



2020 MVP

Josh Korff

Josh Korff of Kirkland & Ellis LLP's capital markets practice advised Macy's as it looked to obtain \$4.4 billion to help it stay afloat amid the coronavirus pandemic, earning him a spot as one of Law360's 2020 Capital Markets MVPs.

His Biggest Accomplishment This Year:

Korff said one of his proudest moments this year was acting as the lead capital markets partner for the Kirkland team that advised Macy's Inc. in securing \$4.4 billion in additional liquidity after the pandemic forced the company to close its stores.

The capital markets attorney said Macy's complex corporate structure, financing agreements for its subsidiaries that outline various restrictions and the retail giant's urgent need for capital made the deal a particularly interesting one

for him. He said the Kirkland team sidestepped those obstacles by using a holding entity and special purpose vehicles set up under it separate from the main subsidiary that held the company's existing debt.

One vehicle was set up to hold Macy's inventory, which served as the collateral for a \$2.8 billion asset-backed loan facility and a short-term \$300 million bridge commitment, Korff explained. The second vehicle contained the company's real estate assets — including iconic assets in Chicago, San Francisco and Brooklyn, but excluding the Manhattan Herald Square location — as well as distribution centers and

mall stores, which were securing \$1.3 billion in bonds.

Korff added that the trick to wrapping up the deal involved figuring out how to borrow within the larger Macy's group entity, while complying with its subsidiary's debt documents and moving the business' assets around in a way that complied by them, too.

"It was a little bit like a math exercise and trying to solve a bunch of different simultaneous equations," he said. "And that's probably the part of the job I most enjoy — thinking of complex problems with multiple variables and then trying to find the

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What Motivates Him:

Korff said he is ultimately motivated by providing for his family in a way that will make them proud, which he said included being part of an organization he can be proud of.

“I’m incredibly proud to work at Kirkland,” he said before recounting how the firm has grown since he first joined it in early 1996. “We’ve seen growth at Kirkland that is nothing short of phenomenal.”

He noted that when he began working for Kirkland, there were less than 60 lawyers in New York, but now he said there are roughly 700. He added that the firm has also grown overall from about 600 lawyers in the late ‘90s to about 2,700.

He added that he was especially proud of how the firm united to face the curveballs thrown by the coronavirus pandemic, whether that meant dealing with stressful situations at home or answering urgent nightly calls from distressed clients.

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His Advice to Junior Attorneys:

In terms of knowledge advice for rising attorneys, Korff reminded them

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to balance their stress just enough to ensure they’re focused and responsive to clients.

“At the end of the day, we’re in a client service business, and we need to make sure that our clients are well-served,” he said. “Focus on developing your career, be a professional, don’t get too stressed and be responsive to clients.”

Why He’s a Capital Markets Attorney:

When Korff was attending New York University School of Law in the early ‘90s, one of his favorite classes focused on debt covenants, and it was his first exposure to high-yield bonds and that specific deal genre.

Korff said debt covenants spoke to his undergraduate math background and his love for an intellectual challenge as they required him to think through compliance and all the possible factors. He added that because amending debt documents is a difficult task, the need for accuracy when crafting them pushed him to really focus on his work.

He said he found more reasons to stay in the capital markets field as a 25-year-old lawyer standing

in the same rooms with major business personalities and CEOs. And after moving from Fulbright & Jaworski LLP — now part of Norton Rose Fulbright — to Kirkland, Korff said he found “the best of both worlds,” because he could interact with company leaders while also decoding the analytical puzzles related to debt covenants.

“When you combine those two things together, that’s been what’s made me enjoy what I do for a living,” he said.

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