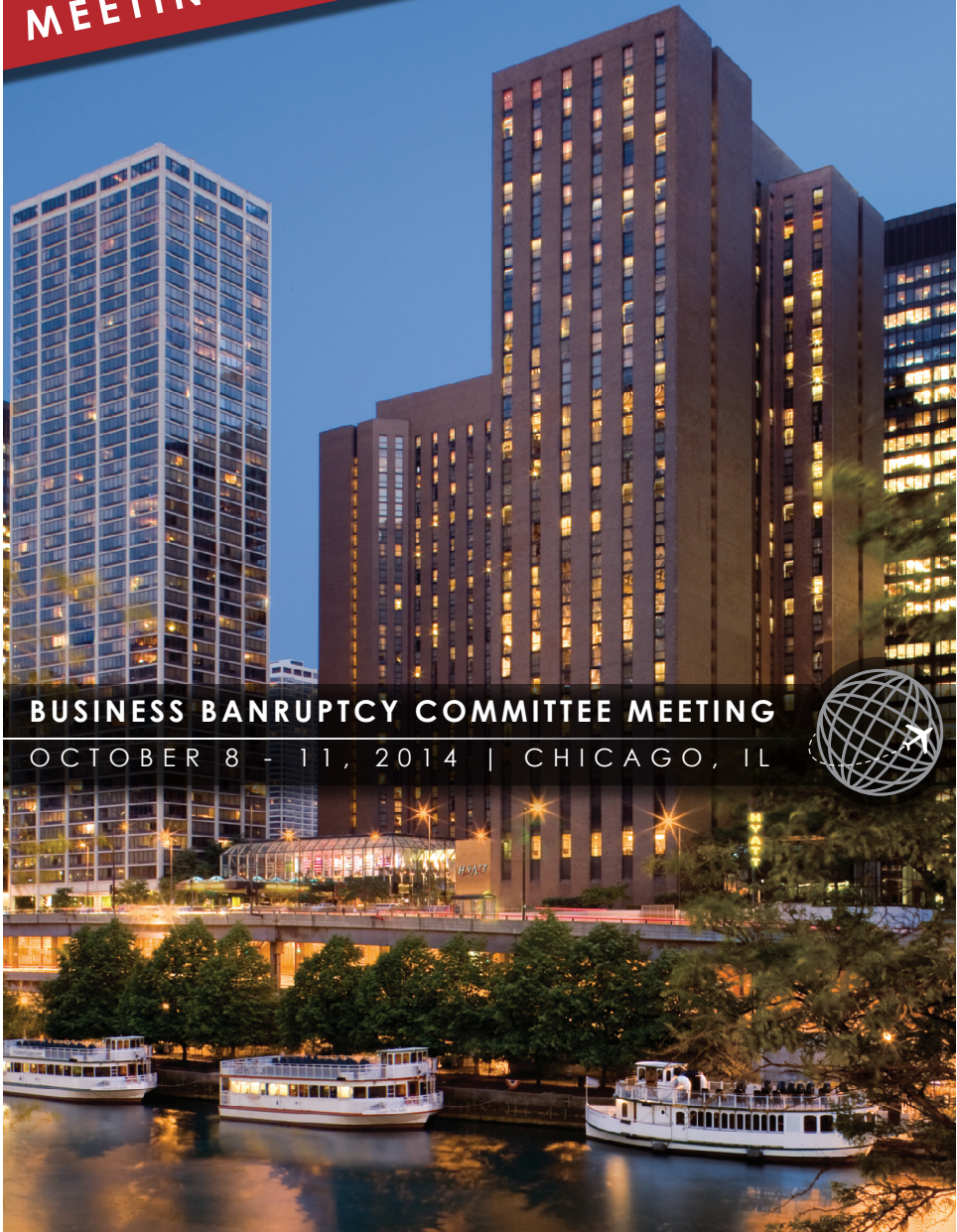


MEETING GUIDE



BUSINESS BANRUPTCY COMMITTEE MEETING

OCTOBER 8 - 11, 2014 | CHICAGO, IL



BUSINESS BANKRUPTCY COMMITTEE MEETING

OCTOBER 8 - 11, 2014 | CHICAGO, IL



ABA BUSINESS LAW SECTION : KNOWLEDGE | COMMUNITY | EXPERIENCE

Welcome!

Thank you for joining us at the ABA Business Law Section Business Bankruptcy Committee Meeting, held in conjunction with the National Conference of Bankruptcy Judges (NCBJ).

Our meeting schedule is packed with timely, high-quality CLE programs, sessions and meetings that cover a range of topics, including pro bono service on a board for a not-for-profit in crisis, executory contracts, current developments, the new uniform voidable transaction act, bankruptcy sales, engagement letters with individual debtors, defenses that can win a case early, legislative developments in mass torts and asbestos trusts, restaurant bankruptcies and in pari delicto issues in a Chapter 11.

I hope you will join us for these dynamic lunch programs:

Thursday, October 9, from 1:00 – 3:15 PM
Regency Ballroom C&D, West Tower

KATHRYN HEIDT MEMORIAL AWARD PRESENTATION /
CHAPTER 11 LUNCH / CLE PROGRAM

**What Every Distressed Investor Should Ask When Venturing Offshore.
Are Chapter 11 Skill Sets and Experience Alive and
Well (and Relevant) in Europe?**

Friday, October 10, from 1:00 – 3:00 PM
Regency Ballroom C&D, West Tower

SECURED CREDITORS LUNCH / CLE PROGRAM

Herding Clients: Working with Multiple Secured Creditors

I would like to extend my sincere appreciation to our Subcommittee Chairs, Program Chairs, Moderators, Speakers and Program Materials Coordinators, and to the NCBJ for contributing to the success of this meeting. If you are not yet a member of the Business Bankruptcy Committee, I encourage you to join now by visiting our committee page Business Law Section: Business Bankruptcy Committee.



Sincerely,

Kay Standridge Kress
Chair, Business Bankruptcy Committee
ABA Business Law Section

WEDNESDAY, OCTOBER 8, 2014

12:00–6:00 p.m.

Grand Ballroom Foyer, East Tower

Registration and CLE Help Desk

2:00–4:00 p.m.

Crystal Ballroom A, West Tower

CLE PROGRAM – Pro Bono Service on a Board of a Not for Profit in Crisis/Fulfilling Your Not-for-Profit's Mission During Financial Distress

In memoriam of U.S. Bankruptcy Judge Nancy Dreher, District of Minnesota

Presented by Business Bankruptcy Committee

Not-for-profit organizations, including charities, are often under enormous financial pressure and frequently face numerous challenges in order to keep their doors open. This panel will discuss corporate governance issues faced by the board members of a distressed non-profit, what happens to non-profits in bankruptcy, director and officer insurance issues from the viewpoints of a D&O insurer, and the roles and perspectives of the financial advisor and attorney trying to assist the non-profit through its crisis, a bankruptcy trustee, and the judge presiding over a non-profit's bankruptcy case.

This program is the second annual in memoriam to Judge Nancy Dreher who served as a U.S. Bankruptcy Judge in the District of Minnesota for many years and who wrote and spoke on the importance of pro bono services.

SPONSORING SUBCOMMITTEES

Pro Bono Services, Abuses of Bankruptcy Process, Health & Non-Profit, Insurance, and Professional Ethics

PROGRAM CHAIR AND MODERATOR

Andrew Troop, Partner, Pillsbury Winthrop Shaw Pittman LLP, New York, NY

SPEAKERS

Deborah Gutfeld, Senior Counsel, Perkins Coie, Denver, CO

Martha E.M. Kopacz, Senior Managing Director, Phoenix Management Services, Boston, MA

Raymond T. Lyons, Counsel, Fox Rothschild LLP, Princeton, NJ

Kenneth J. Young, Member, Buerger, Moseley, & Carson, PLC, Franklin, TN

Parvathy Sree, RPLU, AIM, CIPM, First Nonprofit Group, an AmTrust Financial Company, Chicago, IL

3:00–5:00 p.m.

Columbus E&F, East Tower

CLE PROGRAM – Almost Everything You Wanted to Know About...Executory Contracts

Presented by: Business Bankruptcy Committee

Virtually every bankruptcy requires parties to resolve competing rights and claims under "executory contracts," a term encompassing agreements as varied as supply contracts, service agreements, leases, licenses, options, and rights of first refusal. From diverse perspectives, the panel will thoroughly review the basic rules for identifying, treating, and disposing of such contracts in bankruptcy; the surprising ways in which contract rights can remain uncertain, even unenforceable, in bankruptcy, and practical strategies for protecting those rights. The panel will also probe more deeply into problems peculiarly associated with certain types of contracts, including intellectual property licenses, real estate leases, and contracts with governmental units.

SPONSORING SUBCOMMITTEES

Membership, Executory Contracts and Claims & Priorities

PROGRAM CHAIR AND MODERATOR

Christopher Combest, Partner, Quarles & Brady LLP, Chicago, IL

SPEAKERS

Honorable Carol A. Doyle, Judge, United States Bankruptcy Court, Northern District of Illinois, Chicago, IL

Lisa M. Schweitzer, Partner, Cleary Gottlieb Steen & Hamilton LLP, New York, NY

Andrea Coles-Bjerre, Associate Professor, University of Oregon School of Law, Portland, OR

Paul R. Hage, Partner, Jaffe Raitt Heuer & Weiss P.C., Southfield, MI
Ashley Champion, Judicial Law Clerk to Bankruptcy Judge Katharine M. Samson, United States
Bankruptcy Court, Southern District of Mississippi, Jackson, MS

PROGRAM MATERIALS COORDINATOR

Jill C. Walters, Associate, Poyner Spruill LLP, Raleigh, NC

3:30–5:30 p.m.

Crystal Ballroom B, West Tower

Chairs and Vice-Chairs Meeting

CHAIR

Kay S. Kress, Partner, Pepper Hamilton, LLP, Southfield, MI

THURSDAY, OCTOBER 9, 2014

7:00 a.m.–5:00 p.m.

Grand Ballroom Foyer, East Tower

Registration and CLE Help Desk

7:30–8:30 a.m.

Plaza Ballroom A&B, East Tower

E-Newsletter Working Meeting

Presented by Business Bankruptcy Committee

CO-EDITORS

Brett D. Fallon, Partner, Morris James LLP, Wilmington, DE

Mariaelena Gayo-Guitian, Partner, Genovese, Joblove & Battista S.C., Miami, FL

7:30–8:30 a.m.

Soldier Field, West Tower

Bankruptcy Court Structure and Insolvency Process Committee Meeting

CHAIR

Sharon Z. Weiss, Partner, Bryan Cave LLP, Santa Monica, CA

7:30–8:45 a.m.

Comiskey, West Tower

CLE PROGRAM – The Uniform Voidable Transactions Act

Presented by Business Bankruptcy Committee and Consumer Bankruptcy Committee

This panel will discuss the proposed amendments to the Uniform Fraudulent Transfer Act.

SPONSORING SUBCOMMITTEE

Avoiding Powers

PROGRAM CHAIR AND MODERATOR

Bruce J. Borrus, Shareholder, Riddell Williams P.S., Seattle, WA

SPEAKERS

Patricia A. Redmond, Shareholder, Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.,
Miami, FL

Edwin E. Smith, Partner, Bingham McCutchen LLP, Boston, MA and New York, NY

7:30–8:45 a.m.
Gold Coast, West Tower

CLE PROGRAM – It's Not about the Money! (Or Is It?): Garnering Support for Bankruptcy Sales Without Increasing the Purchase Price

Presented by Business Bankruptcy Committee

This highly-entertaining and energized panel boasts experience in all aspects of bankruptcy purchases and sales—Bankruptcy Judge, Attorney, Financial Advisor, and Principal Investor. The panelists will share their real world experiences as they discuss and debate what purchasers can do to increase the likelihood of being the successful bidder for assets in bankruptcy sales and how to execute on a winning strategy, all without increasing the purchase price.

SPONSORING SUBCOMMITTEE
Use and Disposition of Property

PROGRAM CO-CHAIRS AND MODERATORS
Steven N. Cousins, Partner, Armstrong Teasdale LLP, St. Louis, MO
Marc J. Carmel, Of Counsel, Paul Hastings LLP, Chicago, IL

SPEAKERS
Honorable Timothy A. Barnes, United States Bankruptcy Court, Northern District of Illinois, Chicago, IL
Robert A. Klyman, Partner, Gibson Dunn & Crutcher LLP, Los Angeles, CA
Adam C. Maerov, Partner, McMillan LLP, Calgary, Alberta, Canada
David M. Schulte, Managing General Partner, Chilmark Partners, Chicago, IL
Suzanne S. Yoon, Managing Director, Transaction Development, Versa Capital Management, LLC, Philadelphia, PA

7:30–8:45 a.m.
Water Tower Room, West Tower

CLE PROGRAM – Engagement Agreements with Individual Chapter 11 Debtors

Presented by Business Bankruptcy Committee

The Small Business and the Individual Chapter 11 Debtor Subcommittees are co-sponsoring a program on representing individual debtors in Chapter 11 cases. This panel of attorneys with experience in representing debtors will discuss the debtor's duties as a debtor in possession and the issues this fiduciary position creates for the debtor and the debtor's counsel. The importance of engagement agreements that address these issues will be discussed, and the panel will provide drafting tips for such agreements.

SPONSORING SUBCOMMITTEES
Individual Chapter 11 Debtors and Small Business

PROGRAM CHAIR AND MODERATOR
Harry Greenfield, Partner, Buckley King, Cleveland, OH

SPEAKERS
Mariaelena Gayo-Guitian, Partner, Genovese, Joblove & Battista S.C., Fort Lauderdale, FL
Leonard C. Walczyk, Member, Wasserman, Jurista & Stolz, P.C., Millburn, NJ

8:30–9:30 a.m.
Soldier Field, West Tower

White-Collar Crime and Business Bankruptcy Initiative Working Meeting

Presented by Bankruptcy Court Structure and Insolvency Process Committee

CHAIR
Karen M. Gebbia, Associate Professor, Golden Gate University School of Law, San Francisco, CA

9:30–10:00 a.m.
Soldier Field, West Tower

Electronic Stored Information/Discovery Working Meeting

Presented by Bankruptcy Court Structure and Insolvency Process Committee

CHAIR

Richard Wasserman, Partner, Venable LLP, Baltimore, MD

10:30 a.m.–12:00 p.m.
Skyway 273, East Tower

Publications Working Meeting

Presented by Business Bankruptcy Committee

CHAIR

Karen M. Gebbia, Associate Professor, Golden Gate University School of Law, San Francisco, CA

12:00–1:00 p.m.
Skyway 273, East Tower

Publications –Reorganizing Failing Businesses Book Project Working Meeting

Presented by Business Bankruptcy Committee

CHAIR

Karen M. Gebbia, Associate Professor, Golden Gate University School of Law, San Francisco, CA

1:00–3:15 p.m.
Regency Ballroom C&D, West Tower

HEIDT AWARD, CHAPTER 11 LUNCHEON and CLE PROGRAM: What Every Distressed Investor Should Ask When Venturing Offshore. Are Chapter 11 Skill Sets and Experience Alive and Well (and Relevant) in Europe?

Presented by Business Bankruptcy Committee

US based investors are very comfortable with U.S. Bankruptcy Courts, Chapter 11 proceedings and restructuring professionals. How has this perspective impacted on the expectations and experiences of distressed investors when they venture offshore? What happens when principles fundamental to U.S. bankruptcy law, such as favoring debt over equity in insolvent situations, are not universally applied? This program will explore recent developments in offshore restructurings, including how the experience and mindset of U.S. investors and their advisors are playing a vital role in changing the face of distressed investing in Europe and elsewhere and the challenges that every U.S. investor should be aware of when investing outside of the U.S. so as not to be caught by surprise.

SPONSORING COMMITTEE

Chapter 11

PROGRAM CHAIR AND MODERATOR

Corinne Ball, Partner, Jones Day, New York, NY

SPEAKERS

Jay Goffman, Partner and Practice Leader Global Restructuring, Skadden, Arps, Meagher & Flom LLP, New York, NY

Simon Granger, Senior Managing Director, FTI Consulting, London, United Kingdom

Eckart Budelmann, Partner, Bryan Cave LLP, Hamburg, Germany

Honorable Shelley Chapman, Bankruptcy Judge, United States Bankruptcy Court, Southern District of New York, New York, NY

3:30–5:30 p.m.
Comiskey, West Tower

Featured CLE Program –Take the First Exit! – Defenses That Can Win a Case Early

Presented by Business Bankruptcy Committee

The distinguished panel will discuss the strategic and tactical benefits that can be gained by an early focus on "procedural" and affirmative defenses that could be dispositive in an adversary proceeding, such as the "plausibility standard" enunciated in *Bell Atlantic Corp. v. Twombly*, standing, res judicata, estoppel and waiver.

SPONSORING SUBCOMMITTEES

Litigation and Administration and Courts

PROGRAM CO-CHAIRS AND MODERATORS

Sandra A Riemer, Partner, Phillips Nizer LLP, New York, NY
John C. Weitnauer, Partner, Alston & Bird LLP, Atlanta, GA

SPEAKERS

Patrick Darby, Partner, Bradley Arant Boult Cummings LLP, Birmingham, AL
Honorable Martin Glenn, Bankruptcy Judge, United States Bankruptcy Court, Southern District of New York, New York, NY
Jonathan M. Landers, Partner, Scarola Malone & Zubatov LLP, New York, NY
Catherine L. Steege, Partner, Jenner & Block LLP, Chicago, IL

FRIDAY, OCTOBER 10, 2014

7:00 a.m.–5:00 p.m.

Grand Ballroom Foyer, East Tower

Registration and CLE Help Desk

7:30–8:30 a.m.

Skyway 272, East Tower

Bankruptcy Code Revisions Joint Working Group

Presented by Business Bankruptcy Committee and Bankruptcy Court Structures and Insolvency Process Committee

CO-CHAIRS

J. Eric Brunstad, Jr., Partner, Dechert LLP, Hartford, CT
Brian K. Gart, Partner, Berger Singerman LLP, Fort Lauderdale, FL

7:30–8:45 a.m.

Plaza Ballroom A&B, East Tower

CLE Program –Is there Room in the Chapter 11 Ark for Trustees, Examiners, Receivers and CROs

Presented by Business Bankruptcy Committee

This panel will discuss the underlying common law surrounding receiverships (including federal receivers), case law and statutory authority relating to the appointment of trustees and examiners, and the use of crisis restructuring officers in Chapter 11. The panel will focus on recent trends including cases resulting from the use of foreign subsidiaries to access the U.S. market through reverse mergers, cross border fiduciary duties, fraud cases, and cases related to gross mismanagement. Special attention will be paid to the practical limitations of using receivers, CROs, trustees and examiners.

SPONSORING SUBCOMMITTEE

Trustees and Examiners

PROGRAM CHAIR AND MODERATOR

Rafael X. Zahralddin-Aravena, Shareholder and Director, Elliott Greenleaf, P.C., Wilmington, DE

SPEAKERS

Katherine R. Catanese, Senior Counsel, Foley and Lardner LLP, New York, NY
Benjamin I. Finestone, Partner, Quinn Emanuel Urquhart & Sullivan, LLP, New York, NY
William K. Harrington, Trustee, Regions I and II, United States Department of Justice, Boston, MA
Judith W. Ross, Shareholder, Law Offices of Judith W. Ross, Dallas, TX
Sheila T. Smith, Principal, Deloitte CRG, New York, NY

7:30–8:45 a.m.
Skyway 260, East Tower

CLE Program –Restaurant Bankruptcies--Should I Make a Reservation Now?

Presented by Business Bankruptcy Committee

Industry reports project an increase in the number of restaurant filings, especially by casual dining restaurants. Restaurant bankruptcies raise a number of complex issues that are not found in the typical manufacturer case or in cases involving other service businesses. Our panelists will discuss:

- What is cash collateral subject to the lien of the secured lender?
- How do you deal with the franchise agreement, which may have very high cure costs?
- Can the Bankruptcy Court authorize the transfer of the liquor license?
- Why the broccoli supplier may be one of the case's most important creditors; and
- Why you especially don't want coffee spilled on you when you are visiting the restaurant? (hint--the claim is probably uninsured).

Our panelists will speak from a variety of views, including those of the secured creditor, the debtor, the Chapter 11 trustee of a restaurant franchisor and the suppliers.

SPONSORING SUBCOMMITTEES

Claims & Priorities, Executory Contracts, Insurance and Small Business

PROGRAM CHAIR AND MODERATOR

Ryan T. Schultz, Partner, Fox, Swibel, Levin & Carroll, LLP, Chicago, IL

SPEAKERS

Bobby Guy, Partner, Frost Brown Todd LLC, Nashville, TN
Phillip Martino, Partner, Quarles & Brady, Chicago, IL
Mario Ponce, Principal, Partners in Hospitality, Chicago, IL
Patricia J. Rynn, Partner, Rynn & Janowsky, Newport Beach, CA
Jennifer Sucher, Executive Counsel Restructuring Bankruptcy, GE Capital, Chicago, IL

7:30–8:45 a.m.
Comiskey, West Tower

CLE Program –Discovery and Judicial/Legislative Developments in Mass Torts and Asbestos Trusts

Presented by Business Bankruptcy Committee

Asbestos trusts established pursuant to confirmed plans of reorganization currently hold in excess of \$30 billion in assets. They resolve and process large numbers of asbestos personal injury tort claims. Asbestos claims filed with an asbestos trust, unlike claims filed in the tort system, are not publicly filed, and there is an issue as to whether lack of transparency in the trust system has led to abuse of the trusts and of the tort system—as recently illustrated by the Garlock bankruptcy court decision on claim estimation. In Garlock it was found that claimants gave materially different work histories to trusts from which they recovered payments, on the one hand, and to Garlock, in connection with the bankruptcy, on the other—which the court found to show a “startling” “pattern of misrepresentation.” 504 B.R. 71, 86 (Bankr. W.D.N.C. 2014). The panel will focus on the need for trust discovery in asbestos bankruptcies, legislative proposals as to trust transparencies, and judicial and rule responses to the issue.

SPONSORING SUBCOMMITTEES

Rules, Legislation and Mass Tort and Environmental Claims

PROGRAM CHAIR AND MODERATOR

Hon. Judith K. Fitzgerald (Ret.), Professor of Law, Indiana Tech Law School, Fort Wayne, IN and Of Counsel, Tucker Arensberg, P.C., Pittsburgh, PA

SPEAKERS

Leslie A. Davis, Counsel, Crowell & Moring LLP, Washington, DC
Charles H. Mullin, PH.D., Partner, Bates White LLC, Washington, DC
Trevor Swett III, Member, Caplin & Drysdale, Chartered, Washington, DC

8:30–9:30 a.m.
Skyway 261, East Tower

Monetization Working Meeting

Presented by Bankruptcy Court Structures and Insolvency Process Committee

CHAIR

James L. Patton, Jr. Partner, Young Conaway Stargatt & Taylor, LLP, Wilmington, DE

1:00–3:00 p.m.
Regency Ballroom C&D, West Tower

SECURED CREDITORS LUNCH and CLE PROGRAM: Herding Clients: Working with Multiple Secured Creditors

Presented by Business Bankruptcy Committee

Panelists regularly representing indenture trustees, hedge funds and financial institutions will discuss issues arising in restructurings and Chapter 11 cases when secured creditor clients have constituent groups, including communications with participants and beneficiaries, driving consensus on interim and exit strategies, obtaining direction from majorities and meeting rights of minorities, funding bridge or DIP financing, decision-making on credit bidding, and plan voting logistics.

SPONSORING SUBCOMMITTEES

Secured Creditors and Trust Indentures

PROGRAM CHAIR AND MODERATOR

Susan M. Freeman, Partner, Lewis Roca Rothgerber LLP, Phoenix, AZ

SPEAKERS

Bryant D. Barber, Partner, Lewis Roca Rothgerber LLP, Phoenix, AZ
Jeanne P. Darcey, Partner, Sullivan & Worcester, Boston, MA
Jennifer C. Hagle, Partner, Sidley Austin LLP, Los Angeles, CA
William P. Smith, Partner, McDermott Will & Emery LLP, Chicago, IL

2:00–3:00 p.m.
Comiskey, West Tower

Bankruptcy Committees Working Meeting

Presented by Business Bankruptcy Committee

CHAIR

Henry C. Kevane, Partner, Pachulski Stang Ziehl & Jones, San Francisco, CA

3:00–4:00 p.m.
Comiskey, West Tower

Governance Issues for Distressed Companies Joint Task Force (Working Meeting Focusing on 50 State Questionnaire on D&O Issues)

Presented by Business Bankruptcy Committee and Corporate Governance Committee

CO-CHAIRS

Rolin Bissell, Partner, Young Conaway Stargatt & Taylor, LLP, Wilmington, DE
J. William Boone, Partner-James-Bates, Brannan-Groover-LP, Atlanta, GA
Regina Stango Kelbon, Partner, Blank Rome LLP, Wilmington, DE

3:15–4:45 p.m.
Columbus G&H, East Tower

CLE PROGRAM –Current Developments

Presented by Business Bankruptcy Committee

This popular panel, led by Martin Bienenstock, will discuss current developments in the areas of claims, exemptions, priorities and Chapter 11.

SPONSORING SUBCOMMITTEES
Current Developments Task Force

PROGRAM CHAIR AND MODERATOR
Martin J. Bienenstock, Partner, Proskauer Rose LLP, New York, NY

SPEAKERS
Michael R. Enright, Partner, Robinson & Cole LLP, Hartford, CT
Robert B. Millner, Partner, Dentons, Chicago, IL
Monique D. Hayes, Associate, Genovese Joblove & Battista, PA, Miami, FL
Jennifer R. Hoover, Partner, Benesch, Friedlander, Coplan & Aronoff LLP, Wilmington, DE

5:00–6:00 p.m.
Plaza Ballroom A&B, East Tower

Programs
Presented by Business Bankruptcy Committee

CO-CHAIRS
Chris Alston, Partner, Foster Pepper PLLC, Seattle, WA
Andrea S. Hartley, Partner, Akerman, Miami, FL

SATURDAY, OCTOBER 11, 2014

7:00 a.m.–12:00 p.m.
Grand Ballroom Foyer

CLE Help Desk