





All agenda items are in Eastern Standard Time

## TUESDAY, MAY 4<sup>TH</sup>

Noon – 12:15pm

### WELCOME REMARKS

#### LISA MOORE

*Sr. Counsel*

PNC Equipment Finance, LLC

### 2021 EDWARD A. GROOBERT AWARD FOR LEGAL EXCELLENCE WINNER



#### Bonnie Michael

*Vice President Legal & Compliance (USA)*  
Volvo Financial Services

12:15pm – 1:15pm

### LEGAL UPDATE

*Sponsored by:*



Moderator:

**JENNIFER D. GOULD, Esq.**

*Shareholder*

Stark & Stark, PC

Panelists:

**KENNETH WEINBERG**

*Partner*

Rimon Law

**ARLENE N. GELMAN, Esq.**

*Shareholder*

Vedder Price

**FRANK PERETORE, Esq.**  
*Member*  
Chiesa Shahinian & Giantomasi PC

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1:30 – 2:30pm

**CONCURRENT BREAKOUT SESSIONS**

- **CA, NY, Federal Licensing and Disclosure**

Equipment leasing and finance companies continue to face a barrage of new state and federal laws applicable to various commercial transactions, including the introduction of consumer-style financing disclosures, expansion of state regulatory enforcement authority, and new licensing requirements, among others. This session provides an overview of recent and pending changes being considered in Washington D.C., California, and New York, as well as some noteworthy enforcement activity.

Panelists:

**ROBERT COHEN**  
*Partner*  
MORITT HOCK & HAMROFF LLP

**MARSHALL F. GOLDBERG**  
*Managing Partner and Founder*  
Glass & Goldberg

**MOORARI SHAH**  
*Partner*  
Buckley LLP

- **Cybersecurity – Fraud, Ransomware, and Other Spine-Tingling Horrors**

Join in for critical legal updates and practical solutions surrounding a growing concern in the equipment leasing industry with an international focus.

Moderator:

**JEANETTE DANNENFELSER**  
*Vice President and General Counsel*  
Summit Funding Group, Inc.

Speakers:

**MAX JARVIE**  
*Senior Associate*  
Borden Ladner Gervais LLP

**DORON S. GOLDSTEIN**  
*Partner*  
Katten Muchin Rosenman LLP

- **Air, Rail, Marine**

This breakout session will highlight key issues affecting the financing and leasing of equipment used in the air, rail and marine sectors. Panelists will discuss new developments affecting each industry and audience members will have opportunities to ask questions based on their interests. This breakout session will help you spot issues unique to each asset class and provide practical solutions for resolving them. This

session will be a great resource for those who routinely finance this kind of equipment as well as those who only occasionally encounter such transactions.

Moderator:

**ANDREA NICOTERA**

*Senior Corporate Counsel*

U.S. Bank Equipment Finance

Panelists:

**EILEEN BROWN**

*Partner*

Thompson Coburn LLP

**JASON HUFF**

*Partner*

Smith, Gambrell & Russell, LLP

**MELISSA KOPIT**

*Associate*

Vedder Price P.C.

**EDWARD WANG**

*Partner*

Borden Ladner Gervais LLP

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2:30 – 3:00pm

**BREAK**

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3:00 – 4:00pm

**CONCURRENT BREAKOUT SESSIONS**

- **The Courts, Bankruptcy and Workout Strategies During The Pandemic- What Are The Courts Doing?**

The Panel will explore -

- Market/landscape overview
- Particularly hard-hit industries/markets
- Differences in states depending on level of “lock down”
- Chapter 5/greater flexibility for small business debtors
- New statutes/executive orders/moratoriums, with examples from prominent states
- Implications for a “commercially reasonable” disposition and case law developments
- New defenses, including force majeure
- Access to courts – especially with regards to jury trials

Moderator:

**MARC L. HAMROFF**

*Managing Partner*

Moritt Hock Hamroff LLP

Panelists:

**ANDREW ALPER**

*Vice President*

Frاندzel Robins Bloom & Csato LC

**RICH TANNENBAUM**

*Partner*

Reed Smith

**Jennifer Crastz**

*Partner*

Hemar Rousso & Heald

- **E-Docs and Working Remotely: E-docs Considering The Pandemic**

A discussion among a group of subject matter experts regarding real life considerations. Panelists will discuss challenges that have surfaced during the pandemic and accelerated adoption of digital transactions. The discussion will also include fact patterns and examples to assist your organization with analyzing electronic lease and e-signature questions and requests. The session will also touch upon the status of American Law Institute proposals for updates to the UCC regarding electronic leases.

Panelists:

**SCOTT ADAMS**

*Senior Counsel-US*

Volvo Financial Services

**STEPHEN BISBEE**

*President & CEO*

eOriginal

**DOMINIC A. LIBERATORE**

*Deputy General Counsel*

DLL

**STEPHEN T. WHELAN**

*Partner*

Blank Rome LLP

**WENDY HURWITZ**

*Marketing Director*

eOriginal

- **Inventory Financing - International & Motor Vehicles**

Panelists will share their experiences advising lenders who provide inventory finance options in the United States and Canada, aiming to share best practices and advice on how to avoid pitfalls. The panelists will discuss the differences in perfection requirements in the U.S. and Canada and will also share some war stories and lessons learned.

Moderator:

**RACHEL BRESROLL**

*Associate*

Kutak Rock LLP

Panelists:

**BENJAMIN GROSS**

*Partner*

Borden Ladner Gervais LLP

**SHERRY LOWE JOHNSON**  
*Director, Senior Counsel*  
Volvo Financial Services

**ANN E. PILLE**  
*Partner*  
Reed Smith LLP

**ANGELA M. ULUM**  
*Partner*  
Mayer Brown LLP

- **Merger Up & Other Restructures**

Since the passage of the Dodd Frank Act (eliminating Federal preemption for bank owned equipment finance companies) many such equipment finance companies have considered and/or executed on a merger up into their parent entity. Following such a merger up, the equipment finance company operates as a division of the bank, rather than as a separate legal entity. This distinguished panel of inside and outside counsel will discuss the advantages and disadvantages of such a merger up transaction. They will also explore a variation of the merger up, which is a runoff of the existing book of business of the subsidiary. Lastly, they will highlight the various issues and considerations that must be considered in such a merger up or run off transaction.

Moderator:  
**DAVID MIELE**  
*Senior Vice President*  
Citizens Bank

Panelists:  
**KENNETH WEINBERG**  
*Partner*  
Rimon Law

**ROBERT GEIS**  
*Assistant General Counsel*  
CIT Bank, N.A.

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4:00 pm – 5:00 pm

**Opening Virtual Reception**

*Sponsored by:*



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**WEDNESDAY, MAY 5<sup>TH</sup>**

11:00am – 11:45am

**Welcome  
State of the Association and Industry**

Panelists:

**KRIS SNOW**

*President*

Cisco Systems Capital Corporation

**RALPH PETTA**

*President and CEO*

Equipment Leasing and Finance Association

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11:45am – 12:00pm **BREAK**

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Noon – 1:00pm **CONCURRENT BREAKOUT SESSIONS**

- **Managed/Bundled Services: Recent Developments and Market Practices**

This breakout session will discuss recent developments, common challenges and suggested approaches, as well as applicable UCC provisions and the status of American Law Institute proposals for bundled transactions.

Panelists:

**SCOTT KEARNS**

*Senior Legal Director*

Dell Financial Services

**DOMINIC A. LIBERATORE**

*Deputy General Counsel*

DLL

**STEPHEN T. WHELAN**

*Partner*

Blank Rome LLP

- **Government Finance - Municipal/Tribal**

This panel will discuss issues commonly involved in financing and lease transactions with governmental entities, including financings with tribal governments. Among the topics to be addressed are the following:

- Constitutional and statutory debt limitations
- Authority for financings
- Special approval requirements for tribal governments
- Political risks
- Financing structures
- Sovereign immunity
- Lien perfection
- Sales of transactions or portfolios

While events of default and non-appropriation are rare in the governmental space, the impact of the pandemic and options after an event of default or event of non-appropriation will also be discussed.

Moderator:

**LISA MOORE**

*Senior Counsel*

PNC Equipment Finance, LLC

Speakers:

**NAOMI BARNES**

*Partner*

Kutak Rock LLP

**KRISTIN KNOX ESCHE**

*Associate Chief Counsel*

John Deere Financial

**BRAD NIELSEN**

*Partner*

Kutak Rock LLP

**SAMANTHA SKENANDORE**

*Of Counsel*

Quarles & Brady LLP

- **Cross-Border Lease Transactions**

This session will provide participants with an overview of the most common particularities of doing lease and other relevant secured transactions in cross-border deals involving Canada and Mexico. The panel will also focus on hot topics in their jurisdictions, in this space. The goal is to provide U.S. counsel and other participants with visibility on what to expect, and highlight things to look out for, when working on deals involving Canada and Mexico.

Moderator:

**BENJAMIN GROSS**

*Partner*

Borden Ladner Gervais LLP

Speakers:

**ADAM JACKSON**

*Associate*

Blake, Cassels and Graydon LLP

**LORENZA K. LANGARICA O'HEA**

*Partner*

Mijares, Angoitia, Cortés y Fuentes

**MANDEEP DHALIWAL**

*Partner*

Lawson Lundell LLP

**ANDREW HODHOD**

*Partner*

Borden Ladner Gervais LLP

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1:30pm – 2:30pm

## CONCURRENT BREAKOUT SESSIONS

- **Does Your Contract Work Across State Lines?**

Parties to a contract commonly agree to the application of a certain jurisdiction and/or state's law, without recognizing circumstances where such a governing law provision may be deemed unenforceable by a court. This session will discuss and analyze the exceptions that can override a choice of law provision or forum selection clause and result in ramifications for which any lender/lessor may never have bargained.

Panelists:

**MARSHALL F. GOLDBERG**

*Managing Partner and Founder*

Glass & Goldberg

**JULIA GAVRILOV**

*Counsel*

Moritt Hock & Hamroff LLP

- **Fintech: What IS It and How Do I Help My Business Use It?**

Broadly, FinTech describes any software technology used to perform financial services. Whether it covers back-end system support or customer facing tools (commercial and consumer), FinTech's diverse uses present opportunities and challenges for businesses and their legal counsel. This panel will share in-house counsel, business partner, and vendor perspectives on the process of onboarding cutting-edge technology.

Moderator:

**ANDREA NICOTERA**

*Senior Corporate Counsel*

U.S. Bank Equipment Finance

Panelists:

**CHRISTA M. BALLIN**

*Legal Counsel,*

Dell Financial Services

**DOUGLAS NIELSON**

*Senior Vice President, Innovation Research and Development*

U.S. Bank Equipment Finance

**KRISTIN KNOX ESCHE**

*Associate Chief Counsel*

John Deere Financial

**WILLIAM VERHELLE**

*CEO*

Innovation Finance

- **UCC Basics and Advanced**

Join this session to consider UCC issues for the equipment finance practitioner. Whether you are drafting transaction documents or litigating disputes, there is

something for everyone in this informative panel. The format will include compounding fact patterns for you to analyze along with the panel, as well as brief presentations from the presenters on UCC nuances and solutions. This session will allow you to learn from others and build your UCC toolkit.

Panelists:

**SCOTT ADAMS**

*Senior Corporate Counsel*

Volvo Financial Services

**KENNETH WEINBERG**

*Partner*

Rimon, P.C.

**SCOTT CHAIT**

*Vice President & Counsel*

Sumitomo Mitsui Finance & Leasing Co., Ltd.

**BENJAMIN COURT**

*Partner*

Stinson LLP

**BARBARA GOODSTEIN**

*Partner*

Mayer Brown LLP

**EDWARD GROSS**

*Shareholder*

Vedder Price P.C.

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2:30pm – 3:00pm

**BREAK**

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3:00pm – 4:00pm

**General Session - Ethics**

Moderator:

**RACHEL BRESROLL**

*Associate*

Kutak Rock LLP

Panelists:

**MELISSA W. KOPIT**

*Associate*

Vedder Price P.C.

**ROBERT HORNBY**

*Member*

Chiesa Shahinian & Giantomasi P.C.

**RYAN THOMPSON**

*Counsel*

PNC Bank, National Association

## SPONSORSHIP OPPORTUNITIES

### *Increased Visibility... Leadership Status... Reinforced Reputation... Industry Supporter*

Sponsoring events and functions at ELFA meetings provides excellent exposure for your company. As a sponsor, your company is showcased to decision-makers in all facets of the equipment leasing and finance industry. Your sponsorship offers several important benefits, including increased visibility, leadership status and a reputation as an industry supporter. Following are the sponsorship opportunities and benefits available to your company for the 2021 Legal Forum:

#### **Marquee Sponsor - \$5,000 each**

- 1 complimentary registration to the Forum
- Recognition (your logo) as a sponsor on the virtual event Lobby Banner – *the first thing attendees see the day of the event!*
- Recognition (your company name) as a sponsor during a general session on the virtual event agenda on the platform
- Recognition (your logo) as a sponsor on the ELFA event webpage with a link to your website
- 1 custom banner with static placement during a general session
  - Banners include logo, text, URL
  - Sponsor does not choose the session
  - Banner created by the sponsor with dimensions provided by ELFA
  - *See image on right for example*
- Recognition as a sponsor through 1 Tweet during the event from the ELFA Twitter account
- Company logo displayed during the Opening General Session
- Verbal acknowledgement at the Opening General Session
- Recognition in a marketing email distributed to attendees prior to the event
- One-time use only Excel Spreadsheet of conference attendees
- Thank-you recognition in *Equipment Leasing & Finance* magazine



#### **Friend of the Legal Forum - \$500 each**

- Recognition (your logo) as a sponsor on the virtual event agenda on the platform
- Recognition (your logo) as a sponsor on the ELFA event webpage with a link to your website
- Company logo displayed during the Opening General Session
- Recognition in a marketing email distributed to attendees prior to the event
- Thank-you recognition in *Equipment Leasing & Finance* magazine

All sponsorship fees are payable in advance. For more information or to reserve one of these sponsorship opportunities, please contact Steve Wafalosky at (440) 247-1060 or [stevew@larichadv.com](mailto:stevew@larichadv.com).

[www.elfaonline.org/events/2021/LF/](http://www.elfaonline.org/events/2021/LF/)

## REGISTRATION AND GENERAL INFORMATION

Please register as far in advance as possible.

Please note: you may also register for this conference via internet at [www.elfaonline.org/events/2021/LF/](http://www.elfaonline.org/events/2021/LF/).

### Registration fees:

ELFA Member:	\$595
Nonmember:	\$795
Speaker:	\$295

Note: The last day to register is April 27, 2021.

### Register On-Line

Go to [www.elfaonline.org](http://www.elfaonline.org) for information about this and other educational programs. Go to the Events & Training section for details on the agenda, speakers, location and registration information. You can register directly online via American Express, MasterCard, Discover, Diners Club or VISA on our secure server. You will receive a confirmation from the website.

**Note: Registration online is highly encouraged. If you require a paper registration form please contact Janet Fianko at [jfianko@elfaonline.org](mailto:jfianko@elfaonline.org).**

### Continuing Legal Education Credit

The ELFA is a recognized sponsor of continuing legal education with most State Bar Associations. Immediately following the ELFA Legal Forum LIVE!, ELFA members will receive confirmation of their attendance which they can use to obtain continuing legal education credit.

### Inquiries

If you have a question about this conference not related to registration, please call ELFA Professional Development at (202) 238-3400.

### Email for registration inquiries:

[jfianko@elfaonline.org](mailto:jfianko@elfaonline.org)

(Note: no registrations can be made by telephone)

### Email for conference brochure:

[rjordan@elfaonline.org](mailto:rjordan@elfaonline.org)

## Cancellations & Substitutions

### Cancellation Policy

- **Refund minus \$100:** Should you need to cancel, refunds will be processed less a \$100 administrative fee.
- **No refund:** No refunds of registration fees will be given for cancellations received on or after April 27, 2021.

Please Note: Cancellations by telephone will be accepted, but must be followed up with a letter that includes the name of the ELFA staff member who accepted the cancellation. This letter may be:

- Mailed to Janet Fianko at ELFA Headquarters:  
1625 Eye Street, NW, Suite 850  
Washington, DC 20006-1203
- Faxed to (202) 238-3457, Attn: Janet Fianko, or
- Emailed to Janet Fianko at [jfianko@elfaonline.org](mailto:jfianko@elfaonline.org)

### Substitutions

Substitutions for the entire program may be made at any time including on-site registration.

### Membership Information

If you are interested in joining ELFA, please call Julie Benson at (202) 238-3432, or check the appropriate box on the registration form. You may also email Ms. Benson at [jbenson@elfaonline.org](mailto:jbenson@elfaonline.org).

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Thank you for choosing to enhance your professional development by participating in ELFA activities. Our goal is to ensure that we promote a safe, inclusive, and productive environment for all activity participants.

We ask that you help us make each ELFA-sponsored activity welcoming and respectful to all participants, regardless of their race, gender, gender identity and expression, age, sexual orientation, disability, physical appearance, national origin, ethnicity, political affiliation, or religion. We do not condone, nor will we tolerate harassment of our participants, including ELFA and facility staff, or the on-premise staff at host events in any form—in person or online.

Examples of harassment include offensive comments, verbal threats or demands, sexualized images in public spaces, intimidation, stalking, harassing photography or recording, sustained disruption of sessions or events, and unwelcome physical contact or sexual attention.

We expect all participants—attendees, speakers, sponsors, volunteers, and staff—to follow the Code of Conduct during the conference. This includes conference-related social events at off-site locations and in related online communities and social media. Participants asked to stop any harassing and/or non-inclusive behavior are expected to comply immediately. Conference participants violating this Code of Conduct may be expelled from the conference without a refund, and/or prohibited from attending future ELFA events, at the discretion of ELFA.

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