

Deborah L. Bayles

She/Her

PARTNER

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Office: Denver



Deborah knows first-hand how to efficiently manage a commercial transaction to achieve the business objectives of her lender, business and real estate clients.

Deborah blends a unique combination of practical business experience with deep legal knowledge in her legal practice.

She advises lenders on secured loan and lease transactions. These projects include the financing of acquisitions and operating lines of credit for business borrowers, and acquisition, construction and development loans for real estate borrowers. In addition, she is experienced in documenting loans to ESOPs and Profit Sharing Plans as well as loans to bank holding companies secured by bank stock. She continues to guide her lender clients even after a loan closes through compliance, workouts, foreclosures and disposition of assets.

She applies her general counsel experience to advise her business clients on formation, acquisition, operations and asset protection as well as succession planning and implementation through buy-sell agreements as well as ownership and asset sales.

Deborah's experience with real estate finance and general business operations are key to her ability to effectively counsel her real estate clients through all phases of a real estate project, including acquisition, financing, development, construction,

PRACTICES & INDUSTRIES

Banking & Financial Services

Private Business

Real Estate & Public Finance

Real Estate Lending

Commercial Lending

Distressed Commercial Real Estate

ADMISSIONS

Colorado, 1992

Arizona, 2012

U.S. District Court, District of Colorado, 1994

U.S. Court of Appeals, Tenth Circuit, 1992

EDUCATION

University of Denver College of Law, J.D., 1991

- Order of St. Ives
- Denver Journal of International Law & Policy, Editor-in-Chief, 1990-1991

University of Denver Graduate School of

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operation, leasing and, ultimately, a successful disposition of the asset.

International Studies, M.A., 1991

California Lutheran University, B.A., *summa cum laude*, 1988

EXPERIENCE

SECURED LENDING EXPERIENCE

Public/Private Partnership Loans, including

- Represented lender in the documentation of a \$12 million loan to support the purchase of bonds for the construction of a public media building which included new market tax credit financing and a multi-party disbursing agreement.
- Represented lender in the documentation of a \$14.6 million construction loan and source loan to leverage lender in a new market tax credit transaction involving the construction of a low income medical clinic.
- Represented lender in the documentation of a \$8 million loan to acquire an assisted living facility involving low income housing tax credit investment dollars.

Leverage Loans, including:

- Represented lender in the restructure and documentation of \$57 million acquisition term loan for the acquisition of various radio licenses and station assets.
- Represented lender in the documentation of a \$11.5 million leveraged loan for the acquisition of manufacturing company which included an operating line of credit.
- Represented lender in the documentation of a \$21.6 million leveraged loan to acquire several operating restaurants. The loan included funds for acquisition and refurbishment of the restaurants.

ESOP and Profit Sharing Plan Loans, including:

- Represented lender in the documentation of \$60 million loan to allow newly formed ESOP to purchase shares and provide liquidity to company founders as well as a revolving line of

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credit secured by all business assets.

- Represented lender in the documentation of \$18.7 million loan to allow newly formed ESOP to purchase shares and provide liquidity to company founders as well as a revolving line of credit secured by business assets.

Bank Stock Loans, including:

- Represented lender in the documentation of a \$7.4 million bank stock loan used to provide capital to bank subsidiary.
- Represented lender in the documentation of a \$15 million loan to the holding company of a Trust Company secured by Trust Company stock.

Operating Lines of Credit:

- Represented lender in the documentation of a \$12 million revolving line of credit to fund short term relocation obligations secured by receivables and contract obligations.
- Represented lender in the documentation of multiple revolving lines of credit in excess of \$24 million to related businesses and individuals secured by a family investment portfolio.
- Represented lender in the restructuring and documentation of a \$35 million warehouse line of credit used by borrower to fund short term real estate loans (2016 - 2019).

Hospitality and Entertainment Loans, including:

- Represented lender in the documentation of \$15 million revolving line of credit secured by the assets of an entertainment company.
- Represented lender in the documentation of a \$15 million loan to refinance acquisition debt for an Elements by Marriott hotel.
- Represented lender in the documentation of loans in excess of \$17 million to refinance debt and provide financing to renovate and improve an adventure park.
- Represented lender in the documentation of a \$15 million loan for the acquisition and renovation of a Hyatt House hotel.

Construction Loans, including:

- Represented lender in the documentation of a series of construction loans totaling over \$17.3 million for the construction of industrial/office buildings and office condominiums.
- Represented lender in the documentation of a \$28 million construction loan which converts to permanent financing for a multi-family residential project.

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- Represented lender in the documentation of a \$10.2 million construction loan for the construction of mixed-use project including commercial and affordable housing units located in an air space condominium unit above a public parking garage.

PRIVATE BUSINESS EXPERIENCE

- Acted as local real estate counsel in Colorado and Arizona for large multi-state retailer involving local counsel review of loan documentation and issuance of legal opinions for \$1 billion secured credit facility.
- Represented purchaser of events center business, including negotiation of lease terms and non-compete agreement.
- Represented seller of multiple office regional franchisee business to franchisor.
- Represented purchaser of metals manufacturing business including business assets, inventory and real property.
- Represented shareholder group in the negotiation and buyout of one shareholder resulting in an amicable resolution to shareholder dispute. Transaction included buyout, carry back loan and non-compete agreement for departing shareholder.
- Represented seller in the sale of a multiple location orthodontic practice to national provider of orthodontic services which included an earnout and employment agreement for founder.

REAL ESTATE EXPERIENCE

- Represented buyer in the purchase of various land parcels for an assemblage of property to be developed into a mixed-use project.
- Represented owner in the documentation of a CMBS loan for a retail center located in Las Vegas, NV.
- Represented seller in the sale of a medical office building following representation during the acquisition, construction and lease up phases of the project.
- Represented seller in a sale of commercial/industrial property including a six month leaseback.
- Represented owner in the conversion of a medical office building to office condominiums and the establishment of the owners association, followed by the sale of several of the condominium units.
- Served as national leasing counsel to client in the context of a \$2.6 billion stock acquisition of the client with primary responsibility for the disclosure, review and management of the consent process for 29 leased locations.

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RECOGNITIONS

5280, Denver's Mile High Magazine, Denver's Top Lawyers list, 2022 – present

2021 Top Lawyers in Colorado, 5280 Magazine

The Best Lawyers in America®, Colorado - Real Estate, 2015 - 2024

Colorado *Super Lawyers*, Real Estate, 2011 - 2018, 2020-2024

Top 50 Women Colorado *Super Lawyers*, 2012 - 2014

Super Lawyers, Business Edition, Real Estate, 2012 - 2015

PROFESSIONAL & CIVIC ACTIVITIES

American Bar Association

Colorado Bar Association

Arapahoe County Bar Association

NEWS

Super Lawyers' 2024 Colorado Lists Features Three Stinson Attorneys
03.01.2024

Denver's Mile High Magazine Recognizes Bayles, Botts as Top Attorneys
01.04.2024

175 Stinson Attorneys Selected to the 2024 *Best Lawyers in America* List
08.17.2023

Three Denver Attorneys from Stinson Recognized by *Super Lawyers* in 2023 Top Lists
03.03.2023

Bayles, Botts Recognized Among Denver's Top Attorneys in Banking
02.03.2023

152 Stinson Attorneys Selected to the 2023 *Best Lawyers in America* List
08.18.2022

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Stinson Attorneys Named to 2022 Colorado *Super Lawyers* and Rising Stars

03.10.2022

Deborah Bayles Talks Diversity & Inclusion Initiatives in *Law Week Colorado* Roundtable

09.16.2021

103 Stinson Attorneys Selected to the 2022 *Best Lawyers in America* List

08.19.2021

Stinson's Denver Attorneys Recognized as Super Lawyers

03.09.2021

112 Stinson Attorneys Selected to the 2021 *Best Lawyers in America* List

08.20.2020

Stinson's Denver Attorneys Recognized as *Super Lawyers*

03.13.2020

SPEAKING ENGAGEMENTS

Moderator, "Understanding and Eliminating Bias," Colorado Chapter of Association for Corporate Counsel (ACC), November 2, 2023

"Lifecycle of a Loan," Independent Bankers of Colorado Lender Summit, June 16, 2022

"Today for Tomorrow: Proactive Risk Mitigating Steps for Lenders," Independent Bankers of Colorado Annual Conference, June 23, 2021

Moderator, "Diversity Trailblazers," Colorado Chapter of Association for Corporate Counsel (ACC) webinar, September 16, 2020

"PPP Loan Follow-Up and Forgiveness for Cultural Organizations," Colorado Business Committee for the Arts (CBCA) Webinar, May 20, 2020

Moderator, "PPP Loans; Chaos, Confusion and Resolutions," Colorado Bankers Association webinar, May 19, 2020

Presenter, "Navigating the CARES Act Part 3: Program Updates and Case Studies", Downtown Denver Partnership Webinar, April 24, 2020

"Drafting Business Buy-Sell Agreements and Other Related Documents," Colorado Bar Association: Business Document Drafting Series CLE Webinar, April 22, 2020

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Presenter, Colorado Bankers Association's Paycheck Protection Plan Webinar, April 2020 Webinar Series

Cross-Collateralization and Cross-Default Provisions in Loan Documentation

Loan Covenants that You Just Can't Live Without

Bank Regulation: What Every Attorney Needs to Know

Legal Considerations in Loan Transactions

Small Business Roundtable: SBA Lending

Today for Tomorrow: Proactive Risk Mitigating Steps for Lenders

06.23.2021

PUBLICATIONS

"Foreign Qualification," *The Practitioners Guide to Colorado Business Organizations*, 2005-2016

"Buy-Sell Agreements," *The Practitioners Guide to Colorado Business Organizations*, co-authored with Fay Chu Fong, 2005-2016