



George H. Singer

Partner

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Public and private companies rely on George for seasoned counsel to negotiate, structure, and manage risk on a range of complex corporate finance matters and commercial transactions.

George works closely with lenders, borrowers and administrative agents, as well as private equity firms and their portfolio companies, on complex debt and equity financings. He also represents various business interests in connection with mergers, acquisitions, divestitures and other strategic transactions. Clients value his ability to negotiate and structure financing arrangements that protect their interests and align with the larger business goals of the transaction.

When companies or loans are in distress or default, George provides business-focused guidance to help lenders and borrowers protect going concern value and mitigate risk. He works closely with clients in connection with programs relating to all aspects of the extension of credit, as well as in workouts and out-of-court restructurings, to develop and negotiate creative solutions to business and legal problems.

George is a trusted advisor to companies navigating risk. He brings decades of experience in restructurings and credit matters to transactions. In Chapter 11 bankruptcy proceedings across the country, George represents a range of stakeholders, including business debtors, creditors, trustees and committees. He often serves as lead counsel in connection with representing buyers and sellers in bankruptcy sales under Section 363 of the Bankruptcy Code and other distressed sale transactions.

George is a Fellow of the American College of Bankruptcy. Before joining Holland & Hart, George was a partner at Ballard Spahr LLP in Minneapolis. He previously served as an attorney on staff attorney with the National Bankruptcy Review Commission. George also served as a judicial law clerk to Judge Nancy C. Dreher U.S. Bankruptcy Court for the District of Minnesota and to Judge William A. Hill, U.S. Bankruptcy Court for the District of North Dakota.

PRACTICES

Corporate
Finance
Mergers and Acquisitions
Bankruptcy and Restructuring

INDUSTRIES

Financial Institutions

EDUCATION

University of North Dakota School of Law, J.D., 1993
with distinction
North Dakota Law Review, Board of Editors

University of North Dakota, 1987, B.B.A.

BAR ADMISSIONS

Colorado
Minnesota
North Dakota
Wisconsin

COURT ADMISSIONS

U.S. Supreme Court
U.S. Court of Appeals for the Eighth Circuit
U.S. District Court, District of Colorado
U.S. District Court for the District of Minnesota
U.S. District Court for the Western District of Michigan
U.S. District Court for the District of North Dakota

EXPERIENCE

Lending and Borrowing

- Asset-based lending
- Senior and subordinated financing
- Structured credit facilities, including securitizations

- Letters of Credit
- Intercreditor Agreements
- Lease-financing transactions
- Equipment leasing
- Loan sales, purchases and other transactions
- Mezzanine financing
- Factoring arrangements
- Agricultural lending

Distressed Transactions and Workouts

- Distressed debt restructuring
- Financial workouts
- Loan defaults
- Section 363 and other distressed sale transactions
- Lender liability claims
- Intercreditor disputes
- Successor liability issues
- Fiduciary duty and corporate governance matters
- Preferential and fraudulent transfer litigation
- Federal and State Court receiverships
- Chapter 11 proceedings representation of:
 - secured and unsecured creditors
 - administrative and collateral agents
 - guarantors
 - business debtors
 - landlords and equipment lessors
 - trustees and committees

CLIENT RESULTS

Corporate Counsel. George serves as corporate counsel to clients in a variety of industries regularly advises on matters of corporate governance, fiduciary duties, capitalization, finance, extensions of credit, collections, and business strategy. He performs contract work relating to supply chain issues, including preparing terms and conditions and negotiating supply agreements. George also represents buyers and sellers in a variety of industries in connection with merger and acquisition transactions.

Secured Transactions. George regularly represents banks, commercial finance companies, private equity firms, investors, and borrowers in all aspects of structuring, documenting, and enforcing secured loan arrangements and resolving defaults and intercreditor issues. George works on cross-border financing transactions. He also serves as legal

counsel to parties in connection with factoring arrangements as well as debt purchase and sale transactions.

Administrative and Collateral Agents. George serves as legal counsel to administrative and collateral agents in connection with national secured and unsecured financing transactions. He also represents agents in bankruptcy cases, including *In re Cineworld Group* (Bankr. S.D. Tex. 2022), *In re OSG Group Holdings, Inc. (Bankr. D. Del. 2022) (pre-pack)*, *In re Claire's Stores, Inc. (Bankr. D. Del.)*, and *In re Belk, Inc. (Bankr. S.D. Texas 2021)*.

Finance and Securitizations. George provides structured finance representation to issuers and other participants in term and structured credit facilities involving a variety of financial assets, including equipment leases and consumer installment loans. He also performs work in connection with the delivery of transaction opinions in lending and finance matters, including true sale and substantive consolidation opinions. Additionally, George assists in the development and implementation of various financial products and programs on behalf of lenders and other service providers.

Loan Participations. George served as counsel for lead lenders in loan participations, and has handled participant disputes as well as the restructuring, workout, and foreclosure of participated loan projects.

Private Equity. George represents private equity firms and their portfolio companies in corporate acquisition matters as well as debt financing. George represented a consortium of private equity firms holding subordinated secured debt and equity instruments in connection with resolution of intercreditor disputes, renegotiation of a senior secured credit facility, and restructuring of debt in the Chapter 11 reorganization of *In re M.A. Gedney Co. (Bankr. D. Minn.)*. George also represented Spell Capital Partners in connection with the acquisition of the Pearson Candy Company. George also represented Communications Systems, Inc. in November 2020 acquisition of the operating assets of privately held IVDesk which provides private cloud services.

Distressed Transactions and Workouts. George served as counsel to an agricultural lender in connection with complex distressed debt restructuring and sale transactions. As bankruptcy and restructuring counsel to a financial institution debtor, George was able to save the subsidiary bank from being closed by federal and state regulators through a recapitalization. George regularly represents lenders and borrowers in out-of-court restructurings, workouts, forbearance agreements, and default matters.

Litigation Management. George regularly represents clients across a broad spectrum of industries involved in corporate and commercial disputes in connection with the management and resolution of claims by working collaboratively with in-house corporate counsel and outside legal resources in a manner that leads to informed decision-making and greater control over both outcomes and costs. George serves in the role of trusted advisor to clients and regularly supervises litigation matters, guides

strategy, and manages relationships to achieve a positive and efficient outcome for clients. He successfully defended a client in the equipment leasing industry from multi-million dollar UCC and breach of the peace claims asserted by the lessee and guarantor, obtaining a complete disposition of the matter on summary judgment. George also represents clients in connection with claims and issues relating to successor liability in acquisition transactions and lender liability claims as well as preferential and fraudulent transfer actions.

Secured and Unsecured Creditor Representation. George represents secured lenders and unsecured creditors in Chapter 11 cases and in various state court proceedings. He regularly advises credit departments on matters related to the extension of credit and recovery.

Equipment Lessors. George represents equipment lessors in connection with lease financing transactions, including default issues and protecting their claims and interests in various bankruptcy and collection proceedings, including *In re HomeBanc Mortgage Corp. et al. (Bankr. D. Del.)*, *In re S&B Surgery Center (Bankr. C.D. Cal.)* and *In re Winona Printing Co. (Bankr. D. Minn.)*.

Chapter 11 Debtor Representation. As bankruptcy, corporate, and M&A counsel to Chapter 11 debtors in *In re Polaroid Corp. et al.*, George oversaw the auction and sale of assets in a contested section 363 sale that generated in excess of \$87.6 million for the benefit of creditors. George also represented American Bancorporation in its Chapter 11 as bankruptcy and M&A counsel, resulting in the sale of the debtor's subsidiary, American Bank of St. Paul, and confirmation of a plan that provided a substantial return to the holders of Trust Preferred Securities.

Chapter 11 Trustee and Receiver Representation. George serves as counsel for the Chapter 11 Trustee and Receiver in connection with the Thomas Petters Ponzi scheme and related bankruptcy cases of *In re Petters Company, Inc. et al. (Bankr. D. Minn.)*, which involve claims in excess of \$3.8 billion and the prosecution of over 200 "claw-back" actions commenced on behalf of the Trustee.

Distressed Sales. George serves as bankruptcy and M&A counsel to buyers in Section 363 sales throughout the country, including *In re Genmar Holdings, Inc. (Bankr. D. Minn.)*, *In re Hitchcock Industries, Inc. (Bankr. D. Minn.)*, *In re Fleming Co. (Bankr. D. Del.)* and *In re Remington Outdoor Co. (Bankr. N.D. Ala.)*. He also advises buyers and sellers on all aspects of distressed sale transactions, including sales in the context of a receivership and under Article 9 of the UCC.

Creditors' Committees. George served as co-counsel to the Official Committee of Unsecured Creditors, as well as the designated litigation representative, in the Chapter 11 proceeding of *In re Intrepid U.S.A., Inc. (Bankr. D. Minn.)*, which, along with its affiliated debtors, was one of the largest home health care providers in the United States.

Nonprofits. George serves on the board of directors of a number of nonprofit organizations and also provides legal representation to

nonprofits, including with respect to corporate governance, finance and contract matters. He currently serves as finance, corporate, and M&A counsel to a large affordable housing provider and nonprofit corporation and its affiliated project portfolio companies.

Cooperatives. George represents cooperatives and other business clients in matters relating to capital formation, governance, credit, and contracts.

Agriculture. George represents ag-based lenders and operators in connection with the extension of credit and enforcement of remedies in connection with credit transactions. He represented a secured lender in a \$250 million loan involving a one hundred thousand acre farming operation. He also has represented a multi-entity farming operation consisting of 25,000 acres in a complex loan workout.

Energy Industry. George has worked on a number of project finance initiatives, including debt and equity financing matters, for clients in the energy sector. George has represented ethanol lenders, bondholders, and creditors in ethanol bankruptcy cases and complex workouts throughout the country, including *In re Aventine (Bankr. D. Del.)*, *In re Gateway Ethanol, LLC (Bankr. D. Kan.)*, *In re Northeast Biofuels, LLC (Bankr. N.D.N.Y.)*, *In re Pine Lake Corn Processors, L.P. (PLCP) (Bankr. D. Iowa)*, *In re Otter Tail Ag Enterprises, LLC (Bankr. D. Minn.)* and *NEDAK Ethanol, LLC (Nebraska)*. George has also represented lenders and borrowers in the energy industry, including Wells Fargo Energy Capital, Inc., in the oil and gas Chapter 11 bankruptcy case of *In re Mountain Divide, LLC (Bankr. D. Mont.)*.

Consignment Transactions. George represented major consignment vendors in the Chapter 11 retail bankruptcy proceedings of *The Sports Authority, Inc. (Bankr. D. Del.)*, which involved litigation and appeals relating to the rights and priorities of various parties with respect to consignment inventory.

Landlords. George represented landlords and landlord groups in various bankruptcy matters throughout the country, including *In re Brooks Brothers Group, Inc. (Bankr. D. Del. 2020)*, *In re CPK (California Pizza Kitchen) (Bankr. S.D. Tex. 2020)*, *In re Tailored Brands (Men's Warehouse/Jos A. Bank) (Bankr. S.D. Tex. 2020)*, *In re Sun Country Airlines (Bankr. D. Minn.)*, *In re WorldCom (Bankr. S.D.N.Y.)*, *In re Allegiance Telecom (Bankr. S.D.N.Y.)*, *In re 2nd Swing, Inc. (Bankr. D. Minn.)*, *In re Video Update (Bankr. D. Del.)* and *In re VICORP (Baker's Square) (Bankr. D. Del.)*.

PUBLICATIONS

"Corporate Transparency Act Takeaways For Banking Industry," *Law360*, January 5, 2024

"How Purdue High Court Case Will Shape Ch.11 Mass Injury," *Law360*, December 5, 2023

"Why Bankruptcy Is A Budding Alternative For Cannabis Cos.," *Law360*,

October 12, 2023

"The Vendor's Lender: Secured Creditor's Rights in Receivables Are Paramount," *The Banking Law Journal*, Volume 140, No. 9, October 2023

"How A Union Fight Played A Key Role In Yellow's Bankruptcy," *Law360*, August 11, 2023

"Minnesota Reforms Law to Ban (Almost) All Noncompete Agreements," *Bench & Bar of Minnesota*, *Minnesota State Bar Association*, August 2023

"Canada Emoji Ruling Considers Digital-Age Contract Realities," *Law360*, July 26, 2023

"Georgia-Pacific Ruling Furthers Texas Two-Step Challenges," *Law360*, July 5, 2023

"Corporate Governance: Lessons for Directors From Recent Bank Failures," *Colorado Lawyer*, July/August 2023

"Attorney-Client Privilege: Minnesota Recognizes the Common-Interest Doctrine," *University of St. Thomas Law Journal*, 19 *U. St. Thomas L.J.* 627 (2023), May 2023

"What Does the Nation's Second Largest Bank Failure Mean for Business?," *Holland & Hart Banking Update*, May 1, 2023

"What's At Stake In New Colo. Consumer Lending Bill," *Law360*, April 27, 2023

"SCOTUS: Bankruptcy Doesn't Erase Debts Incurred by the Fraud of Another," *Bench & Bar of Minnesota*, *Minnesota State Bar Association*, April 2023

"Failed Silicon Valley Bank Acquired by First Citizens Bank," *Holland & Hart Client Alert*, March 27, 2023

"There's A New Banker in Town for Silicon Valley Bank and Signature Bank," *Holland & Hart Client Alert*, March 16, 2023

"What's Happening with Silicon Valley Bank and Signature Bank? Answers to Fundamental Questions," *Holland & Hart Client Alert*, March 13, 2023

"Silicon Valley Bank Collapse: Navigating Risk and Implications," *Holland & Hart Client Alert*, 03/12/2023

"The Vendor's Lender: Rights of Secured Creditor in Receivables Are Paramount," *The Banking Law Journal*, 2023

"Secured Parties Beware: A Name Error Can Be Fatal under Article 9," *The Banking Law Journal*, 2022

"Minn.'s New Common-Interest Doctrine: A Primer," *Law360*, 2022

"A 'Bright-Line' Rule: You Will Pay For Violating Bankruptcy Stay," *Bench & Bar of Minnesota*, 2022

"Just Under the Wire: Loan Agent Entitled to Reclaim \$500M Mistaken Revlon Payment," *Pratt's Journal of Bankruptcy Law*, 2022

"The Shield of Judicial Immunity Protects Receivers," *Bench & Bar of Minnesota*, 2022

"(NOT) For Sale: Chapter 5 Avoidance Actions," *American Bankruptcy Institute Journal*, 2022

"Pay-to-Play Doctrine," *LEXIS Practical Guide*, 2022

"UCC Financing Statements: The Search for Certainty in Collateral Descriptions," *Norton Bankruptcy L. & Practice*, 2021

"Supreme Court Decides: 'Mere Retention' of Property Does Not Violate Automatic Stay," *American Bankruptcy Institute Journal*, 2021

"New COVID-19 Relief Legislation Amends Bankruptcy Code," *Bench and Bar of Minnesota*, 2021

"Force Majeure Hitz Home and Excuses Rent Obligation," *Bench and Bar of Minnesota*, 2020

"Director Fiduciary Duties: Navigating Financial Distress During COVID-19," *Bench and Bar of Minnesota*, 2020

"Searching for Hidden Treasure: Does Identifying the Security Agreement 'Indicate' the Collateral under Article 9?," *American Bankruptcy Institute Law Journal*, Co-Author, 2020

"Consignments and Secured Lenders: What You Know Can Hurt You," *American Bankruptcy Institute Law Journal*, 2019

"U.S. Supreme Court Protects Trademark Licensees," *Bench and Bar of Minnesota*, Co-Author, 2019

"Supreme Court Limits Securities Safe Harbor in Bankruptcy Clawbacks," Co-Author, *Bench and Bar of Minnesota*, 2018

"Bankruptcy Practice in Minnesota Deskbook, Volumes 1-3," *Chapter Author*, 2016

SPEAKING ENGAGEMENTS

"Where's My Money, What Do You Mean It's Gone? - A Retrospective on the Silicon Valley Bank Collapse," *Turnaround Management Association Panel Presentation*, January 18, 2024

"Revisiting Bank Receiverships: Operation of Bridge Banks, Disposition of Failed Bank Assets, Concerns for Existing Borrowers, and Risks for D&Os," *Strafford Law Webinar*, June 21, 2023

"Successor Liability in Distress M&A Transactions," *Strafford Law Webinar*, 2023

"Selling Chapter 5 Avoidance Actions: Navigating Inconsistent Case Law, Structuring or Objecting to the Sale," *Strafford Law Webinar*, 2023

"Distressed M&A," *Working with Distressed Companies, ACG Private Equity Summit*, 2022

"Top 10 Negotiated Loan Agency Business Points," *Wilmington Trust, N.A., Seminar*, 2022

"Drafting Asset Purchase Agreements: Reps, Warranties, Covenants, Conditions, Indemnity, and Other Provisions," *Strafford Law Webinar*, 2022

"Farm Business Law (Idaho Guide)," *National Business Institute*, 2021

"Keeping Your License and Your Legal Fees: Avoiding Conflicts in Client Representations and Identifying Duties in Closely-Held Business Cases," *Minnesota Bankruptcy Institute*, 2021

"Agricultural Law & Bankruptcy Law Seminar," *State Bar Association of North Dakota*, 2021

"Distressed M&A," *Association of Corporate Counsel Private Equity Summit*, 2020

"Advising the Board in Times of Crisis," *Association of Corporate Counsel Annual Conference*, 2020

"A Bit of Honey: The Pearson's Candy Company Acquisition," *ACG Minnesota Private Equity Summit*, 2019

"How to Consign under Article 9: Lessons Learned in *Sports Authority* Bankruptcy," *MSBA Bankruptcy Section Presentation*, 2019

"Yes You Can! ... Handle a Chapter 11," *National Creditors Bar Association*, 2019

"Chapter 11: Greatest Hits and One-Hit Wonders," *Minnesota Bankruptcy Institute*, 2018

"363 Sales," *Central States Bankruptcy Workshop, American Bankruptcy Institute*, Traverse City, Michigan, 2017

RECOGNITION

- *The Best Lawyers in America*® Lawyer of the Year, Minneapolis, Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law, 2015, 2023
- *The Best Lawyers in America*®, Bankruptcy, Insolvency & Reorganization Law, 2015-2021, 2024
- Top 50 Lawyers In America, 2022

- Minnesota Super Lawyers®, 2006-2023
- Best Lawyers in Minnesota, Minnesota Monthly, 2022
- Minnesota Lawyer, Attorney of the Year, 2016
- North Star Lawyer, Minnesota State Bar Association, 2013-2019, 2022
- Raeder Larson Public Service Award, Minnesota State Bar Association Bankruptcy Section
- Leonard Lindquist Pro Bono Recognition Award
- American College of Bankruptcy, Commendation
- National Conference of Bankruptcy Judges, Commendation
- U.S. Bankruptcy Court, Distinguished Service Award

PROFESSIONAL AND CIVIC AFFILIATIONS

- American College of Bankruptcy, Fellow
- American Bankruptcy Institute, Member
- Association for Corporate Growth, Member
- Turnaround Management Association, Member
- Minnesota State Bar Association, Bankruptcy Section, Member
- The Humanity Alliance, Director, 2022 - Present
- Sojourner Project, Inc., Director and Chair of Board of Directors, 2012 - 2022
- Play for Patrick Heart Foundation, Director, 2015 - Present
- Dakota County Conciliation Court, Judicial Referee, Adjunct Judicial Officer, 2013 to Present
- Hamline University School of Law (now Mitchell Hamline School of Law), Adjunct Professor (Secured Transactions, Bankruptcy), 2000 - 2010
- University of St. Thomas School of Law, Adjunct Professor (Secured Transactions), 2015 - 2021
- University of Minnesota School of Law, Guest Lecturer, 2021, 2023