

ELFA LEGAL FORUM

MAY 1-3, 2022
OMNI SHOREHAM HOTEL
WASHINGTON, DC

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SUNDAY, MAY 1st

9:15 – 9:30am **Tour Attendee Grab and Go Continental Breakfast in the Lobby**

9:30am **Tour Buses Depart from the Lobby**

10:00 – 1:15pm **DC Tour (Pre-Registration Required)**

You'll depart the Omni with breakfast in hand in a luxury bus with your favorite Legal Forum attendees. Visit the National Archives, where our country's most sacred documents are on display for an hour. Home to the Charters of Freedom, including the original Declaration of Independence, U.S. Constitution and Bill of Rights, the core of our nation's history is not to be missed. Following the National Archives, you will continue to the world's largest natural history museum and the second most visited Smithsonian Museum, the National Museum of Natural History (1hr.). Stare in awe of the life-size behemoths in the popular Hall of Dinosaurs, marvel at the Hope Diamond in the National Gem Collection, and admire the giant squid in Sant Ocean Hall. Your final stop will be the National Museum of American History where history and culture meet. Marvel at the first original American flag, our First Lady's dresses and even peer into Julia Child's kitchen for the final hour.

2:00 – 6:00pm **Attendee Registration**
Palladian Foyer

3:00 – 4:00pm **BREAKOUT AND ROUNDTABLE SESSIONS**

- **Who Wants to be a Leasing Lawyer? Breakout**
Palladian Ballroom

An introductory-level, interactive, game show inspired session on all things legal in leasing! Topics covered will include indemnity, insurance, default and remedies, choice of law, waiver of jury trial, municipal leasing concepts, and much, much more!

Moderator:

MOLLY SIMON

Senior Corporate Counsel

U.S. Bank

Panelists:

SCOTT ADAMS

Director Legal & Compliance, Global Senior Counsel

Volvo Financial Services

MICHAEL GALLO

Associate General Counsel

LEAF Commercial Capital Inc.

TROY KEPLER

Corporate Counsel

Channel

- **Trends in Cross-Border Transactions Breakout**

Cabinet Room

A discussion of trends and a refresher of issues to consider in cross-border leasing, including COVID relief programs, IFRS standards, electronic chattel paper, perfection, vehicle titling, benchmark replacement, governing law and true sale.

Panelists:

ALEXIS LEVINE

Partner

Blake, Cassels & Graydon LLP

MELANIE GNAZZO

Partner

Chapman and Cutler LLP

CARLA POTTER

Lawyer

Cassels Brock & Blackwell LLP

- **Emerging Technology Breakout**

Diplomat Room

Panelists:

VINCE BORST

Shareholder

Robbins DiMonte, Ltd

EDDIE GROSS

Shareholder

Vedder Price P.C.

ERICH DYLLUS

Associate

4:00 – 4:15pm

BREAK

4:15 – 5:15pm

BREAKOUT AND ROUNDTABLE SESSIONS

- **Are You Smarter Than a Law Student? (UCC Edition) Breakout**

Palladian Ballroom

An engaging, gamified session exploring the basics of the Uniform Commercial Code that are applicable to equipment leasing and financing. Through a series of questions and answers, the panel (i.e., the “professors”) will discuss various topics, including a true lease versus a lease that creates a security interest, Article 2A Finance Leases, attachment, perfection, priority, purchase money security interests, and much more.

Moderator:

MOLLY SIMON

Senior Corporate Counsel

U.S. Bank

Panelists:

BRAD SALYER

Senior Corporate Counsel

U.S. Bank

BRITTANY OGDEN

Attorney, Partner

Quarles & Brady LLP

KRISTIN KNOX ESCHE

Associate Chief Counsel

John Deere Financial

- **Air, Rail, Marine Roundtable**

Congressional Room

Join your colleagues in roundtable conversations focused on each asset class. Share your challenges and learn from colleagues. Each of our panelists will “host” a roundtable. Then, we will come together as a group and hear from the panelists. Panelists will describe key issues discussed at each sector table and will also outline new developments. This roundtable session will provide you with practical solutions to common problems and information about the latest issues affecting the air, rail and marine sectors.

Moderator:

EILEEN BROWN

Partner

Thompson Coburn LLP

Panelists:

MELISSA KOPIT

MICHAEL BEATTIE

Shareholder

Baker, Donelson, Bearman, Caldwell & Berkowitz PC

JASON HUFF

Partner

Smith, Gambrell & Russell, LLP

- **Motor Vehicles Roundtable**

Empire Ballroom

Join this interactive discussion that will cover a variety of topics related to financing and leasing motor vehicles. The panel includes law firm and in-house attorneys who will provide their unique perspectives, followed by an opportunity for attendees to ask questions and discuss with colleagues.

Panelists:

SCOTT ADAMS

Director Legal & Compliance, Global Senior Counsel

Volvo Financial Services

ANN PILLE

Partner

Reed Smith

RYAN ADAMS

Assistant General Counsel

Daimler Truck Financial Services

KENT CARTER

Partner

Gordon & Rees, LLP

5:15 – 6:00pm

Newcomers Reception

Robert's Terrace

6:00 – 7:30pm

Opening Reception

Diplomat Terrace and Ballroom

Sponsored by:

DARCY & DEVASSY^{PC}
ATTORNEYS AT LAW

MONDAY, MAY 2nd

7:00 – 8:00am

BREAKFAST

Palladian Foyer

8:00 – 10:15am

General Session
Palladian Ballroom

Welcoming Remarks



Edward A. Groobert Award for Legal Excellence
Marc L. Hamroff – 2022 Recipient

Legal Update

A timely discussion of recent case law and statutory developments covering bankruptcy, the Uniform Commercial Code, and creditor litigation.

Moderator:

ARLENE GELMAN
Shareholder
Vedder Price P.C.

Panelists:

VINCE BORST
Shareholder
Robbins DiMonte, Ltd

BARBARA GOODSTEIN
Partner
Mayer Brown LLP

MARC HAMROFF
Partner
Moritt Hock & Hamroff LLP

10:15 – 10:30am

BREAK
Palladian Foyer

10:30 – 11:30am

BREAKOUT SESSIONS AND ROUNDTABLES

- **UCC Advanced Breakout**
Palladian Ballroom

The panel will tackle advanced issues arising under the Uniform Commercial Code, including:

- the often-misunderstood provisions on proceeds and how long you may be perfected in them;

- post-filing occurrences that may cause you to lose your perfected status unless additional actions are taken;
- pre-litigation issues surrounding the enforcement of security interests; and
- things you may not know about collateral categories (they're not as basic as some people think).

Please note that issues surrounding the amendments to the UCC being considered to accommodate emerging technologies will be the focus of a separate session on Tuesday.

Panelists:

KEN WEINBERG

Partner

Rimon, P.C.

BARBARA GOODSTEIN

Partner

Mayer Brown LLP

SCOTT CHAIT

Vice President & Counsel

Sumitomo Mitsui Banking Corporation

RUTHANNE HAMMETT

Partner

Thompson Coburn LLP

- **ESG with a Focus on E-Financing Opportunities: Solar Energy, Windfarm and Electric Vehicles**

Congressional Room

Come join us for a very informative breakout session on the key issues you should be aware of when thinking about your organization's Environmental – Social – Governance (ESG) strategy. This panel will include industry experts who will provide: an overview of tax equity financing for Solar Energy projects (both lease purchase structures and partnership flip structures); an overview of the tax equity financing of windfarms utilizing the partnership flip structure; a discussion of opportunities in Electric Vehicle Financing.

Moderators:

DAVE MIELE

Chief Administrative Officer

Citizens Asset Finance, a division of Citizens Bank, N.A.

Speakers:

JOHN ELIASON

Partner and Co-Chair Energy Finance

Greenberg Traurig, LLP

HILARY LEFKO

Partner
Hunton, Andrews, Kurth

JOSH GREEN
Founder and CEO
Inspiration Mobility

LEXIE DRESSMAN
Counsel - Senior/Assistant Vice President
Huntington Asset Finance

11:30am – 12:45pm **Hosted Luncheon**
State of the Association and State of the Industry
Empire Ballroom

Speakers:

RALPH PETTA
President and CEO
ELFA

Sponsored by:

VedderPrice

12:45 – 1:45pm **General Session**
Diversity, Equity & Inclusion: A Legal Perspective
Palladian Ballroom

This engaging session will provide insight into market trends and the increasing demand for data transparency in the equipment finance industry, analyze recent legislation passed to further an organization's diversity and inclusion efforts, examine the legal implications that may result from a lack of commitment to diversity, and highlight best practices to move your organization toward its diversity goals while proactively avoiding and/or mitigating the potential legal ramifications.

Moderator:

LEXIE DRESSMAN
Counsel - Senior/Assistant Vice President
Huntington Asset Finance

Speakers:

KRISTIN KNOX ESCHE
Associate Chief Counsel
John Deere Financial

JULIA GAVRILOV
Partner
Moritt Hock & Hamroff LLP

NATE GIBBONS
Chief Operating Officer
QuickFi by Innovation Finance, USA LLC

1:45 – 2:00pm

BREAK
Palladian Foyer

2:00 – 3:00pm

BREAKOUT SESSIONS AND ROUNDTABLES

- **Valuation, Experts, Post-Fulton, and Sanctions – Practical Bankruptcy Tips From Both Sides of the Bench Breakout**

Palladian Ballroom

Join Hon. Eugene R. Wedoff (ret.) and our practitioner panelists as they discuss a range of current issues:

- practical litigation considerations when litigating valuation disputes,
- best use of expert witnesses,
- recent Post-Fulton cases regarding creditor actions (and inactions) and stay violations, and
- seeking sanctions.

Although the panel will discuss topics relevant to bankruptcy litigation, this practical discussion will provide valuable insight to all attorneys involved in litigating disputes.

Moderator:

ARLENE GELMAN
Shareholder
Vedder Price P.C.

Panelists:

ROBERT HORNBY
Member of the Firm
Chiesa Shahinian & Giantomasi PC

HON. EUGENE R. WEDOFF
United States Bankruptcy Judge (ret.)
Northern District of Illinois

JENNIFER GOULD
Shareholder
Stark & Stark, P.C.

- **Avoid e-Problems: How to Go Digital, Electronically Sign and Navigate Common Industry Mistakes**

Congressional Room

Come join us for an interactive breakout session on the key issues you need to know for e-Signing, e-Leasing, and e-Vaulting, which will include:

- an overview of what the industry is doing
- problems that arise when you electronically sign a lease or loan document but do not secure it in an e-Vault and what to do about it
- highlights of enforceability, and
- a brief description of some basics for those new to electronic signing and leasing.

Panelists:

DOMINIC LIBERATORE

Deputy General Counsel

DLL

ROBERT COHEN

Partner

Moritt Hock & Hamroff LLP

PAUL BENT

Senior Managing Director

The Alta Group, LLC

- **Crisis Management Roundtable**

Empire Ballroom

A discussion of best practices for pre-crisis risk mitigation and credit and non-credit defaults, including creditors rights, bankruptcy, compliance and reputational risk issues.

Panelists:

RICHARD TANNENBAUM

Partner

Reed Smith LLP

LISA MOORE

Sr. Counsel

PNC Equipment Finance, LLC

ALEXIS LEVINE

Partner

Blake, Cassels & Graydon LLP

ANN PILLE

Partner

Reed Smith LLP

3:00 – 3:15pm

BREAK

Palladian Foyer

3:15 – 4:15pm

BREAKOUT SESSIONS AND ROUNDTABLES

- **Legal “Ted Talks” Breakout**

Empire Ballroom

Come join us for a “Ted Talks” style breakout session on various hot topics in equipment finance, which will include:

- highlights of the Libor Transition,
- some of the most commonly raised Master Lease issues and ways to address same,
- potential solutions to supply chain issues for equipment lessors, and
- the growth of “Embedded Terms” in equipment finance

Panelists:

JEANETTE DANNENFELSER

Vice President and General Counsel

Summit Funding Group, Inc.

DOMINIC LIBERATORE

Deputy General Counsel

DLL

LISA MOORE

Sr. Counsel

PNC Equipment Finance, LLC

- **Federal Regulation and State Disclosure Breakout**

Congressional Room

Panelists:

SCOTT RIEHL

VP, State Government Relations

ELFA

ANDY FISHBURN

VP, Federal Government Relations

ELFA

MOORARI SHAH

Partner

Sheppard Mullin Richter & Hampton LLC

4:15 – 4:30pm

BREAK

Palla

4:30 – 5:30pm

General Session

“It’s All Legal!” – 1st Annual ELFA Legal Forum Trivia Competition

Palladian Ballroom

WARNING: THIS INAUGURAL SESSION IS NOT FOR THE FAINT OF THE HEART; IT IS A CUTTHROAT, PURE LEGAL INSPIRED TRIVIA GAME!

Hosted by Jeanette Dannenfels, Chair of the Legal Committee, *It's All Legal* includes a variety of questions, all (loosely) based on legal related topics. Come prepared for an hour of competitive, in-person fun with your ELFA Legal Forum comrades! Prizes will be awarded to the top three participants.

Note: To participate in the game, **please bring with you a personal electronic device to the session.** We will be using the Kahoot! platform to play.

Moderator:

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

Speakers:

MOLLY SIMON
Senior Corporate Counsel
U.S. Bank

LISA RAMIREZ
VP, Business and Professional Development
ELFA

EILEEN BROWN
Partner
Thompson Coburn LLP

5:30 – 6:15pm

Women in Leasing Reception
Diplomat Terrace

Sponsored by:



6:15 – 7:15pm

Hosted Reception
Diplomat Terrace and Ballroom

Sponsored by:



TUESDAY, MAY 3rd

7:30 – 8:30am

BREAKFAST
Palladian Foyer

8:30 – 9:30am

BREAKOUT SESSIONS AND ROUNDTABLES

- **Current Trends and Issues in Syndications Explored Breakout**

Diplomat Room

Join this experienced panel of in-house counsel and outside counsel as they delve into some of the current trends and issues arising in the syndication of equipment finance transactions. Some of the topics to be discussed will include: electronic chattel paper and the establishment of e-vaults; indemnities, recourse and make-wholes; differences between sales of portfolios and one-off sales; and issues unique to the sale of vendor paper. This will be an interactive session with plenty of time for Q&A, so come ready with your questions/issues for the panel.

Moderator:

DAVE MIELE

Chief Administrative Officer

Citizens Asset Finance, a division of Citizens Bank, N.A.

Speakers:

SHARI BACSARDI

Partner

Womble Bond Dickinson (US) LLP

MARK KOHLER

Shareholder

Baker, Donelson, Bearman, Caldwell & Berkowitz PC

EMILY SPEAK

Counsel

Wells Fargo Equipment Finance

- **Government Finance – Municipal and Tribal Roundtable**

Congressional Room

Join a panel discussion regarding issues commonly involved in financing and lease transactions with municipal entities, including financings with tribal governments. Panelists will draw on real world experiences navigating these transactions from both a private practice and in-house perspective. Among the topics to be addressed are the following: constitutional and statutory debt limitations, authority for financings, tribal government approvals, non-appropriation risks, political risks, sovereign immunity, financing structures, and lien perfection.

Panelists:

KRISTIN KNOX ESCHE

Associate Chief Counsel

John Deere Financial

BRAD NIELSEN

Partner

Kutak Rock LLP

SAMANTHA SKENANDORE

Attorney, Of Counsel

Quarles & Brady LLP

TOWNSEND HYATT

Partner

Orrick, Herrington & Sutcliffe LLP

- **Internal Counsel/Outside Counsel Partnership Roundtable**

Empire Ballroom

Come join us for an interactive roundtable on how to achieve an effective and collaborative partnership between inside and outside counsel. As internal legal departments are asked to do more and support more complex matters, legal and regulatory programs, we will discuss and share knowledge and experience about insourcing and outsourcing legal work, sharing practical and ongoing outside counsel guidelines, applying legal project management principles to legal matters, analyzing matter outcomes, and above all, working as partners.

Panelists:

RICHARD TANNENBAUM

Partner

Reed Smith LLP

JEANETTE DANNENFELSER

Vice President and General Counsel

Summit Funding Group, Inc.

9:30 – 9:45am

BREAK

Palladian Foyer

9:45- 10:45am

General Session

The UCC: New! Improved!

Palladian Ballroom

The American Law Institute has proposed major revisions to the Uniform Commercial Code to accommodate emerging technologies (e.g., blockchain, cryptocurrencies, bundled transactions, etc.). The revisions include amendments to Articles 1, 2A and 9 and a new Article 12 (Controllable Electronic Records). This session will focus on the implications of these revisions to the equipment finance industry, including chattel paper, finance lease treatment for all or part of bundled transactions and payment rights relating to digital assets.

Speakers:

EDDIE GROSS
Shareholder
Vedder Price P.C.

STEVE WHELAN
Partner
Blank Rome LLP

10:45 – 11:00am

BREAK
Palladian Foyer

11:00am – 12:00pm

General Session
Ethics Issues for Equipment Finance Lawyers
Palladian Ballroom

This presentation will provide useful information and updates on a variety of common ethical pitfalls, including conflicts, dealing with unrepresented parties, pandemic-related matters and more.

Speakers:

SCOTT ADAMS
Director Legal & Compliance, Global Senior Counsel
Volvo Financial Services

C. LAWRENCE HOLMES
Principal
Offit Kurman

MEGAN SHANNON
Counsel
Offit Kurman