



**Earn up to 14 Hours MCLE Credit  
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**3rd Annual Conference!**

# Negotiating Leases

**The Real State of the Market**

**May 12-13, 2005 • Omni Parker House Hotel • Boston**

## **Who Should Attend:**

- Attorneys
- Real Estate Brokers
- Leasing Agents
- Property Managers
- Landlords
- Tenants
- Lenders
- Insurance Professionals
- Developers
- Property Owners
- Retailers

...anyone involved in  
commercial leasing in  
New England!

Dear Colleagues:

This comprehensive program, which covers "all the bases" of commercial lease negotiations, will return again to Boston this spring by popular demand. New this year will be an expanded retail lease negotiation forum, as well as a more comprehensive analysis of issues associated with evaluating prospective premises and the lease and related issues associated with designing and building out leasehold improvements. This year's program will again feature a number of mock negotiation sessions, which attendees from our most recent conference found made for animated presentations and provoked more attendee interaction with the faculty.



Michael J. Litchman

Please join us for a stimulating program, featuring faculty members who are not only industry leaders, but also "hands on" negotiators, who wrestle with real estate leasing issues on a daily basis. I look forward to seeing you there.

Sincerely,

**Michael J. Litchman, Esq., Program Chair  
Goodwin Procter LLP, Boston**



Visit our website at [cle.com](http://cle.com) for a complete listing of MCLE requirements in all states. You will also find a schedule of our upcoming conferences and a listing of available homestudy courses.

Register Online at [www.cle.com](http://www.cle.com) or Call (800) 873-7130  
Conference Schedule and Speaker Biographies Inside



# conference **schedule**

## Negotiating Leases

Thursday, May 12	Friday, May 13
8:30 Registration	
9:00 <b>Introduction and Welcome</b> <i>Michael J. Litchman, Esq., Program Chair</i> <i>Goodwin Procter, Boston</i>	9:00 <b>Introduction</b> <i>Michael J. Litchman, Esq., Program Chair</i>
9:15 <b>Cutting the Business Deal</b> Current Market Climate; Key Business Issues; Letters of Intent; Avoiding Unintended Commitments <i>William Collins, Senior Vice President, and Benjamin Heller, Assistant Vice President</i> <i>Spaulding &amp; Slye Colliers International, Boston</i> <i>Michael J. Litchman, Esq., Program Chair, and Richard A. Oetheimer, Esq.</i> <i>Goodwin Procter, Boston</i>	9:15 <b>Options: Creating Flexibility</b> Negotiating Rights to Expand, Contract, Extend and Terminate; Fair Market Rent <i>Michael J. Litchman, Esq., Program Chair</i>
10:45 Morning Break	10:00 <b>Negotiating Assignment and Subletting Provisions</b> Negotiating Flexibility; Recapture Rights; Sublease Issues <i>Robert M. Schlein, Esq.</i> <i>Posternak, Blankstein &amp; Lund, Boston</i>
11:00 <b>Creating the Desired Workplace</b> Evaluating the Premises; Workletter Issues; Construction <i>Eric B. Sheffels, President</i> <i>Leggat McCall Properties, Boston</i> <i>Bruce Tribush, Esq.</i> <i>Goodwin Procter, Boston</i>	10:45 Morning Break
12:15 Lunch Break	11:00 <b>Operating Expenses and Audit Issues</b> Typical Issues; Mock Negotiation <i>Timothy M. Smith, Esq., and James W. Hackett, Esq.</i> <i>Nutter, McClennen &amp; Fish, Boston</i>
1:45 <b>Retail Leasing Workshop</b> Resolving Issues Particular to Retail Leases <i>Thomas J. Phillips, Esq.</i> <i>Brown Rudnick Berlack Israels, Boston</i> <i>Nancy M. Davids, Esq.</i> <i>Goulston &amp; Storrs, Boston</i>	11:45 <b>Insurance Issues</b> Allocating Risks in the Lease; Scope of Insurance Coverages <i>Stephen T. Langer, Esq.</i> <i>The Law Offices of Stephen T. Langer, Boston</i>
3:15 Afternoon Break	12:30 Lunch Break
3:30 <b>Leases and Bankruptcy</b> What Happens and to Whom <i>John V. Snellings, Esq.</i> <i>Nixon Peabody, Boston</i>	2:00 <b>Default and Evictions</b> Enforcing the Lease; Summary Process; Mock Negotiation <i>James W. Hackett, Esq., and Timothy M. Smith, Esq.</i> <i>Nutter, McClennen &amp; Fish, Boston</i>
4:15 <b>Ethical Issues</b> Responsibilities of Lawyers and Their Clients; Current Issues <i>Henry C. Dinger, Esq.</i> <i>Goodwin Procter, Boston</i>	2:45 <b>Security Deposits and Guaranties</b> Issues Relating to Security Deposits and Exercising Remedies; Guaranties <i>Jo-Ann M. Marzullo, Esq.</i> <i>Posternak, Blankstein &amp; Lund, Boston</i>
5:15 Adjourn	3:30 Afternoon Break
	3:45 <b>Dealing with the Lender</b> What Are the Lender's Goals; SNDA and Estoppel Issues; Traps for the Unwary <i>Michael J. Litchman, Esq., Program Chair</i>
	4:30 Q&A Panel <i>Members of the Faculty</i>
	5:00 Adjourn

Save  
These  
Dates!

Commercial Real Estate Leases  
April 22, Miami  
Toxic Mold  
April 29, Atlanta

Winemaking for Lawyers  
May 2, Seattle  
Land Use & Development Law  
May 13, Boston

MBA for Lawyers  
May 16, Denver  
Eminent Domain  
June 16-17, Princeton

For more information about these and other programs, visit our website at [www.cle.com](http://www.cle.com).

## Negotiating Leases

# meet your faculty

### Program Chair

**Michael J. Litchman** is the Co-Chair of the leasing practice area in Goodwin Procter's 50-lawyer real estate department. He represents clients in a wide variety of commercial real estate transactions, counseling owners, developers, landlords and tenants across the United States. He is particularly well known for his expertise in commercial real estate leasing, with an emphasis on complex ground leases, "anchor" retail and shopping center leases, and "headquarters" office leases in major downtown office towers. He is involved in the activities of CoreNet Global and the International Council of Shopping Centers, and is a member of the Boston Bar Association's Leasing Committee.

**William Collins** is Senior Vice President in his firm's downtown leasing group. He focuses on office properties and tenant representation. In 2004, he received a CBA Achievement Award as a member of the Multi-Million Dollar Club (Platinum, over \$25 million).

**Nancy M. Davids** focuses on acquisition, permitting, financing and leasing of all types of commercial real estate. She represents developers of office, retail and housing projects, which involve complicated zoning and land use issues. Representation of retail landlords and tenants makes up a substantial portion of her practice.

**Henry C. Dinger** has a long-standing interest in legal ethics and professional responsibility. He currently chairs the Massachusetts Supreme Judicial Court's Standing Committee on Rules of Professional Conduct and the Boston Bar Association's Ethics Committee. He also serves on his firm's Ethics Advisory Committee.

**James W. Hackett** has extensive experience in all aspects of real estate law, with particular emphasis in leasing and partnerships. He is the author of *Massachusetts Real Estate Leasing Forms*.

**Benjamin Heller** focuses on investment properties, office properties and tenant representation. In 2004, he received a CBA Achievement Award as a member of the Multi-Million Dollar Club (Platinum, over \$25 million). He was named a 2004 Big Brother of the Year Award Finalist by the Big Brother Association of Massachusetts Bay.

**Stephen T. Langer** spent the first 21 years of his legal career specializing in commercial real estate leasing, financing and development in medium and large downtown Boston firms. His practice involves all areas of commercial real estate, including the representation of developers, landlords, tenants and lenders in connection with retail, office, residential and mixed-use developments.

**Jo-Ann M. Marzullo** practices commercial real estate and business law, handling a wide range of matters, including sales and acquisitions, leases, development, loans and debt/equity issues. She has represented retailers in acquisition, leasing and development of big box locations, and landlords and tenants in regional malls.

**Richard A. Oetheimer** is a partner in the firm's Litigation Department and specializes in the defense of products liability and complex commercial and real estate development claims in litigation.

**Thomas J. Phillips** has been practicing commercial real estate and land use law for over 15 years. He has counseled owners, developers, landlords, tenants, lenders and investors in a variety of property acquisitions and sales, development and permitting projects, leases, debt and equity financings and other sophisticated real estate transactions. He has had particular experience with shopping centers.

**Robert M. Schlein** concentrates in commercial real estate leasing, real estate financing and use and environmental permitting and compliance matters. He has extensive experience in the representation of anchor tenants, restaurants and smaller tenants in all types of shopping centers and in the representation of both tenants and landlords of office and industrial properties. He also regularly represents borrowers in loan transactions.

**Eric B. Sheffels** joined his company in 1983 after two years at Jackson Construction Company. He has served in various capacities, including Divisional Manager - Property Management, Director of Asset Management and Director of Development.

**Timothy M. Smith** has extensive real estate experience, particularly in development, financing, purchase and sale, permitting, and leasing matters. He represents a wide variety of clients in the financing, development, and purchase and sale of real estate.

**John V. Snellings** focuses his practice on the areas of business and bankruptcy litigation, with particular emphasis on the representation of creditor committees in Chapter 11 proceedings, loan recovery, and other creditor claims. He has also acquired extensive experience in business reorganization through his representation of institutional lenders, unsecured creditors, and debtors in bankruptcy proceedings.

**Bruce Tribush** focuses on a wide variety of commercial real estate transactions, with a particular emphasis on real estate finance, development and investment. He represents commercial lenders and borrowers, owners and developers, landlords and tenants in commercial leasing transactions, and institutional and private investors in debt and equity real estate investments.

# conference information

### Continuing Education Credit

**MCLE:** This course qualifies for continuing legal education credit. **CLE INTERNATIONAL** is an approved provider in all states having mandatory continuing legal education requirements.

**Real Estate:** This course meets the requirements for 4 hours of credit from the Massachusetts Board of Registration of Real Estate.

For accreditation in other jurisdictions or disciplines, please contact Brian Fineberg at (303) 377-6600 or brian@cle.com.

### Registration

Advance registration is recommended, and you are encouraged to mail in your registration early. Or simply call in your registration or homestudy order to (800) 873-7130, fax the registration form to (303) 321-6320, register online at [www.cle.com](http://www.cle.com), or e-mail your registration to [www.registrar.com](http://www.registrar.com). Full payment is due at time of registration. Walk-in registrations will be subject to space availability. Please call **CLE INTERNATIONAL** at (303) 377-6600 if you require any special accommodations.

**CLE International Managing Program Attorney:**  
Heidi A. Ray, [heidi@cle.com](mailto:heidi@cle.com).

### Conference Location and Accommodations

The Conference will be held at the Omni Parker House Hotel, 60 School Street, Boston, MA 02108. For room reservations and special rates, please call Community World Travel at (888) 724-0500 or visit [www.communityworldtravel.com](http://www.communityworldtravel.com).

### Tuition

The tuition fee of \$695 per person includes attendance at all sessions, course materials, continental breakfasts and coffee breaks. **CLE INTERNATIONAL** offers special rates for 501(c)(3) organizations, full-time judges and law students.

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Save \$200 or more with our multiple registrant discount! Tuition is only \$595 per person for two or more from the same firm.

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### Course Materials

Each registrant will receive a set of materials prepared by the speakers especially for this Conference, which will serve as a valuable future reference. The course materials alone are available for \$95 plus \$10 shipping and handling.

### Homestudy Package

**CLE INTERNATIONAL** also offers a complete audio transcript of the Conference (including all course materials) for \$695 plus \$10 shipping and handling. This package may qualify for homestudy credit.

### Cancellation Policy

Full tuition refunds (less a \$50 administrative charge) will be given only if notice of cancellation is received by 5:00 p.m. MST on the Friday preceding the Conference. Substitutions may be made at any time.

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The Real State of the Market

May 12-13, 2005 • Omni Parker House Hotel • Boston

Register Today!



Michael J. Litchman

"Michael [Litchman] was great—good lawyer and facilitator."

"Overall, I would give this seminar an "A." Great take-away, interaction and thoroughness....All content is excellent."

"This was an excellent program. Michael [Litchman] did a great job keeping it on track substantively and timely. It was very sophisticated as measured by my 15 years of practice."

"[I] especially liked the 'debates'—it's helpful to hear the reasoning behind the arguments on behalf of landlord and tenant."



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