

Commercial Loans – Building Lender Protections From Start to Finish

Agenda

October 10, 2012

1:00 p.m. – 1:10 p.m. *Eastern*
12:00 p.m. – 12:10 p.m. *Central*
10:00 a.m. – 10:10 a.m. *Pacific*

Introduction to Hinshaw and Seminar

(Lunch will be served for those in Eastern and Central time zones)

Presenter: **David Mylrea**
Hinshaw & Culbertson LLP
Minneapolis

1:10 p.m. – 1:35 p.m. *Eastern*
12:10 p.m. – 12:35 p.m. *Central*
10:10 a.m. – 10:35 a.m. *Pacific*

Due Diligence – Kicking Tires and Looking Under Rocks

» Examine the key due diligence activities for loans with an emphasis on uncovering hazards

Presenter: **Aric Stienessen**
Hinshaw & Culbertson LLP
Minneapolis

1:35 p.m. – 2:00 p.m. *Eastern*
12:35 p.m. – 1:00 p.m. *Central*
10:35 a.m. – 11:00 a.m. *Pacific*

Commitment Letters – Strategies in Negotiation and Enforcement of Loan Commitments

» Assess the landscape of the loan commitment letter, including:
» the case law shaping its boundaries
» the structural determinants resolving its final appearance
» the key terms that flesh it out

Presenter: **Dennis Simon**
Hinshaw & Culbertson LLP
Appleton

2:00 p.m. – 2:25 p.m. *Eastern*
1:00 p.m. – 1:25 p.m. *Central*
11:00 a.m. – 11:25 a.m. *Pacific*

Commercial Loan Documents in Action: Analyzing Key Provisions

» Explore key provisions of the commercial loan agreement and supporting loan documents
» Help put in practical context how conflicts arise among representations, conditions precedent, undertakings and events of default
» Discuss a variety of issues and comments commonly raised by borrowers and/or encountered by bankers with reference to examples and scenarios

Presenters: **Anthony Jacob**
Hinshaw & Culbertson LLP
Chicago

Ashley Narsutis
Hinshaw & Culbertson LLP
San Francisco

2:25 p.m. – 2:50 p.m. *Eastern*
1:25 p.m. – 1:50 p.m. *Central*
11:25 a.m. – 11:50 a.m. *Pacific*

Documenting Unusual Real Estate Loans and International Lending

» Examine techniques used to handle unusual real estate transactions with care
» Explore issues of which to be mindful when involved in international loans

Presenters: **David E. Zajicek**
Hinshaw & Culbertson LLP
Chicago

Michael Morehead
Hinshaw & Culbertson LLP
Springfield

2:50 p.m. – 3:05 p.m. *Eastern*
1:50 p.m. – 2:05 p.m. *Central*
11:50 a.m. – 12:05 p.m. *Pacific*

3:05 p.m. – 3:30 p.m. *Eastern*
2:05 p.m. – 2:30 p.m. *Central*
12:05 p.m. – 12:30 p.m. *Pacific*

3:30 p.m. – 3:55 p.m. *Eastern*
2:30 p.m. – 2:55 p.m. *Central*
12:30 p.m. – 12:55 p.m. *Pacific*

3:55 p.m. – 4:20 p.m. *Eastern*
2:55 p.m. – 3:20 p.m. *Central*
12:55 p.m. – 1:20 p.m. *Pacific*

4:20 p.m. – 4:45 p.m. *Eastern*
3:20 p.m. – 3:45 p.m. *Central*
1:20 p.m. – 1:45 p.m. *Pacific*

4:45 p.m. – 5:00 p.m. *Eastern*
3:45 p.m. – 4:00 p.m. *Central*
1:45 p.m. – 2:00 p.m. *Pacific*

5:00 p.m. *Eastern*
4:00 p.m. *Central*
2:00 p.m. *Pacific*

Break

(Lunch will be served for those in Pacific time zone)

Asset Protection and Lending to Trusts

- » Analyze asset protection techniques of which lenders must be aware to maximize the likelihood of recovery
- » Explore the unique issues encountered with lending to trusts

Presenter: **Stephen Frost**

Hinshaw & Culbertson LLP
Lisle / Chicago

Reviewing Financial Statements and Loan Covenant Calculations

- » Examine key issues for which to look when reviewing financial statements
- » Analyze how borrower discretion in choice of accounting treatment can impact loan covenant calculations

Special Guest: **Bob Browne**

Director of Performance Improvement Consulting –
Financial Institutions
McGladrey LLP
Kansas City, Missouri



Pre-Foreclosure Planning

- » Examine how deterministic financial modeling is used to better understand:
 - » the borrower's financial ability to repay the loan
 - » the likelihood of repayment
 - » the lender's collateral position prior to deciding whether to pursue collection action or refer the credit to a workout group
- » Discuss best practices for 'embedding' a third party consultant into the borrower's organization that will:
 - » expedite the flow of information
 - » assist the lender in clarifying its collateral position while it simultaneously weighs its options

Presenter: **Gino Galluzzo, JD**

Principal
Rockford / Chicago



Using Loan Documents to Help Avoid Losing Your Shirt in Foreclosures and Bankruptcies

- » Discuss the role up-to-date language in the loan documents plays in expanding lenders' options prior to and dealing with a loss situation, such as:
 - » minimizing losses in foreclosure and bankruptcy situations
 - » expediting economical resolutions to increase recoveries and decrease expenses

Presenters: **Charles Tatelbaum**

Hinshaw & Culbertson LLP
Ft. Lauderdale

Esperanza Segarra

Hinshaw & Culbertson LLP
Miami / Coral Gables

Questions and Conclusion

Presenter: **Charles Tatelbaum**

Hinshaw & Culbertson LLP
Ft. Lauderdale

Wine and Cheese Reception