sincere "ask!"

Q: Share an example of a time when landing a client was especially difficult, and how you handled it.

A: As a younger lawyer working on the regulatory side of media transactions, I noted that certain clients tended to use huge teams of M&A lawyers from global firms to do their deals. With all due respect to the many fine M&A lawyers out there who handle large, complex transactions with aplomb, in reviewing the underlying documents, I noted that often they were not well-tailored to the particular intricacies of certain types of media deals.

Still, many clients and potential clients (or their private equity investors) were reluctant to make any change, based simply on the reputation of the mega firms. I focused on these examples and, over time, I worked systematically with my colleagues in the firm's corporate practice on a strategy to create and pitch unique combined M&A and regulatory expertise for certain types of transactions, highlighting the efficiency and value added for the client. Having developed a "trusted adviser" relationship with one particular client, I found the right time to make our well-honed pitch to him, and he took it to his board and his investors. We've been doing that company's M&A work ever since.

Q: What should aspiring rainmakers focus on when beginning their law careers?

A: One of the things I've enjoyed most over the course of my career is mentoring young lawyers who have proven to be incredibly smart, hardworking and trustworthy — the underpinning necessary for successful rainmaking. In our world of many business pressures, however, it may be daunting to take the next step. Young lawyers must recognize that becoming an effective rainmaker involves a considerable commitment of time, and sometimes means sacrificing other pursuits.

At the same time, I firmly believe that creating and maintaining a network, getting out from behind your desk to attend receptions and conferences, serving in leadership roles, socializing with peers as well as existing and prospective clients — and doing all of the other activities necessary to sow those seeds that will eventually pay off — results in a richer, more enjoyable and rewarding career. I also tell young lawyers that it is never too soon to start cultivating your own professional identity — focus on finding a niche and building a name for yourself. Learn everything you can about the clients you represent, and seek out opportunities to develop personal relationships with your in-house peers.

Q: What's the most challenging aspect of remaining a rainmaker?

A: In an industry that is undergoing great consolidation, at any point, through no fault of my own, I may lose a treasured client. Therefore, I do not have the luxury of resting on success — I've got to be constantly focused on keeping prospects in the pipeline. In addition, I cannot emphasize enough how important it is to communicate with clients on an ongoing basis (whether or not you've got an ongoing project), to stay involved in all matters, and to ensure that you match the client with the right team of lawyers.

All of this, combined with keeping abreast of developments in the dynamic media and telecommunications industries, thinking about how they impact my clients, and creating opportunities for the extraordinary group of attorneys I lead, makes for a very busy professional life indeed. Still, I've managed to combine that with a rich personal life; I am gratified that many of my business relationships have become lasting friendships, and I wouldn't change any of it for the world.

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