Brooke Roxburgh
Director
Stein Scop Attorneys

What makes a great DealMaker? What qualities separate a good adviser from an exceptional dealmaker, and which of those qualities cannot be taught?

The human behind the deal

Every commercial attorney begins their career by learning the same fundamental skills. They study the law, identify risks in dealmaking, draft contracts, navigate complex transactions and disputes, and develop the technical skills to give sound legal advice to their clients. These qualities are essential and are the foundation upon which a good and competent adviser's career is built. But competence is not the same as excellence.

Technical ability can, to a large extent, be taught, developed and strengthened throughout one's professional career, through practice, experience, exposure to transactions, and a willingness to learn. Although these skills are indispensable, it is not what distinguishes a good legal adviser from an exceptional dealmaking attorney.

So, what makes an exceptional attorney? Any attorney can facilitate a transaction – the distinction lies not in technical ability alone, but in the ability to combine one's technical ability and legal expertise with human understanding, strategic thinking, commercial judgment and resilience to help clients achieve desired outcomes. These qualities do not exist in a vacuum, they are interdependent. While almost every skill can be improved, these qualities are rooted in personality, mindset and character. They can certainly be refined through practice and experience, but they cannot be taught from scratch. They arise from character, values, self-awareness, and the willingness to learn from both success and failure. The most accomplished attorneys distinguish themselves not simply by what they know, but by how they think, how they behave, and how they approach and shape transactions beyond the four corners of a contract.

Human understanding

Contracts do not negotiate deals; people do, and behind every deal term sheet is a client. A client protecting his/her life's work, a client under pressure to deliver specific outcomes to stakeholders, or a client balancing an opportunity against a risk. Exceptional dealmakers aspire to understand their clients, and their clients' businesses and industries. It's important to understand the client's commercial objective, motivations and definition of a successful deal.

Ultimately, a transaction is built on human relationships, and humans are driven by emotions as much as logic. An attorney must know how to build trust, manage conflict, read a negotiation, appreciate the emotional dimensions of that negotiation, and be able to communicate difficult advice, all whilst maintaining the client's commercial objective. This often determines whether negotiations progress or collapse.

Trust is earned through consistency, honesty, discretion, and an unwavering commitment to solving problems rather than creating them. Over time, this reputation becomes one of an attorney's greatest competitive advantages.

Strategic thinking

A legal adviser will interpret the law, while a dealmaker will interpret people. They combine judgment and trust to find a solution where everyone else sees an obstacle. This involves strategic thinking. Great dealmakers see patterns that others miss. They anticipate obstacles before negotiations reach an impasse, and prepare creative alternatives that keep discussions moving. Rather than focusing exclusively on legal positions, they think several moves ahead. They don't just know the law, they make the deal happen.

Complex transactions inevitably encounter moments of uncertainty. Exceptional dealmakers remain composed when negotiations become difficult. Their calm reassures clients, encourages constructive dialogue, and allows rational decisions to prevail over emotion.

Commercial judgment

Commercial judgment is understanding that the best technically legal solution may not always be the commercially sensible solution. It is the ability to distinguish between technical ability and practical success that sets the dealmakers apart. Every transaction involves balancing commercial realities, human relationships and dynamics, and competing interests. An attorney's role is not to eliminate all risk and draft the perfect agreement, but to help clients make informed decisions about acceptable risk.

In negotiations, an exceptional attorney knows when a point of principle is worth defending, and when to concede. In order to make this distinction and successfully negotiate a transaction, it is fundamental to understand the other party's perspective. Preserving the trust and relationship between contracting parties can be more valuable than winning a drafting debate.

Judgment cannot be reduced to a checklist or the precedent of an agreement. It is the ability to make sound decisions when the answer is uncertain, when competing interests must be balanced, and when experience must fill the gaps left by the law. It is developed over years of making difficult decisions, accepting responsibility, learning from mistakes and earning the confidence of clients, but it can never be entirely taught.

Resilience

Every experienced dealmaking attorney has faced transactions that collapsed after months of work. Exceptional attorneys recover quickly, maintain perspective, and approach the next transaction with renewed focus rather than cynicism.

Technical ability may win individual instructions, but sustained success is built on a reputation for honesty, fairness and ethical judgment.

One of the greatest misconceptions is that exceptional dealmakers are born with extraordinary talent. In reality, most have spent years observing negotiations, learning from mentors, reflecting on mistakes, and developing commercial instincts through repeated exposure to increasingly complex transactions.

The most exceptional dealmakers never stop learning. They recognise that their ultimate purpose is not to produce documents, but to help clients achieve outcomes that advance their businesses and strengthen long-term relationships.

In the end, clients do not remember the attorney who drafted the perfect agreement – they remember the attorney who made the deal possible.