

Applicable toward CPD Requirement

Two-Day Event!

December 10 & 11, 2013, Toronto

16th

Commercial Real Estate Leases

Expert advice on negotiating and securing the best deal

Workshop Included:
Drafting & Negotiating Leases to Get the Best Deal

"I learned a lot about carefully reading & constructing leases and will return to work to audit existing leases."

"The course put a framework on what I am doing and showed me areas where I can significantly improve my role for two companies. Looking forward to more courses on the topic."

"Information was presented very professionally and in a way that keeps you engaged and interested."

participating organizations

Avison Young Canada Inc.
Blaney McMurty LLP
CB Richard Ellis
Commercial Tenant Strategies Inc.
Daoust Vukovich LLP
Heenan Blaikie LLP
High Peak Leasehold Limited

Liquor Control Board of Ontario
LDC Logistics Development Corporation
Minden Gross LLP
NorthWest Properties Corporation
Tim Hortons Inc.
Torkin Manes LLP
WeirFoulds LLP

who should attend

Attorneys, Lenders, Owners, Managers, Brokers, Leasing Agents, Developers & all others involved in landlord-tenant relationships who deal with lease negotiation, drafting, defaults & litigation

course highlights

- Discovering the current trends in negotiations
- Determining landlords' and tenants' legal status
- Dealing with operating cost issues
- Using incentives and inducements
- Identifying important rent provision issues
- Uncovering environmental issues



Course Leader
Wolfgang Kaufmann,
Daoust Vukovich LLP



Course Leader
Bruno Pezzot,
Liquor Control Board of Ontario



Kenneth A. Beallor,
Torkin Manes LLP



Janet Bobechno,
Blaney McMurty LLP



Lisa A. Borsook,
WeirFoulds LLP



Christopher J. Brown,
Avison Young Canada Inc.



Anthony Dyson,
Commercial Tenant Strategies Inc.



Eva Gniissios,
Tim Hortons Inc.



Andrew Kidd,
NorthWest Properties Corporation



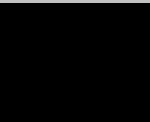
Christina C. Kobi,
Minden Gross LLP



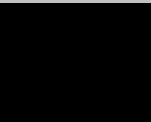
Jordan L. Slatt,
LDC Logistics Development Corporation



Monty Warsh,
Heenan Blaikie LLP



Madeleine Nicholls,
CB Richard Ellis



Maxine Morris-Zecchini,
High Peak Leasehold Limited

FACULTY

COURSE LEADERS

WOLFGANG KAUFMANN

Wolfgang Kaufmann is the senior litigation, arbitration and mediation Partner at **Daoust Vukovich LLP**, a leading Canadian boutique law firm. He has over 25 years of experience in commercial litigation and arbitration.

BRUNO PEZZOT

Bruno Pezzot is the Director of Real Estate for the **Liquor Control Board of Ontario** overseeing a portfolio of 600 plus leased and owned retail locations.

CO-LECTURERS

KENNETH A. BEALLOR

Ken Beallor is a Partner in the Commercial Real Estate Group at **Torkin Manes LLP**. His practice focuses on commercial leasing and the sale, acquisition and financing of commercial property

JANET BOBECHKO

Janet Bobechko is a Partner at **Blaney McMurty LLP**. She is Chair of the firm's Environmental Law Group. Her practice involves all aspects of environmental law.

LISA A. BORSOOK

Lisa A. Borsook is a Partner at **WeirFoulds LLP**. In her leasing practice, she has represented both landlords and tenants with sophisticated leasing requirements.

CHRISTOPHER J. BROWN

Christopher J. Brown is Principal (VP Tenant Advisory and Office Leasing) at **Avison Young (Canada) Inc.**

ANTHONY DYSON

Anthony Dyson is President and Broker of **Record at Commercial Tenant Strategies Inc.** He has almost 30 years of commercial leasing experience.

EVA GNISSIOS

Eva H. Gniissios is Corporate Counsel with **The TDL Group Corp. (Tim Hortons)**. She has extensive experience in commercial leasing, land acquisitions and sales, and franchising.

ANDREW KIDD

Andrew Kidd is Senior Vice President at **NorthWest Property Corporation**, one of Canada's largest developers of and investors in health care related real estate.

CHRISTINA C. KOBİ

Christina Kobi is a Partner in the Commercial Leasing Group at **Minden Gross LLP**. She specializes in commercial leasing and tenancy dispute matters.

MADELEINE NICHOLLS

Madeleine Nicholls is Vice President Retailer Services Group at **CB Richard Ellis**.

JORDAN L. SLATT

Jordan Slatt is President of **LDC Logistics Development Corporation**. He has over 20 years of experience as a senior executive of logistics and real estate companies.

MONTY WARSH

Monty Warsh is a Partner at **Heenan Blaikie LLP**. He focuses his practice on commercial leasing law.

MAXINE MORRIS-ZECCHINI

Maxine Morris-Zecchini is Senior Vice President Leasing at **High Peak Leasehold Limited**.

COURSE PROGRAM

COMMERCIAL LEASING ISSUES IN THE CURRENT MARKET

The real estate market is constantly reinventing itself to accommodate the changing needs of its many players. Today's lease negotiation strategies need to reflect recent changes in the market. This presentation will explore emerging trends in the commercial leasing environment.

- Outlook for 2014 and beyond
- Trends in the landlord-tenant relationship
- Secondary market issues
- Recent projections for the near and long-term

SUPPLEMENTARY COURSE MATERIAL

Federated Press is now providing delegates with access to an innovative new database containing at least 25 interactive multimedia presentations by leading experts including approximately 20 hours of lectures on the topics covered by this course, including all slides and speakers' papers. See the list of presentations on page 4.

DEALING WITH OPERATING COST ISSUES

In the current economic climate, operating costs continue to be a hotly negotiated issue. Cost chargebacks are often a sticking point in lease negotiations, as well as being a target in tenant audits. This session will look at best practices with respect to operating costs.

- Calculating and negotiating operating costs and exclusions
- Apportioning costs amongst the tenants
- Multi-use properties & operating cost issues
- Structural and capital repairs



AV Proceedings

Audio/video segments clickable slide by slide
Papers and overheads also included
Print any of the material for your own use

- *This program can be applied towards 9 of the 12 hours of annual Continuing Professional Development (CPD) required by the Law Society of Upper Canada. Please note that these CPD hours are not accredited for the New Member Requirement.*
- *For Alberta lawyers, consider including this course as a CPD learning activity in your mandatory annual Continuing Professional Development Plan as required by the Law Society of Alberta.*
- *Attendance at this course can be reported as 10 hours of Continuing Professional Development (CPD) to the Law Society of B.C.*
- *The Barreau du Québec automatically accredits training activities held outside the Province of Quebec and accredited by another Law Society which has adopted MCLE for its members*

COURSE PROGRAM

REPAIR & SURRENDER OBLIGATIONS

Making certain that the commercial lease clearly indicates the parties' obligations with respect to repairs, maintenance and restoration of the leased property is important to avoid costly disputes later on. This presentation will explore key negotiation issues involving these obligations.

- Tenant and landlord repair & maintenance obligations
- End of term surrender obligations
- Reasonable wear & tear exception to surrender restoration obligation
- Damage & destruction clauses

INCENTIVES & INDUCEMENTS FOR LANDLORDS & TENANTS

The practical, legal and tax implications of incentive and inducement arrangements are often not readily apparent at the time they are being made. This session will look at best practices when using incentives and inducements.

- Leasehold inducements and allowances
- Rent-free or rent-reduced periods
- Rights of first refusal and rights of first offer to lease
- Rights to expand, options to extend and renew, exclusive covenants

ASSIGNMENT & SUBLEASE NEGOTIATIONS

With the practice of subleasing is prevalent in today's market, how do you provide the flexibility that tenants require and still retain control when negotiating the assignment and subletting provision in the lease agreement? This session examines assignment and subleasing issues.

- Controlling tenant mix and revenue stream
- Standards for landlord's consent
- Recapture rights, splitting of profits and termination rights
- Potential liabilities, options to terminate and subletting restrictions

ENVIRONMENTAL CONCERNS IN LEASING

Good business practices dictate that parties understand the nature of the environmental problems resulting from past, present and future activities when structuring a lease agreement or else risk facing potential environmental liabilities and expensive clean up costs. This presentation will cover the environmental issues associated with leasing.

- Identifying environmental issues that could be deal breakers: due diligence issues
- Ensuring environmental provisions are negotiated and drafted
- Liability and responsibility for contaminated projects
- Use of environmental insurance

LEASING ISSUES FOR FRANCHISES

When negotiating a commercial lease where a franchise business is involved, there are a number of added factors that come into play that will affect how the lease is drafted and executed. This discussion will look at commercial leases from a franchise perspective.

- Use clauses, exclusive covenants and their enforcement
- Sublease issues and third-party conditional assignments
- Relevance of cross-termination provisions in lease and franchise agreements
- Applicability of default and remedy provisions to a franchisee

LEASE AUDITS

Audit clauses in a commercial lease are typically included at the request of the tenant, and particularly in situations where the tenant has negotiated an exclusion of certain costs from the operating costs. This presentation will explore key aspects of lease audits clauses.

- Recent case law relating to lease audits
- Negotiating operating costs, chargebacks and audit rights
- Dealing with a lease audit undertaken by a tenant
- Drafting effective audit clauses

OFFICE LEASE: TENANT & LANDLORD PERSPECTIVES

New trends in the office market develop and previous trends reappear as parties assess and reassess their businesses and gauge the direction of the economy. This session will explore current developments and issues that are at the forefront of office leasing transactions.

- Latest developments and challenges in office leasing
- Impact of market changes on costs
- Assessing the demand for "green"
- A class space vs. the Bs and Cs: trends and forecasts

DRAFTING EXCLUSIVES AND RESTRICTIVE CLAUSES

Tenants often seek restrictive covenants to limit a competitor's ability to move into one of the landlord's other spaces. Landlords may also seek restrictive covenants, in order to limit the tenant's permissible uses for the premises. This session will look at best practices for drafting exclusives and restrictive clauses.

- Common types of use clauses
- Crafting the scope of a lease's grant of "exclusive use rights"
- Agreeing on who will bear the burden of enforcing these rights
- Negotiating potential remedies

ADDRESSING THE INTRICACIES OF THE FRANCHISE LEASING RELATIONSHIP: A FRANCHISOR PERSPECTIVE

The negotiation of a commercial lease for a location that is to be franchised adds another layer of complexity to an already complex negotiation. This session takes a practical business perspective on how to ensure that a lease for a franchise tenant addresses the intricacies of the franchise relationship.

- Structuring the leasing arrangement to ensure congruency between the lease, franchise agreement and ancillary documents
- Acknowledging the controls imposed by the franchisor
- Use of the franchisor's trademarks, logos and commercial symbols on the premises
- Clauses of major concern to the franchise relationship

WORKSHOP

DRAFTING & NEGOTIATING LEASES TO GET THE BEST DEAL

Knowing the key provisions of a commercial real estate lease and how to effectively negotiate essential terms will result in you entering into better lease agreements and minimizing problems down the road. This workshop will cover:

- Making negotiations & drafting of documents less confrontational
- Why the "offer to lease" or "letter of intent" are key documents for both landlord and tenant
- Making negotiations & drafting of documents more collaborative
- Adjusting strategies according to market trends

MULTIMEDIA

Your registration includes an interactive multimedia CD-ROM comprising the following presentations from recent Federated Press courses and conferences. They are presented in their entirety with complete audio and accompanying slides.

For an additional \$175 to the registration fee, you can receive the multimedia proceedings of this course on CD-ROM, containing all presentations given at this event. If not registered for the event, the cost of this CD, is \$599.

To receive the presentations described below as well as the presentations given at the event, the cost is \$799.00.

Understanding the Legal Status of Landlord & Tenant

Glen Simpson
Morguard Investments Limited

Lease Audits

Howard J. Sloan
Goldman Sloan Nash & Haber LLP

Assignment & Sublease Negotiations

Nick Iozzo
Rogers Communications

Environmental Concerns in Leasing

Marc P. Kemerer
Blaney McMurty LLP

Repair and Surrender Obligations / Subleases: Tips and Traps

Kenneth A. Beallor
Torkin Manes LLP

Default and remedy provisions

Jeffrey W. Lem
Davies Ward Phillips & Vineberg LLP

Commercial Leasing Issues in the Current Market

Jon C. Mook
Colliers International

Dealing With Operating Cost Issues

John A. Peters
Burnet, Duckworth & Palmer LLP

Negotiating & Drafting Leases to Get the Best Deal

Esther Ohayon
Ministry of Infrastructure

Incentives & Inducements for Landlords & Tenants

Chris Saunders
Inducor Real Estate Solutions

Environmental Concerns in Leasing

John Lemieux
DAVIS LLP

Leasing Issues for Franchises

, Sheldon L. Disenhouse
, Fraser Milner Casgrain LLP

Commercial Leasing Issues in a Tightening Market

Luc Corneli
High Peak Leasehold Ltd.

Drafting Leases to Get the Best Deal

James D. Piers
Fasken Martineau DuMoulin LLP

Operating Cost Issues and the "Continuous Operating Covenant"

John A. Peters, Q.C.
Burnet, Duckworth & Palmer LLP

Security Issues for Landlords & Tenants in Commercial Leases

Gordon A. Love
Farris, Vaughan, Wills & Murphy LLP

Leasing Issues for Industrial Real Estate: Best Practices for Negotiating Practices

David G. Finlay, Q.C.
Bennett Jones LLP

Green Leases for Healthy Buildings

Michael Glassco
Theodor Sterling Associates

Dealing With Environmental Risk in Industrial and Commercial Leasing

Marc McAree
Willms & Shier Environmental Lawyers LLP

Marketing and Leasing

Hunter Milborne
Milborne Real Estate Inc.

Bondable Leases

Mark Adams
Dominion Bond Rating Service

Tax-Effective Leasing

Mark Darmo
PricewaterhouseCoopers LLP

Documenting the Lease Deal

Mark McHughan
Gowlings

Insurance Issues in Commercial Leases

Denise Stroh
Benfield Corporate Risk Canada Limited

Dealing with Problem Leases

Ian E. MacRae
MacLeod Dixon LLP

Registration: To reserve your place, call Federated Press toll-free at 1-800-363-0722. In Toronto, call (416) 665-6868 or fax to (416) 665-7733. Then mail your payment along with the registration form. Places are limited. Your reservation will be confirmed before the course.

Location: Novotel Toronto Centre Hotel, 45 The Esplanade, Toronto, ON, M5E 1W2

Conditions: Registration covers attendance for one person, the supplementary course material as described in this document, lunch on both days, morning coffee on both days and refreshments during all breaks. The proceedings of the course will be captured on audio or video. Multimedia proceedings with all slides and handouts can be purchased separately on a CD-ROM which will also include the course material.

Time: This course is a two-day event. Registration begins at 8:00 a.m. The morning sessions start promptly at 9:00. The second day ends at 5:00 p.m.

Cancellation: Please note that non-attendance at the course does not entitle the registrant to a refund. In the event that a registrant becomes unable to attend following the deadline for cancellation, a substitute attendee may be delegated. Please notify Federated Press of any changes as soon as possible. Federated Press assumes no liability for changes in program content or speakers. A full refund of the attendance fee will be provided upon cancellation in writing received prior to November 26, 2013. No refunds will be issued after this date.

Discounts: Federated Press has special team discounts. Groups of 3 or more from the same organization receive 15%. For larger groups please call.

Payment must be received prior to December 3, 2013

Phone: 1-800-363-0722 Toronto: (416) 665-6868 Fax: (416) 665-7733

TO REGISTER FOR COMMERCIAL REAL ESTATE LEASES

Name _____
 Title _____ Department _____
 Approving Manager Name _____
 Approving Manager Title _____
 Organization _____
 Address _____
 City _____ Province _____ Postal Code _____
 Telephone _____ Fax _____ e-mail _____
 Please bill my credit card: AMEX VISA Mastercard
 # _____ Expiration date: ____ / ____
 Signature : _____
 Payment enclosed: Please invoice. PO Number: _____

WHEN CALLING, PLEASE MENTION PRIORITY CODE:

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MAIL COMPLETED FORM WITH PAYMENT TO:
 Federated Press P.O. Box 4005, Station "A"
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REGISTRATION COSTS

NUMBER OF PARTICIPANTS:
 COURSE: \$1975
 COURSE + PROCEEDINGS CD-ROM:
 \$1975 + \$175 = \$2150
 PROCEEDINGS CD-ROM: \$599
 PROCEEDINGS plus multimedia presentations:
 \$799
 NOTE: Please add 13% HST to all prices.
 Proceedings CD-ROM will be available 30 days
 after the course takes place
 Enclose your cheque payable to
 Federated Press in the amount of:

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