

# Loan Participations

January 2018

Interest in the purchase of participations in commercial loans and also the purchase of whole commercial loans has increased over the last several years. Smaller institutions see these purchases as a way of growing their commercial loan portfolios, while larger institutions see the sale of participations and whole loans as a way of diversifying their portfolios. Institutions both large and small may look to participations as a way of dealing with lending limit issues. Whatever the motivation, an institution buying or selling must actively analyze the risks and benefits of a transaction and aggressively negotiate the terms of each transaction in an effort to protect its interests.

With this in mind, Aldrich and Bonnefin is pleased to invite you and your commercial lending staff, as well as your auditing and documentation staff, to our Seminar on loan participations and whole-loan purchases.

This Seminar will not only provide a comprehensive review of the issues to be considered when selling or buying a loan participation or whole loan, but will also provide an excellent networking opportunity for lenders seeking to sell or purchase loans.



**Eric G. Baron, Esq.**, a principal of Aldrich & Bonnefin, has been serving Bankers' Compliance Group members for over 26 years. Mr. Baron specializes in loan participations, loan syndications, commercial and real estate lending, commercial loan workouts, letter of credit transactions, as well as environmental

law, bankruptcy issues and employment law matters. Prior to becoming an attorney, Mr. Baron worked as a commercial loan officer with a regional bank in Washington D.C.



**Joel N. Cook, Esq.**, an associate attorney with Aldrich & Bonnefin, joined the firm in August 2011. As a member of the firm's Corporate Practice Group, Mr. Cook's practice focuses on commercial lending and corporate law as well as regulatory compliance. Mr. Cook obtained his law

degree from Loyola Law School of Los Angeles. Prior to becoming an attorney, Mr. Cook worked as a banker for nine years in various roles with a large national bank and had extensive dealings with the Office of the Comptroller of the Currency.



## SEMINAR HIGHLIGHTS

### Due Diligence Issues

- Regulatory expectations
- Lending limit issues
- New guidance on whole-loan purchases

### Drafting a Loan Participation Agreement from the Lead Lender's Viewpoint

- Securities issues
- Seller's representations
- Retaining control over the loan

### Reviewing a Loan Participation Agreement from the Participant's Viewpoint

- Accounting requirements for a true-sale participation
- Contribution and collection issues
- Involvement in decision-making

### Case Law Update

- Discussion of recent court decisions

### WHO SHOULD ATTEND?

Please invite your commercial lenders, auditors and documentation staff.

Our *Loan Participations Seminar* will be held at the following locations.

Note: Hotel locations can vary from month to month.

LOCATIONS	DATE AND TIME	HOTEL INFO	PARKING INFO
SAN FRANCISCO	Wednesday, Jan. 3, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Thurs. 12/28	Palace Hotel 2 New Montgomery, (415) 512-1111	We validate for hotel valet-parking only.
SAN JOSE	Thursday, Jan. 4, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Fri. 12/29	San Jose Marriott 301 South Market Street, (408) 280-1300	We validate for hotel valet-parking only.
GARDEN GROVE	Friday, Jan. 5, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Tues. 1/2	Anaheim Marriott Suites 12015 Harbor Blvd., (714) 750-1000	Free self-parking is available.
SAN DIEGO	Tuesday, Jan. 9, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Wed. 1/3	Marriott Mission Valley 8757 Rio San Diego Dr., (619) 692-3800	We validate for self-parking only.
SANTA BARBARA	Tuesday, Jan. 16, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Wed. 1/10	Four Seasons Resort, The Biltmore 1260 Channel Dr., (805) 969-2261	Free self-parking is available.
WOODLAND HILLS	Wednesday, Jan. 17, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Thurs. 1/11	Warner Center Marriott 21850 Oxnard St., (818) 887-4800	We validate for self-parking only.
MONROVIA	Friday, Jan. 19, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Fri 1/12	Courtyard Marriott 700 W. Huntington Drive, (626) 357-5211	Free self-parking is available.
ONTARIO	Monday, Jan. 22, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Tues. 1/16	Ontario Doubletree 222 North Vineyard Ave., (909) 937-0900	Free self-parking is available.
LOS ANGELES	Wednesday, Jan. 24, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Thurs. 1/18	LAX Airport Marriott 5855 West Century Blvd., (310) 641-5700	We validate for self-parking only.
SACRAMENTO	Friday, Jan. 26, 8:30 a.m. – 3:00 p.m. Registration closes at noon on Monday 1/22	Sheraton Grand Sacramento Hotel 1230 J St., (916) 447-1700	Validated self-parking is available in garage on 13th Street, between I and J Streets. Valet-parking not validated.

## REGISTRATION

To register for this Seminar, please contact your institution's Main Contact, or if you are authorized, log in at <https://register.bankerscompliancegroup.com/subadmin> and select "Register for Events." We recommend that you register as soon as possible as registrations are accepted on a first-come, first-serve basis. If you haven't registered online with us before, contact Paige Tyler at 800-742-3600 or [info@bankerscompliancegroup.com](mailto:info@bankerscompliancegroup.com) for assistance.

**NON-MEMBERS:** The non-member registration fee is **\$750** for the first person attending from an institution and **\$450** for each additional person from the same institution. To attend this Seminar, pre-registration and confirmation is mandatory. **Non-members may pay by credit card or check.** To pay by credit card, follow the credit card instructions during the online registration process. Major credit cards are accepted. To pay by check, make checks payable and mail to **Aldrich & Bonnefin, PLC, P.O. Box 19686, Irvine, CA 92623-1029** and indicate the event you are registering for. Non-member registration fees (**less \$50**) will be refunded only if cancellation notice is received **5** business days prior to the Seminar date.

## MATERIALS

For this Seminar, Standard Procedures Manual #14 Loan Participations will be updated. Only those attendees designated by their institution will receive a Manual. All registered attendees will receive a Discussion Outline. Members Only may purchase additional hard copies of SPM #14 during January for \$20.00 per copy plus shipping charges and applicable sales tax.

## ACCREDITATION

**MCLE:** Aldrich & Bonnefin, PLC certifies that this activity conforms to the standards for approved education activities prescribed by the rules and regulations of the State Bar of California governing MCLE. This activity has been approved in the amount of **4.75** hours.

**CRCM:** Certified Regulatory Compliance Managers must submit a request for approval directly to the American Bankers Association in order to receive continuing education credit (<https://aba.csod.com/client/aba/default.aspx> and login). The activity may be eligible for **4.75** continuing education credits.

**CPE:** Aldrich & Bonnefin, PLC follows Continuing Education (CE) regulations as outlined in the California Accountancy Act. CE may be obtained for Certified Public Accountants and Public Accountants. This activity is eligible for **4.75** hours of CPE Continuing Education credit.