

## THE BEGINNING OF THE JOURNEY

A BRIEF HISTORY OF THE EARLY DAYS OF BROWN AND KORALCHIK AND BROWN, KORALCHIK AND FINGERSH--  
SUBSEQUENTLY KNOWN AS LEWIS, RICE AND FINGERSH AND NOW AS LEWIS RICE

This year marks the 75<sup>th</sup> anniversary of our firm in Kansas City—an event to be celebrated with great pride. Coincidentally, this year also marks the 50<sup>th</sup> anniversary of my joining the firm as a clueless associate. It seems incredible to have been at the firm for two-thirds of its life. Those milestones have impelled me to briefly familiarize those who care to read this with my personal recollections of the firm’s formative years and buildout--from its inception through the end of the 1970s. I want to thank Jack and Pella Fingersh who were gracious in sharing their memories of the 25 year span that preceded me and otherwise provided their knowledge and keen and valuable insight.

### 25 YEARS AGO

Just before firm’s 50<sup>th</sup> anniversary celebration, the following article appeared in the Kansas City Business Journal:

## ***“Brown & Koralchik talk of the town again***

*By Dan Margolies*

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*"Jacob Brown and Joseph Koralchik," it read, "announce the formation of a partnership for the general practice of law under the firm name of Brown & Koralchik, Suite 311, Land Bank Building.*

*Surprising, because Brown is 88 years old and Koralchik is 90.*

*A closer look revealed that the announcement dated from March 27, 1948, and that the successor firm to Brown & Koralchik -- the local office of Lewis Rice & Fingersh -- is commemorating its 50th anniversary this year with a cocktail party June 12 at the Oakwood Country Club. The invitation is on the flip side of the announcement.*

*"A lot of people didn't read the date or the backside of the card," said Brown, who still puts in three to five hours daily at the firm. "I've been getting calls from people saying, 'What the hell are you doing starting all over again?'"*

*The firm begun by Brown and Koralchik joined forces in 1989 with St. Louis-based Lewis Rice to form Lewis Rice & Fingersh, now a 160-lawyer firm."*

## THE FORMATION OF BROWN AND KORALCHIK

Jacob (Jack) Brown, age 38, and Joseph (Joe) Koralchik, age 40, both Jewish, joined forces in 1948. They came together at a time when religious, racial and ethnic discrimination were normative. Few Jews were hired to work in large, prominent Kansas City law firms so they formed their own small shops.

Jack and Joe had contrasting styles. Jack was a family man--married and with two sons. Joe was a bachelor. *(Note: Many years later, to the amazement of Jack Brown and Jack Fingersh and without them having any clue, Joe walked into the office one day and casually announced he had just got married to Betty Ann Chasnoff, sister of client Joe Chasnoff).*

Jack Brown was gentlemanly with wavy gray hair and had a kind, fatherly disposition. On the other hand, Joe was direct, sometimes a bit gruff, and straight to the point, yet below that veneer laid a warm and kind heart. After I joined the firm, Joe and I would go for long walks at lunchtime up Grand to eat at La Bruzzo's at 18<sup>th</sup> and Grand or the Busy Bee Café around the corner. *(As an aside, shortly after my joining the firm, I invited Joe for dinner at our home. For years afterwards, my daughter, Alison was then two years old, referred to Joe as "Grouchik").*

Jack graduated from the University of Michigan law school, and Joe graduated first in his class at KU Law. They both shared a love for finely tailored suits made of top notch fabrics and wore them daily.

In those days, most lawyers were general practitioners. Jack's clients primarily consisted of a variety of closely held businesses. He was trusted counsel to their owners handling not only company matters but also estate planning and other personal issues. Jack was very active in the Jewish community, including serving as a founder in the 1940s of the Kansas City Jewish Community Foundation (which today has assets in excess of two hundred fifty million dollars). It has been said that Jack wasn't the scholarly type who read law reviews or case law. However, I do know first-hand that Jack had a host of loyal clients who thought he was beyond wonderful. Many people still tell me today how fondly they remember Jack.

Joe's practice centered primarily on representing the local garment manufacturers in labor negotiations. He also handled other legal matters for their owners and families. Kansas City was then a major center for garment manufacturing—believed to be second to New York and known for women's coats. Many of the local manufacturers had migrated from New York and other eastern cities. The bulk of them were Jewish and located their businesses in what is now still called the Garment District, around 10<sup>th</sup> and Broadway in downtown Kansas City. Joe was an extremely smart and careful lawyer. He rigorously researched case law to make absolutely certain his clients received the best advice.

Neither Jack nor Joe used a dictation machine. Jack dictated everything directly to his secretary, including long wills, trusts and contracts with technical legalize. He did so as he paced around his office puffing on a thin, long, stinky, Bering cigar. One can only imagine how much his secretaries suffered. Joe didn't keep any timesheets (I don't think Jack did either). How you may ask did Joe know what to bill? Simple—at the end of every month he called his secretary Francis Poarch into his office and had her read off his dictation for that month. Joe would then

assign a monetary value to his work and Francis would send out the statements. Easy-peasy--so much for time sheets, the bane of every lawyer's existence.

During the 1950s, several other lawyers associated with Brown and Koralchik, but none of them stayed for very long (although many had very nice careers afterwards). Jack and Joe had no interest in expanding the law firm. Indeed, they strongly resisted it.

### **THE ARRIVAL OF JACK FINGERSH**

Jack parents were Mike and Tammy Fingersh. Tammy was Joe Koralchik's sister. Mike was a genial, successful businessman who started with nothing.

Jack grew up in Kansas City, Missouri and graduated from Paseo High School. He spent his undergraduate years at the University of Missouri and then went to the University of Michigan Law School where he excelled. During at least one of his summers, Jack returned home and clerked for Brown & Koralchik. After graduation, Jack joined the US Justice Department as a member of the honors program based on his academic achievement at Michigan. Ironically, the first case assigned to Jack at Justice involved a matter he had worked the previous summer at Brown & Koralchik. For obvious reasons, he recused himself. Prior to leaving the Justice Department, Jack was offered jobs at prominent law firms in Washington and New York, but decided to return to Kansas City. He recalled interviewing with one large law firm in Kansas City and was told in no uncertain terms that they didn't hire Jews. Jack elected to join his Uncle Joe's firm sometime around 1960.

Given his background, Jack began his career at Brown & Koralchik highly confident in his abilities. He's humbly confessed that for the first 2 years he couldn't answer any legal question without going to the books and researching the law.

While several lawyers came and went over Jack's early years at the firm, he fondly remembers one in particular—Barnes Griffith. Barnes was a sweet, intelligent man and a fine litigator. Unfortunately, he went "off the wagon" regularly not unlike the character in Jerry Jeff Walker's famous song *Mr. Bojangles* who confessed spending "most of his time behind these county bars (jail) cause I drinks a bit." Like Mr. Bojangles, Barnes took to the bottle frequently. Jack often received calls in the middle the night to bail Barnes out of jail or otherwise rescue him.

During Jack's earliest years at the firm, no one could have envisioned the profound effect he would have upon the growth of the law firm. To understand this, you need to have some background about a few of our clients and the burgeoning business of regional shopping centers in the US.

### **LITERALLY FROM RAGS TO RICHES**

If you look in the annals of Kansas City history, you will find many garment manufacturers, including several of which became well known such as Brand & Puritz and Fashion Built--both of which Joe represented. However, among the manufacturers was a largely unknown, obscure small business named Vic-Genie Manufacturing Company.

Vic and Gene were the middle names of the two sons of Hyman Dreiseszun, a Jewish immigrant from Eastern Europe, who founded the business. Vic-Gene was a true family company. Hyman's sister, Rose Morgan, became a co-owner. When their brother, Sherman Dreiseszun (who was 20 years younger than Rose) graduated from junior college, he came to work as a 20% owner with Hyman and Rose each owning 40%. Sherman left Vic-Gene to serve in the military during World War II as a bomber gunner and flew a total of 27 missions. Rose's son, Frank Morgan, (who was only 4 years younger than Sherman) served as a Navy storekeeper in Guam during the war. After the end of World War II, Sherman rejoined Vic-Gene and Frank came on board. About the same time Hymie and his family moved to Arizona due to asthma issues. This left Rose, Sherman and Frank to run the business. In recognition, the ownership of Vic-Gene then became equal with Rose, Sherman and Frank owning 1/3 each.

Vic-Gene was in the *schmatta* business--which is Yiddish for "rags". It manufactured "knock offs" of higher priced women's wear for lower-end department stores, such as Wards and Penney. Vic-Gene did not design any of the clothes it manufactured. Instead, it would make the clothing per their retail clients' specifications in their Paola, Kansas, manufacturing facility. Although nicely profitable (one year they had a very respectable \$3,000,000 in business), Sherman thought Vic-Gene was a terrible business because it manufactured fashion "stuff" that quickly went out of style. This caused constant pressure to deliver their goods fast enough to satisfy their demanding retail customers. For a fascinating interview of Sherman Dreiseszun which addresses some of information about his younger years, as well as the history of Vic-Gene and Kansas City's garment manufacturing business in general, go to this link: <https://speakingkc.org/collection/interview-sherman-dreiseszun>.

In 1956, Southdale Mall, the first enclosed shopping center in the United States was opened in Edina, Minnesota—it remains open today. The number of enclosed malls mushroomed over the ensuing decades. The malls were mainly located in the suburbs of metropolitan areas where an abundance of customers had migrated during the post war years. They contained acres of free parking and provided a climate-controlled environment for year round shopping. In the past decade or more, we've heard *ad nauseam* about the closing and tear down of hundreds of enclosed malls and in some cases their repositioning. But back in the late '50s, '60s, '70s and '80s, regional malls were pure gold for their developers who often became instant millionaires--adjusting for inflation, \$1,000,000 in 1960 is worth over \$10,000,000 today.

Tiring of the garment business, Frank and Sherman were looking for a way out. They were both still young and ambitious wanting to do something new. The opportunities in real estate and success of the enclosed mall were not lost on them. According to Frank's biography (see <https://kchistory.org/document/biography-frank-morgan-1926-1993-developer-and-banker>), he frequently spent his lunch hours with Lewis Goldberg, another women's wear supplier, driving through rural Johnson County. Frank, Sherman and Rose formed an investment group (to which I refer as the "MD Investment Group") with the Goldberg family and the family of Frank's childhood buddy, I. I. ("Izzy") Ozar (his Aunt Sarah Ozar, who raised Izzy, had a close friendship with Rose Morgan). The MD Investment Group began buying huge swaths of rural

Johnson County land to either develop or resell. Among the large tracts they acquired and sold is the land on which the Corporate Woods office complex in Overland Park is located. (*Ironically, in 1983 Brown, Koralchik and Fingersh moved the bulk of its operations from Missouri and leased the entire 12<sup>th</sup> floor of the newly constructed Building 40 on the Corporate Woods campus. This move reduced commuting time for many of the lawyers.*)

Joe Koralchik, considerably older than Frank, arranged for his nephew Jack to work with him. If ever there was a *perfect match* between lawyer and client, this was it! Jack was smart, a quick study, a fast yet thorough worker, had good business sense, spoke frankly and was very practical. This meshed well with Frank who was aggressive, very demanding, often abrupt and curt, and was a financial wizard with a computer-like mind.

Jack told me that although Frank and Sherman wanted to get into the mall business, they had no idea of how to do it. Irwin Blitt, a real estate broker, approached Frank (who he did not know well) about developing a shopping center in St. Joseph, Missouri. Irwin knew that JC Penney had an interest in having a store there. While Irwin had not yet developed a mall himself, he had some good knowledge of the industry.

Irwin had a kind, friendly and soft spoken manner and was smart. He lived in Illinois and attended the University of Illinois where he met his wife, Rita, who was from Kansas City. They moved to KC and Irwin joined his father-in-law, Herman Copaken, in the real estate business. Irwin was later joined by his two brothers-in law, Lew White and Paul Copaken to form the firm of Copaken, White and Blitt (“CWB”).

In those days once you had two department stores signed up to anchor both ends of the mall (the so-called “dumbbell” layout), you were on your way to riches, but without them you couldn’t get anywhere. Irwin’s contact led to a deal with Penney for a store in St. Joe. He later secured a lease with Montgomery Ward for the other end of the mall and the project was off and running. Irwin was not a partner in the development but did all the work on a fee basis. Sherman said that he and Frank “lucked out by accident” when Irwin approached them from out of the blue.

East Hills was the first major deal that Jack, Frank, Sherman and Irwin worked on together. They would continue to do so for decades to come. Frank and Sherman wound down the *schmatta* business and went into big-time real estate where they would flourish (as would CWB). Over the years, Irwin and Jack would develop a very close personal relationship.

Frank and Sherman, together with other members of the MD Investment Group, developed a modestly successful retail project called the “French Market” at the northeast corner of 95<sup>th</sup> and Metcalf in Overland Park, Kansas. It was patterned after “GEM” stores but was open to the general public. See [https://en.wikipedia.org/wiki/G. E. M. Membership Department Stores](https://en.wikipedia.org/wiki/G._E._M._Membership_Department_Stores).

However, Frank’s true goal was to develop a regional mall on the southeast corner of the same intersection. Although Frank was confident in his idea, all of the independent appraisals and studies concluded that a mall would fail on the site. Frank and Sherman contacted the Jones Store Company, which at the time was the most successful local department store in Kansas City but lacked stores in the growing, affluent suburbs. They established a relationship with Jones

(which then had been, or was soon to be acquired by, the Mercantile Stores Company, Inc.). Jones warmed to the idea and agreed to become the major tenant for the north side of the center. Later Sears (which was then a very popular store) came on board for the south side.

Frank and Sherman still needed equity, a construction lender and a permanent (end) lender. They turned to investors in the MD Investment Group to raise the equity. A construction loan could be had but only if they obtained a “take-out loan” from an end lender. That lender turned out to be The Equitable Life Insurance Company, based in New York City, which was an experienced lender in the regional shopping center business.

Equitable’s legal department was headed by Rosairo Grillo, a prominent real estate finance lawyer who Jack remembers well. Grillo gave Jack a stern, but highly valuable, education about financeable leases and the legal structure of malls. While Jack got his feet wet in St. Joe, the Mall planned for was going to be larger and more complex. In doing the legal work on this project, Jack dug in harder than ever and devoted as much of his time as possible to reading whatever sources he could find—treatises, law review articles, shopping center industry periodicals, etc. He particularly recalls reading and re-reading “Friedman on Leases”, “Friedman on Contracts” and a monograph on financeable leases. Jack would always recommend those sources to newly hired real estate lawyers, including me. When the Metcalf South Shopping Center was developed, there were only a handful of lawyers in the entire country who specialized in shopping center work. Jack self-educated himself, and like so many of us, he also learned from lawyers on the other side of the table--particularly from Mr. Grillo who was constantly requiring changes to leases and other documents Jack thought he had carefully drafted to meet the industry’s then stringent financing requirements. Working his way through the project’s thorny legal problems, Jack became an expert in the legal aspects of shopping center development which paved the way for his career going forward.

The arduous work Jack did to learn a new area of the law serves as an outstanding example for today’s young lawyers who want to take full advantage of their own opportunities. As Edison said, genius is 99% perspiration and 1% inspiration.

Wikipedia describes the visioning of Metcalf South Shopping Center as a full-range of stores, restaurants, playgrounds, and parks, where people shop, work, relax, meet, and have fun...attend meetings, inspect scientific or cultural exhibits, and maybe even dance— all this with perfect weather year-round. The grand opening of Metcalf South took place on August 3, 1967, with ceremonies featuring Mayor Duard Enoch of Overland Park and Debbie Bryant, Miss America of 1966 and a Shawnee Mission East graduate. A crowd estimated at nearly 10,000 attended the opening day events. Most of the new stores in Metcalf South Center participated in the official grand opening, while Sears, the south anchor, would open for business in October of 1967. See [https://en.wikipedia.org/wiki/Metcalf\\_South\\_Shopping\\_Center](https://en.wikipedia.org/wiki/Metcalf_South_Shopping_Center). Metcalf South was a giant success with incredible cash flow. During the Christmas season, I recall cars being lined up for blocks just to get into the parking lot.

Next Frank, Sherman, Jack and Irwin (who with others at CWB took the business lead) worked together on developing the Eastland Mall in Bloomington, Illinois, which opened in 1967 [https://en.wikipedia.org/wiki/Eastland\\_Mall\\_\(Bloomington,\\_Illinois\)](https://en.wikipedia.org/wiki/Eastland_Mall_(Bloomington,_Illinois)), and the Indian Springs

Mall in Kansas City, Kansas, which opened in 1971 (see [https://en.wikipedia.org/wiki/Indian\\_Springs\\_Mall](https://en.wikipedia.org/wiki/Indian_Springs_Mall)).

While these centers were being developed, Frank and Sherman branched out on their own. With a local Denver businessman, they developed the two department store-anchored Buckingham Square Shopping Center in Aurora, Colorado (a Denver suburb) which opened in 1971 (see [https://en.wikipedia.org/wiki/The\\_Gardens\\_on\\_Havana](https://en.wikipedia.org/wiki/The_Gardens_on_Havana)). Partnering with Mercantile Department Stores, they developed the two department store-anchored Southwyck Shopping Center in Toledo, Ohio which opened in 1972 (see [https://en.wikipedia.org/wiki/Southwyck\\_Mall](https://en.wikipedia.org/wiki/Southwyck_Mall)),

CWB joined together with MD Investment Group to form Baltimore Realty, which also purchased large tracts of land in Johnson County, Kansas before I-435 was constructed. One of those tracts was sold to Sprint in the late '80s or early '90s on which it constructed the Sprint national headquarters campus.

With all of this going on and with other clients to keep happy, one can only wonder how Jack Fingersh was able to keep up with his workload. Just imagine all that he had to learn on the fly and the documents he actually produced and negotiated in the short time span. Highly intelligent and practical lawyering became Jack's trademark upon which he built a sterling reputation. And mind you, until the '70s, he did it without any right-hand associates. All somewhat unthinkable today.

Jack told me a story about when he was hospitalized for what appeared to be a heart attack, a client had called while he laid on his hospital bed. The client said something like: "Jack I know you're in the hospital and I'm sorry to bother you now, but would you mind answering a legal question for me." Can you believe the *chutzpah* (a well-known, Yiddish word for being brazen, rude or bold without regard for others)? The answer is yes. Welcome to the world of real estate developers.

### **THE FIRM I EXPERIENCED IN 1973**

*Before delving into this, I want to relate one story. Robin and I moved back to Kansas City in 1971. We had lived in Chicago where I attended the University of Chicago Law School. While there we lived in an urban renewal project on Chicago's South Side. Upon coming back home, we decided to treat ourselves and move into the brand new Willow Creek apartments on 99<sup>th</sup> and Wornall. I was then presented with a lease to sign. Knowing nothing about leases but thinking I knew something, I marked up the lease to temper what I believed was harsh one-sided language (which it in fact was). The manager said the lease had been drafted by a lawyer whose name I didn't recognize—Joe Koralchik. Being an arrogant graduate of a top-tier law school, I immediately thought Joe might be a personal injury hack who didn't know anything about leases (I didn't either). To make a long story short, none of my changes were accepted, it was take it or leave it, and of course, we signed the lease.. I was not off to a good start. This story shows the reckless hubris that a young lawyer (me) can have without due regard for a respected, older lawyer he didn't even know.*

When I joined the firm in 1973, it was called Brown, Koralchik, Fingersh and (Myron) Sildon. They constituted all of the partners and in effect had four separate practices which I thought was strange, not knowing much about law firms. I became the 3<sup>rd</sup> associate in the small 7 lawyer operation.

The firm had recently moved from the tired Lathrop Building in downtown Kansas City to their swank, new digs located on the 4<sup>th</sup> floor of the 2480 Pershing Building in Crown Center. The new location had offices for each of the then 6 lawyers, an interior conference room just big enough to squeeze in eight to ten people, a library about the size of a bathroom in our current offices, a tiny reception room with four chairs and a reception desk, and a copy and mail room which was dominated by a Xerox copy machine (which I think didn't have a collator).

Since there was no office for me during my first several months on the job, I was housed temporarily in the small library sitting at a table used by the library filing clerk who came in once or twice a month to update the inserts to our various practice series volumes. My desk was located next to the very narrow path to the men's hall bathroom (there was no bathroom in our office suite). On occasion, some were annoyed and surprised to see me sitting there and had to be careful not to bump into me as they beat their deliberate path to the bathroom.

I was hired to work for Jack Fingersh who had an incredible amount of work and was straining to keep up with his practice. Jack had *two* full-time secretaries—Judy Droskin and Sue Shaver. Judy, a really fast typist, did Jack's general work and Sue worked on the shopping center form leases.

Jack was a very imposing figure. He sat behind a beautiful oval Knoll table desk with an elegant marble credenza behind him. Jack didn't pay much attention to his dress—always wearing dark slacks, a white button down shirt and a non-descript tie. (In fact, on one of his many business trips to New York a lawyer with whom Jack regularly worked asked Jack if he only had one suit.) The first thing Jack would do each morning when settling into his office is loosen his tie and roll up his sleeves. While he gave some dictation to his secretaries, he primarily wrote out his verbiage using a standard number two pencil with an eraser on its end (he later moved up to the larger Magic Rub eraser). A pencil sharpener was at his side and he was always using it for the dozen or so pencils on his desk. He wrote on a standard yellow legal tablet. When he wanted to insert an afterthought in the text that was too difficult to write on the proper page, he would tear out a piece of paper from his tablet, write on it and staple the insert where he wanted it to go in the text. Jack worked very hard, fast and accurately. Generally, he was all business and would bring his lunch to work.

Not only did he not care about clothes, Jack drove a non-descript, 4-door beige Chevy. I recall that when he replaced it with a virtually identical car, he boasted that his new car had an FM radio (his prior car only had an AM radio). Even my tiny Toyota Corolla had an AM/FM radio.

I remember one time Jack invited me to sit in on a meeting with the lawyer for JC Penney in the negotiation of the REA (Reciprocal Easement Agreement) for either Oak Park or Metro North Mall. Jack had little patience for unnecessary changes in documents, and when raised by a lawyer on the other side of the table, Jack would just say wave his hand and say “next”—meaning

let's move on with things. This particular time, Jack got so frustrated with the Penney lawyer, that he put his face on his desk and moaned at the agony of being put through what he regarded as just plain nonsense.

Jack spoke with such authority that you always assumed he was correct. I recall an instance when Jack and I were in New York together negotiating the permanent loan for Bannister Mall with TIAA. In one of the meetings, a legal question arose on which Jack expressed his opinion with absolute certainty. The master had spoken. No one in the meeting challenged his statement. After the meeting ended, he confessed to harboring doubts about his opinion and asked me whether I thought he was right on the law.

To this day, Jack is a connoisseur of cigars—only the best for him. He smoked them throughout the day. He kept the cigars in a beautiful humidor and when lit rested them in a marble ashtray ready to be picked up and puffed at any time. Domestic cigars were not good enough. He ordered them from everywhere—Cuban if he could get them through customs. One time I was in London on business and went to Davidoff, a true epicurean cigar store. After I purchased a few cigars, the salesman asked where I was from. I told him Kansas City. He responded: “Oh yes, that is where Mr. Fingersh lives”. Jack was known around the world.

I was an associate who knew virtually nothing (ok, nothing!). It was with great trepidation that I would return my work to Jack for his review. When he was done there wasn't much left of my effort with most of it erased or crossed out with his brilliance inserted in its stead. I often kept his mark-ups to have guidance for my next assignment. Most days I felt like (and was) a dunce. My highest anxiety was when he called me into his office and closed the door. I knew that was real trouble.

I started out doing minutes for companies that were *years* overdue and a host of small projects. After a while I was assigned the small-tenant mall leases. At this point, Jack represented at least five regional shopping centers. Metcalf South was adding a third level (a story in itself as they literally had to raise the roof to construct the third story expansion). Not long after that, Oak Park Mall began its lease-up stages. For both of these projects, I was “reunited” with Sherman Dreiseszun, whose daughter, Helene, was in my car pool to Shawnee Mission East high school. I use the term “reunited” loosely because during the three years we car pooled, I doubt I said more than a total of 10 words to him.

Jack Gorelik was of the associates who was at the firm when I joined. He was brilliant and worked on a complicated depreciation case with Jack Fingersh. Gorelick was a nice guy but one of the types of whom you ask the time and he'll tell you how to build a watch. His brilliance comes with some quirks. One never knew when Gorelick would come into work or when he would leave. He might show up at 3 pm and stay until midnight or not come in at all. In fact, one night I was so worried about a particular legal issue, I called the firm at 11 pm in the hope that Gorelick was there, which he was. He researched the case law while I waited on the phone. Not bad service. Gorelick was a star student at UMKC Law School often getting A+ in courses. By the time he finished a course, he probably knew more than the professor who taught it. Jack's desk was messy beyond belief. One day I asked if he'd read a memorandum I left on his desk a few days before. He began sifting through the two foot high pile of junk on his desk. As

he reached deeper he found his lunch bag (uneaten) that had been on his desk for several weeks. Jack would have to beg for Gorelick to turn in his time sheets. It was a menial task that Gorelick just couldn't accomplish without harassment and most times, that didn't work. Sometime in the late '70s or early '80s, Jack left to run his father's pawn shop in Kansas City, Kansas. What a waste of great brain power. He has since passed away.

The technology we used then would be unimaginable to a young lawyer today. A few of the secretaries had cutting edge IBM "mag" card typewriters. These had a memory that held about 2 ½ pages. Not very handy for long legal documents. So the secretaries had to type everything from scratch and use whiteout to correct a document. I mentioned Judy Droskin above, one of Jack's secretaries. She was a super-fast and accurate typist—I'd guess 120 words per minute or more. Her head would bob and weave as she typed. Yet as she furiously punched on her keyboard, she was able to find spelling mistakes when typing words I had handwritten and correct grammatical errors in my dictation.

*I digress to tell one other story. Judd Putsch who owned well-known, popular cafeterias throughout the Kansas City area came to the office to see me one day to talk about his lease at Metro North. He was a very nice, elderly gentleman. When he walked in the door, he looked at the receptionist, Patty Gillespie who was new on the job, and said "Bill Carr" meaning that he came in to see me. She said "nice to meet you". He said "I'm not Bill Carr. I'm Judd Putsch and I'm here to see him."*

Since there was no word processing back then, changes to form documents had to be made by a secretary typing interlineations in the page margins or by adding a rider. After a year or two at the firm, I was probably handling 40-50 form shopping center leases at one time. The secretarial work was excruciating as was proofreading. In the late '70s the firm purchased what I think was called the Wang VS, a basic word processor that we were able to put leases on and make changes in the text without the interlineations we made previously. It was also used heavily for other long documents like wills and trusts. It had its own dedicated printer which printed perforated pages that had to be torn apart one by one. The Wang would look primitive to you today but then it was a miracle.

I recall that we purchased a telecopier (today called a fax machine) in the '70s which was housed in our small library. I believe we were one of the first law firms in Kansas City to get one. To say it was slow would be an understatement. One page took five minutes to send or receive and it printed on waxy paper. It wasn't practical to use for documents of any length. Just the long distance charges alone—which were then substantial—would eat up all your money.

Talk about computing power. The best calculator in the office was Myron Sildon's hand held Bowmar Brain which cost about \$200 in the early '70s. See <https://www.educalc.net/page/1904485/>. Its calculating power is far less than what now comes standard on an iPhone.

We kept time by hand on sheets of paper which allotted a few inches for each entry (client-description of services—date). Those entries could be separated by using scissors to cut them off from the larger paper. Jack Fingersh kept a small filing box under his credenza containing the

cut off entries filed by client and matters. Each month he would go through them and dictate his bills.

Legal fees were then a pittance of what they are now. When I started my rate to our largest clients was \$25 per hour and Jack's was only \$40. Then again, my salary when I began was a paltry \$13,500 per year. While I wasn't making much money, it didn't really bother me. I was exposed to so many interesting clients and challenging, important work I felt that, in addition to compensation, I was also getting in return a fantastic education, which turned out to be the case.

### **LARGER AND MORE PROJECTS—THE HIRING OF ADDITIONAL LAWYERS AND LEGAL SPECIALIZATION**

During the '70s, the malls grew larger with more department stores as anchors.

Frank and Sherman and CWB collaborated to develop the very successful, super-regional Oak Park Mall in Overland Park, Kansas, a mall which has four department stores and now contains over 1,600,000 square feet. See [https://en.wikipedia.org/wiki/Oak\\_Park\\_Mall](https://en.wikipedia.org/wiki/Oak_Park_Mall). Many questioned why Frank and Sherman would make an investment in such a large mall that was only three miles from the then thriving Metcalf South. The answer was—if they didn't build it, someone else would. Oak Park did have the long-run effect of cannibalizing Metcalf South and shorted its economic life. Both the French Market property (which later became a K-Mart) and a nearly empty Metcalf South were sold to Stan Kroenke in 2014.

CWB and the MD Investment Group also developed the Hickory Point Mall in Forsyth, Illinois, which opened in 1977. See [https://en.wikipedia.org/wiki/Hickory\\_Point\\_Mall](https://en.wikipedia.org/wiki/Hickory_Point_Mall).

CWB branched out on its own and developed the super-regional Rockaway Town Square in Rockaway New Jersey, which opened in 1977 and ultimately grew to four departments stores and over 1,200,000 square feet. See [https://en.wikipedia.org/wiki/Rockaway\\_Townsquare](https://en.wikipedia.org/wiki/Rockaway_Townsquare). They also developed the super-regional four department store Bannister Mall. See [https://en.wikipedia.org/wiki/Bannister\\_Mall](https://en.wikipedia.org/wiki/Bannister_Mall). Both projects started off strongly but suffered over time. Rockaway is still in operation, but Bannister was demolished in 2009 to make way for the Cerner (now Oracle) office development on the site.

Irwin believed that the aesthetics of his malls, particularly design and art, were important to their success. His wife, Rita, is a prolific artist whose paintings and sculptures are known for their organic lines and shapes inspired by nature, music and dance. Our office has at least two of her paintings and sculptures. I too have one of her paintings in my house. Her work graced Oak Park, Rockaway and Bannister Malls. Wikipedia describes her artistry at the opening of Rockaway as follows: “.....the mall contained five large sculptures by Rita Blitt. Most were located on the first floor and reached up through openings to the second; a 20-foot (6.1 m) long stainless steel and brass American flag hung from the ceiling. The silhouette of one of these sculptures, the yellow Stablitt 55, became the mall's original logo. Although the other sculptures have been removed, Stablitt 55 still stands outside the mall, on the corner near the three-store strip at the entrance off the main road.” See <https://ritablitt.com/>.

Frank and Sherman also branched out further and developed with Mercantile Department Stores the super-regional Metro North Mall in Kansas City which opened in 1976 and the super-regional Westminster Mall in Westminster, Colorado (a suburb of Denver). Westminster was opened in 1977 with only one department store but was later expanded in the mid-'80s to include six department stores. They also developed with Mercantile Stores the one department store Crestview Hills Mall in Crestview Hills, Kentucky (outside of Cincinnati) that was never able to attract another department store and was converted into an outdoor shopping by another developer with whom they became partners. See [https://en.wikipedia.org/wiki/Metro\\_North\\_Mall](https://en.wikipedia.org/wiki/Metro_North_Mall) and [https://en.wikipedia.org/wiki/Westminster\\_Mall\\_\(Colorado\)](https://en.wikipedia.org/wiki/Westminster_Mall_(Colorado)).

Although Frank and Sherman were by this time quite wealthy, they kept the same offices that Vic-Gene had occupied at 1000 Broadway which was across the street from the historic Coates House Hotel. To get to their office, you had to take a freight elevator. The offices and furnishings were spartan to say the least. There were two desks, one for Frank and one for Sherman, atop which rested old-fashioned black rotary phones. There were no receptionists, secretaries or other employees. When I called the office wanting to talk with Sherman and Frank answered, he would just yell out "Sherman" and he would pick up the phone.

Jack tells the story that one day after he had represented them for several years he came to their office and noticed several piles of papers stacked in the corner. He asked what the papers were and why they weren't filed. Frank and Sherman said those were the papers and other documents Jack sent them over the years. They didn't know what to do with them so they just stacked them up. Without a staff, we prepared a lot of their correspondence from our office.

The Coates House burned down in 1978 and Frank realizing that 1000 Broadway was too old to be safe insisted that they move out of their office and into the suburbs closer to their homes, which they did. See [https://en.wikipedia.org/wiki/Coates\\_House\\_Hotel](https://en.wikipedia.org/wiki/Coates_House_Hotel).

In 1976, Joel Resnick, an executive at what was then called American Multi-Cinema (later AMC theatres) came over to see Jack, who knew him from a deal they did together at Indian Springs Shopping Center. He explained to Jack that their long-time attorney didn't have the time to keep up with the leasing demands of AMC's growth. He asked if Jack could help cover the excess. Jack accepted but had no time to do the work. He did the first deal and I "second chaired" him learning on the job. The next deal Jack turned over to me but, of course, I consulted him frequently. After that, I spent much of the next 25-30 years doing AMC work domestically and internationally, which at one time kept at least a dozen lawyers at a time busy.

As the '70s reached their mid-point, Jack had garnered a stable of top-flight clients and was making a very good living from his practice. Jack and Pella lived in a beautiful house and she, being an exceptional cook, often entertained. About this time, Pella had a party for Jack at their house to celebrate Jack's 45<sup>th</sup> or 50<sup>th</sup> birthday. Many of Jack's clients and friends were invited as well. I was privileged to be there too. Marvin Fremerman, Jack's high school buddy and then close friend, who was a bit of a prankster pulled one off that night. A few days before the party,

Marvin taped phone calls he had with several of Jack's clients unbeknownst to them. Each of these clients then paid tens of thousands of dollars in legal fees to Jack per year. Marv's calls went something like this: "Hi (*the client*), this is Marv Fremerman. Jack is having a big birthday and Pella is hosting a party for him. I thought it would be nice if his clients would show their appreciation by giving Jack and Pella an all-expense paid vacation to Mona Kea", which was and still is a 5-star hotel on the Big Island of Hawaii. The client, asks "how much are you thinking about?" Marvin replies "Well it's an expensive trip, probably \$50,000 to \$60,000 so we need at least \$5,000 from each client I'm calling. The client, being startled at the request, replies: "Do you have something cheaper?" Marvin played five or ten of those calls that night. It may not sound funny as I've written it, but it was absolutely hysterical then.

The seventies were the beginning of what I'd call the "modern firm". How Jack was able to keep up with his practice, I had no idea. I think I was his first full-time associate dedicated to real estate. As Jack's practice grew and the shopping center development ballooned, Jack realized that he needed more trained and experienced help.

A few years after I started, Jack received a call from Bob Fisher, a talented young lawyer he knew. Bob explained that he had kept in touch with RJ Campbell, an undergraduate classmate of Bob's at Notre Dame. RJ had graduated from Harvard Law School and was then working at the Justice Department in the US Strike Force Against Organized Crime. RJ wanted to relocate and Bob brought him to KC to interview with his law firm—Smith Gill. Things didn't work out there so Bob was wondering whether Jack would be interested in interviewing RJ. Jack and RJ hit in off right from the outset, and RJ was hired to be the first full-time litigator, over the objections of Jack Brown and Joe Koralchik who were worried that there wouldn't be enough work for RJ to justify his salary. But as matters turned out, RJ immediately became involved in a big roof case at Southwyck and a host of other matters. Of course, RJ went on to become a highly respected litigator. He litigated the Kansas precedent-setting zoning case, Donald Golden vs. The City of Overland Park, Kansas. See <https://law.justia.com/cases/kansas/supreme-court/1978/48-793-1.html>. Among his other accomplishments, he served as part of an outstanding litigation team that defended Frank, Sherman and others many years later when they were indicted on a tenuous "bid rigging case". After millions of dollars were spent on the case, the government folded its weak hand settling for payment of a fine and a plea to some misdemeanors. See <https://www.bizjournals.com/kansascity/stories/1996/07/15/story4.html> and <https://casetext.com/case/us-v-ozar>

A short time later, Peter Brown who had grown up in St. Louis and graduated from Wash U Law School, decided to leave the Estate and Trusts Division of the IRS and came into the office looking for a job. He had tremendous presence, was great with clients and was hired to head up the tax practice. He built up strong relationships with Morgan, Dreiseszun and the CWB partners. Peter left the firm in 1985 or 1986, and, as many of you know, he became one of the foremost estate planning lawyers in Kansas City.

I was deluged with work, particularly the shopping center leases which were nearly impossible to keep up since I was negotiating in various stages, in addition to my other work, somewhere between 40-50 leases at a time. I needed help and one fine spring day, Pete DiGiovanni, about to graduate from KU law school, came into interview. He impressed me and, with Jack's approval,

I quickly hired him. Pete was (is) a fast learner who clients loved. Indeed, Pete was so talented that he quickly developed his own following and, as we all know, became one of the premier real estate lawyers in the region.

Howard Abramson, another Harvard graduate whose father was the manager of East Hills Shopping Center, was a practicing real estate lawyer in Dallas. Jack recruited him for more complex work but after a few years Howard ultimately went back to Dallas where his wife was more comfortable.

A few years after that, RJ hired a fresh, young graduate from KU law school, Jim Davis, to help him. Jim became a very good and well-liked lawyer. Later Jim was appointed to be a judge on the District Court in Johnson County, Kansas, where he served on the bench with distinction for 26 years. Sadly, Jim passed away a few years ago.

In 1979, two new associates were hired--John Hickey from KU and Charlie Miller from MU (Charlie had clerked for the firm the previous summer), both of whom had outstanding careers at the firm.

And presto!—the seeds had been sown for a group of lawyers who would spend their entire legal careers practicing together.

I recall that our physical premises, which originally only had offices for six lawyers in 1973 office, were expanded three times before our lease expired in 1983.

We were all so busy it was ridiculous. No one really paid any attention to getting new business. Marketing which today is a must for law firms was frowned upon. The challenge was to do the work we had. Many of us had a constant backlog of 3-4 weeks of work. We worked very hard. Our hours were long—not because we'd show up to impress our colleagues—but because it was necessary to keep up.

In 1978 we held a 30<sup>th</sup> anniversary celebration at our Crown Center offices. Our invitation was in the form of a newspaper with a picture of our lawyers beneath the headline "*You call. We stall. You pay. That's all!*" It was humorous but true. We had so much work it couldn't be turned around within the clients' largely unreasonable expectations. I used to say that Sherman Dreiseszun had a dry cleaners mentality—if he gave you work by 9:00 am on a given day he would expect the work completed by 5:00 pm the same day.

Nearly everyone came in the office on Saturday morning and sometimes stayed all day. You were conspicuous by your absence. Many of us worked at home at night and on Sundays as well.

This was back in the day when clients actually came to your office, sometimes even for short chats. Frank and Sherman came in nearly every Saturday morning for a short meeting with Jack to whom they often gave new deals to start the next week off.

It wasn't all drudgery. While Saturday mornings allowed us to catch up on work, as importantly, it gave us time to talk to each other, which was often just shooting the bull. From time to time on

late Friday afternoon, Jack would pull out his Wild Turkey whiskey and we'd drink, smoke a cigar and just have a good time.

Being a small firm, our lawyers were a close-knit group who 'often socialized together outside of the office. The relationships between our lawyers and major clients was also very close because their high volume of work required that we stay in constant contact.

## EPILOGUE

The '70s saw huge growth and the '80s would spawn even more. We were constantly in touch with recruiters to find additional experienced, high quality lawyers. Among the formidable lawyers we were able to hire were: Howard Potts, a UMKC graduate, who was even then a legend at the IRS, Alan Keith, a Duke law graduate, who was practicing high level secured real estate lending in Pittsburgh and Tony Luppino, a Stanford law graduate, who was a bright, young tax lawyer at a large firm in Boston. At one time in the '80s I think we had forty-six lawyers of whom only seven were partners (many of those associates went on to become partners). That was incredible leverage in a town like Kansas City (more like New York). During the '70s we developed three departments—real estate, tax, and litigation. In the mid to early '80s we established a corporate department and hired Bob Monroe, a partner at Shughart Thompson, to handle our burgeoning corporate practice, particularly the robust banking business of Frank Morgan. (Bob later moved to Stinson which had a large banking practice). Today, as then, we still have the same four departments.

Fifty to sixty years later, we still represent the Morgans and the Dreiseszuns (MD Management), CWB (in a sense via its "successor" Copaken Brooks) and AMC. This ability to retain key clients on a generational basis serves as a tribute to the teamwork approach built in the firm's early days which eschewed the siloing of clients.

Irwin Blitt, whose first mall was East Hills, went on to hugely successful career and became nationally recognized as one of the founders of the shopping mall industry. Irwin and Frank, through their largess and dedication, also spearheaded the development of the Jewish Community Campus in Overland Park, Kansas, which contains the "J".

Frank and Sherman were listed in the 1985 edition of the *Forbes 400* wealthiest persons in the United States with each having a net worth of \$150 million dollars. They still lived very modestly, driving leased Chevrolets. Jack always said that the money was only a way for Frank and Sherman to keep score.

In addition to the real estate business, Frank aggressively built a banking empire to rival Commerce and United Missouri, which were founded in the early days of Kansas City. Frank was not exactly a recluse, but shunned publicity and didn't like appearing in public. Yet he became a titan in the Kansas City business community. While his business acumen, development and banking success were well known, not many people knew what Frank actually looked like. His privacy was shattered in 1990 when the Kansas City Star ran a series of feature articles on its front page entitled "Frank's Town" for which the Star was awarded the Gerald Loeb Award for Medium Size Newspapers (administered by the Anderson School of Business at UCLA).

“Frank’s Town” is a fascinating read which I highly recommend. It is available in the archives of the Kansas City Star which are in the Kansas City Public Library and can be obtained on-line if you have a Library membership.

In 1989 the firm merged with Lewis and Rice to form Lewis, Rice and Fingersh. Keeping “Fingersh” in the name after the merger was of key importance to preserve our Kansas City presence and reputation locally for outstanding lawyering. In 2015, the firm name was changed to Lewis Rice at the request of our St. Louis office.

The firm’s growth throughout the ‘70s, ‘80s and ‘90s, would not have happened without the outstanding leadership, excellent lawyering, wonderful reputation and business generation of Jack Fingersh. He was the driving force of the firm. Importantly, he provided indispensable education and opportunities for many of our lawyers which became the foundation for their own practice, including mine. The lawyers who trained under Jack went on to train other lawyers who later came to the firm.

In 2009 when I received the Baron of the Boardroom honor from the KCMBA I was asked to name my mentor and I instantly said Jack. In the *KC Counselor* I am quoted as saying: “Jack Fingersh was a terrific lawyer who brought intelligence and pragmatism to his practice. Since his knowledge overwhelmed mine, I was always learning (sometimes with trepidation). He was rigorous and held me to his high standards (which in the early days I probably didn’t measure up to). I am the better for it.” So true!

