

Leadership Profiles

Insights from Legal & Compliance Thought Leaders



Featuring Ed Nekritz



*Former CLO and GC
Prologis, Inc.*

*Former Attorney
Mayer Brown*

*BarkerGilmore Strategic
Advisor and Leadership
Development Coach*

*"It's easy to lead
when things are
going well. The
real test comes
when everything
is on the line."*

You have had a distinguished legal career, particularly in the Real Estate Investment Trust (REIT) industry with Prologis. What initially drew you to law? And how did your early experiences influence your business-minded approach to legal leadership?

My father was a lawyer in the real estate world for many years, so I was naturally drawn to real estate. I started my career at Mayer Brown as a corporate lawyer, working on M&A, corporate transactions, financings, and so on. A couple of years later, when the markets shifted, I transitioned into the real estate group because I thought there was more opportunity to be closer to the business side.

In my last couple of years at Mayer Brown, I worked almost exclusively for the company that would become Prologis, along with its sister companies. I had a strong relationship with the team there, and in 1995, they were looking for their first lawyer to join the company. I said I was more interested in the business of real estate.

I ended up joining Prologis—not as General Counsel—but with an understanding I worked out with the CEO that I would join as a Vice President and bring my legal background to the table. If there was a time when the company needed a General Counsel of its own (they already had one through its parent company at the time) and I had become immersed in the business, we would transition my role to General Counsel. It was important to me that I wouldn't be regarded only as "the lawyer." The idea was to make the relationship a true partnership.

Two and a half years in, the CEO came over to my desk and said, "Okay, you're immersed in the business. We really need our own General Counsel. Let's do it." That's how I became General Counsel. I was always primarily focused on, again, taking my legal background and applying it directly to the business.

SPONSORED BY

 **BarkerGilmore**
Elevating In-House Legal & Compliance

Continued...

LEADERSHIP PROFILES: Interview with Ed Nekritz

You've helped guide Prologis through complex mergers, acquisitions, and integrations. What are some of the most valuable lessons you've learned in navigating high-stakes corporate transactions?

First and foremost, it's important to stay calm. High-stakes M&A transactions are often high-pressure environments, and the Chief Legal Officer is expected to have his or her hand on the pulse of every aspect of the transaction, especially if running the deal. You must project stability and help others stay focused.

Every deal is different, and it's important not to get too tied to a checklist. Use best practices and playbooks as a guide, but don't be wedded to "how we did it last time." That's not always the correct answer for the company or the business. Things may not go as planned, and an effective Chief Legal Officer has the ability to quickly adapt to changing circumstances.

Another lesson is to fully understand the strategic objectives (both short and long term) for any potential transaction. That clarity gives the Chief Legal Officer and the legal team, which is partnering closely with the business, a sense of what's truly important and is critical to negotiating and structuring the deal.

Having been involved primarily on the buy side, I've learned how important it is to have all the right players on the team from an integration perspective. Integration starts when the transaction starts, not when it closes. Day one post-close isn't just about flipping the lights on. It's about ensuring new team members understand what's happening, feel supported, and are aligned on how to take the new business forward.

Integrating customers was just as essential for us. In our case, the customer had a new landlord, and we wanted to make sure we introduced our Prologis customer-centric mindset to every customer on day one. Overall, having the right integration strategy and approach can result in significant efficiencies and help ensure the success of an M&A transaction.

Another thing I would say to anyone in the Chief Legal Officer/General Counsel role who may be leading a transaction is that communication is key (it sounds trite, but it's true). The more you keep all the right people involved, including your CEO, board, and business partners who may not be directly engaged but have a real stake in the outcome, the better. Avoiding surprises is key. Every deal has its ups and downs, and a true leader must be able to deliver bad news just as effectively as good news.

Risk management and corporate governance have been key focus areas in your career. How do you balance risk with business opportunity in a rapidly evolving environment?

To be an effective Chief Legal Officer, you must recognize that growth requires taking risks. You don't want the legal department—or the Chief Legal Officer—to be where transactions or growth go to die. You can be an enabler by understanding that risk is part of growth. You will make mistakes; risk is always a gray area, rarely black and white.

The balance lies not in avoiding risk, but in understanding, mitigating, and navigating it. A strong legal leader helps the business quantify risks, prioritize them, and move forward with clarity and purpose. As the Chief Legal Officer, you will undoubtedly be in situations where you will make unpopular decisions. That is part of the role as a trusted advisor to the board, the CEO, the enterprise, and all stakeholders.

Continued...

SPONSORED BY

 **Barker Gilmore**
Elevating In-House Legal & Compliance

LEADERSHIP PROFILES: Interview with Ed Nekritz

The best way to manage risk is to deeply understand it and to make sure other decision-makers understand it, too. An effective Chief Legal Officer helps others differentiate between real and theoretical risks and determine what's worth accepting or addressing. In a growth-focused organization, taking calculated risks is critical.

From a governance perspective, if you want to be at the leading edge, you're constantly balancing the interests of public shareholders, private shareholders, employees, vendors, customers, communities, and more. Everyone has a different view of what good governance looks like. It's up to the governance leader to establish a clear framework for what works for your company.

At Prologis, our corporate ethos was encapsulated in the acronym I.M.P.A.C.T.: Integrity, Mentorship, Passion, Accountability, Courage, and Teamwork. We created it after our 2011 merger, and Integrity was intentionally placed at the top. Any strong governance mindset begins with integrity in everything you do.

What led you to become an advisor with BarkerGilmore, and how do you approach coaching senior legal and compliance leaders today?

After decades as a legal and business leader, joining BarkerGilmore felt like a natural evolution. It allows me to share hard-earned lessons and support the next generation of legal and compliance executives.

I approach coaching with a focus on strategic leadership: helping GCs and CCOs navigate complexity, build high-performing teams, and align the legal function with business goals. Whether advising sitting executives, preparing high-potential successors, or onboarding new leaders, I tailor my guidance to meet them where they are and help foster their continued growth.

You've mentioned the importance of learning from failure. Can you share a professional challenge or setback that shaped your leadership philosophy?

In 2007, Prologis was widely seen as the most successful real estate company in the world. But by 2008, during the global financial crisis, we were significantly over-leveraged, and the bottom fell out. Within 10 months, we lost 99.5% of our value.

We had to make significant leadership changes, including at the CEO level. When you lose that kind of value, it's a failure in many respects. The board asked a group of us to stay and try to right the ship. Over the next 12 to 24 months, we did everything possible to rebuild the company.

We even brought in bankruptcy lawyers at one point, but we were determined not to let the company fail. There was still so much good in the business, but clearly, we had allowed things to deteriorate too far. We had to lay off 35% of our workforce, halt all construction, and stop paying dividends. It was a brutal period.

But I learned from that failure that leadership truly matters most in times of crisis. It's easy to lead when things are going well. The real test comes when everything is on the line. In those moments, I found that being an empathetic leader and recognizing the human impact of the tough decisions was just as important as making the right strategic calls.

We worked tirelessly to rebuild our reputation, restore our brand, and build a better company. That effort ultimately led to our transformational merger with AMB, the largest merger at the time in the real estate industry, and created the new Prologis. We were essentially a start-up with \$40 billion in assets under management and a new team drawn from the two legacy companies. Since the merger, we have grown into a truly global organization with a fortress-like balance sheet, exceptional talent, and a trusted brand that plays an integral role in the world's supply chain.

Continued...

SPONSORED BY



LEADERSHIP PROFILES: Interview with Ed Nekritz

What personal interests or passions continue to drive and inspire you outside of your legal and advisory work?

I've long been committed to philanthropy. Since 2011, I've served on the Executive Committee of Junior Achievement, which helps ensure that young people, especially from lower-income communities, have the tools and knowledge to pursue entrepreneurship, workplace readiness, and financial literacy.

I also chaired the Board of the Jewish Community Center of Denver. The organization was coming out of a significant financial crisis, and I joined the board in 2018 and became Chair in 2019. I stepped in as the volunteer interim CEO for a year when we needed to make a leadership change and create a new vision for the organization. I remain deeply passionate about that organization and continue to serve on the board.

When my kids were younger, I coached my son's baseball and basketball teams, and I was an enthusiastic supporter at my daughter's theater events.

Personally, I try to stay active, play basketball when I can, and enjoy hiking, biking, and skiing in the Colorado mountains.

And my wife and I enjoy travelling. With our two kids now living and working in New York City, we enjoy spending quality time with them in the Big Apple.

ED NEKRITZ BIOGRAPHY

Ed Nekritz serves as a Strategic Advisor & Executive Coach at BarkerGilmore, leveraging over 30 years of global business and legal expertise. As the former Chief Legal Officer and General Counsel of Prologis, an S&P 100 company, Ed was instrumental in driving strategic growth and expanding the company's global presence in logistics real estate, managing \$207 billion in assets across the Americas, Europe, and Asia. His leadership encompassed real estate, private equity, fund formation, government affairs, risk management, organizational strategy, and board governance, providing trusted counsel to the CEO and board.

Ed joined Prologis in 1995 and, in 1998, was appointed its first Chief Legal Officer and General Counsel. Over more than two decades, he built and led a business-focused team of 100+ professionals across legal, compliance, ESG, government affairs, risk management, investment services, and strategic capital. His leadership was instrumental during the 2008 global financial crisis, when he guided Prologis through critical restructuring efforts that ultimately enabled the landmark 2011 AMB-Prologis merger. Over his career, Ed has been at the center of numerous high-stakes mergers, IPOs, and fund formations, blending legal insight with business strategy. Prior to Prologis, Ed practiced corporate law at Mayer Brown, specializing in real estate and capital markets.

Ed currently serves on the board of the Jewish Community Center of Denver, where he completed five years as Board Chair and also served as interim CEO, and as an Executive Committee member of Junior Achievement Rocky Mountain. His community leadership earned him the 2024 JCC Hineni Community Award and the 2024–2025 Junior Achievement National Gold Leadership Award. He previously served on the board of Fibra Prologis, the largest publicly traded FIBRA on the Mexican Bolsa, for 11 years, and on the board of Fibra Terrafina, where he was appointed last year.

Ed holds a J.D. from the University of Chicago Law School and an A.B. with honors in Government from Harvard. His expertise spans executive search, leadership development, organizational strategy, and succession management, with deep industry knowledge in real estate and private equity.

SPONSORED BY

 BarkerGilmore
Elevating In-House Legal & Compliance