

Fundamentals of Financing Transactions

- Credit Facility Basics
- Due Diligence
- Regulations Affecting Credit

Commitment Papers and Syndicated Lending

- The Commitment Letter
- The Fee Letter
- The Term Sheet
- Other Early-Stage Financing Documentation
- Loan Syndication

The Credit Agreement

- Credit Agreement Guide
- The Loan
- Loan Repayments and Prepayments
- Representations, Warranties and Covenants
- Events of Default and Miscellaneous Provisions

Security Interests and Article 9 of the Uniform Commercial Code

- Article 9 Basics
- The Security Package
- The Security Agreement
- Perfection and Priority
- Security Interests in Special Types of Collateral

Guaranties

- Guaranty Basics
- Types of Guaranties
- Defenses and Waivers to Enforcement
- Subrogation, Indemnity and Contribution

Closing and Post-Closing Mechanics

- The Closing Process
- Post-Closing Matters
- Legal Opinions - Financing Transactions

Intercreditor Agreements

- Intercreditor Agreement Basics
- First Lien/Second Lien and Split Collateral
- Application of Proceeds, Remedies Standstill and other Lender Protective Provisions

- Release of Liens and Amendments to Credit Documents
- Bankruptcy Provisions

Acquisition Finance

- Sources of Acquisition Financing
- Structural Issues in Acquisition Financing
- Acquisition Financing Commitment Papers

Asset-Based Lending

- Introduction to Asset-Based Lending
- The Borrowing Base
- Excess Availability and Pricing
- Borrowing Base Reporting and Monitoring
- Covenants in Asset-Based Lending

Project Finance

- Project Finance Basics
- Financing a Project
- Renewable Energy

Mezzanine Financing

- Structure of Mezzanine Debt
- Mezzanine Products
- Bankruptcy Risks

Unitranche Facilities

- Unitranche Facilities and Agreements Among Lenders

Loan and Other Debt Workouts

- What is a Workout?
- Overall Goals of a Workout
- Comparison of Out-of-Court Workout with Bankruptcy
- Prenegotiation Preparation
- Potential Advisors
- Key Areas of Potential Default
- Waivers
- Forbearance Agreements
- Amendments
- Subordination Agreements/Intercreditor Issues
- Waivers of Automatic Stay
- Pre-solicitation Lockup Agreements
- Acceleration of Debt
- Debtor-in-Possession Financing
- Use of Cash Collateral
- Potential Preference Exposure
- Tax Issues
- Exchange Offers

Debtor in Possession Financing

- Introduction
- Parties to a DIP Financing
- Lending and the Bankruptcy Code
- The DIP Loan Agreement
- Carve-Outs
- Collateral Surcharge
- Extraordinary Provisions
- Strategic DIPs
- Promissory Note
- Guaranty
- DIP Security Agreement
- Pledge Agreement
- Court Approval of DIP Financing

Exit Financing

- Introduction
- Strategies to Reduce or Eliminate Need for Exit Financing
- Forms of Exit Financing

State Law Lender Remedies

- Article 9 Sales
- Foreclosure of Real Property
- Bankruptcy Considerations

Bankruptcy Issues from a Lender's Perspective

- Collateral Review
- Review of Borrower's/Debtor's Other Liabilities
- Bankruptcy Issues

Lender Liability

- Contract Claims
- Tort Claims
- Bankruptcy Claims
- Statutory Claims
- Risk of Lender Liability
- Common Defense Issues

Debt Securities Offerings

- Rule 144A/Regulation S Debt Offerings
- Tender Offers and Exchange Offers for Debt Securities
- Commercial Paper Offerings

Structured Finance and Securitization

- Securitization

Financial Derivatives

- Understanding Financial Derivatives

Construction Financing

- Term Sheet and Loan Commitment
- Construction Loan Agreement
- Promissory Note
- Mortgage/Deed of Trust
- Assignment of Leases and Rents
- Assignment of Agreements
- Guaranty and Indemnification Agreements
- Closing Documents and Other Ancillary Documents
- Subordination, Nondisturbance and Attornment Agreement
- Bankruptcy Considerations

Real Estate Acquisition Financing

- Term Sheet and Loan Commitment
- Acquisition Loan Agreement
- Promissory Note
- Mortgage/Deed of Trust
- Assignment of Leases and Rents
- Assignment of Agreements
- Guaranty and Indemnification Agreements
- Closing Documents and Other Ancillary Documents
- Subordination, Nondisturbance and Attornment Agreement
- Bankruptcy Considerations

Bitcoin

- Bitcoin Regulations

International Considerations

- Cross-Border Banking & Finance Guides
- Acquisition Finance
- Project Finance
- Public Private Partnerships
- Islamic Finance & Markets
- Enforcement of Foreign Judgments
- Debt Capital Markets
- Banking Regulation
- Aviation Finance & Leasing

Banking & Finance Glossary

- Terms and Definitions

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