



ACREL (finally) Does the Charleston

Educational Program Agenda

The Charleston Place
Charleston, SC
March 16-19, 2023

Programs Committee Support

Meeting Leader:
Daniel Q. Orvin

Session Coordinators:
Powell G. Ogletree, Jr.
Matthew J. Schiller
Michelle Elmore Wooton

Chair, Programs Committee:
Michael E. Rothpletz

Co-Vice Chairs:
Nancy Haas
Neil C. Johnston

DAY ONE – THURSDAY, MARCH 16, 2023

4:00 – 5:15 pm
Public Policy Forum

Recycling is Not Just for Cardboard Boxes: The Benefits of Historic Rehabilitation of Buildings

Team Member:

Brian R. Turner*, Preservation Society of Charleston, Charleston, SC
Winslow W. Hastie*, Historic Charleston Foundation, Charleston, SC
William Cogswell*, Charleston, SC

Session Coordinator:

David H. Jones, Woodfield Development Company, LLC, Charlotte, NC

5:15 – 5:45 pm **Business Meeting**

DAY TWO – FRIDAY, MARCH 17, 2023

8:30 – 9:15 am

**The Time is NOW to Rethink your Leasing Strategies:
How has COVID, Climate Change and the Growth of the Cannabis Industry Affected Today's and
Tomorrow's Lease Agreements?**

Session Leader:

Jack Fersko, Greenbaum, Rowe, Smith & Davis LLP, Roseland, NJ

Team Members:

David C. Camp, Senn Visciano Changes P.C., Denver, CO
Ellen Cappellanti, Jackson Kelly PLLC, Charleston, WV

Session Coordinator:

Michelle Elmore Wooton, Jackson Kelly PLLC, Charleston, WV

This session will present a dynamic set of issues that will directly impact all of our future lease agreements, including:

- Hot issues of post-COVID lease considerations, including evolving landlord and tenant considerations
- Emerging federal, state and local legislation designed to reign in greenhouse gas emissions, and the economic consequences for both landlords and tenants
- The ever-growing cannabis industry and the real issues facing landlords and tenants when all the smoke clears.

*Indicates a non-ACREL speaker

9:15 - 10:00 am

Blackbeard PSA's:

Addressing "Hairy" Long-Term Deals – Case Studies to Avoid Walking the Plank

Session Leader:

Jodi B. Fedor, Shartsis Friese LLP, San Francisco

Team Members:

Danna M. Kozerski, Coblentz Patch Duffy & Bass LLP, San Francisco, CA

Mike P. Williams, Senn Visciano Canges P.C., Denver, CO

Session Coordinator:

Powell G. Ogletree, Adams and Reese LLP, Ridgeland, MS

We all have "those" deals. This session will consider several hypotheticals based on recent sale transactions, involving such issues as:

- Repositioning or repurposing property for a different use
- Managing an existing owner's operation and use during an extended contract period, including complying with existing mortgage covenants and restrictions
- Allocating responsibility for known (and unknown) environmental issues in a development context
- Handling disparate interests and goals of parties in long term development transactions while satisfying the needs of multiple stakeholders.

10:00 – 10:15 am Coffee Break

10:15 - 11:00 am

Covered Risk Section in a Title Insurance Policy & Title Insurance Practice Tips

Session Leader:

Nancy K. Landmark, Commercial Partners Title, LLC, Minneapolis, MN

Team Members:

Sam W. Irby, Irby & Heard, P.C., Fairhope, AL

Wilhelmina F. Kightlinger, Stewart Title Guaranty Company, Tampa, FL

Session Coordinator:

Powell G. Ogletree, Adams and Reese LLP, Ridgeland, MS

- Although the practical considerations by counsel closing an insured transaction has not changed, the 2021 ALTA forms are here, responding to changes in the law, judicial decisions and marketplace demands.
- New or different coverage is provided for enforcement of a PACA PSA Trust, violations of law, priority of the insured mortgage, creditors' rights, electronic policy issuance and RON.
- Definitions and conditions are expanded or changed pertaining to insureds, diminution in value, date of valuation, choice of law and discriminatory covenants.

11:00 - 11:45 am

Understanding the Art of the Deal:

What Lawyers Should Know About Underwriting the Economics of a Real Estate Transaction

Session Leader:

Thomas F. Kaufman, Montfort Fiduciary Advisors LLC, Arlington, VA

Team Members:

Matthew B. Irwin, Gap Inc., San Francisco, CA

Tom McKenna*, Thorne, Summerville, SC

Sachin Jay Darji, US Bank, NA, Minneapolis, MN

Session Coordinator:

Matthew J. Schiller, Murphy Schiller & Wilkes LLP, Newark NJ

- Provide an overview of the preparation of economic pro formas for real estate transactions
- Explore the key economic and legal concerns and factors when evaluating potential deals from leasing, financing, and developer perspectives
- Discuss real life applications how the changing real estate market will impact the ability to prepare and rely on pro formas

11:45 am - 12:30 pm **Plenary**

12:30 pm – 1:15 pm **Roundtable**

NFTs and Real Estate Transactions – The Future Is Now:

An Introduction to NFTs and How the Tokenization of Real Estate and Real Estate Records Will (and are) Impacting Real Estate Transactions

Session Leader:

Todd G. Jones, First American Title Insurance Company, Kansas City, MO

Team Members:

Alexandra R. Cole, Perkins Coie, LLP, Chicago, IL

Alexander McGee*, Balcony DAO/Prime City, New York, NY

J. Dax Hansen, Perkins Coie, LLP, Seattle, WA

Session Coordinator:

Matthew J. Schiller, Murphy Schiller & Wilkes LLP, Newark NJ

- Provide an overview of blockchain technology and NFTs and their potential impact on the real estate industry and real estate transactions
- Explore the benefits and challenges of incorporating and implementing blockchain technology and NFTs into real estate transactions from a title industry and legal perspective
- Discuss how the real estate industry and developers plan to (and are) incorporating (and monetizing) NFTs as part of real estate conveyances today and in the future

*Indicates a non-ACREL speaker

DAY THREE - SATURDAY, MARCH 18, 2023

8:30 – 9:30 am

Reply All Regrets:

Electronic Communication Issues

Session Leader:

Michael Rubin, McGlinchey Stafford, PLLC, Baton Rouge, LA

Team Members:

Barbara R. Christy, Schell Bray PLLC, Greensboro, NC

Michael Gelfand, Gelfand & Arpe, PA, West Palm Beach, FL

Session Coordinator:

Michelle Elmore Wooton, Jackson Kelly PLLC, Charleston, WV

Ethical risks in any of the following? You bet!

- “Reply all” emails
- Real estate ListServes
- Responding to comments on LinkedIn, Facebook, Twitter, and social media
- Working from home in a technologically advanced home office

9:30 – 10:15 am

Transparency of Beneficial Ownership Information:

Compliance with the New Reporting Regulations Under the Corporate Transparency Act—What Will \$85.14 Buy?

Session Leader:

Kevin L Shepherd, Venable LLP, Baltimore, MD

Team Members:

Andrew J. Weiner, Pillsbury Winthrop Shaw Pittman LLP

Joy Phillips, Hancock Whitney Bank, Gulfport, MS

Session Coordinator:

Powell G. Ogletree, Adams and Reese LLP, Ridgeland, MS

- Summarize the Corporate Transparency Act (CTA) and its implementing regulations for reporting and accessing beneficial ownership information
- Identify steps lawyers and law firms should take in response to the CTA and its implementing regulations
- Discuss challenges lawyers and clients will face in complying with the new law and regulations

10:15 – 10:30 am

Coffee Break

Saturday Roundtables (10:30 – 11:15 am and 11:20 – 12:05 pm)

1. **The Time is NOW to Rethink your Leasing Strategies: How has COVID, Climate Change and the Growth of the Cannabis Industry Affected Today's and Tomorrow's Lease Agreements?**
 2. **Blackbeard PSA's: Addressing "Hairy" Long-Term Deals – Case Studies to Avoid Walking the Plank**
 3. **Covered Risk Section in a Title Insurance Policy & Title Insurance Practice Tips**
 4. **Understanding the Art of the Deal: What Lawyers Should Know About Underwriting the Economics of a Real Estate Transaction**
 5. **Reply All Regrets: Electronic Communication Issues**
 6. **Transparency of Beneficial Ownership Information: Compliance with the New Reporting Regulations Under the Corporate Transparency Act—What Will \$85.14 Buy?**
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7. **Stand Alone Roundtable
Update on the Surfside Collapse: New Laws and Requirements**

Session Leader:

William P. Sklar, Carlton Fields P.A., Tallahassee, FL

Team Member:

Steve Mezer, Becker & Poliakoff, PA, Tampa, FL

Margaret A. Rolando, Shutts & Bowen, Miami, FL

Roger D. Winston, Ballard Spahr LLP, Washington, DC

Session Coordinator:

Michelle Elmore Wooton, Jackson Kelly PLLC, Charleston, WV

- Effects of the Surfside disaster on condo governance, maintenance, inspection and other association operations.
- Funding deferred maintenance and repairs/replacements, reserves, and association borrowing.
- Impact of Surfside on sales and development of new condo projects 2 years later.
- Terminating condos and coops which are obsolete, not economically viable, or otherwise prime for development.