

Robert A. Willner

Los Angeles, California
Shareholder

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Areas of Practice & Industry Specialties

Commercial Finance; Leveraged ESOP Finance; Equipment Leasing;
Alternative Lenders; Sports Industry Law



Robert A. Willner is a Shareholder in the firm's Commercial Finance Practice Group and Chair of the Leveraged ESOP Finance Practice Group. Robert provides practical, business oriented, legal advice to his clients on how to best structure, document, and manage their commercial lending transactions. Robert's practice covers a broad spectrum of middle-market, senior and second lien lending, including asset-based lending, cash flow lending, leveraged ESOP finance, lender finance, fund finance (including capital call and subscription facilities, and NAV and hybrid loans), FCC License finance, unitranche finance, acquisition finance, dividend recaps, aircraft finance, tech finance, healthcare finance, cross-border transactions, equipment leasing, debtor-in-possession financing, trade finance, and factoring. In addition, Robert also handles problem loan workouts and restructurings, liquidations and foreclosures. His clients include commercial banks, alternative lenders, commercial finance companies, equipment leasing companies, factors, and other financial institutions.

He is recognized by Chambers USA as a leader in the field of Banking & Finance, and is a frequent lecturer on issues related to commercial finance.

Representative Matters

- Represented the administrative agent and collateral agent in a \$275,000,000 multi-lender, formula-based revolving credit and term loan facility to an investment bank/factor of investment grade receivables.
- Represented senior lender in \$90,000,000 leveraged ESOP facilities, with \$20,000,000 accordion, consisting of non-formula revolver, term loan, and day loan, to multi-state petroleum distributor.
- Represented agent bank in \$80,000,000 subscription line of credit, secured by an assignment of capital call rights.
- Represented senior lender in \$80,000,000 unsecured revolving line of credit with \$50,000,000 accordion to leading manufacturer of dry freight vans, refrigerated vans and flatbeds.
- Represented senior lender in \$38,000,000 commitments consisting of a formula line of credit and cash flow term loan for a manufacturer of power-driven hand tools.
- Represented first out lender in private equity-backed, unitranche credit facilities consisting of \$27,000,000 first out commitments (non-formula line of credit and capex facility) to the leading provider of essential HVAC services in the Southwest market.
- Represented C&I lender in \$25,000,000 non-formula line of credit with \$5,000,000 accordion to ESOP-owned pallet rack and steel tube manufacturer.
- Represented senior lender in \$15,000,000 senior commitments consisting of a formula line of credit and acquisition term loan, for a company specializing in the sale and installation of high-end motorized and manual window coverings.
- Represented asset-based lender in \$10,000,000 formula line of credit with cross-border component

(Mexico) to a trade services company.

- Represented asset-based lender in \$14,000,000 lender finance commitments, consisting of equipment lease vendor-prefunding and rediscount lines of credit.
- Represented senior lender in \$20,000,000 mortgage warehouse line of credit to mortgage originator.
- Represented equipment lessor in negotiating its rediscount agreements with its multiple funding sources.
- Represented lender in financing the purchase of a corporate aircraft, secured by the aircraft.

Publications

- Financing the Leveraged ESOP: Opportunities for Commercial Lenders Hidden in Plain Sight, *abf Journal*, December 14, 2023
- The Pre-Workout Agreement: Still the Best Practice, *California Business Law Practitioner*, August 31, 2012
- Trusts as Loan Parties (Borrower, Guarantor, and Subordinated Creditor), *Los Angeles County Bar Association Commercial Law and Bankruptcy Section*, April 21, 2010
- When a Loan Party is a Family Trust, *Los Angeles County Bar Association Commercial Law and Bankruptcy Section*, April 21, 2010
- Mandatory Arbitration Agreement Held Unenforceable Under California Law, *Buchalter Client Alert*, April 2010
- The Pre-Workout Agreement: What it is. Why you want it. What's in it., *Buchalter Nemer Teleseminar Series*, July 14, 2009
- Chapter 6-"Equipment Leasing", *Financing California Business, Second Edition*, January 1, 2005
- Financing The Copyright Licensee, *Secured Lender*, April 2001
- Just How Negative Toward the Negative Pickup can a Court Get?, *Los Angeles County Bar Association Commercial Law and Bankruptcy Section*, January 2000
- Equipment Leasing, *Ch. 6, 2nd Edition, Financing California Business*, January 2000
- Just How Negative Toward the Negative Pickup Can a Court Get?, *Los Angeles County Bar Association Commercial Law and Bankruptcy Section*, January 1, 1999
- Pre-Workout Agreements: Minimizing Lender Liability, *Business Law News, Vol 15, No. 4*, Fall 1993

Presentations

- Speaker , "Current Trends in Leveraged ESOP Finance ," California/Nevada Chapter 2023 Annual Conference, September 29, 2023
- Panelist, "Nuts and Bolts of Leveraged ESOP Finance," Secured Finance Network (formerly known as Commercial Finance Association), August 28, 2019
- Speaker, "After the Final Default: Foreclosures Under UCC Article 9," Los Angeles County Bar Association, April 2, 2014
- Speaker, "Commitment Letters, Proposal Letters and Term Sheets," Lorman Education Services Teleconference, August 16, 2012
- Speaker, "Commitment Letters, Proposal Letters and Term Sheets," Commercial Law and Bankruptcy Section of the Los Angeles County Bar Association, February 22, 2012
- Speaker, "The Pre-Workout Agreement," Los Angeles County Bar Association, May 18, 2011
- Panelist, "Intercreditor Issues in Multi-Lender Workouts," Turnaround Management Association, April 14, 2011

- Speaker, "Pre-Workout Agreements," Los Angeles County Bar Association, March 8, 2011
- Speaker, "Trusts as Loan Parties: Borrower, Guarantor, Subordinated Creditor," Webinar, February 9, 2011
- Speaker, "Trusts as Loan Parties," Los Angeles County Bar Association, April 21, 2010
- Speaker, "Trusts as Loan Parties (Borrower, Guarantor, Subordinated Creditor)," Union Bank's Commercial Finance Department and Legal Department in Los Angeles, CA, January 22, 2010

Webinars

- "Buchalter Webinar: "Nuts and Bolts" of Equity Pledges," October 6, 2021
- "Webinar: THE END OF THE LINE: The Options for the Commercial Lender When the Workout is no Longer Working Out," June 24, 2020
- "Webinar: Nuts and Bolts of Leveraged ESOP Finance," June 14, 2017
- "Nuts and Bolts of Leveraged ESOP Finance," April 29, 2015
- "The Pre-Workout Agreement: What it is. Why you want it. What's in it." Buchalter Nemer Teleseminar Series," July 14, 2009

Education

Mr. Willner earned his J.D. at Loyola Law School, where he was Order of the Coif. While in law school, he served as a judicial extern to the Honorable Justice Allen E. Broussard of the California Supreme Court. He was also an articles editor and a published author for the *Loyola Law School Entertainment Law Journal*. He earned his B.A. *cum laude* at the University of California, Los Angeles.

Bar Admissions

- California

Court Admissions

- U.S. District Court for the Eastern District of California
- U.S. District Court for the Northern District of California
- U.S. District Court for the Southern District of California
- U.S. Court of Appeals for the Ninth Circuit

Community

- Member, National Center for Employee Ownership (NCEO)
- Member, Employee Stock Ownership Plan (ESOP) Association
- Past Chair, Commercial Law Committee of the Commercial Law and Bankruptcy Section of the Los Angeles County Bar Association
- Past Member of Board of Trustees, University Synagogue in Brentwood, California
- Past Member of Board of Directors, Santa Monica Pier Restoration Corporation, a non-profit corporation charged with overseeing the operations of the landmark Santa Monica Pier.