

SUSAN G. TALLEY

Member

New Orleans

T: 504.593.0828



OVERVIEW

Susan Talley practices in all aspects of real estate development, financing, leasing, purchase and sale. She has been involved in many of the major commercial real estate development and public finance projects in Louisiana, including sports arena lease negotiations, multi-billion dollar chemical facilities, luxury hotels and mixed use developments.

Susan currently serves as co-chair of the firm's Real Estate Practice Group and as chair of the firm's Financing and Lending Practice Group. She has served in many leadership roles in professional and industry organizations and is a frequent speaker and writer on real estate and finance topics.

REPRESENTATIVE MATTERS

- Louisiana counsel to the lead arranger and participating lenders in a construction and bridge credit facility for the development of an LNG facility in Cameron Parish, Louisiana. Ms. Talley also led the firm's team as it represented the purchasers of and collateral agent for senior secured notes issued in connection with the project. In all three transactions, the firm advised on various matters of state and local law arising in the financing and construction agreements, as well as title and survey matters, environmental, permitting, zoning and tax incentives.
- Counsel to the New Orleans Louisiana Saints and the New Orleans Pelicans in real estate and lease matters for the Caesar's Superdome and the Smoothie King Arena. She is representing the Saints in connection with the \$450 million renovation project for the Caesar's Superdome that is currently underway, in anticipation of the 2025 Super Bowl. In support of the renovation project, the team is entering into agreements with the State of Louisiana and the stadium authority that include an extension of the team's lease and a commitment by the team to pay \$150 million in project costs, with the stadium authority and the State to fund the balance. She also represented the teams in connection with previous upgrades to both facilities, including new state-of-the-art video boards for the Caesar's Superdome.
- Primary outside counsel to a private university in connection with a long-term lease by which the client will occupy approximately one-third of an historic building in downtown New Orleans for research, class, office and related uses. The project is being developed by a private developer through a complex lease structure, with the ultimate property owner being Louisiana State University. The plan is to subject the project to a condominium regime, and financing will include traditional debt, as well as opportunity zone, new market and historic tax credits.
- Counsel to that same university in the development of its on-campus athletic stadium. The firm's representation of the university included the negotiation of a unique agreement

PRACTICE AREAS

Finance and Lending

Real Estate

BAR ADMISSIONS

Louisiana

EDUCATION

Tulane University Law School, J.D.,
summa cum laude, 1981

- Order of the Coif
- Phi Kappa Phi
- Served on the *Tulane Law Review* Board of Editors, 1979-81, and Business Manager, 1980-81

Louisiana State University, *summa cum laude*, 1978

directly with the City of New Orleans governing the hours of use, types of uses, lighting levels, noise, parking, traffic and litter abatement for the new stadium. The firm assisted the university in facilitating neighborhood forums and worked with the Mayor and City Council members to confect the stadium agreement. The firm also assisted with the zoning, land use and home rule charter issues related to the stadium and the City's authority to enter into the agreement.

- Louisiana counsel to an international corporation in the development of two chemical facilities in southwest Louisiana on ground leased parcels. The firm advised the client on real estate issues in the ground lease negotiations, title issues relating to the underlying ground leased property and cross-servitudes to address operations, utilities, feedstock and offtake for the two projects.
- Louisiana counsel to the credit group in a credit facility for an ethane cracker and derivatives complex in Lake Charles, Louisiana. The project involved extensive title and survey due diligence for the properties involved in the site assemblage. Ms. Talley led the firm's project team, which also advised on a number of local law, real estate, cross-servitude, finance, governmental incentive and other due diligence matters.
- Louisiana counsel, since 1990, to the developer, lessee and operator of a hydroelectric plant on the Old River Control Structure of the Mississippi River. The original project involved a complex and unique structure, including a sale-leaseback arrangement with six owner trust lessors. In 2020, the firm, led by Ms. Talley, represented the partnership in the repurchase of the facility from the sale-leaseback lessors, including providing local counsel advice in connection with the issuance and sale of senior notes to finance the sale. The project involves rights derived from federal and state authorities, and the Town of Vidalia holds a participation interest in the project. The firm advised the partnership on various title, survey, zoning, tax and other state law matters involved in the purchase.
- Louisiana counsel to a domestic bank in its construction loan for the redevelopment of an upscale outlet mall located in downtown New Orleans on the Mississippi River. The project is located on properties owned by various governmental authorities, including the City of New Orleans, the Port Authority and the State Department of Transportation and Development, and the firm took the lead in structuring the lender's rights vis a vis the varied government authorities.
- Counsel to a suburban municipality in its acquisition of sewerage and water systems previously operated by various private parties, including residential subdivision developers.
- Louisiana counsel to an international letter of credit bank in connection with the bond financing for the acquisition and redevelopment of a terminaling facility on the Mississippi River in Ascension Parish.

PROFESSIONAL AND CIVIC ACTIVITIES

- Vice President, American College of Real Estate Lawyers.
- Past Chair, American Bar Association Section of Real Property, Trust and Estate Law.
- Past Chair, Association for Real Property and Infrastructure.
- Past President and current Member, Louisiana State Law Institute Council.
- Founding Member, New Orleans CREW (Commercial Real Estate Women).
- Fellow, American College of Mortgage Attorneys.
- Member and Former Chair, Bank Counsel Committee of the Louisiana Bankers Association.
- Board Member, New Orleans Business Alliance.
- Member, International Council of Shopping Centers.
- Board Member and Co-Chair, Artistic Leadership Committee, Louisiana Philharmonic Orchestra.
- Vice Chancellor of Real Estate, Episcopal Diocese of Louisiana.
- Member, International Women's Forum.
- Past Advisory Board Chair, WWNO (NPR affiliate radio station).

HONORS & AWARDS

- *Best Lawyers in America* 1995 – 2023.
 - "Lawyer of the Year" New Orleans for Real Estate Law 2009, 2014, 2016 and 2019.
 - "Lawyer of the Year" New Orleans for Banking and Finance Law 2010 and 2015.
- Chambers and Partners 2003 – 2022.
 - Star Individual in Real Estate 2020 – 2022.
- *Who's Who Legal, Real Estate* 2013 – 2021.
 - *The International Who's Who of Business Lawyers*, 2013.
 - Global Thought Leader, Real Estate, 2019 and 2021.
- *Louisiana Super Lawyers* 2007 – 2023.
 - Top 10 Louisiana Lawyers 2008 – 2012 and 2017 – 2023.
 - Top 50 Louisiana Lawyers 2008 – 2023.
 - Top 25 Louisiana Women Lawyers 2007 – 2023.
 - Top 50 New Orleans Lawyers 2013 – 2023.
- *New Orleans Magazine* "Top Lawyer" 2012 – 2022.

PRESENTATIONS

Speaker, "The Perfect Storm - The COVID-19 Convergence of Lease and Loan Document Provisions," Louisiana Bankers Association Virtual Bank Counsel Conference, December 2020.

Speaker, "Knives Out: Loan Provisions Worth Fighting For," International Council of Shopping Centers Law Conference, October 2020.

Speaker, "The Effects of COVID-19 on the Real Estate Industry," Association of Real Property and Infrastructure webinar, July 2020.

Speaker, "The Boys are Back...Are they still so bad?," International Council of Shopping Centers Law Conference, October 2016.

Speaker, "Valuing Lawyers: How a Client's Legal Team Can Improve the Valuation Process," Appraisal Institute Annual Meeting, July 2015.

Speaker, "Smashing the Glass Ceiling," CREW View from the Top luncheon, March 2015.

Round Table Leader, "Developing Retail Projects on Government Owned Properties," International Council of Shopping Centers Law Conference, October 2014.

Speaker, "Shifting Times: America's Evolving Demographics and Market Conditions," American College of Real Estate Lawyers Fall Meeting, October 2013.

Speaker, "Non-Recourse Carveout Guaranties in Commercial Loans: Drafting Tips To Avoid Unintended Liabilities," American College of Real Estate Lawyers and the American Law Institute webinar, February 2013.

Speaker, "Keeping It Real: Lessons in the Structuring, Handling and Teaching of Real Estate Transactions in the Wake of the Great Real Estate Recession," Association of American Law Schools 2013 Annual Meeting, January 2013.

Speaker, "Cleaning the Closet: What Not to Wear," Presentation for Female Attorneys Mastering the Game and the Strategies that Rule, Louisiana State Bar Association, May 2011.

Speaker, "Real Property: The Master Plan," New Orleans Bar Association, December 2010.

Speaker, "Co-Lending and Intercreditor Agreements in This Damaged Market Environment," American Law Institute-American Bar Association eCLE Presentation, Summer 2010.

Speaker, "All Systems are not Go: What Went Wrong with Co-Lending Agreements and Intercreditor Agreements in this Damaged Market Environment," American College of Real Estate Lawyers Spring Meeting, 2010.

Author, "Selected Issues in Construction Lending," *ALI CLE Commercial Real Estate Financing Strategies for Changing Markets and Uncertain Times*, 2010.

Co-Author, "Equity and Debt Financing Techniques for the Mixed Use Project," *ALI CLE Commercial Real Estate Financing Strategies for Changing Markets and Uncertain Times*, 2010.

PUBLICATIONS

Profiled in "Spotlight on Successful Women in the Law," New Orleans Bar Association, September 15, 2021.

Author, "The Effects of the Petrochemical Projects Boom in the US Gulf Coast on Real Estate Practices," *Who's Who Legal: Real Estate*, 2017.

Author, "Negotiating Carve-Out Guaranties for the Borrower," American Bar Association Section of Real Property, Trust and Estate Law and American College of Real Estate Lawyers eCLE, May 2016.

Co-Author, "Roundtable," *Who's Who Legal: Real Estate*, September 2015 and September 2014.

Co-Author, "Assignments of Retail Leases in Bankruptcy," Chapter 20, and "Drafting the Lease to Maintain Landlord Control in a Shopping Center Tenant's Bankruptcy," Chapter 25 of *The Sublease and Assignment Deskbook: Legal Issues, Forms, and Drafting Techniques for Commercial Lease Transfers, Second Edition*, 2013.

Author, "Selected Issues in Construction Lending," *ALI CLE Commercial Real Estate Financing Strategies for Changing Markets and Uncertain Times*, 2010.

Co-Author, "Equity and Debt Financing Techniques for the Mixed Use Project," *ALI CLE Commercial Real Estate Financing Strategies for Changing Markets and Uncertain Times*, 2010.