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- Burch & Cracchiolo PA
- CB Richard Ellis
- City of Mesa Office of Economic Development
- City of Phoenix - Mayor's Office
- De Rito Partners, Inc.
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- Squire Sanders & Dempsey LLP
- Stinson Morrison & Hecker LLP
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An Advanced Two-Day Conference on

Commercial Real Estate Leases

Practical information on negotiating and enforcing commercial leases

October 2 & 3, 2008

Phoenix, Arizona

Wyndham Phoenix Hotel

Credits: 13.25 AZ CLE credits including 1 Ethics | AZ Real Estate is pending (call about others)

Quick when/where: 8:30 a.m., 50 East Adams Street

Commercial Real Estate Leases Conference

October 2 & 3, 2008 | Phoenix, Arizona
Wyndham Phoenix Hotel

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8:00 Registration and Continental Breakfast

8:30 Introduction and Overview

Gary L. Birnbaum, Esq., Program Co-Chair
Mariscal, Weeks, McIntyre & Friedlander, P.A. ~ Phoenix, AZ

Don J. Miner, Esq., Program Co-Chair
Fennemore Craig, P.C. ~ Phoenix, AZ

8:45 Opening Address: Recent Developments with an Impact on the Real Estate Market

The Hon. Phil Gordon, Mayor
City of Phoenix - Mayor's Office ~ Phoenix, AZ

9:15 The Current Real Estate Market and Implications for Business Planning in Commercial Real Estate

Scot Rigby, Director
City of Mesa Office of Economic Development ~ Mesa, AZ

9:45 Financing Considerations for Lease Negotiations

Robert Bornhoft, Esq.
Quarles & Brady ~ Phoenix, AZ

10:30 Break

10:45 Negotiating Key Lease Provisions and Making the Deal Happen

Perspectives on best current thinking on negotiating and drafting leases; practical tips for recognizing and avoiding potential deal-killers, from letter of intent to move-in

Landlord's perspective

James B. Connor, Esq.
Gallagher & Kennedy, P.A. ~ Phoenix, AZ

Tenant's perspective

Jay D. Wiley, Esq.
Snell & Wilmer LLP ~ Phoenix, AZ

11:45 Customizing the ADR Clause in the Lease

Issues including: Choice of process, provider, complexity, and formality

Robert Dauber, Esq., Ph.D., Clinical Professor
Arizona State University
Sandra Day O'Connor School of Law
Tempe, AZ

12:30 Lunch (on your own)

1:45 Insurance Considerations for Commercial Leases

Drafting and negotiating leases to address issues of insurance, waivers, indemnities, exculpation clauses and subrogation waivers and evaluating how those provisions relate to each other

Joshua D. Rogers, Esq.
Kunz, Plitt, Hyland, Demlong & Kleifield ~ Phoenix, AZ

2:30 Condemnation: Resolving the Potential Conflicts Between Landlord and Tenant

Gary L. Birnbaum, Esq., Program Co-Chair

3:15 Break

3:30 Emerging Issues in Environmental Law: Concerns and Remedies

New cases on cleanup liability; allocation of liability; update on the Arizona Department of Environmental Quality's No Further Action letter policy; indoor air toxicity; stormwater management

Rhett B. Larson, Esq.
Gallagher & Kennedy, P.A. ~ Phoenix, AZ

4:15 Urban Redevelopment: Special Issues for Leasing in Mixed-Use Developments

Common Area Maintenance (CAM); percentage rent issues; exclusives, radius, co-tenancy, and out-parcel issues; emergence of lifestyle considerations

Thomas C. Arendt, Esq.
Arendt Law Group PLC ~ Phoenix, AZ

5:00 Continue the Exchange of Ideas: Reception for Faculty and Attendees Sponsored by Fennemore Craig P.C. and Mariscal, Weeks, McIntyre & Friedlander, P.A.

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About the Conference

LAW SEMINARS INTERNATIONAL

We dedicate all of our efforts to producing high-quality professional education programs.

Our seminars provide an opportunity for lawyers to learn about their clients' businesses and for the clients to learn about the legal issues impacting their business.

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This conference will focus on the business and legal aspects of commercial leases. Current market conditions will be addressed. Insightful, practical and readily useable information will be provided in a manner useful to real estate lawyers, brokers, lenders, landlords, and tenants in negotiating, drafting, implementing and enforcing commercial leases. Basic concepts will be explained to ensure that those with less experience are not left behind, but panel discussions and presentations will quickly extend into more sophisticated areas. Current issues will be discussed and examples provided. Specific suggestions for lease provisions and ways to handle particular issues will be offered. Speakers will address issues relating not only to lease negotiations but also relating to issues between landlords and tenants that arise during tenancy.

Our goal is to help participants learn about and apply new and updated concepts to real world situations, based on the knowledge of experienced real estate lawyers, leasing agents, and other professionals. Program participants and speakers will include prominent feasibility experts and local government officials, in addition to lawyers and brokers with substantial experience in the commercial leasing field.

A must for anyone who wants to know deeper concepts and understand important aspects relating to commercial leasing.

~ Program Co-Chairs: Gary L. Birnbaum, Esq. and Don J. Miner, Esq.



- 8:00 Registration and Continental Breakfast**
- 8:30 Ethical Considerations in Commercial Transactions**
 Practical ethics advice: Determine who is the client in a transaction; who can pay your fees other than the client (and what you must disclose); tips for writing a conflict waiver; recent trends in bar complaints for commercial transactions.
Lynda C. Shely, Esq.
 The Shely Firm PC ~ Scottsdale, AZ
- 9:30 Special Issues for Leases on State Lands and Indian Reservations**
 State lands: Discussion of the unique aspects of State Trust land ground leases and the legal constraints relating to leases of Land Trust
Michael P. Ripp, Esq.
 Ryley Carlock & Applewhite PA ~ Phoenix, AZ
 Indian reservations
Don J. Miner, Esq., Program Co-Chair
- 10:30 Break**
- 10:45 Special Issues for Shopping Centers**
 Redevelopment and neighborhood centers taking the place of traditional covered roof malls
Judi Butterworth, Principal
 De Rito Partners, Inc. ~ Phoenix, AZ
Karen Solheim, Principal
 Solheim Research ~ Santa Monica, CA
- 12:00 Lunch (on your own)**
- 1:15 Quick Takes on Special Lease Situations**
Mindy Korth, Executive Vice President, Moderator
 CB Richard Ellis ~ Phoenix, AZ
 Big box stores
Spencer W. Cashdan, Esq.
 Mariscal, Weeks, McIntyre & Friedlander, P.A. ~ Phoenix, AZ

- Liquor licenses-proximity issues
Clare H. Abel, Esq.
 Burch & Cracchiolo PA ~ Phoenix, AZ
- Industrial and warehouse
Robert F. Buckley, Senior Vice President
 Grubb & Ellis ~ Phoenix, AZ
- Office space
R. Craig Coppola, CRE, SIOR, Principal
 Lee & Associates ~ Phoenix, AZ
- 2:45 Break**
- 3:00 Remedies and Enforcement**
 Perspectives on tenants in trouble and landlords in trouble; pre-bankruptcy foreclosure; reorganizations in bankruptcy actions; tenant in default beyond the mere eviction; how to draft a lease to minimize the bankruptcy risk; avoiding the midnight move
Bryan A. Albue, Esq., Moderator
 Fennemore Craig, P.C. ~ Phoenix, AZ
 Landlord's perspective
Scott A. Klundt, Esq.
 Quarles & Brady ~ Phoenix, AZ
 Tenant's perspective
C. Taylor Ashworth, Esq.
 Stinson Morrison & Hecker LLP ~ Phoenix, AZ
 Bankruptcy phase: Creditor's perspective
Donald L. Gaffney, Esq.
 Snell & Wilmer LLP ~ Phoenix, AZ
 Debtor's perspective
Thomas J. Salerno, Esq.
 Squire Sanders & Dempsey LLP ~ Phoenix, AZ
- 5:00 Evaluations and Adjourn**



Registration & Other Conference Information

To Register:

Call us at: 800-854-8009 or 206-567-4490
 Fax the registration form to us at: 206-567-5058
 Email us at: registrar@lawseminars.com
 Web site: www.lawseminars.com
 Mail the registration form on the front page.
 Walk-ins are welcome, subject to space availability.
 Registration is complete when we receive payment or agree to later payment.

Tuition: Regular tuition for this program is \$995 with a group rate of \$845 each for two or more registrants from the same firm. For government employees, we offer a special rate of \$695. For students and people in their job for less than a year, our rate is \$497.50. All rates include admission to all seminar sessions, food and beverages at breaks, and all course materials. Make checks payable to Law Seminars International.

Substitution & Cancellation: You may substitute another person at any time. We will refund tuition, less a \$50 cancellation fee, if we receive your cancellation by

5:00 p.m. on Friday, September 26, 2008. After that time, we will credit your tuition toward attendance at another program or the purchase of a Homestudy. There is a \$25 cancellation fee for Course Materials orders and \$50 for Homestudy orders.

Seminar Location: The conference will be held at the Wyndham Phoenix Hotel at 50 East Adams Street in Phoenix, AZ 85004. Call the hotel directly at (602) 333-0000 for reservations at the special negotiated rate of \$209/nt and mention that you are attending a Law Seminars International conference. Rooms are on a first come, first served basis.

Continuing Education Credits: This program qualifies for 13.25 AZ CLE credits including 1 Ethics. AZ Real Estate is pending. Upon request, we will apply for CLE credits in other states and other types of credits.

If You Cannot Attend: Our complete Homestudy Course, consisting of a DVD recording and the written course materials, is available for \$1005. The written course materials alone are available for \$100. We will ship your Homestudy order via UPS ground within two weeks after the seminar or the date we receive payment (whichever is later).

Faculty: Commercial Real Estate Leases Conference

Gary L. Birnbaum, *Program Co-Chair*, Managing Director and senior litigation and real estate attorney at Mariscal, Weeks, McIntyre & Friedlander, P.A., focuses on complex commercial, real estate and eminent domain litigation. He is listed in *The Best Lawyers in America* and is Associate Dean of the Sandra Day O'Connor College of Law at Arizona State University.

Don J. Miner, *Program Co-Chair*, partner at Fennemore Craig, P.C., focuses on real estate and business transactions, development, finance, leasing and real estate brokerage. He is listed in *The Best Lawyers in America* and *Chambers USA*.

The Hon. Phil Gordon, *Opening Address*, Mayor of the City of Phoenix, was elected in 2003. Formerly, as chief of staff for Mayor Rimsza, he focused on public safety and co-founded a task force that created legislation to penalize criminal landlords.

Bryan A. Albue, *Moderator*, director at Fennemore Craig, P.C., specializes in creditors' rights and bankruptcy. He is a member of the American Bankruptcy Institute and is Board Certified in Business Bankruptcy Law.

Mindy Korth, *Moderator*, Executive Vice President at CB Richard Ellis, is an investment sales broker in the Capital Markets Group focusing on rehab development, financing, structuring deals in capital markets, leasing, management, site selection and network planning.

Clare H. Abel, shareholder at Burch & Cracchiolo PA, concentrates in real estate, zoning and condemnation law and is certified as a specialist in Real Estate Law by the Arizona Board of Legal Specialization.

Thomas C. Arendt, partner at Arendt Law Group, PLC, focuses on commercial real estate transactions and is a certified Real Estate Specialist. He is listed in *The Best Lawyers in America*.

C. Taylor Ashworth, partner at Stinson Morrison & Hecker LLP, practices in the Bankruptcy and Creditors' Rights Division. He is listed in *The Best Lawyers*

in America for Bankruptcy and Creditor-Debtor Rights Law.

Robert Bornhoft, partner at Quarles & Brady, focuses on retail and office leasing transactions, purchase and sale of real estate, commercial loan and financing, uniform Commercial Code and acquisition/sales of businesses.

Robert F. Buckley, Senior Vice President of the Investment Group at Grubb & Ellis, assists clients with property evaluation, strategic planning, portfolio planning and development feasibility/coordination.

Judi Butterworth, principal at De Rito Partners, Inc. specializes in selling commercially zoned land and investments. She is former State Director for the International Council of Shopping Centers.

Spencer W. Cashdan, shareholder of Mariscal, Weeks, McIntyre & Friedlander, P.A., focuses on commercial leasing, real estate transactions, acquisitions, sales and finance. He has an AV rating by *Martindale-Hubbell*.

James B. Connor, shareholder of Gallagher & Kennedy, P.A. practices corporate finance and real estate law, including negotiating leases with national retail tenants, assisted borrower clients with securitized loans and synthetic leases.

R. Craig Coppola, principal at Lee & Associates has been awarded the NAIOP Office Broker of the Year six times in the past twelve years. He has earned the top three designations in the real estate industry: CCIM, CRE and SIOR.

Robert Dauber, Ph.D., Clinical Professor at Arizona State University Sandra Day O'Connor School of Law, instructs student attorneys in the Civil Practice Clinic. He serves on the Arizona Supreme Court's Alternative Dispute Resolution Advisory Committee.

Donald L. Gaffney, partner at Snell & Wilmer LLP focuses in bankruptcy and workout law; privacy law; and electronic communications. He was appointed first federal Consumer Privacy Ombudsman in a case involving Internet companies running official Amber Alert Systems.

Scott A. Klundt, partner at Quarles & Brady, focuses on commercial litigation and creditors' rights. He is the editor of the *Brigham Young University Law Review*; Order of the Coif.

Rhett B. Larson, environmental attorney of Gallagher & Kennedy, P.A., practices environmental and natural resource law relating to water quality, water rights, environmental compliance, and environmental due diligence.

Scot Rigby is the Director of the City of Mesa Office of Economic Development.

Michael P. Ripp, shareholder at Ryley Carlock & Applewhite PA, represents banks and life insurance companies in real estate, agricultural and commercial loan transactions, loan restructuring and workouts, and loan enforcement.

Joshua D. Rogers, attorney with Kunz, Plitt, Hyland, Demlong & Kleifield, focuses on insurance coverage and defense.

Thomas J. Salerno, partner at Squire Sanders & Dempsey LLP leads the firm's international financial restructuring practice. He is listed in *The Best Lawyers in America* and *Southwest Super Lawyers*.

Lynda C. Shely, partner at The Shely Firm PC, provides ethics and risk management advice to lawyers and law firms. She is on the State Bar's UPL Advisory Opinion Committee, the Professionalism Committee and the Consumer Information and Education Task Force.

Karen Solheim, Principal at Solheim Research, provides real estate research, including mall expansion/reuse of space, renovation and/or repositioning studies, trade area studies, site selection and analysis, feasibility studies and sales transfer analysis.

Jay D. Wiley, partner at Snell & Wilmer LLP focuses on real estate and real estate finance. He was named in *Chambers USA: America's Leading Lawyer for Real Estate* and *The Best Lawyers in America*, and a "Southwest Super Lawyer" by *Law and Politics Magazine*.

October 2 & 3, 2008

Phoenix, Arizona

Wyndham Phoenix Hotel

50 East Adams Street
(602) 333-0000

Who Should Attend:

Attorneys, real estate and environmental professionals, lenders, owners, managers, brokers, leasing agents, and others who are involved in landlord/tenant relationships and who deal with lease negotiation, drafting, defaults and litigation

You Will Learn About:

- Customizing the ADR clause in the lease
- Business planning in commercial real estate
- Financing considerations and key provisions for lease negotiations
- Insurance considerations for commercial leases
- Resolving potential conflicts between landlord and tenant
- Concerns and remedies in environmental law
- Special issues in mixed-use developments, state lands and Indian reservations
- Ethical considerations in commercial transactions
- Unique lease situations
- Remedies and enforcement when tenants or landlords are in trouble

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