

# REAL PROPERTY DIVISION PROGRAMS

WEDNESDAY, APRIL 21

10:00 – 11:00 AM

ALL TIMES ARE CENTRAL STANDARD TIME

## ***Does Your Lease Really Protect Your Clients? Risk Managers Evaluate Liability Insurance, Indemnity, and Waiver Clauses in Leases***

Risk management experts will evaluate typical lease indemnity and liability insurance requirements and provide substantive and practical drafting guidance for practitioners. Topics addressed will include:

- The division of liability risks between landlord and tenant.
- The liability insurance that the landlord should require from the tenant.
- Gaps in today's additional insured coverage, and why they're bad for both parties.
- How indemnity provisions can cover insurance gaps.
- Waivers and their value (or lack thereof).

### ***Program Chair:***

**Marie A. Moore**

*Sher Garner Cahill Richter Klein & Hilbert, L.L.C.*  
New Orleans, Louisiana

### ***Speakers:***

**Charles E. Comiskey**

*Brady, Chapman, Holland & Associates, Inc.*  
Houston Texas

**Lennie Morgan**

*The Corporate Protection Group*  
Plymouth, Michigan

10:00 – 11:00 AM

## ***Not all Lenders Are the Same: What is a Nonbank Lender and What Difference Does It Make Anyway?***

Nonbank lenders are financial institutions that offer loans but do not have a banking license. They raise funds from sources other than traditional demand deposit accounts from the public and are typically not subject to traditional bank regulatory oversight. Nonbank lending has increased dramatically in the last decade and is now in the mainstream of the commercial and residential real estate lending market. It is important that practitioners involved in real estate financing understand who these nonbank lenders are, how their funding and investment strategy might differ from those of bank lenders and how that might impact loan documentation and discussions with

### ***Program Chair and Moderator:***

**Kari L. Larson**

*K&L Gates LLP*  
Seattle, Washington

### ***Speakers:***

**Brett Forman**

*Trez Capital*  
Palm Beach, Florida

**Heather A. Horowitz**

*K&L Gates LLP*  
New York, New York

**Jennifer Portnoff**

*Pacific Life Insurance Company*  
Newport Beach, California

borrowers in distressed situations. Given the breadth of nonbank lending, we will start with a broad overview of the nonbank lending, then turn our focus to life insurance companies, debt funds and non-US lenders active in commercial real estate lending in the US. Our panel is comprised of practitioners who represent nonbank lenders and business leaders who work at such nonbanks.

**11:30 A M– 12:45 PM**

### ***The ABCs of SPEs***

Bankruptcy remote/structured finance requirements are no longer limited to CMBS deals. They are seen in TIC financings, GSE financings, insurance company financings, co-lending transactions and other transactions. Requirements may be driven by ratings agency considerations but not always. Requirements may be quite extensive or watered down depending on the nature and size of the deal. Given the evolution of DE entity law, most lenders prefer to see a brand new DE entity as the borrower, with the ownership of the borrower being a DE entity. Springing members structures and independent decision makers are features DE law supports. This panel will include a discussion of the types of SPEs, separateness covenants, organizational agreement requirements and various opinions related thereto, including non-consolidation opinions, the “no authority to file” opinion and dissolution/springing member concerns.

#### ***Program Chair and Moderator:***

##### **Joy Barist**

*Potter Anderson & Corroon LLP*  
Wilmington, Delaware

#### ***Speakers:***

##### **Siobhan M. O’Donnell**

*Ballard Spahr LLP*  
Los Angeles, California

##### **Matthew J. O’Toole**

*Potter Anderson & Corroon LLP*  
Wilmington, Delaware

##### **Amanda R. Steele**

*Pacific Life Insurance Company*  
Newport Beach, California

**11:30 AM – 12:45 PM**

### ***Home is Where the Work Is: Regulating and Incentivizing Work Force Housing***

What is the “missing middle” and what are governments doing to find it? “Ban” single family-only zoning? Incentivize work force housing? It’s been 10 years since Daniel Parolek’s description of “Missing Middle Housing” gained traction in new urbanist circles. This program will explore the strategies currently used to develop adequate housing choice for middle income individuals. It will also:

#### ***Program Chair and Moderator:***

##### **Karla L. Chaffee**

*Robinson+Cole LLP*  
Boston, Massachusetts

#### ***Program Chair and Speaker:***

##### **F. Christopher Wootten**

*Coats Rose PC*  
New Orleans, Louisiana

#### ***Speakers:***

- Explore how local and state-wide legislation can address decades of discriminatory land use policies that have promoted or perpetuated racially and economically segregated neighborhoods.
- Discuss Oregon’s 2019 law that requires communities meeting certain population thresholds to permit two-family and in some cases three-family housing in areas zoned single family.
- Address how zoning and land use laws can be amended in an attempt to counteract decades or racially discriminatory policies and practices.
- Provide an overview of how State housing authorities incentivize and prioritize work force housing in “Qualified Allocation Plans” for low-income housing tax credit deployment.
- Include a developer perspective on the challenge of financing housing for the “missing middle” through discussion of the Bourgone Bywater development.

**Sarah Adams-Schoen**  
*University of Oregon  
 School of Law  
 Eugene, Oregon*

**Regina LaMacchia**  
*Green Coast Enterprises  
 New Orleans, Louisiana*

**Faith Pettis**  
*Pacifica Law Group LLP  
 Seattle, Washington*

**1:30 – 2:45 PM**

***Beyond the Checklist:  
 Leasing Due Diligence***

This program will explore the fundamentals of leasing due diligence for parties entering into a new lease, covering both the key checklist items and more esoteric issues that arise in different types of leases. Both new and experienced practitioners will find valuable content in this program.

- Leasing Due Diligence Checklist.
- Pitfalls to Avoid.
- Real-life Examples of Issues That Were Avoided Through Due Diligence.
- Key Lease Provisions to Consider During Due Diligence.

***Program Chair and  
 Moderator:***

**Karen M. T. Nashiwa**  
*Nashiwa Law LLC  
 Lake Oswego, Oregon*

***Speakers:***

**Felicia B. Canfield**  
*First American Title Insurance  
 Company  
 Portland, Oregon*

**Imran Naeemullah**  
*Cades Schutte LLP  
 Honolulu, Hawaii*

**Amy L. Lawrenson**  
*Baird Holm LLP  
 Omaha, Nebraska*

**1:30 – 2:45 PM**

### ***Updated ALTA Forms: What's New***

We will go through the new ALTA forms for Commitment, Loan Policy and Owner's Policy which are currently scheduled to be effective July 1, 2021. We will discuss what has changed, the reason for the changes, and what remains the same.

#### ***Program Chair and Moderator:***

**Ryan T. Christiansen**  
*Liskow & Lewis*  
New Orleans, Louisiana

#### ***Speakers:***

**Chelsea P. Fitzgerald**  
*Liskow & Lewis*  
New Orleans, Louisiana

**James Gosdin**  
*Stewart Title*  
Houston, Texas

**Vanessa Sharpe**  
*First American Title*  
New Orleans, Louisiana

# REAL PROPERTY DIVISION PROGRAMS

THURSDAY, APRIL 22

ALL TIMES ARE CENTRAL STANDARD TIME

10:00 – 11:00 AM

## ***COVID-19 Infects Real Property: The Impact on the Real Estate Market and its Implications for the Real Estate Attorney - A Collaborative Program with The Appraisal Institute***

The coronavirus pandemic has impacted many sectors of the global economy, and real estate is no exception. With widespread unemployment and business failures, COVID-19 has hurt nearly every corner of the housing, commercial, industrial, and retail real estate markets. This program explores the intersection of the coronavirus pandemic and the real estate market including short and long-term effects on real estate values and implications for real estate practitioners.

### ***Program Chair and Speaker:***

**C. Scott Schwefel**  
*Shipman, Shaiken & Schwefel LLC*  
West Hartford, Connecticut

### ***Moderator and Speaker:***

**R. Marshall Grodner**  
*McGlinchey Stafford PLLC*  
Baton Rouge, Louisiana

### ***Speaker:***

**Paula K. Konikoff**  
*Paula Konikoff, Inc.*  
Los Angeles, California

10:00 – 11:00 AM

## ***Cancelling and Modifying Mortgage, PPP and Business Debt in a COVID World***

Federal, state and local pandemic relief, PPP and other legislation to prevent or forestall mortgage and debt foreclosure and provide rent relief will be discussed along with other legal and practical planning strategies to lessen the foreclosure risk. Eliminating or deferring recognition of cancelled debt income and adverse tax effects from modifying debt will be addressed including the unique traps and opportunities faced by partnerships and LLCs.

### ***Program Chair, Moderator and Speaker:***

**Philip R. Hirshfeld**  
*Cole Schotz P.C.*  
New York, New York

### ***Speakers:***

**Joseph A. Dane**  
*Goodsill Anderson Quinn & Stifel*  
Honolulu, Hawaii

**Teresa A. Maloney**  
*Jones Day*  
San Francisco, California

**Gerald V. Thomas II**  
*McGuireWoods LLP*  
Atlanta, Georgia

11:30 AM – 12:30 PM

### ***The Ethics of RON (Remote Online Notary) Practice***

Many of us are now working from home since COVID-19 and now need to know and understand how RON works. Join two distinguished panelists who have been extraordinarily involved with RON to discuss the ethics of remote online notary practice.

#### ***Program Chair:***

**Manuel Farach**

*Mrachek, Fitzgerald, Rose, Konopka, Thomas & Weiss, P.A.*  
West Palm Beach, Florida

#### ***Moderator:***

**R. Marshall Grodner**

*McGlinchey Stafford PLLC*  
Baton Rouge, Louisiana

#### ***Speakers:***

**Orlando Lucero**

*Fidelity National Title Insurance Group*  
Albuquerque, New Mexico

**Melissa Murphy**

*The Fund Title Services, Inc. Orlando, Florida*

11:30 AM – 12:30 PM

### ***The Impact of COVID on Senior Housing Financing, M&A and Operations***

A panel of industry experts will discuss the impact of COVID on senior housing financing, M&A and operations. Attorneys and industry leaders will address what COVID means to management of existing senior housing as well as the impact on potential for future development. Consideration will also be given to resources available to address the needs of residents, developers and owners. Discussion will include challenges and opportunities for affordable assisted living facilities.

#### ***Program Chair:***

**Michael A. Okaty**

*Foley & Lardner LLP*  
Orlando, Florida

#### ***Speakers:***

**Ann Barger**

*Longview Senior Housing Advisors*  
Tampa, Florida

**Tracey Bracco**

*CNL Center at City Commons*  
Orlando, Florida

**Kathryn Burton Gray**

*Seniors Capital, LLC*  
Paradise Valley, Arizona

**1:00 – 2:00 PM**

## ***The Future of Real Estate: Which Trends are Here to Stay***

In the past decade, as millennials have become an important demographic as consumers, entrepreneurs, and employees, they have brought new perspectives and priorities to the places they work and live. This has spurred changes throughout the real estate industry, including the real estate market, real estate transactions, and real estate development. Some of those change, which will be discussed in this program include:

- how they've revolutionized the home buying process, i.e., the level of involvement they demand in the process, the online research they are doing, and the technology they are demanding (including electronic signature, electronic notarization, secure electronic delivery of EMDs, and secure electronic delivery of title and closing services and updates.
- statistics on when millennials are buying and what they are buying.
- adjustments developers are having to make to new mixed-use projects, including rideshare staging, development walkability, on-site amenities (yoga studios, dogwash facilities, etc.).
- how millennial demand for more flexibility in the workplace (such as remote work) has changed the commercial leasing environment and how COVID-19 has amplified those demands.

***Program Chair, Moderator and Speaker:***

**Sarah D. Cline**

*Shulman Rogers  
Potomac, Maryland*

***Speakers:***

**Imran Naeemullah**

*Cades Schutte LLP  
Honolulu, Hawaii*

**Spencer Levy**

*CBRE  
Baltimore, Maryland*

**1:00 – 2:00 PM**

***Keep it Clean, Keep it Safe, Keep the Heads in Beds: Guest Safety Issues Arising from COVID-19***

This program will examine the legal issues facing the hospitality in the current and post COVID environment. We will:

- Examine guest safety issues and their impact on a hotel's liability and profitability, in an environment requiring quick response rapidly developing safety standards.
- Show how technology and artificial intelligence (AI) will continue to impact the hospitality industry and contribute to guest safety measures.
- Consider when and how to modify brand standards to implement the increased laser focus on operations and daily cleaning in the current COVID-19 environment and into the future.

***Program Chair and Speaker:***

**Tara K. Gorman**

*Loeb & Loeb LLP*  
Washington, DC

***Moderator and Speaker:***

**Steven H. Mezer**

*Becker & Poliakoff*  
Tampa, Florida

***Speakers:***

**Jonathan Falik**

*JF Capital Advisors*  
Tampa, Florida

**Laura Brody Heltebran**

*Wheels Up*  
New York, New York

**Charles P. Paret**

*Coloma River Hospitality*  
Washington, DC



2:30 – 3:45 PM

### ***Trouble at the Park Hotel: The Fictional Challenges of a Luxury Hotel Struggling to Stay Afloat and Avoid Foreclosure During a Global Pandemic***

Hotels have faced unprecedented challenges staying afloat during the COVID-19 pandemic, particularly luxury hotels that rely on business travel and group business conferences. In this program, the moderator will walk along a timeline of COVID-19 distress experienced by a fictional luxury business hotel, with a focus on forbearance, workout, and rescue capital negotiations with their lenders. Topics will include pre-negotiation letters, intercreditor agreements and existing loan document considerations, forbearance and workout agreements, rescue capital, note sales, borrower bankruptcy, foreclosure, and deeds or assignments in lieu of foreclosure. The speakers are all experienced practitioners who are currently working through multiple hotel workouts on behalf of hotel owners, lenders and hotel brands.

#### ***Program Chair and Moderator:***

**Dennis D. Kiely**  
*K&L Gates*  
New York, New York

#### ***Speakers:***

**Kevin Davis**  
*Jones Lang LaSalle Incorporated*  
New York, New York

**Kari L. Larson**  
*K&L Gates LLP*  
Seattle, Washington

**Heather A. Horowitz**  
*K&L Gates LLP*  
New York, New York

**Amy H. Ironmonger**  
*K&L Gates LLP*  
New York, New York

2:30 – 3:45 PM

### ***Impact of the Pandemic on Commercial Leasing***

The pandemic has completely upended the world of commercial leasing. The panelists will consider the application of force majeure and common law remedies to commercial leases as well as evolving practices relating to the pandemic and emerging case law.

#### ***Program Chair and Speaker:***

**George P. Bernhardt**  
*Baker Hughes Company*  
Houston, Texas

#### ***Moderator:***

**Helen M. Mittelman**  
*Helen M. Mittelman, P.A.*  
Miami Beach, Florida

#### ***Speakers:***

**Jack Fersko**  
*Greenbaum, Rowe, Smith & Davis LLP, Roseland*  
New Jersey

**Shelby D. Green**  
*Pace University Haub School of Law*  
White Plains, New York

# REAL PROPERTY DIVISION PROGRAMS

FRIDAY, APRIL 23

ALL TIMES ARE CENTRAL STANDARD TIME

10:30 – 11:30 AM

## *Law Professors' Update*

Law Professors will discuss how COVID-19 has restructured various legal relations, including landlord-tenant, purchase and sale, and mortgages.

### *Program Chair and Moderator:*

**Shelby D. Green**  
*Pace University Haub School of Law*  
White Plains, New York

### *Speakers:*

**Judith L. Fox**  
*University of Notre Dame Law School*  
Notre Dame, Indiana

**Christopher Odinet**  
*University of Iowa School of Law*  
Iowa City, Iowa

**Andrea J. Boyack**  
*Washburn University School of Law*  
Topeka, Kansas

10:30 – 11:30 AM

## *Estoppels and SNDAs - Understanding and Negotiating the Landlord's Lender's Lease Documents*

This Program will review issues related to the two principal documents that landlords' lenders require from tenants: Estoppel Certificates and Subordination, Non-Disturbance and Attornment Agreements. The panel will discuss these documents from the perspectives of the landlord, tenant and lender, focusing on the issues that are most frequently "hot button" issues negotiated by these parties. The panel will also discuss how these documents should be addressed in the underlying lease, and how an SNDA can inadvertently amend the underlying lease and

### *Program Chair and Speaker:*

**G. Andrew Gardner**  
*Walter Haverfield LLP*  
Cleveland, Ohio

### *Speakers:*

**Hannah Dowd McPhelin**  
*Troutman Pepper*  
Harrisburg, Pennsylvania

**Joseph M. Saponaro**  
*Meyers, Roman, Friedberg & Lewis*  
Cleveland, Ohio

provide suggestions regarding best practices when coordinating delivery of these documents during both acquisition financing transactions and refinancing transactions.

**11:45 AM – 1:00 PM**

### ***No Property Left Behind: Does All Real Estate Return to Normal Post-COVID? (Non-CLE)***

More than a year ago, commercial real estate professionals hoped and expected that the COVID downturn would be sharp but short-lived. A year later, lenders, borrowers, property managers and developers are asking the tougher questions: Can my property return to 2019 performance levels? Have the needs of space users changed permanently? If adaptive reuse is the right choice, how do I get from here to there? A team of national real estate industry experts leads a provocative discussion on what to expect across property types and geographies as we begin to see some light at the end of the pandemic tunnel.

#### ***Program Chair:***

**Robert S. Freedman**

*Carlton Fields, P.A.*

Tampa, Florida

#### ***Moderator and Speaker:***

**Brian Olasov**

*Carlton Fields, P.A.*

New York, New York

#### ***Speakers:***

**Victor Calanog**

*Moody's Analytics*

New York, New York

**KC Conway**

*Red-Shoe Economics*

Atlanta, Georgia

**Lisa Pendergast**

*CRE Financial Council*

New York, New York

1:15 – 2:15 PM

## JOINT DIVISION PROGRAM

### ***The Forgotten 40 Acres: How Real Property & Probate Laws Contributed to the Racial Wealth Gap and How Tax Policy Could Repair It***

This program will address the history behind the initial success and ultimate failure of Sherman's Special Field Order 15 promising freed slaves 40 acres (but not a mule), and the case for reparations today by covering the following:

- Real property and probate laws contributing to the racial wealth gap, including sharecropping, redlining, and the failures of state intestacy laws.
- Past international examples of reparations paid to non-white South Africans after apartheid and Holocaust victims, as well as domestic examples of reparations paid to Japanese Americans interred during World War II and Native Americans.
- Various options for reparations in the United States, including redistribution of land, baby bonds, life insurance, and community-based investments, and what these measures might cost.
- Whether real property taxes and estate taxes are appropriate sources of funding for reparations.
- Developments across the U.S. from Asheville, NC; Providence, RI; California; and the increasing interest in Representative John Conyers' H.R. 40.

#### ***Program Chair and Speaker:***

**Sarah Moore Johnson**  
*Birchstone Moore LLC*  
Washington, DC

#### ***Speakers:***

**Vanessa Browne**  
*Bessemer Trust*  
Washington, DC

**Raymond C. Odom**  
*The Northern Trust Company*  
Chicago, Illinois

1:15 – 2:15 PM

## JOINT PROGRAM

### ***Must-Have Engagement Letter Clauses: Avoiding Practice Pitfalls***

The panel will recommend unconventional engagement letter clauses that simplify and safeguard your practice. Issues addressed include: identifying the correct client, preserving privilege, correctly engaging other professionals, defining/limiting the scope of engagement, defining client v. attorney roles and limits of authority, properly ending the representation (including best practices for firing the client), ensuring payment, and destroying/retaining files retention/destruction.

#### ***Program Chair:***

**Laura J. Lattman**  
*The Lattman Law Firm LLC*  
New York, New York

#### ***Speakers:***

**XXXXX XXXXX, XXXXXX**  
**XXXXX, XXXXXXX, XXXXXX**  
**XXXXX XXXXX, XXXXXX**  
**XXXXX, XXXXXXX, XXXXXX**

2:45 – 3:45 PM

## JOINT PROGRAM

### ***The Descendants – The Movie: Lessons for Estate Planners***

Panelists will comment on the practical, legal, and ethical concerns raised by the scenes from the film “The Descendants.” Attendees are encouraged to watch the entire movie before the program.

#### ***Program Chair:***

**Clifford Scott-Rudnick**  
*Attorney at Law*  
Chicago, Illinois

#### ***Speakers:***

**Daniel Kofman**  
*Blake, Cassells & Graydon, LLP*  
Toronto, Ontario, Canada

#### ***Kelly Quam***

*First American Title Insurance Company*  
Minneapolis, Minnesota

#### ***Julius J. Zschau***

*Pennington PA*  
Tampa, Florida

2:45 – 3:45 PM

## JOINT PROGRAM

### *The Value of Mentors in a World Gone Crazy*

This presentation will inspire attendees to mentor young professionals in their organizations and networks in order to create a diverse and inclusive cadre of professionals to best serve 21st century clients. This panel will explore the benefits of mentoring, explain mentoring techniques, and highlight strategies for mentoring in a remote work environment.

*Program Chair, Moderator  
and Speaker:*

**Jennifer E. Smith**  
*McCollom D'Emilio Smith  
Uebler LLC  
Wilmington, Delaware*

*Speakers:*

**Karly Laughlin**  
*Belfint Lyons Shuman, P.A.  
Wilmington, Delaware*

**Bobbie Nenko Larkin**  
*Glenmede  
Philadelphia, Pennsylvania*

**John R. Strohmeyer**  
*Strohmeyer Law PLLC  
Houston, Texas*