

REGISTRATION FORM

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PLEASE REGISTER ME FOR THE OBA INSOLVENCY YLD PASSPORT BREAKFAST SEMINAR SERIES

LOCATION

OBA Conference Centre | 20 Toronto Street, 2nd Floor | Toronto, ON | M5C 2B8

Fax Number: 416.642.0424

Live Program	CBA Member	CBA Student Member	Non-Member
<input type="checkbox"/> Live (includes meal)	\$178 (\$186.90)	\$99 (\$103.95)	\$329 (\$345.45)
<input type="checkbox"/> Phone-in	\$178 (\$186.90)	\$99 (\$103.95)	\$329 (\$345.45)

GST #R100760495

Insolvency YLD Section Program Passport Holders must confirm their attendance in advance of each program to the OBA to secure their space and a meal. Passport Holders will need to complete a program registration form for each program. **There will be no refunds for missed programs.** If you are unable to attend, another CBA member can attend in your place.

INSOLVENCY LAW YLD

PASSPORT BREAKFAST SEMINAR SERIES 2009 - 2010

INSOLVENCY AND RESTRUCTURING 101:
AN INTRODUCTORY LECTURE SERIES

Housing starts are down.

Unemployment is up.

Auto giants are filing for bankruptcy protection.

The world's largest banks are asking for financial assistance.

Good time to brush up on insolvency and restructuring law!

For younger practitioners starting out in the area as well as senior professionals for whom insolvency and restructuring practice has taken on new importance in the current economic environment, this series of breakfast seminars will go over the basic elements of insolvency and restructuring practice. Legal and accounting professionals specializing in the area will review the basic legal framework, provide practical advice and precedents and answer questions.

Insolvency Section Program Committee:

Massimo Starnino, Paliare Roland Rosenberg Rothstein LLP

Linc Rogers, Blake, Cassels & Graydon LLP

Tushara Weerasooriya, McMillan LLP

All six sessions will be held at the OBA Conference Centre in Toronto. Breakfast begins at 7:45 am, presentations at 8:15 am, and ending at 9:30 am



Live



Phone-In option



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AN OVERVIEW OF INSOLVENCY, RESTRUCTURING AND BANKRUPTCY PRACTICE

Wednesday, October 21, 2009 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

This session will be an introductory primer on restructuring and insolvency law. It assumes no knowledge and will focus on basic terminology and procedures with an emphasis on the distinction between the various types of insolvency proceedings including:

- bankruptcy (who can become bankrupt and how, the role of the trustee and the impact on priorities)
- proposals (how to commence proposal proceedings, voting requirements and court approval)
- receiverships (what is a receiver, when can a receiver be appointed, who can appoint them and what risks do receivers face)
- CCAA proceedings (who can file for CCAA protection, what rights and obligations do CCAA debtors have and an introduction to CCAA plans and CCAA asset sales).

The session will be of benefit to those seeking to acquire a basic grounding in insolvency law and will also assist junior insolvency practitioners in establishing a framework to understand and explain the most technical aspects of the law to their clients in an accessible and easy-to-follow narrative.

Speakers: **Linc Rogers**, Blake, Cassels & Graydon LLP
Toni Vanderlaan, FTI Consulting, Inc.

AN INTRODUCTION TO REVIEWING AND ENFORCING SECURITY

Wednesday, November 18, 2009 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

The session will focus on a critical aspect of the initial due diligence that must be understood by all junior practitioners - the review of security and the steps necessary for security enforcement. The session includes a review of the following:

- understanding PPSA search results;
- the critical elements of a general security agreement (including a review of events of default, remedies, cure periods and notice requirements);
- the steps needed to achieve PMSI priority;
- important aspects of a security review report;
- demand letters and notices of intention to enforce security
- forbearance as an enforcement strategy

Speakers: **Jane Dietrich**, Fraser Milner Casgrain LLP
Leanne Williams, Thornton Grout Finnigan LLP

AN INTRODUCTION TO RECEIVERSHIPS

Wednesday, January 20, 2009 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

This seminar reviews the basic elements of court-appointed receiverships under the *Bankruptcy and Insolvency Act* and the *Courts of Justice Act*. Topics will include:

- When to consider appointing a receiver
- Types of receivers, including the new national receiver
- Key elements of the model Receivership Order and the appointment process, including:
 - o content of the supporting affidavit
 - o who should be on the service list
 - o the stay of proceedings
 - o the powers of the receiver
 - o the impact of the amendments
- orderly wind-down vs. liquidation and the impact of T.C.T. Logistics
- The beginning, the middle and the end of a typical receivership
- The duties of the receiver and the content of court reports
- Tricks of the trade and other things that they wouldn't teach you in school

Speakers: **John Page**, A. John Page & Associates
Brett Harrison, McMillan LLP

AN INTRODUCTION TO BUYING ASSETS OUT OF INSOLVENCY

Tuesday, March 2, 2010 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

This seminar reviews the basic elements of buying assets out of an insolvency proceeding. Topics will include:

- Key elements of a Sales Process
- Going-concern sales vs. liquidations
- The features of a typical asset purchase agreement, including:
 - o description of assets
 - o payment mechanics and adjustments
 - o the assumption of obligations
 - o the transfer of employees
 - o the meaning of "as is, where is" representations
 - o issues arising from special classes of assets e.g. IP, trade names, etc.
- Court approval of the sale
- The role of the court-officer and the content of court reports
- The key elements of the Approval and Vesting Order
- Closing mechanics and distributions
- Tricks of the trade and other things that they wouldn't teach you in school

Speakers: **Adam Maerov**, McMillan LLP
Jodi Porepa, FTI Consulting, Inc.

AN INTRODUCTION TO COMMERCIAL PROPOSALS UNDER THE BIA

Wednesday, April 21, 2010 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

This seminar reviews the basic elements of commercial proposals under the *Bankruptcy and Insolvency Act*. Topics will include:

- When to consider making a proposal
- The critical path in the proposal process
- The role of the trustee under proposal
- Financing during a proposal
- Understanding cash flow statements
- Disclaiming leases
- Classifying creditors in the proposal and side deals
- Essential elements of every proposal
- Basic types of proposals
- Court approval
- Tricks of the trade and other things that they wouldn't teach you in school

Speakers: **Patrick Shea**, Gowling Lafleur Henderson LLP
Sheldon Title, Shimmerman Penn Title & Associates Inc.

AN INTRODUCTION TO RESTRUCTURING UNDER THE CCAA

Tuesday, May 18, 2010 | 7:45 am Registration and Breakfast | 8:15 am – 9:30 am Program

This seminar reviews the basic elements of restructuring under the *Companies' Creditors Arrangement Act*. Topics will include:

- When (and when not) to consider attempting to restructure under the CCAA
- The critical path in the CCAA restructuring process
- Key elements of the Initial Order, including:
 - o restructuring provisions
 - o the stay of proceedings
 - o the role of the monitor
 - o DIP financing
 - o immunities and indemnities
 - o the comeback provision
- Coordinating foreign proceedings
- The Claims Process
- Classification of Creditors
- The Basic Elements of a Plan - Are there any?
- The Sanction Hearing
- Tricks of the trade and other things that they wouldn't teach you in school

Speakers: **Jennifer Stam**, Ogilvy Renault LLP
Paul Casey, Deloitte & Touche Inc.



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