

Bernard O. Dow
LEASING INSTITUTE

Earn up to 11.75 Hours of Credit Including 1.00 Hour of Ethics Credit

Specialization Credit Expected for Real Estate

TREC Credit Available



April 14-15, 2005

Crowne Plaza Houston-Downtown
Houston, Texas

April 28-29, 2005

Cityplace Conference Center
Dallas, Texas

Bernard O. Dow
LEASING INSTITUTE

April 14-15, 2005 • Crowne Plaza Houston-Downtown • Houston

April 28-29, 2005 • Cityplace Conference Center • Dallas

Earn up to 11.75 Hours of Credit Including 1.00 Hour of Ethics Credit

THURSDAY MORNING

Presiding Officer: Reid Wilson, Houston

8:00 a.m. Registration Opens

Includes complimentary refreshments.

8:50 a.m. Welcoming Remarks

9:00 a.m. .50 hr

Current Cases

A discussion of key cases involving leasing and landlord/tenant issues over the past year.

Richard Melamed, Houston

9:30 a.m. .75 hr

Office, Retail and Industrial Leases: Understanding the Unique Aspects of Each

This session compares and contrasts office, retail and industrial leases—with special consideration of the unique aspects of each type of lease—presented from a landlord's perspective, and a tenant's perspective.

J. Kent Newsome, Houston

10:15 a.m. Break

10:30 a.m. .50 hr

Landlord Remedies and Tenant Defenses

An overview of the causes of action and remedies available to landlords upon the tenant's default and tenant defenses to those actions.

Thomas M. Whelan, Dallas

11:00 a.m. .50 hr

Drafting Around *Austin Hill Country Realty*—Landlord's Duty to Mitigate

This session provides advice, tips and techniques, in light of *Austin Hill Country Realty*, with particular emphasis on the work letter, expansion rights, rights of first refusal and renewal right.

Robert Harms Bliss, Dallas

11:30 a.m. .75 hr

Build-to-Suit Leases

This session provides an overview of a build-to-suit lease, including specific provisions to be included and pitfalls to avoid in negotiating such a lease.

Kurt D. Nondorf, Houston
S. Priya Coffey, Houston

12:15 p.m. Lunch On Your Own

THURSDAY AFTERNOON

Presiding Officer: Reid Wilson, Houston

1:30 p.m. .50 hr

Lender's Lease Review Checklist—A Guide for Borrowers

Lease form and related issues borrowers should be aware of early in the loan process, including several related lease checklists.

Brent G. Stahl, Austin
David Sour, Austin

2:00 p.m. .33 hr

Assignment of Real Estate Rents—Protecting the Lender's Interest

Perfecting and enforcing an assignment of rents is problematic. Obtaining a security interest in the deposit account in which rents are deposited mitigates many problems.

David P. Derber, Fort Worth

2:20 p.m. .33 hr

Subordination, Nondisturbance and Attonment Agreements (SNDAs)

The SNDA is often an afterthought in the leasing process: this presentation covers the role of SNDA agreements, including a review of key provisions and drafting advice.

Robert A. McCulloch, Dallas

2:40 p.m. .50 hr

Implied Covenants: How a Court Will Help You Draft Your Lease (Years After You've Done It)

Despite what may be a deliberate omission, many covenants are implied with the same effect as a full expression. This paradox is considered with respect to landlords and tenants operating and good faith covenants.

Mark A. Senn, Denver, CO

3:10 p.m. Break

3:25 p.m. .50 hr ethics

Letters of Intent

A review of practical, legal, and ethical issues, with forms.

Reid Wilson, Houston

3:55 p.m. .50 hr

Lease Clauses: Looking Before You Leap

A discussion and analysis of key lease clauses with particular emphasis on risks faced by small tenants, e.g., condemnation, CAM, relocation, exclusivity clauses, etc.

Kevin M. Kerr, Dallas

4:25 p.m. 1.00 hr

Negotiation Strategies

What kinds of behaviors and thought patterns contribute to good negotiated outcomes? In this session, we'll briefly explore some best practices, and some frequent pitfalls, evident in common business negotiations.

Dr. Gaylen Paulson, Austin

5:25 p.m. Adjourn

FRIDAY MORNING

Presiding Officer: Richard L. Spencer, Houston

8:30 a.m. .50 hr ethics

Ethics—Top 5 Ways to Avoid Malpractice

A discussion and analysis of leading errors and mistakes which most often lead to malpractice claims that result in a recovery for the plaintiff.

Jimmy Williamson, Houston

9:00 a.m. .50 hr

Tenant's Top 10 Issues in Lease Negotiations

A broker's perspective on a tenant's key deal points and negotiation postures, with an emphasis on lease issues and site selection for office space.

Robert Strake Parsley, Houston

9:30 a.m. .50 hr

Landlords' Top 10 Issues

What are the top issues for landlords in commercial leases? This session covers both the business and legal perspectives.

Houston: J. Kenneth Kopf, Dallas
Dallas: TBA

10:00 a.m. .50 hr

Brokerage Agreements: How to Get Paid

A look at common mistakes—and how to avoid them—to insure you get paid under a brokerage agreement.

Charles J. Jacobus, Houston

10:30 a.m. Break

10:45 a.m. .75 hr

Restructuring Leases

A practical guide to identifying and negotiating (1) early renewals of leases, (2) rent buy downs, (3) leveraged lease restructuring, and (4) lease-to-own transactions.

Bruce Rutherford, Houston

11:30 a.m. .50 hr

Model Provisions for Lease Renewals and Expansions

Discussion and examples of provisions for lease renewal and expansion options, including considerations arising from relevant case law.

Philip D. Weller, Houston

12:00 p.m. Lunch On Your Own

FRIDAY AFTERNOON

**Presiding Officer: Richard L. Spencer,
Houston**

1:00 p.m. .50 hr

The Great Escape—Is Your Tenant Tunneling Out? A Landlord's Guide to Dealing with the Tenant in or Approaching Bankruptcy

This speaker will cover the various practical—and tactical—approaches to dealing with the bankrupt (or near bankrupt) tenant, including both the limitations and liberties conferred upon landlords under the Bankruptcy Code.

Houston: John Brannon, Dallas

Dallas: Joe E. Marshall, Dallas

1:30 p.m. 1.50 hr

Insurance and Indemnity

An overview of insurance and indemnity concepts pertaining to leases and detailed discussion of common drafting errors relating to casualty restoration and waiver of subrogation provisions.

Aaron Johnston, Jr., Dallas

3:00 p.m. Adjourn

M
C
L
E

This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 11.75 hours, of which 1.00 credit hours will apply to legal ethics/professional responsibility credit.

Mail this registration form or fax a copy to: (512) 475-6876

REGISTRATION FOR LI05

The University of Texas School of Law • Office of Continuing Legal Education
Attn: LI05 • Post Office Box 7759 • Austin TX 78713-7759

PLEASE PRINT CLEARLY

Bar Card# _____ ☐ TX ☐ Other State: _____ ☐ N/A

Name [Mr. / Ms.] _____

Firm _____

Address _____

City _____ State _____ Zip _____

Telephone _____ Fax _____

E-mail Address _____

REGISTRATION

HOUSTON—April 14-15, 2005

Includes Course Binder

☐ Early Registration Fee due by Wed., April 6, 2005 \$400.00

☐ Registration Fee after Wed., April 6, 2005 \$450.00

DALLAS—April 28-29, 2005

Includes Course Binder

☐ Early Registration Fee due by Wed., April 20, 2005 \$400.00

☐ Registration Fee after Wed., April 20, 2005 \$450.00

CONFERENCE PUBLICATIONS AND MEDIA

Allow 2-4 weeks from the Dallas conference date for delivery.

☐ Course Binder \$200.00
Note: Conference registration includes Course Binder.

☐ Audio CD Set \$175.00

☐ eBinder on CD (PDF format) \$200.00/\$50.00
(\$200 purchased alone, \$50 with registration or purchase of Course Binder or Audio CD Set)

GROUP CLE: Bring the conference in-house and learn at your convenience.

Allow 2-4 weeks from the Dallas conference date for delivery.

☐ Group CLE for 2—Includes Audio CD Set and Course Binder \$750.00

_____ Add participants (includes Course Binder) for \$200 each \$ _____

TOTAL ENCLOSED \$ _____

METHOD OF PAYMENT

☐ Check (make checks payable to: The University of Texas at Austin)

☐ VISA or ☐ Mastercard (sorry, no AMEX or Discover)

Card # - - -

X _____
Authorized Signature

/
Exp. Date (mm/yy)

HOUSTON

April 14-15, 2005

CONFERENCE LOCATION

Crowne Plaza Houston-Downtown
1700 Smith Street
Houston, Texas
(713)739-8800 or 1-800-2CROWNE

SPECIAL RATE \$119 (subject to availability).
Good through March 23, 2005

Parking: Valet—\$6 daily; \$19 overnight

KEY DATES

April 6, 2005, 5 p.m.

last day for early registration

add \$50 for registrations received after this time

April 8, 2005, 5 p.m.

last day for full refund

April 11, 2005, 5 p.m.

last day for partial refunds

\$50 processing fee applied

DALLAS

April 28-29, 2005

CONFERENCE LOCATION

The Cityplace Conference Center
2711 N. Haskell Avenue
Dallas, Texas
(214) 828-7050

Complimentary parking with validation.

Nearby accommodations:

The Melrose Hotel, Embassy Suites,
Bradford Suites

KEY DATES

April 20, 2005, 5 p.m.

last day for early registration

add \$50 for registrations received after this time

April 22, 2005, 5 p.m.

last day for full refund

April 25, 2005, 5 p.m.

last day for partial refunds

\$50 processing fee applied



ABOUT THE COVER

"Five Thirty PM." oil on canvas, by Wanda Lou Raymond. For more information, please contact 416west gallery in Denison, TX. 903-463-0416, www.416westgallery.com

BERNARD O. DOW

The University of Texas School of Law has named the Leasing Institute in honor of Bernard O. Dow, a leading scholar, authority, and practitioner in the fields of real estate law, mortgage lending and leasing. A longtime Houston attorney, Bernard Dow passed away on December 26, 2004 at age 72.

"Bernie" as he was known to many, served as a mentor, teacher and educator to real estate practitioners, both in Texas and nationally. His presence, talks, papers, and stature greatly enhanced the educational programs in which he participated, including The University of Texas School of Law's Mortgage Lending Institute, and various real estate and leasing educational programs organized by law schools and the State Bar of Texas. His contributions have been long-recognized by members of his professional community, including the lifetime achievement award in real estate law from the State Bar's Real Estate, Probate and Trust Law Section and the lifetime achievement award from The University of Texas School of Law.

"In addition to his great intellect and experience, Bernard Dow had the gifts of approachability, civility and politeness," said Michael Esposito, Director of CLE at The Law School, "which encouraged less experienced real estate practitioners to learn from him."

"He was a mentor to many, he was genteel and he treated colleagues and opposing lawyers with deference and respect," said his son, Sanford Dow. "He also always looked to compliment others — he combined intellect with compassion and civility."



CONFERENCE FACULTY

Robert Harms Bliss
Attorney-at-Law
Dallas

John Brannon
Thompson & Knight LLP
Dallas

S. Priya Coffey
Jackson Walker L.L.P.
Houston

David P. Derber
Kelly, Hart & Hallman
Fort Worth

Charles J. Jacobus
Law Offices of Charles J. Jacobus
Houston

Aaron Johnston, Jr.
The Johnston Law Firm PC
Dallas

Kevin M. Kerr
Attorney-at-Law
Dallas

J. Kenneth Kopf
Winstead, Sechrest & Minick P.C.
Dallas

Joe E. Marshall
Munsch Hardt Kopf & Harr, P.C.
Dallas

Robert A. McCulloch
Haynes and Boone, LLP
Dallas

Richard Melamed
Law Offices of Richard Melamed
Houston

J. Kent Newsome
Fulbright & Jaworski L.L.P.
Houston

Kurt D. Nondorf
Jackson Walker L.L.P.
Houston

Robert Strake Parsley
Colliers International
Houston

Gaylen Paulson, Ph.D.
Red McCombs School of Business
The University of Texas
Austin

Bruce Rutherford
Jones Lang Lasalle
Houston

Mark A. Senn
Senn Visciano Kirschenbaum Merrick P.C.
Denver, CO

David Sour
NAI Commercial Industrial Properties Co.
Austin

Brent G. Stahl
Stahl, Bernal & Davies, L.L.P.
Austin

Philip D. Weller
Vinson & Elkins L.L.P.
Houston

Thomas M. Whelan
McGuire, Craddock & Strother, P.C.
Dallas

Jimmy Williamson
Jimmy Williamson & Associates
Houston

Reid Wilson
Wilson, Cribbs & Goren, P.C.
Houston

UTCLE

THE UNIVERSITY OF TEXAS AT AUSTIN
THE UNIVERSITY OF TEXAS SCHOOL OF LAW
P.O. Box 7759 • Austin, TX 78713-7759

This program is not printed or mailed at state expense.

The 2005 Bernard O. Dow LEASING INSTITUTE

April 14-15, 2005 • Crowne Plaza Houston - Downtown • Houston
April 28-29, 2005 • Cityplace Conference Center • Dallas

NON-PROFIT-ORG
U.S. Postage Paid
The University of
Texas
School of Law

E-mail us at

utcle@mail.law.utexas.edu

or call us at

512-475-6700

for more information