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New Location! 12th Annual Conference!

Golf, Mountain & Resort Development

Staying Ahead of the Changing Times

August 11-12, 2005 • Grand Summit Resort Hotel • Park City, Utah

Featuring Speakers From:

- Destination Club Partners
 - Park City Planning Commission
 - Park City Planning & Zoning Department
 - PRC Innovations, Abercrombie & Kent Destination Clubs
 - The Prudential Utah Real Estate
 - Resort Consulting Services
 - William E. Ellis Associates
- ...and some of the nation's top law firms!



The Grand Summit opened in March 2000 and has since been the recipient of numerous service awards, including the AAA Four Diamond Ranking. This year, readers of *Conde Nast Traveler* magazine chose the Grand Summit Resort Hotel at the Canyons as one of the top 50 ski resorts in the country. This ranking is considered one of the most coveted in the industry. When you attend CLE International's Golf, Mountain & Resort Development Conference, you'll enjoy individual attention and peerless service at this top-rated resort.

Make your hotel reservations early to ensure the best rate and selection. For room reservations and special rates, please call Community World Travel at (888) 724-0500 or visit www.communityworldtravel.com.



Visit our website at 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, August 11

Friday, August 12

- 8:30 Registration and Continental Breakfast
- 9:00 **Introduction and Welcome**
Overview of Day One
Thomas G. Bennett, Esq., Program Co-Chair
Ballard Spahr Andrews & Ingersoll, Salt Lake City, UT
Lynn K. Cadwalader, Esq., Program Co-Chair
Holland & Knight, San Francisco, CA
- 9:15 **Various Club Products**
A Panel Presentation
Stephen K. Dering, Lead Development Expert
Destination Club Partners, Park City, UT
Joseph Fletcher, III, Esq.
Holland & Knight, San Francisco, CA
Thomas A. Fulton, Vice Chairman, Managing Partner
Executive Vice President Sales and Marketing
PRC Innovations, Abercrombie & Kent Destination Clubs, Southport, CT
Steven D. Peterson, Esq.
Ballard Spahr Andrews & Ingersoll, Salt Lake City, UT
James Scavo, Esq.
Weinstock & Scavo, Atlanta, GA
Moderator: Lynn K. Cadwalader, Esq., Program Co-Chair
- 10:45 Morning Break
- 11:00 **Ethics: A Panel Presentation**
Ethical Issues that Arise When Dealing with a New Product
Thomas G. Bennett, Esq., Program Co-Chair
Lynn K. Cadwalader, Esq., Program Co-Chair
Steven D. Peterson, Esq.
James Scavo, Esq.
- 12:00 Lunch Break
- 1:30 **The Equity Club Under Developer Control**
Costly Mistakes to Avoid and Pre-Turnover Tips to Employ
Robyn Nordin Stowell, Esq.
Jennings Strouss & Salmon, Phoenix, AZ
- 2:15 **Bankruptcy: The "B" Word Is Still Not So Bad!**
Bankruptcy as a Business Tool for Restructuring, Sales, Financing and Acquisitions; An Update on Recent Club and Golf Course Filings; Case Studies Using Bankruptcy to Restate Troubled Equity Memberships
Carolyn J. Johnsen, Esq.
Jennings Strouss & Salmon, Phoenix, AZ
- 3:00 Afternoon Break
- 3:15 **Forming and Operating Condominium Hotels**
Practical and Legal Aspects
Lynn K. Cadwalader, Esq., Program Co-Chair
- 4:00 **Conservation and Nature Easements**
Protecting Your Most Valuable Asset
Joseph Fletcher, III, Esq.
- 4:45 Q&A Panel
Members of the Faculty
- 5:00 Adjourn to Private Reception

- 9:00 **Introduction**
Summary of Day One and Overview of Day Two
Thomas G. Bennett, Esq., Program Co-Chair
Lynn K. Cadwalader, Esq., Program Co-Chair
- 9:15 **Entitlements in Resort Communities**
A Panel Presentation
Jim Barth, Esq., Chair
Planning Commission, and
The Prudential Utah Real Estate, Park City, UT
Douglas Clyde, Independent Planning Consultant
Resort Consulting Services, Oakley, UT
Patrick Putt, Director
Planning & Zoning Department, Park City, UT
Moderator: Thomas G. Bennett, Esq., Program Co-Chair
- 10:45 Morning Break
- 11:00 **Mandatory Club Memberships**
Special Issues in Master-Planned Communities
Dennis W. Hillier, Esq.
Hillier & Associates, Boca Raton, FL
- 11:45 Lunch Break
- 1:00 **Mixed-Use Challenges**
Mixed-Use Master CC&Rs, Project Governance, Transfer Fees as a Funding Mechanism for a Master Association, Joint-Use Amenities, Master Developer v. Project Developer Issues, Co-Development Agreements
Thomas G. Bennett, Esq., Program Co-Chair
- 1:45 **Income Tax Issues**
Recent Developments in Tax Law that Affect Developers
William E. Ellis, CPA, Partner
William E. Ellis Associates, Atlanta, GA
- 2:30 **Project Due Diligence, Entitlements and Special Easements**
Special Issues, Including Avalanche Mitigation and Liability
Christopher H. Hawks, Esq.
Hawks & Levy, Jackson, WY
- 3:15 **Obtaining Water Rights for Golf Course Development**
Water Right Acquisition; Water Rights Conversion for Use on Golf Courses; Environmental and Other Considerations
Steven E. Clyde, Esq.
Clyde Snow Sessions & Swenson, Salt Lake City, UT
- 4:00 Evaluations and Adjourn

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August 26, Cheyenne
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August 29, San Francisco

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Golf, Mountain & Resort Development

meet your faculty

Program Co-Chairs

Thomas G. Bennett concentrates his practice in the development of commercial and resort properties. He emphasizes property acquisition, community structuring, financing, zoning and entitlements, construction, regulatory compliance, and planned communities. He also focuses on condominiums, timeshares, private residence clubs, golf courses, and condominium hotels.

Lynn K. Cadwalader practices real estate, timeshare and club development, and finance. She focuses on resort and master-planned community development, land use, municipal and corporate finance, asset-based and commercial lending, and start-up company representation. Her practice includes all phases of real estate development.

Jim Barth has a broad background that includes brokerage, finance, law and development. He has focused on brokerage for the past several years, but continues his active membership with the Utah Bar Association. He is a member of several community organizations and has received many awards in recognition of his brokerage activities.

Douglas Clyde provides design, permitting and entitlement services to resort and real estate projects. His services include resort master planning, market analysis, business plans, and project management. He has extensive experience in NEPA, CEQA, wetland permitting, water rights, water quality certification and land use regulations.

Steven E. Clyde has over 25 years of experience with an emphasis on water law. He has represented clients in the buying and selling of water rights from agricultural irrigation use, to domestic and municipal use. He has also represented many clients before the Utah State Engineer.

Stephen K. Dering evaluates potential club sites, assesses project feasibility, formulates membership parameters, and supervises club design and marketing planning. He is a founder of the luxury residence club concept and supervised its implementation at the Deer Valley Club.

William E. Ellis has over 32 years' experience as a CPA. He was previously the national director of tax services to the golf course industry practice of KPMG in Atlanta, where he, along with the National Golf Course Owners Association, got an IRS ruling that allows depreciation of certain golf course improvements.

Joseph Fletcher, III, has 12 years of tax experience in all aspects of corporate taxation, and also advises on international tax issues. He has counseled emerging and Fortune 500 companies on issues ranging from the establishment of new operations to the cross-border acquisition of foreign corporations.

Thomas A. Fulton has helped develop the high-end fractional resort industry by conceptualizing the Private Retreats business model. His projects include the Franz Klammer Lodge, which is recognized as one of the nation's finest and most successful private residence clubs.

Christopher H. Hawks represents real estate development companies and other capital providers, owners and operators in the development of hotels, ski and golf resorts, fractional interest condominiums, major Rocky Mountain resorts, guest ranches and other hospitality enterprises.

Dennis W. Hillier specializes in corporate and real estate law with an emphasis on the design of club membership programs. He is a pioneer in equity club conversions and membership programs, having designed over 1,200 such programs during the last 30 years.

Carolyn J. Johnsen has extensive experience in every aspect of commercial reorganization dealing with complex workouts and reorganization in a wide array of industries. She has been recognized as one of the top ten women in Arizona business. She authored *Why You Absolutely Need to Know Something About Bankruptcy, A Guide to the Bankruptcy Process*.

Steven D. Peterson concentrates in a broad spectrum of real estate and hospitality law, including resort development, timesharing, condominiums, real estate finance, commercial real estate transactions, and more. He serves on several committees of the ARDA.

Patrick Putt has worked in resort area land use planning for over 20 years. He has been the Planning Director for Park City Municipal Corporation since 1995. He previously worked in Breckenridge, Colorado, and Flagstaff and Sedona, Arizona.

James Scavo emphasizes real estate and resort development, general corporate law and trade practices law. He was previously Chairman of the Real Estate Section of the Atlanta Bar Association and is the author of many articles on all aspects of resort development.

Robyn Nordin Stowell represents buyers, sellers and lenders in sales, acquisitions, leasing, financing and title issues. She has unique expertise in golf course matters, including representing lenders making hundreds of millions of dollars in loans secured by golf real estate. She also represents both developers and club members in golf club turnovers in master-planned communities.

conference information

Continuing Education Credit

MCLE: This course has been accredited by the State of Utah Supreme Court Board of Continuing Legal Education for a maximum of 11 hours of credit, including one hour of legal ethics.

CLE INTERNATIONAL is a recognized sponsor in all states having mandatory CLE requirements.

Real Estate/DRE: This course meets the requirements for 11 hours of credit from the Utah Division of Real Estate.

AIA/CES: This Conference has been approved for 11 hours AIA/CES credit by the American Institute of Architects.

For accreditation in other jurisdictions and disciplines, please contact Brian Fineberg at brian@cle.com or (800) 873-7130.

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 (303) 377-6600, fax the Registration/Order Form to (303) 321-6320, register online at www.cle.com, or e-mail your registration to registrar@cle.com. Full payment is due at the 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.

Conference Location and Accommodations

The Conference will be held at the Grand Summit Resort Hotel, 4000 The Canyons Resort Drive, Park City, UT 84098. Make your hotel reservations early to ensure the best rate and selection.

For room reservations and special rates, please call Community World Travel at (888) 724-0500 or visit www.communityworldtravel.com.

Tuition

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

Save When Two or More Register

Save \$200 or more with our multiple registrant discount! The tuition fee is \$595 per person for two or more persons registering from the same firm.

Sponsorship Information

Exhibition and sponsorship opportunities are still available. For more information, please contact Sarah Neenan, 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 be invaluable as a future reference. The course materials alone are available for \$95 plus \$10 shipping and handling.

Homestudy Package

If you cannot attend, **CLE INTERNATIONAL** also offers a complete audio transcript of the Conference (including all course materials) for \$695 plus \$10 shipping and handling. This package qualifies for self-study credit.

Cancellation

Full 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

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A Panel Presentation on Entitlements in Resort Communities

Costly Mistakes to Avoid When an Equity Club Is Under Developer Control

Obtaining Water Rights for Golf Course Development

Mixed-Use Challenges

Mandatory Club Memberships in Master-Planned Communities

A Panel Presentation on Various Club Products



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