THURSDAY, October 17, 2019

9:00 am  Tour participants to meet at hotel

9:30 – 11:30 am  Tour of Mariposa District and 1035 Osage with Denver Housing Authority

The Denver Housing Authority has been a leader in public housing authority development using Low Income Housing Tax Credits and New Market Tax Credits. Participants will tour the nearby Mariposa District, which the Denver Housing Authority has redeveloped from an aging and obsolete public housing development into a vibrant and inclusive community. Modern apartment buildings, open spaces, commercial tenants, and connections to transit have helped transform Mariposa into one of Denver’s brightest communities. DHA’s new Central Office at 1035 Osage, which caps the redevelopment of the 17-acre Mariposa District, has been developed as a multi-tenant building -- including a fresh food hub, office space for nonprofit organizations, a community center and a collaborative co-working space for small businesses -- bringing benefits to local nonprofits, small businesses and Denver residents that further catalyzes an exciting and transitioning neighborhood. The tour will be provided by representatives of the Denver Housing Authority.

12:00 - 1:00 pm  Lunch and Discussion

A discussion about the opportunities and challenges of community economic development in Denver.

**Moderator:**  Patience Crowder, Associate Professor, Sturm College of Law, University of Denver
1:30 -
3:15 pm Session 1

Track A – Introductory Level Session: Low Income Housing Tax Credit Basics

BOOTCAMP BOREDOM BUSTER! And the question is….? Join our faculty for a 101 session on fundamental LIHTC concepts in an engaging and interactive “Jeopardy” format. Topics will include the differences between a 4% and a 9% credit, basic requirements in connection with each credit including discussion of qualified allocation plans, extended use agreements, carryover allocations and 42(m) letters, how each credit is awarded and how to calculate each. There will be contestants and audience participation during this program.

Faculty: Rochelle Lento, Partner—Dykema, Detroit, MI
Sarah Perez, Partner—Gubb & Barshay, Oakland, CA

Track B – Introductory Level Session: Types of Section 8 Assistance and How to Leverage Them

This panel will focus on the two main types of Section 8 assistance commonly utilized in affordable housing transactions, Section 8 Project-Based Vouchers (“PBV”) and Section 8 Project Based Rental Assistance (“PBRA”). The panelists will provide an introduction to Section 8 rental assistance provided under both programs and will also explore and discuss the use of Section 8 rental assistance in affordable housing development and financing from the perspectives of lawyers, developers and lenders.

Faculty: Kelly Behr, Associate – Nixon Peabody, Washington, DC
Joshua Mason, Partner – Goldfarb & Lipman LLP, Los Angeles, CA
Taisha Sturdivant, Associate – Klein Hornig LLP, Boston, MA

Track C – Advanced Level Session: Post-Closing Compliance and Operations for Affordable Housing Projects

The job of an affordable housing lawyer doesn’t stop just because a deal has closed! This panel will discuss legal issues that arise as projects are built, leased up, and operated. Subjects will include compliance with HUD and LIHTC operational requirements, resolution of violations, lender/investor negotiations, rent increase processes, and lease enforcement issues. The panelists will also discuss recent issues they have been seeing in their work with the operation of affordable housing properties.

Faculty: Ethan Ceplikas, General Counsel / Vice President – The Community Builders, Boston, MA
Carol Gilchrist McIver, Deputy General Counsel – MassHousing, Boston, MA
Dena Xifaras, Senior Vice President, Ownership & Operations – Preservation of Affordable Housing, Inc., Boston, MA

3:30 - 5:15 pm  Session 2

Track A - Introductory Level Session: Drafting and Negotiating a Partnership Agreement

This interactive session will give introductory lawyers an overview of, and a toolkit for, negotiating a limited partnership agreement, which is the primary (and often voluminous) document governing the investor and sponsor rights in a LIHTC transaction. This session will focus on the key definitions in a typical LIHTC partnership agreement, credit adjuster provisions, investor consent rights and standard representations and warranties, among other topics.

Faculty: Bennett P. Applegate, Partner—Applegate & Thorne-Thomsen, Chicago, IL
Kelly Rushin Lewis, Partner—Jones Walker LLP, Birmingham, AL

Track B – Introductory Level Session: Rental Assistance Demonstration (RAD) Program Basics and Closing a RAD Deal

The Rental Assistance Demonstration (“RAD”) was created to give public housing authorities a powerful tool to preserve and improve public housing properties and address the $26-Billion Dollar nationwide backlog of deferred maintenance. RAD also gives owners of three HUD "legacy" program (Rent Supplement, Rental Assistance Payment, and Section 8 Moderate Rehabilitation) the opportunity to enter into long-term contracts that facilitate the financing of improvements. This interactive session is intended to provide an introduction to the RAD program. It will include a discussion and overview of the HUD form documents for RAD conversions, common RAD structures and participants, key legal requirements of the RAD programs, including tenant protections, and fair housing considerations.

Faculty: Meghan Levine, Associate—Reno & Cavanaugh, Washington, D.C.
Courtney Hunter, Associate—Ballard Spahr, Washington, D.C.
Track C – Advanced Level Session: Negotiations and Disputes in LIHTC Preservation

This panel will focus on issues related to Year 15 transitions and long-term affordability, both from a national policy perspective as well as drafting and negotiating strategies. In particular, we will discuss trends with respect to qualified contracts. We will delve into differing motivations of developers and investors and will examine some cases involving disputes that arise when developers try to take control of projects at the end of the compliance period.

Faculty:  Randall B. Shorr, Attorney at Law — Cleveland, OH  
J. William Callison, Partner - Faegre Baker Daniels LLP – Denver, CO  
Ben Doyle, Associate – Bryan Cave Leighton Paisner LLP - Boulder, CO

5:30 – 7:00 pm  Reception
FRIDAY, October 18, 2019

7:30am -  
Registration
Continental Breakfast

8:00 – 9:00 am  
Plenary Session with John Parvensky, Executive Director – Colorado Coalition for the Homeless, Denver, CO (Invited)

9:15 – 11:00 am  
Session 3

Track A - Introductory Level Session: Capital Accounts and Projections Workshop, Part 1

The panelists will review a basic set of projections and analyze issues important for an attorney to review. Topics will include timing of credit delivery, sources and uses, eligible basis, depreciation, capital accounts, investor rates of return (IRR) and forecasted sale.

Faculty:  Hilary Jaffe, Associate — Applegate & Thorne-Thomsen, Chicago, IL
          Kelly Longwell, Director – Coats Rose, New Orleans, LA
          Alex Hassinger, Senior Manager – CohnReznick, Boston, MA

Track B – Introductory Level Session: Affordable Housing, Fair Housing and Civil Rights

This panel will provide an introduction to the legal framework and policy context of civil rights and fair housing. It will also examine civil rights and fair housing considerations relevant to affordable housing development and operations, such as selection preferences, accessibility requirements and elderly restrictions, as well as emerging issues, such as small area FMRs and disparate impact.

Faculty:  Kalila Jackson, Associate, The Schindler Law Firm, P.C., St. Louis, MO
          Henry Korman, Partner, Klein Hornig LLP, Boston, MA

Track C – Advanced Level Session: LIHTC Hot Topics

This panel will discuss the effects of recent tax legislation and IRS guidance on LIHTC transactions, including: income averaging, special allocations and change in tax risk as a result of new audit rules.

Faculty:  Holly H. Heer, Partner — Barnes &Thornburg LLP, Columbus, OH
          Robert D. Coon – Kutak Rock LLP, Omaha, NE
          Lisa Pekkala, Partner – Applegate & Thorne-Thomsen – Chicago, IL
11:15am – 1:00 pm Session 4

Track A – Advanced Level Session: Capital Accounts and Projections Workshop, Part 2

The panelists will review advanced projections for an acquisition/rehabilitation LIHTC project. Topics will include an analysis of timing issues in claiming LIHTC in acquisition/rehabilitation deals, issues related to multiple buildings, and meeting the 50% test for tax-exempt bonds. The panelists will also provide an in-depth analysis of capital accounts and minimum gain, ways to avoid negative capital accounts, when disaffiliation is required, and some special rules related to capital accounts including how the stacking rules work.

Faculty: Hilary Jaffe, Associate — Applegate & Thorne-Thomsen, Chicago, IL
Hollie A. Croft, Partner – Nelson Mullins, Orlando, FL
Nick Ratti, Principal – CohnReznick, Boston, MA

Track B – Introductory Level Session: Tax-Exempt Bond Basics

This session will focus on the underlying rules for tax-exempt bond financing for affordable housing, with a focus on the federal tax requirements for both private activity bonds and the concomitant low-income housing tax credits. There will also be a discussion of current trends in bond finance, the availability of credit in transactions, as well as a discussion of some of the new approaches to finance projects. The panel will focus on a few real examples of transactions done in Colorado, New York and California that combined bonds, credits and other sources of capital. The panel will present material in a case format to provide practical information and ample opportunities for active participation by workshop attendees.

Faculty: Richard M. Froehlich, Chief Operating Officer, EVP and General Counsel – New York City Housing Development Corporation, New York, NY
Patricia A. Halling, Associate - Faegre Baker Daniels LLP, Denver, CO
Barry Krinsky, Director – Citi Community Capital, Boca Raton, FL

Track C - Advanced Level Session: RAD Updates, RAD-for-PRAC and HUD Preservation Tools

This panel will discuss new updates to the RAD Program, including RAD-for-PRAC, and tools for preserving the long-term affordability of older HUD projects. The panelists will focus on recent changes to the RAD program from the 4th Revision of the RAD Notice (HUD Notice H 2019-09), such as expanded resident rights and additional transfer of assistance guidance, with a special focus on implementation of RAD-for-PRAC
conversions. They will also highlight other tools for transfers of Section 8 Project Based Rental Assistance, such as transfers under Section 8(bb) and Section 210, and additional strategies for preserving and refinancing older HUD projects. The panelists will discuss how these tools can work together in the context of an actual deal and hope attendees will come prepared to participate.

Faculty:  
Cody Bannon, Associate—Reno & Cavanaugh, Washington, DC  
Kimberly Black King, Senior Vice President for Housing Development—Volunteers of America, Alexandria, VA  
Adam Norlander, Associate—Klein Hornig LLP, Washington, DC

1:15 – 2:00 pm Boxed Lunch, Wrap-Up and Feedback
Conference Information

1. **ADVANCE REGISTRATION:** In order to be included in the list of conference attendees, you must register by October 4, 2019. Conference registrations will be accepted only when accompanied by a check, money order, government agency purchase order, Visa, MasterCard or American Express information. Credit card users may fax registration forms to 312-988-5850. Registrations cannot be processed without payment and should not be emailed to the ABA or their staff.

2. **ON-SITE REGISTRATION:** On-site registration is available for those persons who missed the advanced registration deadline but would like to attend the conference. If you plan to register at the door, please Dawn R. Holiday at 312-988-5660 or email dawn.holiday@americanbar.org at least 72 hours before the conference. On-site registration will only be accepted when accompanied by a check, government agency purchase order, Visa, MasterCard or American Express.

3. **CANCELLATION POLICY:** Registrants who must cancel will receive a refund less a $50 administrative fee if via email dawn.holiday@americanbar.org, with a subject heading of Cancel. No refunds will be granted after October 4, 2019. Substitutions are acceptable, or conference materials will be sent in lieu of a refund after the program. The ABA reserves the right to cancel any program and assumes no responsibility for personal expenses.

4. **HOTEL INFORMATION:** The conference will be held at the Kimpton Hotel Born, Denver, CO. The hotel is currently sold-out. Please email the ABA at dawn.holiday@americanbar.org.

5. **AIR TRAVEL:** Airline discounts to ABA meetings are available through the ABA travel agency (Orbitz) or directly from the airlines.

6. **CLE Credit:** The ABA will seek 7.5 hours of CLE credit in 60-minute states, and 8.0 hours of CLE credit for this program in 50-minute states. Credit hours are estimated and are subject to each state’s approval and credit rounding rules. Please visit the website for program CLE details or visit www.americanbar.org/mcle for general information on CLE at the ABA. For more information about CLE accreditation in your state, visit www.americanbar.org/cle/mandatory_cle.html or contact Dawn R. Holiday dawn.holiday@americanbar.org or 312-988-5660.

7. **COURSE MATERIALS:** Will be posted on-line prior to the conference. All attendees who register and include their email address will receive a link prior to the conference. Registrations must be received by October 4, 2019 to be included in the on-site registration list.

8. **TAX DEDUCTION FOR EDUCATION PURPOSES:** In the United States, an income tax deduction may be allowed for education expenses undertaken to maintain or improve professional skills. This includes registration, travel, meals and lodging, subject to applicable limitations (see Treas. Reg.1.162-5: Coughlin v. Commissioner, 203 F.2d 307 (2d Cir.1953)).

9. **(Put in handicapped insignia) Americans with Disabilities Act:** If special arrangements are required for disabled individuals to attend this program, contact: Dawn R. Holiday at dawn.holiday@americanbar.org in writing by October 4, 2019 at the American Bar Association, 321 N. Clark St., Chicago, IL, 60654.

10. **DRESS:** Business Casual

11. **PRIVACY NOTICE:** Registration for, attendance at, or participation in the Forum conferences and other associated activities constitutes an agreement by the registrant or participant to permit the American Bar Association to use and distribute (both now and in the future) the registrant or participant’s image or voice in photographs, videotapes, electronic reproductions, and audiotapes of such event and activities.

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14. **SCHOLARSHIP:** Scholarships are available for this program. To request an application or receive additional information, contact Dawn R. Holiday via email at dawn.holiday@americanbar.org.
15. **JOIN the DISCUSSION:** Would you like to get the latest information or get feedback from colleagues, join the Forum on Affordable Housing Email Discussion List (HOMEFORUM). Visit our web-site at http://www.americanbar.org/groups/affordable_housing.html. You must be a member of the Forum on Affordable Housing and Community Development Law to join a discussion list.

16. **QUESTIONS:** If you have questions or require additional conference information, contact: Dawn R. Holiday at dawn.holiday@americanbar.org or visit the Forum on Affordable Housing and Community Development Law http://www.americanbar.org/groups/affordable_housing.html
REGISTRATION FORM

By Fax (put in Fax insignia)
Fax completed registration form with credit card payment only
to 312-988-5850

Mail (put in mail insignia)
ABA, Meeting Registration AH1910
Forum on Affordable Housing Law – 321 N. Clark, St. MS 19th Floor
Chicago, IL 60654

Questions - Call 800-238-2667 x 5660

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Registration Fees:

Early-Bird Discount before October 4, 2019
_____ $250 Forum Members
_____ $350 ABA Members
_____ $450 Non-ABA Members
_____ $150 Academic (identify school)
_____ $FREE Faculty/Moderator
_____ $150 Government/Non-profit*
_____ $175 Young Lawyer Member*
_____ $ 75 Student*

After October 4, 2019
_____ $300 Forum Members
_____ $400 ABA Members
_____ $500 Non-ABA Members
_____ $200 Academic (identify school)
_____ $100 Faculty/Moderator
_____ $200 Government/Non-profit*
_____ $225 Young Lawyer Member*
_____ $125 Student*

Are you licensed to practice in New York/IL?    Yes _____ No _____
Are you a first-time attendee?     Yes _____ No _____
Are you attending the Thursday Tour & Lunch     Yes_____  No_____ (included in registration)
Are you attending the Reception    Yes____ No____ (included in registration)
Friday Boxed Lunch     Yes____ No____ (included in registration)

*Must be an ABA Forum Member
## THURSDAY

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| 9am – 12pm | Tour of Denver Housing Authority HOPE VI Neighborhood with LIHTC/NMTC Projects  
              *Ryan Tobin, DHA* |
| 12pm-1pm | Lunch with Community Economic Development Plenary  
              *Patience Crowder, moderating* |

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<tr>
<td>1:30-3:15pm</td>
<td>LIHTC Basics</td>
<td>Section 8 Basics</td>
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<td>3:30-5:15pm</td>
<td>Introduction to Negotiating the Partnership Agreement</td>
<td>RAD Basics</td>
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## FRIDAY

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<tr>
<td>8am-9am</td>
<td>Breakfast with Plenary Talk with John Parvensky, ED of Colorado Coalition for the Homeless</td>
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<tr>
<td>9:15-11am</td>
<td>Introduction to LIHTC Financial Projections</td>
<td>Fair Housing Basics and Recent Developments</td>
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<tr>
<td>11:15am-1pm</td>
<td>Advanced LIHTC Financial Projections</td>
<td>Tax Exempt Bond Basics</td>
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<td>1:15pm-2pm</td>
<td>Lunch with Wrap-Up and Feedback</td>
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**ADD for Forum Membership ($50) _____** (must be a member of the ABA)

**TOTAL AMOUNT DUE $___________**

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**Method of Payment:** Check Enclosed (make payable to the ABA, Forum on Affordable Housing)

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**SAVE THE DATE:**

**FORUM ON AFFORDABLE HOUSING and COMMUNITY DEVELOPMENT LAW**

**29th Annual Meeting**

**May 20-22, 2020**

**The Mandarin Oriental Hotel**

**Washington, DC**

Visit our web-site for the latest information

http://www.americanbar.org/groups/affordable_housing.html