

# 2017 BERNARD O. DOW LEASING INSTITUTE



November 10, 2017  
South Texas College of Law Houston ■ Houston, Texas

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Earn up to 7.25 Hours of MCLE Credit  
Approved in TX, CA, and OK (Expected in LA)  
8.50 Hours of TX Accounting CPE Credit Available

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## FRIDAY MORNING, NOV. 10, 2017

### Presiding Officer:

Frank Z. Ruttenberg, Haynes and  
Boone, LLP, San Antonio, TX

### 7:30 a.m. Registration Opens

Includes continental breakfast.

### 8:25 a.m. Welcoming Remarks

### 8:30 a.m. .50 hr

#### Specific Procedures for Commercial Leases to Avoid Late-term Disagreements

Many commercial leases and letters of intent have provisions which afford specific rights or obligations to one party or the other, such as a tenant's restoration requirements, rights to expand, contract, or terminate. Often, the individuals drafting the lease neglect to include specific procedures to quantify, or otherwise address, items that may be unknown at the time of the drafting or the time of lease execution. Identify the points in commercial leases that often are inadequately addressed and can result in disagreements between landlords and tenants, and hear potential solutions to each issue, including examples of verbiage and/or mathematical computations.

Candace S. Baggett, The Calibre Group, Inc.,  
Houston, TX

P. Kane Dossett, Partners National Real Estate  
Group, Dallas, TX

### 9:00 a.m. .50 hr

#### Key Terms in Retail Leases

From exclusives and co-tenancy provisions, to radius restrictions and percentage rent, retail leases are replete with unique concepts not found with other property types. Explore the varying perspectives of landlords and tenants (and their attorneys) in navigating the minefield of retail leasing.

Leann Wolf Karim, Wilson, Cribbs & Goren, Houston, TX  
Anthony L. Marré, Wilson, Cribbs & Goren, P.C.,  
Houston, TX

### 9:30 a.m. .50 hr

#### Key Terms in Ground Leases

Ground leases often anticipate that the tenant will carry out further development of the tract and they often contain restrictions as to the nature of the development and integration into adjacent developments. Examine issues that arise in connection with the negotiation of a ground lease from the perspectives of landlords, tenants and their respective attorneys.

Speaker TBD

### 10:00 a.m. .50 hr

#### Utilizing Letters of Credit as Security for Lease Transactions

In uncertain economic times, the use of letters of credit to secure tenant performance is increasingly common. Explore frequently negotiated provisions related to the use of letters of credit from both the landlord's and tenant's perspective.

Andrew S. Cohen, Hornberger Fuller & Garza,  
San Antonio, TX

### 10:30 a.m. Break

### 10:45 a.m. .75 hr

#### Landlord's Remedies for Tenant Defaults

Review monetary and possessory remedies for tenant defaults and the interplay between common law, statutory, and contractual remedies. Hear updates on Texas and national developments in mitigation jurisprudence, and obtain annotated forms for default and remedies provisions for commercial leases.

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

### 11:30 a.m. .75 hr

#### Addressing Lease Defaults in Bankruptcy

Survey the common issues affecting leases in bankruptcy proceedings.

Karl Daniel Burrer, Greenberg Traurig, LLP,  
Houston, TX  
Hon. Marvin Isgur, U.S. Bankruptcy Court, Southern  
District of Texas, Houston, TX

### 12:15 p.m. Pick Up Lunch

Included in registration.

## FRIDAY AFTERNOON

### Presiding Officer:

Philip D. Weller, DLA Piper LLP US,  
Dallas, TX

### 12:30 p.m.

#### Remarks on Bernard O. Dow Legacy

Bernard Dow, described as "the dean of Houston real estate lawyers and a wonderful person," has been the inspiration behind the Leasing Institute that bears his name since its inception in 2005. The Institute would not exist without Mr. Dow, and it is proud to be part of his considerable legacy.

## LUNCHEON PRESENTATION

### 12:35 p.m. .50 hr

#### Land Use Update

Review recent cases on zoning, takings, vested rights, land use agreements, etc.

James L. Dougherty Jr., Attorney at Law, Houston, TX

### 1:05 p.m. Break

### 1:20 p.m. .75 hr

#### Insurance Provisions and Casualty Loss

In plain English, explore the insurance policies and endorsements recommended for commercial leases and learn how to mesh the indemnity and casualty sections of a commercial lease with the recommended policies and endorsements.

Aaron Johnston Jr., The Johnston Law Firm, PLLC,  
Dallas, TX

### 2:05 p.m. .50 hr

#### Operating Expenses Provisions

Examine market inclusions and exclusions for Operating Expenses for all asset classes, as well as related landlord billing and audit mechanics.

J. Pieratt, DLA Piper LLP US, Austin, TX

### 2:35 p.m. .50 hr

#### Short, But Still Not Sweet: The Landlord Subordination Agreement, 10 Years Later

Lenders' forms of Landlord Subordination Agreements are often short, which leads many landlords to conclude that they are innocuous. In fact, they are full of traps for unwary landlords. Discuss those traps and explore an alternative form to avoid them.

Harriet Anne Tabb, McGuire, Craddock & Strother  
P.C., Dallas, TX

### 3:05 p.m. Break

## ABOUT THE COVER

Leasing, digital art by John Schellenberg

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This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 7.25 hours. The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944), a MCLE presumptively-approved provider by the Supreme Court of the State of Louisiana (#0553), and an Oklahoma Bar Association MCLE presumptively-approved provider (#179).

3:15 p.m. .75 hr

**Subleases: Negotiation Tips**

Subleases present unique issues that are absent in direct leases due to (i) the incorporation of the primary lease; (ii) the lack of privity of contract; and (iii) the sublandlord's inability to perform certain obligations. Get tips to effectively negotiate sublease provisions so the parties can resolve their respective concerns.

Katy D. Carmical, Winstead PC, Houston, TX  
Marni Dee Zarin, Winstead PC, Houston, TX

4:00 p.m. .75 hr

**Finish-Out and Work Letters**

Review issues that arise in the negotiation and drafting of work letters for leases from the landlord and tenant perspectives.

Abby Johanson, Haynes and Boone, LLP,  
San Antonio, TX  
Frank Z. Ruttenberg, Haynes and Boone, LLP,  
San Antonio, TX

4:45 p.m. Adjourn

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**HOUSTON**  
**November 10, 2017**

**CONFERENCE LOCATION**



**South Texas College of Law Houston**  
 1303 San Jacinto Street  
 Houston, TX  
 713.659.8040

**Parking:**

Various parking garages and surface lots in the area.

**KEY DATES**

**November 1, 2017**

*last day for early registration*  
 add \$50 for registrations  
 received after this time

**November 3, 2017**

*last day for cancellation (full refund)*

**November 6, 2017**

*last day for cancellation (partial refund)*  
 \$50 processing fee applied

**November 10, 2017, 8:25 a.m.**

*Institute begins*

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**BERNARD O. DOW**



The Leasing Institute is named 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 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.