



Presentation Catalog

Sharing knowledge and adding value for our clients

CHAPMAN
Focused on Finance®

Each year, Chapman attorneys provide a wide variety of presentations for clients and industry leaders on current legal topics, trends, and basic fundamentals. This catalog is a sampling of presentations that we would be pleased to provide for your business and legal teams. We can also develop customized presentations on other topics that meet specific needs.

Our presentations can be tailored for business-related purposes or to earn Continuing Legal Education (CLE) credit. If CLE credit is desired, we will work to obtain necessary approvals and assist with the required documentation.

For more information, or to discuss a presentation, please contact the Chapman attorney with whom you regularly work; Nancy Linder, our Director of Marketing, at 312.701.2388 or linder@chapman.com; or Stacey Kielbasa, our Director of Talent Development, Diversity and Pro Bono, at 312.845.2997 or kielbasa@chapman.com.

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Analyst Training/Introductory Topics

At Chapman, we are invested in helping both your business and your people grow. The following presentations are designed to introduce investment analysts and other junior personnel to the nuts and bolts of financing transactions and to provide refresher courses for individuals at all levels.

As with all Chapman presentations, any of these topics can be tailored to either a business or legal audience and customized to address specific questions and issues relevant to your organization.

Anatomy of the Deal

Examination of typical bank and commercial lending transactions

Arbitration Basics and the AAA

Overview of arbitration procedures and strategies

Auto Loan and Lease Finance

An overview of the legal issues and typical structures used to finance auto loan and lease portfolios

Banker's US Bankruptcy Primer: Overview of the United States Bankruptcy Process

Basics of Chapter 11 from a lender's perspective

Bank Loan Trading and the Bank Loan Market

Overview of bank loan trading and the bank loan market

Business Organizations (Corporations, LLCs, LLPs)

Introduction to various types of business entities

Closing Mechanics

Introduction to the parties, documents, and other details of bank and commercial loan closings

Collateral 101

What is collateral? Why do we want collateral? Who grants collateral? How and when do we get collateral?

Commercial Solar PPA Securitization Overview

Overview of securitization transactions backed by solar power purchase agreements

Corporate Public Debt Offerings

Overview of the parties, documentation, and mechanics involved in corporate public debt offerings

Credit Agreements

Introduction to legal issues and common provisions in credit agreements

Cross-Border Private Placements: Legal Issues and Recent Developments

Overview of issues and terms encountered in cross-border private placement transactions

Cybersecurity Issues: What Every In-House Counsel Should Know

Overview of business, litigation, and ethical risks from cyberattacks, governance requirements, and cybersecurity best practices

Debt Private Placements: Nuts and Bolts

Overview of institutional debt private placements

Direct Purchase of Tax-Exempt Bonds: Anatomy of a Deal

Basics of direct purchase transactions, including advantages of term sheets, transaction parties, key documents, and closing tips

Equipment Lease Finance

Introduction to the legal issues and typical structures used to finance equipment lease portfolios

FATCA 101

Overview of the Foreign Account Tax Compliance Act

Fiduciary Duty

Overview of fiduciary duty obligations and principles, including the Uniform Trust Code, ERISA, and securities laws

Hedge Funds and Private Investment Funds

General overview of the key parties, terms, documents, and investment activities of hedge funds and private investment funds

Infrastructure Finance

Introduction to the legal issues and typical structures in project finance transactions

Lease Finance

Introduction to lease finance, covering CTLs, leveraged leases, and synthetic leases

Leveraged Finance Training

Basics of a leveraged loan transactions

Leveraged Leasing

Overview of structure and terms of leveraged lease transactions

Litigation Theory

Introduction to litigation theories, with a focus on when to use litigation versus arbitration or mediation and when to appeal versus settle

Loan Transactions and Documentation

Introduction to common loan transactions and typical terms and covenants

Marketplace Lending

Overview of marketplace lending and the P2P industry, with perspectives on what marketplace lending means for banks and bankers and updates on regulatory issues and developments

Middle Market Acquisition Finance

Guide to middle market acquisition financings involving asset purchases, mergers, and stock purchases

Municipal Bonds

Basics of both taxable and tax-exempt municipal bonds

Public Finance for Bankers

A banker's guide to public finance

Public Finance Tax Overview

General overview and associated tax issues arising in public finance transactions

Analyst Training/Introductory Topics (continued)

Public-Private Partnerships (P3) in the United States

Overview and in-depth analysis of the current project finance market for public-private partnerships

REIT Primer

Overview of rules governing qualification and taxation of REITs

Residential Real Estate Primer

Focus on important aspects of the residential real estate contract

Securities Law Overview for Public Finance Transactions

General overview and associated securities law issues arising in public finance transactions

Securities Registration and Exemptions

General overview and associated legal and business issues involved in securities registration and exemptions

Securitization 101

Introduction to the how and why of securitization, including typical structures, key legal issues, true sales, special purpose vehicles, revolving versus amortizing structures, bankruptcy-remote features, and other basics

Single Family Mortgage Revenue Bond Transactions

Overview of tax, disclosure, and administration issues with respect to single family mortgage revenue bonds

Solar Finance

Basic guide to financing solar projects



Stock Purchase Agreements

Explanation of the key provisions of stock purchase agreements and other related documentation

Taxation of Corporations

Overview of tax issues specific to corporations

Tax-Exempt Bond Financing

Introduction to tax-exempt bond financing, covering the basics, tax considerations, and post-issuance responsibilities

Tax-Exempt Municipal Leasing

Overview of legal and tax issues relevant in municipal leasing transactions

Thinking Like a Tax Lawyer

A businessperson's guide to identifying critical tax goals and effectively utilizing tax advisers

Understanding EMMA

Guide to the Electronic Municipal Market Access website

Unit Investment Trusts (UITs)

Overview of unit investment trusts

Unrelated Business Taxable Income and Effectively Connected Income

Overview of unrelated business taxable income and effectively connected income

Warrants 101

Overview of the business purpose of warrants, types of warrants, and considerations for lenders

Wealth Preservation

Overview of estate and income tax planning to effectively transfer wealth to the next generation

Asset Securitization

General Topics

Asset-Backed Commercial Paper

Current topics in asset-backed commercial paper

Backup Servicing and Special Servicing

Summary of issues regarding the roles of the backup servicer and the special servicer in securitization transactions

Bankruptcy Issues in Securitization

Overview of potential bankruptcy issues arising in securitization transactions

CDO Auction Call Redemptions

Summary of issues and procedures for the mandatory auction call requirements in CDO and CLO indentures

CLOs: Building a Portfolio and Negotiating Documents

Overview of constructing a CLO, including the development of a portfolio and negotiating documents

Commercial and Residential PACE Market

Update on current trends in PACE financings

Derivatives in ABS: Practical Considerations

Discussion of potential issues that may arise in securitization transactions involving derivatives

Securitization 101

Introduction to the how and why of securitization, including typical structures, key legal issues, true sales, special purpose vehicles, revolving versus amortizing structures, bankruptcy-remote features, and other basics

Securitization as an Exit Strategy

Discussion of securitization as an exit strategy in specialty finance transactions

Servicing Agreements

Overview of key provisions in servicing agreements

Tax-Exempt Asset Securitizations

In-depth look at tax-exempt asset securitizations

Tax Issues in Structured Financing

Overview of tax issues in structured finance

Term Securitization

Discussion of securitizations utilizing capital markets for funding (versus bank or commercial paper conduit funding)

Asset Class Presentations

Commercial Solar PPA Securitization Overview

Overview of securitization transactions backed by solar power purchase agreements

Credit Card Securitization Programs

Overview of credit card securitization programs, including qualification for shelf registration, disclosure, and periodic reporting

Esoteric Asset Securitization

Discussion of the securitization of esoteric assets such as film rights, franchise loans, shipping containers, structured settlements, timeshare loans, and other unusual asset classes

Equipment Lease Securitization

Guide to securitization transactions backed by equipment leases

Intellectual Property Rights and Music Royalty Income Securitization

Overview of securitization transactions backed by intellectual property rights and music royalty income

Marketplace Lending Liquidity and the Role of Securitization

Discussion of liquidity in marketplace lending and securitization

Non-Mortgage Securitizations

Guide to securitization transactions backed by non-mortgage loans

Securitization of Consumer Financial Assets

Guide to legal issues in securitization transactions backed by consumer loans

Solar Securitization

Examination of securitization transactions backed by PPAs, leases, and loans that finance solar equipment

Tax Issues in Non-Mortgage Securitizations

Guide to the tax issues encountered in securitizations backed by non-mortgage loans

Timeshare Securitization

Discussion of securitization transactions backed by loans for timeshare interests



Trade Receivables Securitization

Overview of the legal issues and typical structure of trade receivables financing transactions

Regulatory Issues

Basel III

Overview of Basel III reforms impacting the securitization market

Corporate Trust Legal and Regulatory Updates

Update on current issues for trustees in securitization transactions

Federal Securities Laws

Guide to federal securities laws with respect to securitization transactions

Increasing Cost of Bank Commitments

Discussion of unfunded credit and liquidity facilities under LCR, NSFR, and supplementary leverage requirements

Liquidity Coverage Ratio: The Future of Conduit Finance

Discussion of the effect of LCR requirements on the conduit finance market

Publicly Registered ABS ('33 Act Issue in Securitization)

General overview and associated legal and business issues

Reg AB II: An Overview of the Rules and What They Mean for Issuers and Investors

Guide to the final rules implementing Regulation AB II and the Liquidity Coverage Ratio

Regulatory Reform: What Has Been Accomplished, and the Scope for Additional Reform

Review of Dodd-Frank reform and repeal and the outlook for future regulatory reform

Securitization Perspectives on Liquidity and Leverage Ratio Requirements

Summary of the final rules impacting the securitization market

Volcker Rule

Overview of Volcker Rule reforms impacting the securitization market

Bankruptcy, Restructuring & Workouts

General Topics

Agriculture Insolvency: When Your Collateral Goes Moo

Guide to the challenges and solutions when addressing an insolvent agricultural borrower



Anatomy of an Asset-Based Loan Workout

Examination of the workout of commercial loans backed by business assets such as accounts receivable and inventory

Anatomy of a Bankruptcy Case: Municipal vs. Corporate

Guide to the bankruptcy process in the corporate and municipal contexts

Avoiding Preference Liability in Bankruptcy

Guide to defenses and best practices for avoiding preference liability in bankruptcy

Banker's US Bankruptcy Primer: Overview of the United States Bankruptcy Process

Basics of Chapter 11 from a lender's perspective

Bank Loan Trading and the Bank Loan Market

Overview of bank loan trading and the bank loan market

Bankruptcies Involving Solar Projects: Challenges and Solutions

Guide to the challenges and solutions in a defaulted solar project

Bankruptcy Issues for Creditors of Non-Profit Organizations

Key issues for creditors to consider when lending to non-profit organizations and when handling a non-profit debtor in bankruptcy

Bankruptcy Issues for Equipment Lessors

Overview of the issues affecting an equipment lessor when dealing with a lessee after it has filed for bankruptcy protection

Bankruptcy Issues in Securitization

Overview of potential bankruptcy issues arising in securitization transactions

Bankruptcy Issues for Secured Creditors: Make-Whole Provisions and Cramdown Interest

Discussion of bankruptcy issues for secured creditors, including make-whole provisions and cramdown interest

Bankruptcy Options South of the Border

An examination of US bankruptcy options in cross-border matters, including a comparison of Chapter 11 to CCAA

Blockchain: Why It's So Much More Than Bitcoin (and here to stay, maybe)

Update on recent developments in the use of blockchain and distributed ledger technology in the banking and financial services industry

Chapter 15 and Cross-Border Bankruptcies

Review of basic mechanisms for dealing with cross-border insolvencies under Chapter 15 of the Bankruptcy Code

Current Developments in Bankruptcy

Update on current trends in bankruptcy cases, such as make-whole provisions, default interest, bankruptcy reforms, and other hot topics

Defaulted Securities and the Prudent Indenture Trustee

The role of, and relationship between, indenture trustees and bondholders in default situations

Derivatives, Repurchase Agreements, and Forward, Commodities, and Securities Contracts in Bankruptcy

Discussion of special protections afforded by the Bankruptcy Code to parties involved in such transactions, including various types of financial products, regulations, ramifications caused by the Lehman Brothers bankruptcy, and additional case law

Does the Shoe Fit? A Review of Lender Options to Liquidate Its Collateral

Review of options for lenders to liquidate collateral in distressed situations

Early Warning Signs of Potential Defaults in Loan Transactions

Discussion of warning signs and tips on what to do when a deal starts to go bad

Environmental Issues in Workouts/Bankruptcies

Discussion of environmental issues that may impact creditor recoveries in workouts and bankruptcies

First Lien/Second Lien Intercreditor Agreements and Related Issues

Introduction to the ABA Model Intercreditor Agreement and a discussion of recent cases

Fraudulent Transfer Basics

Review of fraudulent transfers in bankruptcy and related issues

Health Care Insolvencies

Guide for creditors when a health care debtor is insolvent

Hindsight Is 20/20: Protecting the Trustee

Discussion of a trustee's post-closing considerations prior to default as well as best practices for communications and monitoring

Junior Debt and Intercreditor Agreements

Discussion of intercreditor agreements and structuring options available with respect to senior and junior capital

Lender Liability — Avoiding the Parade of Horribles

Guide to lender liability issues and best practices to limit the potential for lender liability

Lessons Learned from the Lehman Brothers Bankruptcy and Other Distressed Situations

Key takeaways from the Lehman Brothers bankruptcy and other recent bankruptcy cases and distressed situations

Bankruptcy, Restructuring & Workouts (continued)

Litigation and Defense Lessons Learned: What a Workout Officer Needs to Know

Key takeaways from recent litigation proceedings

Loan Covenants and Why They Matter

Understanding loan and bond covenants and how they may be used by borrowers to the detriment of senior lenders and bondholders

Retail Bankruptcy Issues for Lenders and Lessors

Guide to bankruptcy in the retail industry

Too Demanding? How to Navigate Bankruptcy as an Uncommitted Demand Lender

Discussion of how uncommitted demand lenders can navigate the bankruptcy process

Waivers, Amendments, and Forbearance Agreements

Overview of waivers, amendments, and forbearance agreements

Commercial Foreclosure and Collections

Anatomy of a Commercial Foreclosure

In-depth discussion of typical issues arising in commercial foreclosures

Basics of Foreclosure and Deed in Lieu of Foreclosure

Overview of Illinois judicial foreclosure and deed in lieu of foreclosure laws

Tricks and Traps in Foreclosure

Discussion of the Illinois foreclosure process, including changes to the Illinois Supreme Court rules, post-judgment collection options, and local property ordinances

US Tax Reporting Obligations on Foreclosures, Deeds in Lieu, and Writedowns of Debt

Guide to reporting obligations on foreclosures, deeds in lieu, and writedowns of debt on tax forms 1099-C and 1099-A

Credit Bidding and Distressed Debt

ABI Proposed Bankruptcy Code Reforms: Implications for Secured Creditors

Examination of the implications of the proposed reforms, including discussion of redemption option value and asset sales, adequate protection and DIP loans, Section 552 and the “Equities of the Case” exception, and eliminating the accepting impaired class requirement

The Erosion of Secured Creditors’ Rights

Guide to bankruptcy court decisions and their effect on credit bidding in connection with a Section 363 sale of assets and the broader impact on the commercial loan market

The US Institutional Corporate Loan Market

Guide to investing in the US senior secured corporate loan market

The Sale and Credit Bidding of Bankrupt or Foreclosed Assets

Bankruptcy process and related strategies for investment funds, focusing on secured lending, as well as current issues facing secured lenders in credit bidding and the enforcement of make-whole amounts in bankruptcy

Something Special in the Air

A distressed investment case study on the American Airlines bankruptcy and the principles that made it soar out of bankruptcy



The 363 Sale Process

An in-depth look at Section 363 sales

The Troubled Borrower: The End Game and How to Get There

Strategies for working with troubled borrowers

Municipal Bankruptcy

Chapter 9: Primer on Municipal Debt Adjustment

Overview of the requirements and scope of Chapter 9

Chapter 9: The Last Resort for Financially Distressed Municipalities

A practical analysis of requirements and scope of Chapter 9

Current Issues in Municipal Restructuring

Overview of the latest developments involving distressed municipalities

The History of State and Local Government Defaults and Bankruptcy: Understanding Payment Priorities, Statutory Liens, Special Revenues, and Subordination

A history of municipal distress and related issues in the United States

Lessons Learned from Financially Distressed Municipalities

Analysis of developments in Detroit, Puerto Rico, and Atlantic City

Municipal Insolvency Fundamentals: Detroit and Beyond

Overview of municipal bankruptcy and recent cases

Reissuance and Remedial Actions

Situations and modifications to existing documents that give rise to reissuance questions; how to identify and deal with situations requiring remedial action

Statutory Liens and Special Revenues Treatment in Chapter 9

A discussion of special revenues and statutory liens in municipal bankruptcy

Commercial Lending

General Topics

Agricultural Loan Issues

Overview of issues in agricultural lending, including priming liens and trusts, third parties having a conflicting possessory interest in a borrower's collateral, and agricultural cooperatives

Anatomy of the Deal

Examination of typical bank and commercial lending transactions

Bifurcated Collateral and Other Asset-Based Lending Trends

Guide to bifurcated (split) collateral intercreditor agreements, including in comparison to first/second lien intercreditor agreements, as well as other asset-based lending trends

Capital Call Credit Facilities

Overview of capital call credit facilities, including borrower and credit facility structure, investor deliveries, partnership agreement and side letters, and facility risks

Collateral 101

What is collateral? Why do we want collateral? Who grants collateral? How and when do we get collateral?

Environmental Issues in Bank Lending

Overview of bank lenders' consideration of environmental impact as part of credit risk assessment and management

Federal and State Regulatory Developments Affecting Lenders

Discussion of regulatory developments concerning the commercial loan market, including disclosure, privacy, and other issues

Fundamentals of Middle Market Acquisition Finance

Guide to middle market acquisition financings involving asset purchases, mergers, and stock purchases

Health Care and Life Sciences Lending

Discussion of negotiating and documenting loans to health care life sciences borrowers



Investing in Off-the-Run Asset Classes

Discussion of off-the-run asset class investment

Leveraged Finance Training

Guide to leveraged loan transactions

Leveraged Lending Guidelines

Overview of leveraged lending guidelines and other regulatory issues in loans made by commercial banks

LIBOR Update

Update on the LIBOR sunset and successor rates

Lien Issues in Dealer Financing

Discussion of lien issues that arise in dealer financing transactions

Marketplace Lending

Overview of marketplace lending and the P2P industry, with perspectives on what marketplace lending means for banks and bankers and updates on regulatory issues and developments

Secured Transactions: Basics of UCC Article 9

Basics of Revised Article 9 of the Uniform Commercial Code, perfection by filing, and searches

Sponsor Fund Lending: Legal Overview

Examination of key documents and laws related to sponsor fund lending

Subscription Financing

Key trends in the subscription financing market

Tax Issues for Transactional Lawyers

Introduction to common tax issues faced by transactional lawyers

The Unitranche Facility

Overview of unitranche facility loans, including discussion of the advantages of this type of loan and the typical legal structure

What You Need to Know about Unrestricted Subsidiaries

Discussion of unrestricted subsidiaries that have been used to provide flexibility in restructuring a company's capital structure

Bankruptcy and Workouts

Agriculture Insolvency: When Your Collateral Goes Moo

Guide to challenges and solutions when addressing an insolvent agricultural borrower

Anatomy of an Asset-Based Loan Workout

Examination of the workout of commercial loans backed by business assets such as accounts receivable and inventory

Bankruptcy Issues for Secured Creditors: Make-Whole Provisions and Cramdown Interest

Discussion of bankruptcy issues for secured creditors, including make-whole provisions and cramdown interest

Bank Loan Trading and the Bank Loan Market

Overview of bank loan trading and the bank loan market

Early Warning Signs of Potential Defaults in Loan Transactions

Discussion of warning signs and tips on what to do when a deal starts to go bad

Health Care Insolvencies

Guide for creditors when a health care debt is insolvent

Retail Bankruptcy Issues for Lenders and Lessors

Guide to bankruptcy in the retail industry

Commercial Lending (continued)

Current Trends and Hot Topics

Asset-Based Lending: Trends and Hot Topics

Update on current trends in the asset-based lending market

Commercial Lending Issues and Trends: Forewarned Is Forearmed

Update on current trends in the commercial lending sector

Current Trends in Lending Transactions

Update on current trends we have observed in lending transactions

Non-Bank Lending: Issues and Trends

Update on current trends in non-bank lending transactions

Middle Market Lending: Issues and Trends

Update on current trends in the middle market sector

Middle Market Sponsor Finance: Current Trends

Update on current trends in middle market sponsor finance

UCC Article 9: Current Topics

Update on current trends we have observed with respect to Revised Article 9 of the Uniform Commercial Code

The Unique Legal/Regulatory Position of Non-bank Lenders

Discussion of the regulatory treatment of non-bank lenders and how their legal position impacts transactions

Loan Documents

Credit Agreements

Introduction to legal issues and common provisions in credit agreements

Demand Notes

Examination of common characteristics and the enforceability of demand notes

First Lien/Second Lien Intercreditor Agreements and Related Issues

Introduction to the ABA Model Intercreditor Agreement and a discussion of recent cases

Junior Debt and Intercreditor Agreements

Discussion of intercreditor agreements and structuring options available with respect to senior and junior capital

Non-Disclosure Agreements: Key Considerations and Pitfalls

Overview of non-disclosure agreements as they relate to financial transactions, including key NDA pitfalls, risks, and priorities

Representations and Warranties Insurance in Middle Market Private Equity Transactions

A lender's guide to representations and warranties insurance

Subordination/Intercreditor Agreements

Examination of typical provisions and issues encountered in subordination and intercreditor agreements



Understanding the Transaction: Role of Financial Performance Covenants in Loan Documents

An in-depth look at financial performance covenants and their role in lending transactions

Warrants 101

Overview of the business purpose of warrants, types of warrants, and considerations for lenders

Consumer Banking & Regulatory Compliance

Business and Regulatory Aspects of Third-Party Relationships

Lessons on third-party relationships in the consumer banking space

Consumer Finance Litigation: Recent Developments

Overview of trends in mortgage lending, credit cards, and consumer finance

Consumer Lending Regulation Update

Discussion of regulations affecting consumer deposit and loan products

Deposit Accounts as Collateral, Set-off, and Cash Management

In-depth discussion of deposit accounts and associated legal issues

Elder Financial Abuse: Regulatory Developments and Best Practices for Financial Institutions

Discussion of best practices and protocols for identifying and preventing financial exploitation of the elderly

Federal and State Regulatory Developments Affecting Lenders

Discussion of regulatory developments concerning the consumer and commercial loan market, including disclosure, privacy, and other issues

Merchant Cash Advance: Litigation Updates & Industry Trends

Update on recent litigation and trends in merchant cash advance and how it's impacting contractual agreements

Privacy and Data Security

Examination of the legal issues involved in data security breaches and updates on privacy and credit reporting

Consumer Banking & Regulatory Compliance (continued)

Right to Financial Privacy Act (RFPA) Training

Introduction to the RFPA, addressing some common compliance questions

Stored Value Cards: Legal Considerations

Guide to deposit insurance, escheat, fees, disclosures, and other legal issues concerning gift, loyalty, and similar payment products

Social Media Guide for Financial Institutions

Discussion of important topics surrounding today's use of social media

TILA-RESPA Integrated Disclosures Rule

Overview of the final rule and the disclosures, addressing some common compliance questions

Vendor Management for Financial Institutions

Update on vendor management guidance from the OCC, Federal Reserve Board, FDIC, CFPB, and FFIEC

Washington and the CFPB: Implications for Consumer Banking Lending and Debt Correction Practices

Update on consumer finance legislation and CFPB rules, initiatives, and related enforcement

Corporate & Securities

Basic Business Organizations (Corporations, LLCs, LLPs)

Introduction to various types of business entities

Basic Concepts in Corporate Public Debt Offerings

Overview of the parties, documentation, and mechanics involved in corporate public debt offerings

Broker-Dealer Conference Calls: Meeting SEC Disclosure Requirements

Guide to avoiding selective disclosure of material non-public information in violation of Regulation FD

Business Entities

Tips on choice-of-entity considerations and recent developments in alternative entity law (partnerships, LLCs, and trusts)

Disclosure Liabilities under Federal Securities Laws

Overview of disclosure liabilities under federal securities laws

Guidelines for Broker-Dealers Involved in Private Placements

Overview of the legal and regulatory framework applicable to broker-dealers engaged in private securities offerings, as well as practical guidance for oversight of the marketing process

Managing Material Non-Public Information

Discussion of the key legal considerations regarding MNPI and tips for developing processes and procedures to control the handling of MNPI within your organization

Overview of Stock Purchase Agreements

Explanation of the key provisions of stock purchase agreements and other related documentation

Purchase and Sale Agreements

Overview of purchase and sale transaction structures, including mergers, and stock/equity and asset purchases and sales

Securities Registration and Exemptions

General overview and associated legal and business issues involved in securities registration and exemptions

Tax Issues in the Formation and Liquidation of Entities

Essential tax planning concerns and considerations for the creation and liquidation of corporations, partnerships, and LLCs

Cross-Border & International Issues

956 and Other Issues in Private Placements

This presentation discusses the general US tax issues in cross-border lending transactions, including changes made by the TCJA



Chapter 15 and Cross-Border Bankruptcies: Bankruptcy Options South of the Border

An examination of US bankruptcy options in cross-border matters, including a comparison of Chapter 11 to CCAA

Cross-Border Cash Pooling Arrangements (US Tax Issues)

Overview of cross-border cash pooling with respect to debt and equity

Cross-Border Issuers: Legal Issues and Recent Development

Overview of issues and terms encountered in cross-border transactions for municipal and not-for-profit issuers

Cross-Border Financing Transactions: US Tax Issues

Examination of key tax issues that arise in cross-border financings

Cross-Border & International Issues (continued)

Cross-Border Financing with Canada: Tax Issues

Discussion of the limitations of and exceptions in the US-Canadian Tax Treaty

Derivatives Rules

An update on clearing, margin requirements, and guidance on cross-border application of swap rules

FATCA 101

Overview of the Foreign Account Tax Compliance Act

International Income Tax Issues and Tax Planning

Discussion of international income tax issues for trusts with foreign beneficiaries and foreign trusts with US beneficiaries, as well as international tax planning for individuals

Leasing and Tax-Exempt and Foreign Entities

Discussion of the special rules and limitations imposed on lessors leasing to or including foreign and tax-exempt entities as partners

Lending to Canada, Australia, and the UK

Overview of the tax issues to be aware of when lending into these three countries

Portfolio Interest Exception & Other Tax Issues in Cross-Border Financing

Overview of common tax issues arising in cross-border financing transactions

Derivatives

Deposit Accounts, Securities Accounts, Custodians, and Control Agreements for Derivatives Transactions

Discussion of security interests in deposit accounts and securities accounts in derivatives transactions including control agreements

Derivatives in ABS: Practical Considerations

Discussion of potential issues that may arise in securitization transactions involving derivatives

Derivatives Regulation: Current Issues

Update on recent developments in derivatives regulation

Derivatives, Repurchase Agreements, and Forward, Commodities, and Securities Contracts in Bankruptcy

Discussion of special protections afforded by the Bankruptcy Code to parties involved in such transactions, including various types of financial products, regulations, ramifications caused by the Lehman Brothers bankruptcy, and additional case law

Derivatives Rules

An update on clearing, margin requirements, and guidance on cross-border application of swap rules

Digital Assets & Blockchain

Bitcoin “ETFs”

Discussion on the development of bitcoin ETFs

Blockchain: Why It’s So Much More Than Bitcoin (and here to stay, maybe)

Update on recent developments in the use of blockchain and distributed ledger technology in the banking and financial services industry

Cryptoassets and the Evolving US Regulatory Landscape

Update on the digital asset ecosystem and current trends in the regulation of digital assets

Cryptocurrency Fund Update

Update on the SEC treatment of funds that intend to hold cryptocurrencies and related products

Investing in Cryptocurrencies

Update on trends and legal/regulatory issues with respect to digital asset investing

Market Infrastructure: Clearing, Settlements, Compliance, Admin, Audit

Key trends in how blockchain is changing back-office process, including everything from clearing to settlements, custody, treasury, compliance, administration, and audit



Employer/Employee Matters

Designing and Administering Governmental Post-Retirement Health Care Plans: What You Need to Know

Discussion of the advantages of pre-funding post-retirement benefits, the advantages and disadvantages of various alternative benefit structures, and investment issues that face plan sponsors

Discrimination Claims/Litigation

Guide for employers managing employee discrimination claims

Investment Vehicles and Benefit Plans

Examination of ERISA's fiduciary and prohibited transaction rules along with an analysis of how different plan structures and changing circumstances affect plan investment practices

Transactions from a Benefits Perspective

Guide to common benefits situations and examination of the purpose behind common provisions



Environmental Issues

Developments in Environmental Law and Regulation

Update on current trends and developments in environmental law and regulation

Environmental Issues in Bank Lending

Overview of bank lenders' consideration of environmental impact as part of credit risk assessment and management

Environmental Issues in Real Estate Transactions

Overview of critical environmental laws from a lender's perspective



Equipment & Lease Finance

Auto Loan and Lease Finance

An overview of the legal issues and typical structures used to finance auto loan and lease portfolios

Auto Loan and Lease Finance: Recent Developments

Update of recent legal developments and current market changes relevant to auto loan and lease finance companies and their funding sources

Bankruptcy Issues for Equipment Lessors

Overview of the issues affecting an equipment lessor when dealing with a lessee after it has filed for bankruptcy protection

Equipment Lease Finance

In-depth discussion of the legal issues and typical structures used to finance equipment lease portfolios

Equipment Lease Securitization

Guide to securitization transactions backed by equipment leases

Leasing and Tax-Exempt and Foreign Entities

Discussion of the special rules and limitations imposed on lessors leasing to or including foreign and tax-exempt entities as partners

Leveraged Leasing

Overview of structure and terms of leveraged lease transactions

Planes, Trains, & Automobiles

Overview of financing structures for aircraft, railcars, engines, automobiles, and equipment

Realities of Regulation in Equipment Finance

Update on the role of regulation in equipment finance

Equipment Lease Finance: Recent Developments

Update of recent legal developments and current market changes relevant to equipment finance companies and their funding sources

The Role of Private Equity in Equipment Leasing

Overview of the role of private equity in equipment leasing

Tax-Exempt Municipal Leasing

Primer on tax-exempt municipal leasing

Tax Issues in Equipment Leasing Transactions

Overview of common tax issues that arise in equipment leasing transactions

Fintech & Marketplace Lending

How Are Banks Making Their Lending Decisions When It Comes to Financing Platforms?

Discussion of common considerations of banks when deciding to finance fintech and marketplace lending platforms



Marketplace Lending Liquidity and the Role of Securitization

Discussion of liquidity in marketplace lending and securitization

Staying Ahead of the Game in a Politically Uncertain Landscape

Discussion of economic and political issues in marketplace lending, including impacts of state litigation, congressional and regulatory agency initiatives, and macroeconomic policies

True Lender and Madden Case: Impact on the Marketplace Lending Industry

Update on true lender litigation and legislative initiatives to “fix” *Madden*

Infrastructure & Project Finance

General Topics

Basics of Infrastructure Finance

Introduction to the legal issues and typical structures in project finance transactions

Cross-Border Funding for Infrastructure & Projects

Overview of funding infrastructure projects with cross-border institutional private placements

Financing Commercial Renewable Energy Assets

Overview of the legal issues and typical structures involved in financing commercial renewable energy assets

Financing Facilities Projects: What’s Left, What’s Next?

Guide to financing infrastructure civil and social projects

Financing Investments in Energy Assets

Discussion of structuring issues and the use of various tax incentives, prepayment structures and other strategies

Hot Topics Impacting Energy Project Finance

Overview of the latest regulatory issues and recent developments in the energy finance sector

Investing in Transportation and Other Public Infrastructure

Overview of key concepts and considerations for investing in public infrastructure

Infrastructure: Federal and State Initiatives

Update on initiatives to develop infrastructure at the federal and state levels

Project Finance Basics

Introduction to the legal issues and typical structures in project finance transactions

Project Finance in the Private Placement Market — Search for Long-Term Yield in the Power Sector

Discussion of how a project financing differs from a “corporate” transaction and how private placements fit alongside bank financing in the private placement market

Public-Private Partnerships (P3) in the United States

Overview and in-depth analysis of the current project finance market for public-private partnerships

Social Infrastructure Initiatives

Update on policies to develop social infrastructure, such as schools and universities, hospitals, public facilities, and roads and other transportation assets

Transportation Finance Briefing

Update on current trends and issues in transportation finance, including related lease finance issues

Investment Management

General Topics

Bitcoin “ETFs”

Discussion on the development of bitcoin ETFs

Introduction to UITs

Overview of unit investment trusts

Investment Company Board Responsibilities for Portfolio Valuation

Overview of the responsibilities of an investment company’s board of directors for valuation of portfolio investments

Investment Management Agreements

Negotiating terms of investment management agreements and investment guidelines with major money managers

Investment Management (continued)

Investor Terms for Hedge Funds, Private Equity Funds, and Other Private Investment Funds

Discussion of the private investment fund terms on which investors are currently focusing, including an analysis of the private investment fund deal data maintained by Chapman

Private Investment Funds and Hedge Funds

Overview of fiduciary duties, subscription agreements, side letters, reporting and legal options, and tax issues for private funds

Regulatory Issues

The ETF Rule, MiFID II, and the Future of ETF Regulation

Update on current issues and trends in the regulation of ETFs

Overview of the SEC's "ETF Rule"

Overview of SEC Rule 6c-11 regulating the ETF industry

Regulation of Private Investment Funds and Advisors

In-depth discussion of the regulatory framework in which private investment funds and their advisors operate

Regulatory Developments Impacting ETFs

Update on regulatory issues relevant to ETFs, including the SEC's proposed "ETF Rule"

Tax

RICs and Grantor Trusts (Choices Based upon Targeted Investments)

Portfolio-based discussion of the advantages and disadvantages of choosing RIC or grantor trust status

Taxation of Carried Interests

Discussion of the historical treatment of and current proposals regarding the taxation of carried interests and profit interests in partnerships

Tax Regulations of Regulated Investment Companies Versus Grantor Trusts

Comparison of tax regulations affecting RICs and grantor trusts

Widely Held Fixed Investment Trusts

Discussion of the WHFIT reporting rules



Litigation

General Topics

Arbitration Basics and the AAA Update

Overview of arbitration procedures and strategies

Auto Dealership Finance and Litigation

Overview of the key issues in the area of auto dealership finance and related litigation

Commercial Foreclosures

In-depth discussion of typical issues arising in commercial foreclosures

Consumer Finance Litigation: Recent Developments

Overview of trends in mortgage lending, credit cards, and consumer finance

Corporate Attorney-Client Privilege Issues Update

Guide to attorney-client privilege as applied to corporations, including discussion of *Upjohn* decision, choice of law, waivers, and other issues

Cybersecurity Issues: What Every In-House Counsel Should Know

Overview of business, litigation, and ethical risks from cyberattacks, governance requirements, and cybersecurity best practices

Defaulted Securities and the Prudent Indenture Trustee

The role of, and relationship between, indenture trustees and bondholders in default situations

Discrimination Claims/Litigation

Guide for employers managing employee discrimination claims

Early Warning Signs of Potential Defaults in Loan Transactions

Discussion of warning signs and tips on what to do when a deal starts to go bad

eDiscovery Basics for Litigation in Our Electronic World

Overview of eDiscovery basics and rules and what those rules mean for lawyers and clients

Electronic Communications and Litigation Risk

Examples of e-communications that have proved troublesome for businesses, descriptions of litigation and spoliation risk, and discussion of preventative tips

Garnishments, Citations, and Levies

Guide to responding to garnishments, citations, and levies, with examples of common issues

Intercreditor Litigation

Update on recent issues arising from litigation among creditors

Litigation (continued)

Lender Liability — Avoiding the Parade of Horribles

Guide to lender liability issues and best practices to limit the potential for lender liability

Litigation and Defense Lessons Learned: What a Workout Officer Needs to Know

Key takeaways from recent litigation proceedings

Litigation Issues for Transactional Lawyers

Overview of common litigation issues faced by transactional lawyers, with discussion of important clauses and tips for making transaction documents as clear as possible



Litigation Theory

Introduction to litigation theories, with a focus on when to use litigation versus arbitration or mediation and when to appeal versus settle

Merchant Cash Advance: Litigation Updates & Industry Trends

Update on recent litigation and trends in merchant cash advance and how it's impacting contractual agreements

Prosecuting and Defending FINRA Proceedings

Discussion of the key aspects and recent developments in FINRA enforcement

Responding to SEC Investigations

Guide to effectively managing investigations by the SEC

Subpoenas: Issues and Advice

Guide to responding to subpoenas, with examples of common issues

Consumer Finance

The CFPB and Debt Collection Practices

Update on CFPB Bulletins clarifying the CFPB's authority to regulate consumer debt collection practices and recent enforcement actions in this area

Elder Financial Abuse: Regulatory Developments and Best Practices for Financial Institutions

Discussion of best practices and protocols for identifying and preventing financial exploitation of the elderly

The Fair Labor Standards Act: Is Your Bank at Risk for Overtime Liability?

Discussion of the best practices and procedures for avoiding overtime liability for non-exempt employees and complying with overtime regulations under the FLSA

Responding to a Civil Investigative Demand from the CFPB

Examination of the various deadlines and steps that should be taken when the CFPB serves a CID on your organization

Fiduciary Litigation

Tax Aspects of Fiduciary Litigation

Discussion of gift, estate, generation-skipping transfer, and income tax consequences of reformation of trusts and other fiduciary litigation

Whose Bill Is It?

Discussion of the equitable allocation of legal fees in fiduciary litigation—who, when, and how much?

Mergers & Acquisitions

Mergers and Acquisitions Involving Non-Bank Finance Companies

Discussion of typical due diligence, representations, warranties, covenants, and closing conditions in sales of company, assets, and/or discrete pools of financial assets

Mergers and Acquisitions Involving Partnerships and LLCs

Discussion of the special tax rules related to combinations and separations of businesses treated as partnerships for tax purposes

Non-Disclosure Agreements: Key Considerations and Pitfalls

Overview of non-disclosure agreements as they relate to financial transactions, including key NDA pitfalls, risks, and priorities

Purchase and Sale Agreements

Overview of purchase and sale transaction structures, including mergers, and stock/equity and asset purchases and sales

Tax Issues in Mergers and Acquisitions

Issues that apply generally to tax-free reorganizations, types of tax-free reorganizations, and alternative structures



Private Placements/Corporate Debt Issuance

956 and Other Issues in Private Placements

This presentation discusses the general US tax issues in cross-border lending transactions, including changes made by the TCJA

Covenants Then and Now

An overview of changing financial and negative covenants in debt private placements over time

Credit Tenant Leases Overview

Discussion of key issues, terms, and structure for credit tenant leases

Cross-Border Private Placements

Overview of issues and terms encountered in cross-border private placement transactions

Debt Private Placements: Nuts and Bolts

Overview of institutional debt private placements

Real Estate Financing—CTLs and REITs

Discussion of basic structure and terms of CTLs and REITs

The Secondary Market in Private Placements

Discussion of issues secondary to the private placements market

Select ERISA Model Form Provisions

Overview of the Model Form ERISA provisions, such as issuer's representations, events of default, and the purchaser's representations

Public Finance

General Topics

Alternatives to Tax-Exempt Advance Refunding

Discussion of alternatives under the 2017 tax law to tax-exempt advance refunding

Approaches to Taxation and Leverage

Tax policy and state and regional differences have become important factors for investors; similarly, investor approaches to leverage also differ greatly

Challenges to Tax-Exempt Bonds

Discussion of alternative financing approaches, including direct purchases, taxable bonds, social impact bonds, and new market tax credits

The Legal Framework: Key Documents and Laws

Examination of key documents and laws related to public finance

Municipal Bonds: An Introduction

Basics of both taxable and tax-exempt municipal bonds

Pay for Success Financings

Discussion of pay for success/social impact bonds, an innovative tool that enables government agencies to pay for programs that deliver results

Solid Waste Disposal Facilities and Tax-Exempt Bonds

Overview of key considerations for solid waste disposal facilities bonds

Tax-Exempt Bond Financing

Introduction to tax-exempt bond financing, covering the basics, tax considerations, and post-issuance responsibilities

Tax-Exempt Municipal Leasing

Primer on tax-exempt municipal leasing

501(c)(3)/Health Care/Education/Housing Finance

Charter School Finance

Overview of charter school, affordable housing, and community development finance and tax credit transactions

Community Development Finance

Overview of charter school, affordable housing, and community development finance and tax credit transactions

Current Topics in Health Care Finance

Discussion of recent developments on health care finance



The Evolving Role of Underwriter's Counsel

Update on current issues for underwriters in tax-exempt bond transactions

HFAs in Low-Income Housing Partnerships

Guide to creating affordable housing with tax-exempt bonds and low-income housing credits

The LIBOR Transition

Discussion of issues relating to the LIBOR sunset with respect to tax-exempt and taxable bond issuances and other financings

Multifamily Housing Partnership Structure

Discussion of the partnership structure with respect to multifamily housing and related financing issues

Credit Enhancement and Direct Purchase

Bank Facilities Update

Examination of the latest trends and developments in the public finance banking sector

Credit and Liquidity Support Products for Municipal Debt

Overview of credit and liquidity support products available for municipal debt

Direct Purchase in Today's Market

Introduction to direct purchase of municipal bonds from a lender's perspective and update on the latest issues and developments in today's direct purchasing market

Direct Purchase of Tax-Exempt Bonds: Anatomy of a Deal

Basics of direct purchase transactions, including advantages of term sheets, transaction parties, key documents, and closing tips

Oops ... Did I Mention We Sold That Property?

Discussion of the tax issues surrounding a change in use of bond-financed property



Public Finance for Bankers

A bankers guide to public finance

Recent Developments in the Direct Purchase of Tax-Exempt Bonds

Update on the latest trends and developments in the tax-exempt bonds direct purchase market

Tax Implications of Direct Purchase (Private Placement) Bonds

Discussion of direct purchase transactions with a focus on associated tax issues

Securities Law Issues

Amendments to Rule 15c-12 and Implementation Issues

Discussion of Rule 15c-12 and recent amendments and related implementation issues

Disclosure Liabilities under Federal Securities Laws

Overview of disclosure liabilities under federal securities laws

MSRB Rule G-42

In-depth look at MSRB Rule G-42 on the duties of municipal advisors

Overview of Due Diligence Considerations

Discussion of due diligence considerations for issuers

Public Offerings, Limited Public Offerings, and Private Placements

Overview of processes and common issues in public offerings, limited public offerings, and private placements

SEC Enforcement and the Importance of Disclosure

Update on recent SEC enforcements and disclosure requirements

The SEC's Final Municipal Advisor Registration Rules: Compliance Considerations for Municipal Clients

Review of the municipal advisor rules, compliance forms and considerations, and issues our clients will see in all public finance transactions

Securities Law Overview for Public Finance Transactions

General overview and associated securities law issues arising in public finance transactions

Understanding EMMA

Guide to the Electronic Municipal Market Access website

Tax Issues

Oops ... Did I Mention We Sold That Property?

Discussion of the tax issues surrounding a change in use of bond-financed property

Post-Issuance Tax Compliance and Recent Developments

Checklist for post-issuance tax compliance and overview of current trends in the public finance sector

Practical Application of Management Contract Guidelines

Discussion of the practical application of the management contract IRS guidelines of Rev. Proc. 2017-13, which provides a safe harbor for determining whether a management contract results in private business use of financed property

Public Finance Tax Overview

General overview and associated tax issues arising in public finance transactions

Public Notice and Approval ("TEFRA") Regulations for Tax-Exempt Bonds

Overview of the rules governing the public notice and approval requirements for tax-exempt private activity bonds, including tax-exempt bonds for Section 501(c)(3) Nonprofit organizations

Reissuance and Remedial Actions

Situations and modifications to existing documents that give rise to reissuance questions; how to identify and deal with situations requiring remedial action

Remedial Action and Voluntary Closing Agreement Program (VCAP)

Overview of the IRS' VCAP initiative and remedial actions in the municipal market

Public Finance (continued)

The Tax Exemption of Interest on State and Local Bonds: A Firmly Rooted History

Lessons on the history of tax-exempt financing in the United States

Tax Issues for 501(c)(3) Financings

Overview of tax issues in municipal transactions for 501(c)(3) borrowers and issuers

Real Estate

Due Diligence in Real Estate Transactions

Overview of due diligence considerations specific to real estate transactions

Environmental Issues in Real Estate Transactions

Overview of critical environmental laws from a lender's perspective

Hot Topics for the Busy Real Estate Lawyer

Previous topics have included a discussion of the *Sun Capital* case, the current status of 1031, the treatment of investor options in partnership, and the *Crescent Holdings* case

Primer on Credit Tenant Leases

Discussion of key issues, terms, and structure for credit tenant leases

Primer on REITs

Overview of rules governing qualification and taxation of REITs

Primer on Residential Real Estate

Focus on important aspects of the residential real estate contract

REITs, REMICs, and Taxable Mortgage Pools

Overview of tax issues involving mortgage and real estate assets

Sale of Bank-Owned Property

Focus on representing banks in all aspects of disposition of real estate assets and collateral

Tax Concepts Applicable to Real Estate Partnerships

Overview of basic tax concepts and a discussion of the impact on partnership economics

Taxation of REITs

In-depth look at the rules governing qualification and taxation of REITs



Renewable Energy Finance

Bankruptcies Involving Solar Projects: Challenges and Solutions

Guide to the challenges and solutions in a defaulted solar project

Commercial PACE and Green Banks: High-Leverage Elements in the Solar Finance Stack

Discussion of commercial PACE and developments in green financing

Commercial and Residential PACE Market

Update on current trends in PACE financings

Commercial Solar PPAs from a Buyer's Perspective

Discussion of common issues encountered by buyers when negotiating solar power purchase agreements

Commercial Solar PPAs from a Seller's Perspective

Discussion of common issues encountered by sellers when negotiating solar power purchase agreements

Commercial Solar PPA Securitization Overview

Overview of securitization transactions backed by solar power purchase agreements

Financing Commercial Renewable Energy Assets

Overview of the legal issues and typical structures involved in financing commercial renewable energy assets

Financing Investments in Energy Assets

Discussion of structuring issues and the use of various tax incentives, payment structures, and other strategies

Investing in Renewable Energy Assets

Overview of renewable energy sources and current market conditions

Solar Finance Fundamentals

Discussion of the basic concepts and issues in solar finance

Solar Securitization

Examination of securitization transactions backed by PPAs, leases, and loans that finance solar equipment

Tax Issues in Renewable Energy

Overview of tax issues, incentives, and structures in renewable energy transactions

Sports Finance

Issues Arising in the Representation of Professional Athletes

Addresses morals clauses in player contracts and endorsement deals

Sports Finance

Review of common structures for financing sports-related assets, rules of the major sports leagues (NFL, MLB, NHL, NBA) affecting financing terms, and rating agency requirements



Tax

General Topics

40 Act Related Tax Structures

A comparison of regulated investment companies and investment trusts from a US tax perspective

Capital Versus Non-Capital Costs for Federal Income Tax Purposes

Overview of capital and non-capital costs and steps for determining which is which for federal income tax purposes

The Digital Economy: Tax Sparing to Tax Sharing

Overview of tax issues related to electronic commerce including discussion of the Wayfair case and the GILTI Tax

Equipment Leasing Transactions: Tax Issues

Overview of common tax issues that arise in equipment leasing transactions

Ethical Issues for Tax Practitioners

Discussion of the rules restricting tax practice

The Formation and Liquidation of Entities: Tax Issues

Essential tax planning concerns and considerations for the creation and liquidation of corporations, partnerships, and LLCs

In Search of PIP

Discussion of the approaches to determining the partners' interest in a partnership

Like-Kind Exchanges

Summary of the basic rules for like-kind exchange transactions

Mergers and Acquisitions: Tax Issues

Issues that apply generally to tax-free reorganizations, types of tax-free reorganizations, and alternative structures

Non-Mortgage Securitizations: Tax Issues

Guide to the tax issues encountered in securitizations backed by non-mortgage loans

Regulated Investment Companies Versus Grantor Trusts: Tax Regulations

Comparison of tax regulations affecting RICs and grantor trusts

Renewable Energy: Tax Issues

Overview of tax issues, incentives, and structures in renewable energy transactions

Requirements for Written Tax Advice

Overview of rules governing tax opinions

RICs and Grantor Trusts (Choices Based upon Targeted Investments)

Portfolio-based discussion of the advantages and disadvantages of choosing RIC or grantor trust status

Structured Financing: Tax Issues

Overview of tax issues in structured finance

Taxation of Carried Interests

Discussion of the historical treatment of and current proposals regarding the taxation of carried interests and profit interests in partnerships

Taxation of Corporations

Overview of tax issues specific to corporations

Tax-Exempt Asset Securitizations

In-depth look at tax-exempt asset securitizations

Thinking Like a Tax Lawyer

A businessperson's guide to identifying critical tax goals and effectively utilizing tax advisers

Transactional Lawyers: Tax Issues

Introduction to common tax issues faced by transactional lawyers

Unrelated Business Taxable Income and Effectively Connected Income

Overview of unrelated business taxable income and effectively connected income

We Got the BEAT! (and Other Limitations on Deductibility in Financial Products)

A discussion of the TCIA changes to the rules for deductibility of payments in a variety of financial transactions

Widely Held Fixed Investment Trusts

Discussion of the WHFIT reporting rules

Workouts Modifications and Bad Debts: Tax Considerations

Discussion of the alternative approaches and tax impact to the debtor and lender of workouts and debt cancellation

Cross-Border and International Tax Issues

956 and Other Issues in Private Placements

This presentation discusses the general US tax issues in cross-border lending transactions, including changes made by the TCJA

Classification of Entities for FATCA Purposes (and Why Do We Care?)

Steps for determining the classification of entities for FATCA purposes

Cross-Border Cash Pooling Arrangements (US Tax Issues)

Overview of cross-border cash pooling with respect to debt and equity

FATCA 101

Overview of the Foreign Account Tax Compliance Act

Global Politics and Cross-Border Tax Planning

Examination of the impact of global politics on cross-border tax planning

International Income Tax Issues and Tax Planning

Discussion of international income tax issues for trusts with foreign beneficiaries and foreign trusts with US beneficiaries, as well as international tax planning for individuals

Lending to Canada, Australia, and the UK

Overview of the tax issues to be aware of when lending into these three countries

Portfolio Interest Exception & Other Tax Issues in Cross-Border Financing

Overview of common tax issues arising in cross-border financing transactions

Tax Issues in Cross-Border Financing Transactions

Examination of key tax issues that arise in cross-border financings

Tax Issues with Cross-Border Financing with Canada

Discussion of the limitations of and exceptions in the US-Canadian Tax Treaty

Public Finance

Alternatives to Tax-Exempt Advance Refunding

Discussion of alternatives under the 2017 tax law to tax-exempt advance refundings

Approaches to Taxation and Leverage

Tax policy and state and regional differences have become important factors for investors, similarly investor approaches to leverage also differ greatly

Closing Agreements

Tax discussion of the elements of a closing agreement and what is involved in settling bond violations with the IRS

Forming a 501(c)(3): The Process and the Law

Overview of the corporate and tax requirements for forming and maintaining a 501(c)(3) tax-exempt entity

Oops ... Did I Mention We Sold That Property?

Discussion of the tax issues surrounding a change in use of bond-financed property

Post-Issuance Tax Compliance and Recent Developments

Checklist for post-issuance tax compliance and overview of current trends in the public finance sector

Practical Application of Management Contract Guidelines

Discussion of the practical application of the management contract IRS guidelines of Rev. Proc. 2017-13, which provides a safe harbor for determining whether a management contract results in private business use of financed property

Public Notice and Approval (“TEFRA”) Regulations for Tax-Exempt Bonds

Overview of the rules governing the public notice and approval requirements for tax-exempt private activity bonds, including tax-exempt bonds for Section 501(c)(3) Non-Profit organizations



Reissuance and Remedial Actions

Situations and modifications to existing documents that give rise to reissuance questions; how to identify and deal with situations requiring remedial action

Remedial Action and Voluntary Closing Agreement Program (VCAP)

Overview of the IRS' VCAP initiative and remedial actions in the municipal market

Solid Waste Disposal Facilities and Tax-Exempt Bonds

Overview of key considerations for solid waste disposal facilities bonds

The Tax Exemption of Interest on State and Local Bonds: A Firmly Rooted History

Lessons on the history of tax-exempt financing in the United States

What in the World Is Rebate? Why Do I Need to Pay It? Can I Avoid It?

Guide to the tax rules regarding arbitrage rebate and exceptions therefrom

Real Estate

Key Tax Concepts Applicable to Real Estate Partnerships

Overview of basic tax concepts and a discussion of the impact on partnership economics

REITs, REMICs, and Taxable Mortgage Pools

Overview of tax issues involving mortgage and real estate assets

Taxation of REITs

In-depth look at the rules governing qualification and taxation of REITs

US Tax Reporting Obligations on Foreclosures, Deeds in Lieu, and Writedowns of Debt

Guide to reporting obligations on foreclosures, deeds in lieu, and writedowns of debt on tax forms 1099-C and 1099-A

Trusts and Estates Administration

Fiduciary Litigation: Tax Considerations

Discussion of gift, estate, generation-skipping transfer, and income tax consequences of reformation of trusts and other fiduciary litigation

Understanding (and Planning to Reduce) 3.8% Medicare Surtax and Higher Income Tax Rates for Trusts and Estates

Strategies for reducing Medicare surtax and higher income tax rates



Trusts & Estates Administration

Breach of Trust: Fiduciary and Third-Party Liability

Overview of fiduciary duties and liability of fiduciaries and third parties for breach of trust

Charitable Gift Planning

Overview of strategies for charitable giving, including charitable trusts and foundations

Estate Planning and Fundamentals of Drafting and Executing Estate Planning Documents

Discussion of estate planning fundamentals and a primer on the drafting and execution of basic estate planning documents

Fiduciary Litigation: Tax Considerations

Discussion of gift, estate, generation-skipping transfer, and income tax consequences of reformation of trusts and other fiduciary litigation

Fiduciary Training: Collective Investment Trusts

Introduction to fiduciary duties applicable to collective investment trusts

GRITs, GRATs, and GRUTs

Guide to the use of trusts with retained interests to transfer appreciated assets of the next generation

International Income Tax Issues and Tax Planning

Discussion of international income tax issues for trusts with foreign beneficiaries and foreign trusts with US beneficiaries, as well as international tax planning for individuals

Managing Fiduciary Risk Associated with the Administration of Complex Financial Instruments in Fiduciary Accounts

Discussion of the administration of complex financial instruments and structures in fiduciary accounts

Modern Trust Accounting

Trends and best practices in modern trust accounting

The New Illinois Trust Code

Discussion of the new Illinois Trust Code, including what's changed, what's the same, and how it relates to the Uniform Trust Code

Obtaining Assistance from the Court

Details of the jurisdictional and venue aspects of lawsuits to construe a trust, including a discussion and example of the complaint to present all issues to the court and have them finally determined

Trusts & Estates Income Tax Reporting after 2017 Tax Reform

Overview of the 2017 tax reform and implications for trusts and estates income tax reporting and planning

Understanding (and Planning to Reduce) 3.8% Medicare Surtax and Higher Income Tax Rates for Trusts and Estates

Strategies for reducing Medicare surtax and higher income tax rates

Understanding Trust Fundamentals for Credit

Guide to the nature of trusts and the risk issues when dealing with trusts, particularly with regard to lending transactions

Understanding Trusts and Trustee Powers

Guide to trust and trustee legal matters, including trust administration and income and transfer tax issues

Wealth Preservation: The Fundamentals

Overview of estate and income tax planning to effectively transfer wealth to the next generation

What's in a Beneficiary Designation?

Planning with individual retirement accounts, 401(k)s, and other qualified plans to defer taxes

Whose Bill Is It?

Discussion of the equitable allocation of legal fees in fiduciary litigation—who, when, and how much?

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