



## Cheryl Kelly

Partner

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### PRACTICES

- Banking
- Financial Restructuring, Creditors' Rights & Bankruptcy
- Commercial Finance
- Financial Services
- Lender Representation
- Loan and Asset Workout
- Real Estate
- Real Estate Financing and Capital Markets Services
- Real Estate Transactions
- Workout & Foreclosure

### EDUCATION

- Saint Louis University School of Law, J.D., cum laude, Saint Louis University Public Law Journal, Order of the Woolsack
- Saint Louis University, B.S., Physical Therapy, magna cum laude

### ADMISSIONS

- Illinois
- Missouri
- Illinois USDC, Northern District
- Illinois USDC, Southern District
- Missouri USDC, Eastern District
- Missouri USDC, Western District

### AFFILIATIONS

- Fellow, American College of Real Estate Lawyers (Nominating Committee, Finance Committee, Programs Committee, Member Selection Committee, Past

Cheryl represents lenders and obligors in complex finance transactions, loan restructurings, and bankruptcy, receivership, foreclosure and other proceedings involving creditor-debtor relations. She additionally represents sellers and buyers in asset transfers (including sales and purchases of loans and real estate) and handles a variety of other commercial law matters.

Cheryl is a fellow of the American College of Real Estate Attorneys and the American College of Mortgage Attorneys. Cheryl has been included in The Best Lawyers in America® (Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law and Real Estate Law) from 2012-2022 (by BL Rankings). She has been listed in Missouri & Kansas Super Lawyers (by Thomson Reuters) from 2005-2021 and was listed as a Missouri & Kansas Super Lawyers "Top 50 Woman Attorney" in 2009-2012 and 2017 (by Thomson Reuters).

### Industries

- Finance
- Workout and Enforcement of Troubled Credits
- Real Estate
- Financial Restructuring, Creditors' Rights and Bankruptcy

### Experience

- **Transactions and Enforcement Matters**  
Representative transactions and enforcement matters available upon request.

### Recognitions

- Fellow, American College of Mortgage Attorneys (by nomination and selection; invitation only)

- Member of the Board of Governors, Past Chair of the Bankruptcy Committee)
  - Fellow, American College of Mortgage Attorneys (Missouri State Chair, Former Chair of the Bankruptcy Committee)
  - Member, American Bar Association, Business Law, Real Property, Trust and Estate Law, and Litigation Sections (Council Member of the RP Division of RPTE Section, Acquisitions Editor for eReport (the RPTE Section's On-Line Journal), Member of RPTE Section's Government Submissions Committee, Vice Chair of the RPTE Section's Opinions Committee, Former Member of RPTE Section's Planning and Communications and Workout, Foreclosure and Bankruptcy Committees, Former Chair of the Real Estate Finance Group of Committees, Editor of the RPTE Section's Manual on Foreclosure and Related Remedies in the 50 States, Appointed Advisor by RPTE Section to the Committee established by the National Conference of Commissioners on Uniform State Laws to create a Uniform Manufactured Housing Act)
  - Liaison for RPTE Section to Uniform Law Commission Committee Developing a Uniform Manufactured Housing Law
  - Member, American Bankruptcy Institute
  - Member, American Law Institute Real Estate Advisory Panel
  - Member, Commercial Real Estate Women
  - Member, Illinois State Bar Association
  - Member, International Council of Shopping Centers
  - Member, International Women's Insolvency & Restructuring Confederation
  - Member, Missouri Bankers Association
  - Member, The Missouri Bar, and
  - Fellow, American College of Real Estate Lawyers (by nomination and selection; invitation only)
  - Listed in The Best Lawyers in America, 2012-2022 (by BL Rankings)
    - Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law
    - Real Estate Law
  - Listed in Missouri & Kansas Super Lawyers, 2005-2021 (by Thomson Reuters)
    - Listed among Top 50 Women Attorneys in Missouri & Kansas, 2009-2012, 2017
  - Recipient of Missouri Lawyers Women's Justice Award, 2011
    - Business Practitioner Category
- Presentations**
- Speaker and author, "Maintaining Boundaries in Opinion Practice"; University of Texas at Austin Annual Renewable Energy Conference (by invitation with Marilyn Maloney), January 28, 2020
  - Panelist and author, "Basics of Opinion Practice"; American Bar Association Real Property, Trust and Estate Law Section Webinar, October 10, 2019
  - Panelist and author, "UCC Opinions"; American College of Mortgage Attorneys Annual Meeting, Monterey, CA, September 2019
  - Panelist and author, "The Big Bang: When Energy Law and Bankruptcy Law Collide" (with focus on Section 365 and certain other provisions of the Bankruptcy Code); Thompson Coburn LLP, Webinar, July 29, 2019
  - Panelist and author, "Basics of Opinion Practice"; American Bar Association Real Property, Trust and Estate Law Section National Spring CLE Conference, Boston, MA, May 2019
  - Panelist and author, "Recent Developments in Chapter 11" (with a focus on developments relating to cannabis); Missouri Bankruptcy Institute, March 2019
  - Panelist and author, "Retail Bankruptcy Strategic Options"; American College of Mortgage Attorneys 2018 Annual Meeting, Tucson, AZ, October 12, 2018
  - Moderator and program planner, "Construction Lending"; The Risk Management Association, May 31, 2018
  - Panelist and author, "Legal Opinions - How They Help Make the Deal Happen"; American Bar Association Real Property, Trust & Estate Law Section, Webinar, May 16, 2018
  - Panelist and author, "Building a National Consensus: The Statement of Opinion Practices and What It Means to the Real Estate Lawyer"; American Bar Association Section of Real Property, Trust and Estate Law Spring Symposia, Denver, CO, April 20, 2017

#### Commercial Law and Real Estate Committees

- Member, Receivership Subcommittee of Commercial Law Section of Missouri Bar
- Observer, Committee established by the National Conference of Commissioners on Uniform State Laws to create a Uniform Receivership Law for Commercial Real Estate
- Member, The Risk Management Association (Serve on Board)
- Member, The Bar Association of Metropolitan St. Louis
- Member, Turnaround Management Association (Serve on Board)
- Volunteer, Urban Land Institute (Assisting with planning Women's Leadership Initiative Regional Summit, St. Louis, August 2020)
- Member, Women in Agribusiness

#### EMPLOYMENT

- Thompson Coburn LLP, Partner, Associate and Summer Associate
- Lewis Rice and Fingersh, Summer Associate

#### COMMUNITY

- The Crime Victim Advocacy Center of St. Louis, Board Member
- CASA of St. Louis, Court Appointed Special Advocate
- Legal Services of Eastern Missouri, Volunteer Lawyer (Vacancy Initiative Program)

- Panelist and author, "Tis Better to Give It To A Real Estate Receiver: The Uniform Commercial Real Estate Receivership Act"; ABA Business Law Section Spring Meeting, New Orleans, LA, April 2017
- Panelist and author, "The New Missouri Commercial Receivership Act"; Missouri Bankers Association Bank Legal Issues Conference, October 2016
- Panelist and author, "Current Bankruptcy-Related Issues of Interest to Mortgage Lenders, Brokers and Servicers"; American College of Mortgage Attorneys Fall Meeting, Newport Beach, CA, September 2016
- Panelist and author, "Seven Things You Should Know About the New Missouri Commercial Receivership Act"; Thompson Coburn LLP, Webinar, June 14, 2016
- Speaker and author, "Trends in Commercial Loan Documentation"; The Risk Management Association, May 5, 2016
- Panelist and author, "Bankruptcy and Alternatives to Bankruptcy"; Presentation to Thompson Coburn attorneys, February 2015
- Panelist and author, "Hot Topics in Lending - Recent Court Decisions and Regulatory Changes"; The Risk Management Association, 2015
- Panelist and author, "Alternatives to Bankruptcy, Focusing on Mortgage Loan Workouts"; Presentation to Thompson Coburn attorneys, October 2014
- Panelist and author, "Caveat Carveouts: Lessons in the Structure, Enforcement and Negotiation of Non-Recourse Carveout Guaranties"; Fall Meeting American College of Mortgage Attorneys, September 20, 2014
- Panelist and author, "Bankruptcy 101"; Thompson Coburn, LLP, Webinar, August 2014
- Panelist and author, "Overview of Commercial Lending, Guaranties, and Recent Defenses"; On-Site Client Presentation, January 15, 2014
- Panelist and author, "Third Party Legal Opinions"; Presentation to Thompson Coburn attorneys, August 2013
- Panelist and author, "Commercial Real Estate Defaults, Workouts, and Reorganizations"; American Law Institute, Washington, D.C., June 4-6, 2013
- Panelist and author, "Dealing with the Desperate Debtor – Emerging Theories of Lender Liability"; The Risk Management Association, January 2012
- Speaker and author, "Recent Developments in Creditors' Rights Issues Relevant to Real Estate Attorneys"; Bar Association of St. Louis, June 2012
- Moderator and program planner, "The Changing Face of Real Estate Acquisitions"; American College of Real Estate Lawyers Spring Meeting, Tucson, AZ, March 2011

- Panelist and author, "Acquisition, Bankruptcy and Tax Considerations in Distressed Asset Purchases"; American Bar Association Annual Meeting, San Francisco, CA, August 8, 2010
- Speaker and author, "Commercial Loan Workouts"; Practising Law Institute Program, Gleacher Center, University of Chicago, March 26, 2010
- Program planner, panelist and author, "Dilemmas Dealing with Deposits, Disbursements, Escrows, and Exchange"; Nationally broadcast joint program sponsored by American College of Real Estate Lawyers, American College of Mortgage Attorneys, and American Bar Association Real Property Section, February 23, 2009
- Speaker and author, "Commercial Loan Workouts"; Practising Law Institute Program, Gleacher Center, University of Chicago, November 4, 2008
- Program planner and moderator, "Bankruptcy Issues of Relevance"; Nationally broadcast E-CLE sponsored by the American Bar Association Real Property, Trust and Estate Law Section, October 23, 2008
- Panelist and author, "Tranche Warfare: Waivers of Bankruptcy"; American College of Real Estate Lawyers Fall Meeting, San Francisco, CA, October 25, 2008
- Speaker and author, "Alternatives to Bankruptcy"; Missouri Bankers Association, Columbia, MO, October 23, 2008
- Panelist and author, "Contingent Guaranties, and Recent Case Law Developments Relating to Section 363 Sales"; American College of Real Estate Lawyers Webinar, June 19, 2008
- Panelist and author, "Opinion Issues Arising in an Assumption, Modification or Defeasance"; American Bar Association, Real Property, Trust and Estate Law Section, Spring Meeting, Washington D.C., April 30, 2008
- Panelist and author, "Bankruptcy Remote Techniques"; American College of Real Estate Lawyers, Fall Meeting, Miami, FL, October 27, 2007
- Speaker and author, "Deeds in Escrow"; American College of Mortgage Attorneys Fall Meeting, Los Angeles, CA, October 20, 2006
- Speaker and Author, "Advanced Real Estate Law" (Focus on Finance Transactions); NBI Seminar, Sheraton Hotel, St. Louis, MO, May 17, 2006
- List of presentations is representative and not exhaustive.

#### **Publications**

- Real Property Articles Editor, *American Bar Association Real Property, Trust and Estate Law Section's Online Journal ("eReport")*; and predecessor publication, 1999-Present
- Editor, American Bar Association Real Property, Trust and Estate Law

Section's Manual on Foreclosure Law & Related Remedies in the 50 States; (Second Edition published in 2009-10)

- Editor, Courts and CLE Bulletin of The Missouri Bar (E.D. Mo. Appellate Commercial Cases), 1996-2006
- Contributor to Article (form escrow agreement), "Mortgage Workouts: Deeds in Escrow"; *Real Property, Probate & Trust Journal*, Summer 2006
- Author, "Bankruptcy Reform Act provisions of interest to real estate practitioners"; *New Mexico Bar Seminar*, December 1, 2006
- Co-Author and Panelist, "Missouri Foreclosure and Repossession" (including coverage of the impact of bankruptcy and the secured creditor); *NBI Seminar, St. Louis, MO*, June 15, 1993
- Co-Presenter and Author, "Summary of the Key Changes to the Bankruptcy Code Resulting From Passage of the Bankruptcy Reform Act of 1994", Thompson Mitchell Annual Financial Services Event, December 9, 1994
- Co-Author, "Representing the Unsecured Creditor in the Shadow and Darkness of Bankruptcy"; *The Journal for the Bar Association of Metropolitan St. Louis*, Spring 1995
- Co-Author, "The Bankruptcy Reform Act of 1994"; *The Missouri Business Law Quarterly*, Winter 1995
- Editor, *Missouri Bar Deskbook Chapter on Foreclosure*, 2019
- Editor, *Missouri Chapter of the American College of Mortgage Attorneys Mortgage Law Summary*, 2019

List of written work is representative and not exhaustive.