

# Banking Law Institute 2009: Stabilizing the Financial Services System

New York City, April 22, 2009

Live Webcast, April 22, 2009 — [www.pli.edu](http://www.pli.edu)

- Learn how the new administration is responding to the global financial crisis
- Understand the Paulson Blueprint and the legislative proposals in the 111th Congress
- How has the Bank Holding Company transition impacted business processes and strategies
- Analyze the intricacies of M&A in the current market
- Identify the latest regulatory and prosecutorial enforcement initiatives
- **Special Feature:** Hear from senior government officials from the Federal Reserve, FDIC, Department of Treasury, and House of Representatives, as well as Counsel from leading financial institutions.

**Do You Know There Are 5 Ways To Attend PLI's Programs?**

*See inside for details...*

# Banking Law Institute 2009: Stabilizing the Financial Services System

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## Why You Should Attend

In the midst of the deepest global financial crisis since the Great Depression, the banking and financial services industry is facing the likelihood of transformational changes to an already complex regulatory system. With unprecedented federal intervention, the election of a new President, and a new Congress, it's difficult to predict the changes to come. In this uncertain environment, financial institutions must prepare for a flood of new legislation and regulation aimed at rescuing struggling institutions, stabilizing the financial services system and avoiding future crises of this magnitude. At this new **Institute** our expert faculty will provide you with important background information on the banking law system and financial institutions in general, as well as the latest legislative and regulatory developments stemming from the events of the fall of 2008.

## What You Will Learn

- Understand the Federal Government's responses to the financial crisis
- Review the intricacies of conducting M&A in the midst of market and industry turmoil
- Learn the nuances of becoming a financial holding company
- Survey proposed changes to the oversight and regulation of the financial services industry
- Identify the latest regulatory and prosecutorial enforcement initiatives
- Examine the process of bidding and acquiring failed banks from the FDIC

## Who Should Attend

This **Institute** will provide important context for those seeking to understand the financial crisis as well as an update on the legislative and regulatory efforts to revive our financial system. Senior executives, legal and compliance staff, investment bankers, outside counsel, others involved with domestic and international financial institutions, and individuals seeking a better understanding of banking law will benefit from this program.

## Watch and Listen to the Live Webcast at [www.pli.edu](http://www.pli.edu)

A simultaneous live online broadcast of this program is available for individual viewing from your computer on [www.pli.edu](http://www.pli.edu). Webcast participants will receive streaming audio/video instantaneously from the live program, can view and/or print the Course Handbook, and submit questions electronically. Get "real-time" education right from your PC! To register for the Webcast, visit [www.pli.edu](http://www.pli.edu) and click *Webcasts* and select the *Banking Law Institute 2009: Stabilizing the Financial Services System* Webcast to purchase the program. Please register before the first day of the program to allow time to test your system. If you have any questions whatsoever please call PLI's Customer Relations Department at (800) 260-4PLI.

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# Program Schedule

Please plan to arrive with enough time to register before the conference begins.  
A continental breakfast will be available upon your arrival.

*Morning Session: 9:00 a.m. – 12:15 p.m.*

9:00

## Introduction and Opening Remarks

**Lee A. Meyerson, William J. Sweet, Jr.**

9:15

## Mergers and Acquisitions in Troubled Times

- Negotiating challenges
- MAC provisions
- Regulatory expectations and impact on conditions
- Due diligence in a declining credit and volatile liquidity setting
- 363 bankruptcy transactions
- Section 382 transactions and tax losses
- PE and hedge fund investor issues
- Federal Reserve's Passive Investment Rules

**Maripat Alpuche, Mitchell S. Eitel, Richard K. Kim, William S. Rubenstein**

10:15

## Transition to Bank Holding Company Supervision: Goldman Sachs, Morgan Stanley, American Express and Others

- Process and timing: overnight or the long haul
- Management and banking experience
- Business plans and strategy
- Policies and procedures
- Grandfathered activities, Section 4(o) and 4(n)
- CRA and the way forward
- Financial Holding Company: becoming and maintaining status

**Juliana S. O'Reilly, James E. Scott, Michael A. Watkins**

11:00      *Break*

11:15

## Response to the Crisis: TARP, Federal Reserve, FDIC and the New Administration

- The capital purchase program
- Public and private issuers
- Banking and other financial organizations
- Executive compensation and bonuses
- Lending
- Follow-up M&A transactions
- Federal Reserve programs
- TLGP
- Congressional response
- New initiatives

**Joyce M. Hansen, Roberta K. McInerney, Laurie Schaffer**

12:15      *Lunch*

*Afternoon Session: 1:15 p.m. – 5:00 p.m.*

1:15

## The Reorganization of Financial Supervisors and Supervision: The Paulson Blueprint, the New Administration and the 111th Congress

- The Blueprint Proposal
- The Congressional report required by the Emergency Economic Stabilization Act on January 20th
- Legislative proposals in the 111th Congress
- Federal regulation of insurance
- SEC and CFTC consolidation
- Market risk supervisor and the Federal Reserve
- Changes to the President's Working Group on Financial Markets

**Douglas E. Harris, Richard Spillenkothen, Lawranne J. Stewart**

2:15

## Enforcement Prospects: Safety and Soundness, Consumer Compliance, Anti-Money Laundering, and OFAC Under the New Administration

- Regulatory and prosecutorial enforcement priorities
- Safety and soundness focus on credit and liquidity
- AML/OFAC
- Consumer compliance and protection
- International developments impact on government agenda

**Paul L. Lee, Nina A. Nichols, Ellen Zimiles**

3:15      *Break*

3:30

## Mortgage Modification and the Homeowner: the New Administration, the 111th Congress, the States and Industry Respond

- FDIC program
- Bankruptcy revision
- TARP funding
- New stimulus legislation
- Fannie, Freddie and Government Programs
- Private sector initiatives

**Jane M. Azia, Stacie E. McGinn, Faith A. Schwartz**

4:15

## Receivership, Conservatorship and the Resolution of Insolvent Institutions

- Receivership conditions
- Pre-receivership preparation
- Disposition alternatives available to the receiver
- Eligible bidders and the conduct of auctions
- Assistance options in closed bank transactions
- Considerations for bidders
- Open bank transactions

**Sara A. Kelsey, John C. Murphy, Jr.**

5:00      *Adjourn*

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### Stabilizing the Financial Services System

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