



CBAI Presents

# Seminar for the Community Bank Attorney

**Provides attorneys with up-to-the-minute information:**

- State laws and court cases impacting community banks
- Recent developments in the trust arena
- Ag lending, workouts, and bankruptcies
- Raising capital
- Representing a secured lender
- And more!

**(CBAI has been approved for 5.5 hours of Minimum Continuing Legal Education (MCLE) credit).**

**November 2, 2012  
Hilton Garden Inn  
Springfield**

# Course Introduction

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To help community bank attorneys obtain the latest information regarding the myriad of legislative, legal, and regulatory mandates facing community banks, as well as to meet the Supreme Court of Illinois-ordered requirements for Minimum Continuing Legal Education (MCLE), CBAI developed this comprehensive one-day education session entitled, "Seminar for the Community Bank Attorney." This seminar utilizes the expertise of a number of attorneys who specialize in banking law and related topics.

It provides an update on the following topics:

- state laws and court cases impacting community banks;
- recent developments in the trust arena;
- ag lending, workouts, and bankruptcies;
- raising capital;
- representing a secured lender; and
- more!

**CBAI has been approved for 5.5 hours of MCLE credit.** Any attorney who sits on a community bank board of directors, acts as legal counsel to a community bank, or has an interest in these topics would benefit from attending.

## Topics & Speakers

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**8:30 - 9 a.m.**

**Registration & Continental Breakfast**

**9 - 10:30 a.m.**

**"Recent State Legislation and Case Law Affecting Financial Institutions"**

*Jerry Cavanaugh, CBAI, Springfield*

This session examines new Illinois laws that became effective in 2012 or that are set to become effective in 2013. The legislative recap also cites some proposals that were not enacted this year but are expected to resurface in November's Veto Session or in the Spring Session of 2013. In addition, recent Illinois and federal court decisions affecting Illinois financial institutions are explored.

**Jerry Cavanaugh** joined CBAI in 1999 after serving as legal counsel for 13 years at the Illinois Office of Banks and Real Estate. He drafts and analyzes legislation, and assists in CBAI legislative lobbying efforts. His "Legal Link" column in each issue of CBAI's *Banknotes* magazine provides information on recent regulatory changes and litigation relevant to financial institutions. He received his B.S. degree from Illinois State University, Normal, and his J.D. from the School of Law at Southern Illinois University in Carbondale.

**10:30 - 10:45 a.m.**

**Break**

**10:45 - 11:45 a.m.**

**"Recent Developments in the Trust Arena"**

*Cal Bellamy & Nicholas Chulos*

*Krieg DeVault LLP, Schererville, IN*

Topics to be discussed at this session include recent developments affecting traditional drafting techniques and issues with trust agreements, family settlement agreements, decanting (including the new Illinois statute) and Schedule A solutions for trust agreements. This session also provides useful information regarding current general issues facing bank trust departments, as well as an update on recent Illinois cases related to the trust area.

**Cal Bellamy** is an attorney and partner with the law firm of Krieg DeVault LLP. Cal started his banking career at BMO Harris Bank and is a former trust officer and the former chairman and CEO of Bank Calumet, which was acquired by First Midwest Bank. He is a frequent speaker on wills, trusts, and estates. He also has written numerous articles on constitutional law, business succession planning, and banking issues. Cal received a bachelor of arts degree with highest distinction from Indiana University, Bloomington, and his law degree, cum laude, from the University of Michigan Law School, Ann Arbor where he was inducted into the Order of the Coif.

# Topics & Speakers (cont'd)

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**Nick Chulos** is an attorney and partner with the law firm of Krieg DeVault LLP. He devotes his practice primarily to the representation of financial institutions in virtually every facet of corporate, banking and regulatory matters. He also has represented trust departments and trust companies in a number of routine and complex situations, as well as in purchases and sales of trust operations. Chulos received a bachelor of science degree from Elmhurst College with honors and his law degree from Washington University School of Law (St. Louis) where he was an associate editor of the *Journal of Law and Policy*.

**11:45 a.m. - 12:45 p.m.**

**Lunch**

**12:45 - 1:45 p.m.**

**“Ag Lending, Workouts, and Bankruptcies in 2012”**

*Timothy Howard*

*Howard & Howard, Peoria, IL*

Secured lending to farmers and livestock producers presents unique legal and practical issues relating to mortgages, agricultural security interests under the UCC, governmental programs for farmers and ranchers, workouts, and bankruptcies. This presentation addresses these issues through a review of recent case law and examples of loan document problems. The program emphasizes workout and bankruptcy strategies and other remedies for the secured agricultural lender.

**Timothy J. Howard** concentrates on commercial and agricultural banking and litigation, bankruptcy, loan reorganizations, and workouts. As a litigator and workout attorney, Howard has spent more than 30 years practicing in both federal and state courts representing lenders and financial institutions in banking, commercial law, and foreclosure matters. He has successfully argued on behalf of financial institutions before the Seventh Circuit Court of Appeals and the appellate courts throughout the State of Illinois. He has broad experience with the Uniform Commercial Code, bankruptcy, debt restructurings, and asset liquidations. As a transactional attorney, Howard has helped document a wide range of deals including commercial and agricultural loans, participating lending arrangements, secured transactions of all types, and equipment leasing. A graduate of Princeton University and the University of Notre Dame Law School, South Bend, he practices with the Peoria office of Howard and Howard Attorneys, PLLC.

**1:45 - 2 p.m.**

**Break**

**2 - 3 p.m.**

**“Raising Capital”**

*Tim Sullivan and Michael Morehead*

*Hinshaw & Culbertson, LLP, Chicago, IL*

A key issue facing bankers today is the move toward higher capital standards (the 8%, 12% leverage and risk-based guidelines being imposed on many community banks). This session consists of a discussion of various federal and state securities laws and banking regulations that must be complied with when undertaking a private placement to raise capital. It concludes with an analysis of the important provisions of the J.O.B.S. Act, which now makes it much easier for banks to raise capital and avoid the costly process of registering with the SEC.

**Michael Morehead** has more than 20 years of experience in banking and securities regulatory law, holding top-level positions within the Illinois Department of Financial and Professional Regulation and Illinois Securities Department. In private practice today, he represents financial institutions in their day-to-day legal matters. Morehead joined Hinshaw & Culbertson LLP in February 2007. From 1999 to 2007, he was chief counsel for the Division of Banking of the Illinois Department of Financial and Professional Regulation; and from 1985 to 1999, Morehead was with the Illinois Securities Department, first as a staff attorney and later as assistant director for Enforcement. Morehead is a member of the Leading Lawyers Network, where he was selected by his peers as a Leading Lawyer in the area of Banking & Financial Institutions Law. He is also a member of the Sangamon County Bar Association.

**Tim Sullivan**, partner at Hinshaw & Culbertson, LLP, Chicago, is an experienced transactional lawyer. He has orchestrated a number of mergers and acquisitions, handling all aspects of compliance with federal and state securities laws and regulations, and issues relating to ERISA, tax, labor, and environmental matters. Sullivan is a past leader of Hinshaw & Culbertson LLP's national Commercial Transactions Practice Group.

# Topics & Speakers (cont'd)

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3 - 4 p.m.

## “Representing the Secured Lender – Statutory and Case Law Developments”

*Emmet Fairfield*

*Brown Hay & Stephens, LLP, Springfield, IL*

This session discusses recent Illinois and federal court decisions of interest to lender's counsel with emphasis on issues affecting secured lenders and also highlight statutory changes made by the General Assembly in recent sessions.

**Emmet Fairfield** is a partner with Brown, Hay & Stephens, LLP in Springfield, Illinois. His practice is concentrated in the areas of creditor's rights, bankruptcy and commercial law. He earned his B.S. in finance at the University of Illinois, Urbana, in 1978 and his Juris Doctorate from the University of Illinois in 1981. Fairfield is a member of the Sangamon County Bar Association, Illinois State Bar Association, and American Bankruptcy Institute.

4 p.m.  
Adjourn

# Registration Fees

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\*Early-bird registration fees apply to those individuals registering one month prior to the date of the program. Persons registering after this date must pay the regular registration fee. Late registrants cannot be guaranteed admission if seminars reach capacity.

Fees include hand-out materials, refreshment breaks, and lunch. An income-tax deduction may be allowed for educational expenses undertaken to maintain or improve professional skills.

### Cancellation Policy

Registrants cancelling two days prior to each seminar receive 100% refund; one day prior, 50%; the day of the seminar, no refund. **All cancellations must be made in writing prior to the seminar day. Invoices and training materials will be sent to all “no shows.”**

	<b>*Early Bird</b>
<b>ATTORNEY OR CBAI MEMBER</b>	
One person .....	\$215
Two or more from same institution .....	\$195 each
<b>**PROSPECTIVE MEMBER</b>	
One person .....	\$365
Two or more from same institution .....	\$345 each
<b>Regular Pricing</b>	
<b>ATTORNEY OR CBAI MEMBER</b>	
One person .....	\$245
Two or more from same institution .....	\$205 each
<b>**PROSPECTIVE MEMBER</b>	
One person .....	\$395
Two or more from same institution .....	\$355 each

*CDD members receive a 10% discount.*

\*\*Only financial institutions/firms eligible for CBAI membership.

Please note that CBAI does not issue confirmations, with the exception of on-line registrations, but feel free to call the Association headquarters to confirm your registration.

# Registration Form

SEMINAR FOR THE COMMUNITY BANK ATTORNEY  
November 2, 2012

**Please Print**

Name of Bank or Firm \_\_\_\_\_

Address \_\_\_\_\_

City, State, Zip \_\_\_\_\_

Tel. No. \_\_\_\_\_

Name/Title \_\_\_\_\_

E-Mail \_\_\_\_\_

Name/Title \_\_\_\_\_

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I have special needs, please contact me before the seminar.

**Please select your payment method.**

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Name as It Reads on Card \_\_\_\_\_

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Billing Address of Card \_\_\_\_\_

Card Number \_\_\_\_\_ Exp. Date \_\_\_\_\_



**Mail it in:**  
CBAI Education Department  
901 Community Drive  
Springfield, IL 62703-5184



**Fax it in:**  
(217) 585-8738



**Call it in:**  
(800) 736-2224 (*Illinois only*)  
(217) 529-2265



**Click it in:**  
[www.cbai.com](http://www.cbai.com)

## Date and Location

November 2, 2012

Hilton Garden Inn  
3100 South Dirksen Parkway  
Springfield, IL 62702  
(217) 529-7171

## Agenda

Registration begins at 8:30 a.m. The seminar runs from 9 a.m. to approximately 4 p.m. A continental breakfast and lunch are provided.

## Continuing Education

CBAI is a registered Public Accounting Continuing Professional Education (CPE) provider by the Illinois Dept. of Financial and Professional Regulation.

## For More Information

Tracy McQuinn, Senior Vice President  
Valerie Johnston, Vice President  
Melinda McClelland, Vice President  
Rebecca Ridgeway,  
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Jennifer Nika,  
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