



Minnesota State Bar Association
Continuing Legal Education

Your State Bar at Work for You

Distressed Commercial Real Estate 2010 Mortgage Loan Workout Agreements

Loan defaults continue to increase – now more than ever, your clients need help and advice.

This seminar will explain the benefits and limitations of a commercial real estate loan workout agreement. Our expert faculty will discuss:

- effective first steps
- loan default and acceleration notices and forbearance agreements
- negotiating and drafting modification agreements
- special circumstances in workout agreements
- deeds in lieu of foreclosure and deeds in escrow
- the tax implications of mortgage modifications
- dealing with the failed workout

Wednesday, March 24, 2010

Minnesota CLE Conference Center

Seventh Street & Nicollet Mall, Third Floor City Center, Minneapolis

Video replay details inside.

FACULTY

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John R. Wheaton

Faegre & Benson LLP
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SCHEDULE

8:30 – 9:00 a.m.

CHECK-IN & CONTINENTAL BREAKFAST

9:00 – 10:00 a.m.

Effective First Steps for Borrowers

- borrowers basic options if default is inevitable
 - what pre-negotiation strategies work?
 - how do you negotiate with the lender?
 - key timing and strategy decisions
 - due diligence
- Gary C. Eidson & Jim Hajek
– Phillip L. Kunkel, Moderator

10:00 – 10:45 a.m.

Loan Default and Acceleration Notices and Forbearance Agreements from the Lender's Perspective

- loan default and acceleration notices
 - restructuring alternatives for the parties
 - forbearance agreements
- Daniel C. Beck & Gene Bygd
– Phillip L. Kunkel, Moderator

10:45 – 11:00 a.m. BREAK

11:00 – 11:45 a.m.

Negotiating and Drafting Modification Agreements

- what are the business and legal issues with respect to a loan modification?
 - what are the title insurance implications of a loan modification?
 - what are the effects of securitization on a loan modification?
 - what are the regulatory aspects of a loan modification?
- Rodney D. Ives, Ryan T. Murphy & John R. Wheaton
– Phillip L. Kunkel, Moderator

11:45 – 12:45 p.m. LUNCH (ON YOUR OWN)

12:45 – 2:00 p.m.

Special Circumstances

- construction loans
 - guarantees
 - environmental claims
 - multiple lender financing
- Steven J. Heim, Phillip L. Kunkel & Sara Peterson
– Dennis M. Ryan, Moderator

2:00 – 3:00 p.m.

Deeds in Lieu of Foreclosure and Deeds in Escrow

- what are the basic business and legal issues involved in a deed in lieu of foreclosure or a deed in escrow?
 - what are the title insurance issues in a deed in lieu of foreclosure or a deed in escrow?
 - what constitutes adequate consideration for a lender receiving a deed in escrow as part of a loan workout?
 - what factors do courts consider when deciding whether to enforce a deed in escrow?
- Charles D. Hoyum & D. Charles Macdonald
– Dennis M. Ryan, Moderator

3:00 – 3:15 p.m. BREAK

3:15 – 3:45 p.m.

Tax Implications of Mortgage Modifications, Deed in Lieu, and Foreclosure

- debt discharge income
 - sale and exchange income
 - income tax assessments and collections
 - 1099 form from creditors
- John J. Erhart

3:45 – 4:30 p.m.

Dealing with the Failed Workout

- legal remedies for the lender and owner
 - receivership considerations
 - foreclosure
 - Section 363 sales
 - credit bids in bankruptcy
 - other options for the lender and owner
- James A. Bartholomew, Michael L. Meyer, & Dennis M. Ryan

COURSE INFORMATION

LIVE PRESENTATION

Minneapolis – Wednesday, March 24, 2010

Minnesota CLE Conference Center, Seventh Street & Nicollet Mall, Third Floor City Center

VIDEO REPLAYS

Schedule times for replays are subject to change due to abbreviated lunch and break periods. Start times are as indicated below. Please register at least one week in advance to secure your copy of the course materials on the day of the seminar.

Minneapolis – 4/8/10 & 4/27/10

(registration 8:30; replay 9:00)

Minnesota CLE Conference Center
Seventh Street & Nicollet Mall
Third Floor City Center

Saint Cloud – 4/26/10

(registration 8:45; replay 9:00)

Kelly Inn
Highway 23 & Fourth Avenue South

COURSE MANUAL

Every attendee will receive a helpful course manual containing resource materials on topics covered at the seminar. If you cannot attend, you can still receive this terrific manual. Use the order form at right to place your order today.

CREDITS

Minnesota CLE will apply to the State Board of CLE for **6.0 standard CLE credits** and to the MSBA for **6.0 advanced real estate specialization credits**. This program may qualify for **6.0 hours real estate licensing credit** for real estate agents and brokers. (The individual must apply to the Minnesota Department of Commerce for real estate licensing credit.)

ACCOMMODATION

If you have a disability and need an accommodation in order to attend this seminar, please contact us as soon as possible at 2550 University Avenue West, Suite 160-S, Saint Paul, MN 55114 or call us at 651-227-8266 or 800-759-8840.

CANCELLATION POLICY / NO-SHOW POLICY

Paid registrants who cancel their registration at least 72 hours before the program will receive a full credit on their account; if fewer than 72 hours, a \$25 administrative fee will be deducted. Paid registrants who fail to attend will receive the written materials. Passholders may purchase the course materials at 50% of the full retail price.

QUESTIONS?

Please call Minnesota CLE at **651-227-8266** or **800-759-8840** or visit us on the web at **www.minncle.org**.

