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4th Annual Conference!

Negotiating Leases

Featuring Mock Negotiations of Key Provisions

May 11-12, 2006 • Ritz-Carlton Hotel (on Arlington) • Boston

Who Should Attend:

- Lawyers
 - Brokers
 - Leasing Agents
 - Landlords
 - Tenants
 - Real Estate Professionals
 - Developers
 - Office, Industrial or Retail Leasing Professionals
 - Managers
- ... anyone involved in commercial leasing!

Dear Colleagues:

This comprehensive program, which covers "all the bases" of commercial lease negotiations, will return again to Boston by popular demand. New this year will be a session on environmental issues that are frequently encountered in lease negotiations, as well as an enhanced session on the consequences of tenant bankruptcies. 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, Esq.

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.

Goodwin Procter LLP
Program Chair



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



Thursday, May 11**Friday, May 12**

- 8:30 Registration and Continental Breakfast
- 9:00 **Introduction and Welcome**
Michael J. Litchman, Esq., Program Chair
Goodwin Procter LLP, Boston
- 9:15 **Cutting the Business Deal**
Current Market Climate; Key Business Issues;
Negotiating Letters of Intent
Ronald K. Perry, Executive Vice President
Director and Partner, and
Joseph P. Flaherty, Executive Vice President
Director and Partner
Meredith & Grew, Boston
Michael J. Litchman, Esq., Program Chair
- 10:45 Morning Break
- 11:00 **Operating Expenses and Audit Issues**
Protecting Landlord's Income; Exposing Hidden Costs
Elizabeth Garner, Esq.
Torpy & Garner, Boston
Michael J. Litchman, Esq., Program Chair
- 12:00 **Insurance Issues**
Allocating Risks in the Lease; Scope of Insurance Coverages
Stephen T. Langer, Esq.
Langer & McLaughlin, Boston
- 12:45 Lunch Break
- 1:45 **Retail Leasing Workshop**
Resolving Issues Particular to Retail Leases
Thomas J. Phillips, Esq.
Brown Rudnick Berlack Israels, Boston
Nancy M. Davids, Esq.
Goulston & Storrs, Boston
- 3:15 Afternoon Break
- 3:30 **Environmental Issues in Leasing**
Evaluating the Premises; Traps for the Unwary
David S. Blackmar, Esq.
Murtha Cullina, Boston
- 4:15 **Leases and Bankruptcy**
What Happens and to Whom; Security Deposits and Guaranties
John V. Snellings, Esq., and
Richard C. Pedone, Esq.
Nixon Peabody, Boston
- 5:15 Adjourn

- 8:30 Continental Breakfast
- 9:00 **Introduction**
Framework and Overview for Day Two
Michael J. Litchman, Esq., Program Chair
- 9:15 **Creating the Desired Workplace**
Evaluating the Premises; Workletter Issues; Construction
Jo-Ann M. Marzullo, Esq.
Posternak, Blankstein & Lund, Boston
Bruce Tribush, Esq.
Goodwin Procter LLP, Boston
- 10:45 Morning Break
- 11:00 **Options: Creating Flexibility**
Negotiating Rights to Expand, Contract, Extend and Terminate;
Fair Market Rent
Michael J. Litchman, Esq., Program Chair
- 11:45 **Negotiating Assignment and Subletting Provisions**
Negotiating Flexibility; Recapture Rights; Sublease Issues
Robert M. Schlein, Esq., and
Russell K. Dunning, Esq.
Posternak, Blankstein & Lund, Boston
- 12:45 Lunch Break
- 1:45 **Default and Evictions**
Enforcing the Lease; Landlord and Tenant Remedies;
Summary Process
James W. Hackett, Esq.
Nutter, McClennen & Fish, Boston
- 2:45 Afternoon Break
- 3:00 **Subordination, Non-Disturbance and Attornment Agreements and Estoppels**
What Are the Lender's Goals; Traps for the Unwary
John O'Neill, Esq.
Holland & Knight, Boston
Michael J. Litchman, Esq., Program Chair
- 4:00 Q&A Panel
Members of the Faculty
- 4:15 Evaluations and Adjourn

Save
These
Dates!

Eminent Domain
April 20-21, Cleveland
Winemaking for Lawyers
April 21, Seattle
April 24, Portland

Negotiating Leases
April 24-25, San Francisco
Eminent Domain
May 4-5, Durham

Land Use & Development
May 12, Boston
Eminent Domain
May 11-12, Las Vegas

For more information about these and other programs, visit our website at 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.

David S. Blackmar has 14 years of experience representing clients in all aspects of environmental law and regulation. He has represented power plant developers, natural gas transportation companies, oil companies, chemical manufacturers, real estate developers, and other companies in a broad range of industries.

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.

Russell K. Dunning has been practicing law in the public and private sectors for 30 years. He has extensive experience in leasing transactions, and has represented landlords and tenants in leases for anchors and small stores in shopping centers ranging in size from local strip malls to multi-million square foot regional malls. He also negotiates leases for "big box" retail tenants.

Joseph P. Flaherty has been with his firm for over 25 years. He has focused on the leasing and sale of office, research and development, and laboratory properties in the Cambridge and the suburban west markets. He has represented diverse types of property, and has particular expertise in the technology and biotechnology market segments.

Elizabeth Garner has represented a variety of individual and corporate clients, from start-up to merger/acquisition to dissolution, in all of their real estate needs. Her practice is concentrated in general commercial real estate law, including the transfer, financing and leasing of commercial properties.

James W. Hackett has extensive experience in all aspects of real estate law, with particular emphasis in leasing and partnerships. He has substantial experience in structuring and negotiating joint ventures, partnerships, limited partnerships, and limited liability company operating agreements.

Stephen T. Langer has practiced in all areas of commercial real estate law for 25 years. He concentrates on commercial leasing, both office and retail, and represents landlords and tenants. Among his clients are major institutional property owners and publicly held companies, with transactions around the country. One of his current projects is the redevelopment of an 18-acre suburban retail center.

Jo-Ann M. Marzullo emphasizes leasing, sales and acquisitions, development, construction and design professional contracts, telecommunications leases, construction and permanent loans. She writes and speaks frequently on these issues.

John O'Neill practices primarily in the real estate and real estate finance area. He is experienced in representing institutional investors in a variety of investment structures, and in the acquisition, financing and disposition of single- and multi-asset pools throughout the country.

Richard C. Pedone focuses on bankruptcy and commercial litigation in state and federal courts. He has extensive experience in real estate related litigation, including lease disputes, evictions and landlord issues in bankruptcy.

Ronald K. Perry has over 16 years of experience in commercial real estate. He has represented a variety of landlords, acting as the exclusive representative for such buildings as Five Hundred Boylston Street and Lafayette Corporate Center.

Thomas J. Phillips has been practicing commercial real estate and land use law for over 18 years. He has counseled owners, developers, landlords, tenants, lenders and investors in all aspects of real estate and leasing, and has particular experience with shopping centers and other retail properties.

Robert M. Schlein concentrates in commercial real estate leasing, real estate financing and use, and environmental permitting and compliance matters. He has extensive experience representing anchor tenants, restaurants and smaller tenants in all types of shopping centers, and in representing tenants and landlords of office and industrial properties.

John V. Snellings focuses on business and bankruptcy litigation, with an emphasis on representing creditor committees in Chapter 11 proceedings, loan recovery, and other creditor claims. He has extensive experience in business reorganization via his representation of lenders, unsecured creditors, and debtors.

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 and investors. He heads the design and construction practice of his firm's Business Law Department.

conference information

Continuing Education Credit

MCLE: CLE INTERNATIONAL is an approved provider in all states having mandatory continuing legal education requirements.

Maine: This course qualifies for up to 12 hours MCLE credit from the State Bar of Maine.

New Hampshire: This course qualifies for up to 12 hours MCLE credit from the New Hampshire Bar Association.

For accreditation in other jurisdictions or disciplines, please contact Shauna Kraczek at (800) 873-7130 or shauna@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, or email your registration to registrar@cle.com. Full payment is due at time of registration. Walk-in registrations will be subject to space availability. Please call **CLE INTERNATIONAL** at (800) 873-7130 if you require any special accommodations.

Reserve Your Room Early

The Conference will be held at the Ritz-Carlton Hotel, 15 Arlington Street, Boston, MA 02116. To secure your space and get the best rate, please call Community World Travel at (888) 724-0500 or visit www.communityworldtravel.com.

Tuition

The tuition fee of \$695 per person (\$595 for government employees, 501(c)(3) organizations, full-time judges, law students and paralegals) includes attendance at all sessions, course materials, continental breakfasts, and coffee breaks.

Save When Two or More Register

Save \$200 or more with our multiple registrant discount! For two or more registering from the same firm, tuition is only \$595 (\$495 for government employees, 501(c)(3) organizations, full-time judges, law students and paralegals).

Sponsorship Information

Sponsorship and exhibition opportunities are still available. For more information, please contact Sarah Mallon, Marketing Coordinator, at (800) 873-7130 or sarah@cle.com.

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

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.

About CLE International

CLE INTERNATIONAL, a leading provider of continuing education, has been presenting high-quality professional education programs nationwide since 1983.

CLE International Managing Program Attorney:
Heidi A. Ray, heidi@cle.com

4th Annual Conference!

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Featuring Mock Negotiations of Key Provisions

May 11-12, 2006 • Ritz-Carlton Hotel (on Arlington) • Boston

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As a friend of Michael Litchman and Goodwin Procter, you are able to receive a \$100 discount off the full price of the tuition. Please mention this link when registering.

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A Template for Your Practice

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

Michael Litchman is the Program Chair of this indispensable program for any serious real estate professional, now in its 4th year. He has assembled an outstanding faculty of experienced negotiators with whom he will illuminate the intricacies of sophisticated commercial lease negotiations. The co-chair of the leasing practice area in one of New England's pre-eminent real estate practices, Michael and his colleagues will challenge you to question your assumptions, and look "beyond the page," in analyzing real estate leases, which will undoubtedly help you to more effectively negotiate such transactions.

