

## Robert Miller

Scottsdale, Arizona  
Shareholder

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### Areas of Practice & Industry Specialties

Insolvency & Financial Law Group; Family Office & Wealth Management



Robert Miller is a Shareholder in Buchalter's Scottsdale office and member of the Insolvency & Financial Law practice group. Mr. Miller's practice focuses on distressed business situations of all kinds, including chapter 11 restructurings, non-bankruptcy workouts, turnarounds, and distressed company mergers and acquisitions. His clients range from private equity firms, to institutional lenders, companies in distress, fiduciaries, and other key constituencies in chapter 11 cases, as well as buyers and sellers of distressed debt.

Mr. Miller has ample experience as lead counsel in high profile cases, and has served as counsel for lenders on debt obligations of \$10.0+ billion secured by various types of commercial assets. He often lends his counsel to corporate boards, advising on their fiduciary obligations in the zone of insolvency and in restructurings. Mr. Miller has also served as lead counsel for various chapter 11 debtors, including a number of public reporting companies.

With his trial and appellate experience including most forms of litigation pertaining to insolvent companies, he has also served as counsel in matters regarding plan confirmation and stay relief litigation, fraudulent transfer and preference litigation, lender liability disputes, and other kinds of litigation related to debtor-creditor relations.

Mr. Miller is a Martindale Hubbell, AV Preeminent and Top Rated Banking & Finance Lawyer, and has been recognized as one of the *Best Lawyers in America* in "Bankruptcy Litigation and Bankruptcy and Creditor-Debtor Rights / Insolvency and Reorganization Law", from 2010-2023. He was also named a "Southwest Super Lawyer" from 2010-2021.

### Representative Matters

- Chapter 11 trustee's general counsel in *Frontier* cases involving 150+ quick service food (QSR) franchise system; successful section 363 sale of entire system in approximately 120 days
- Lead counsel for chapter 11 debtor in Delaware – computer (tablet) hardware manufacturer; successful expedited section 363 sale of substantially all assets
- Collateral agent and secured creditor counsel in chapter 11 filing of \$1b+ revenue grocery store retailer
- Administrative agent's counsel in windup of nationwide retailer in simultaneous proceedings pending in Canada and Delaware
- Bank counsel in successful non-bankruptcy restructuring of \$500mm in debt secured by 24 commercial real estate projects located across the United States
- Bank counsel in successful chapter 11 restructuring and disposition of \$250mm in debt secured by multiple commercial properties located in southwest United States
- Lender's counsel in multiple bankruptcies and windups involving \$1b+ in portfolio of timeshare receivables and related assets located in the United States and Mexico

- Debtor's counsel for IFCI, Inc., a publicly held telecommunications firm, sold through section 363 process in 90 days (\$200mm senior secured debt facility)
- Debtor's counsel to PFP Holdings, Inc., an Arizona homebuilder, sold through section 363 process in 120 days (\$120mm senior secured debt facility, \$50mm subordinated debt facility)
- Trial and appellate counsel to examiner with expanded powers in GTI, Inc., a concrete aggregate supplier; sold assets and recovered \$2.5mm+ from secured lender through fraudulent transfer and surcharge litigation and related successful appeals
- Counsel for national contractor and financing affiliate in successful non-bankruptcy restructuring of helicopter manufacturer, resulting in issuance of new senior and subordinated debt, and client's purchase and licensing of key technology

## Publications

- Corporate Mergers and Acquisitions – Where to Next?, *InBusiness Greater Phoenix*, February 1, 2022
- 'Single Asset Real Estate': A Concept in Need of Redefinition, *American Bankruptcy Institute Journal*, January 23, 2014
- How Much For How Long: Chapter 11 Cramdown Term and Interest Rates, *American Bankruptcy Institute Spring Meeting*, April 23, 2011
- Best Practices for Distressed Company Workouts, *Aspatore Books*, May 1, 2008
- Nondelegable Contracts Under Bankruptcy Code § 365(c) and the Financially Troubled Franchisee, *Norton Bankr. L. Adv.*, December 1, 1999
- Franchise Cases Require Careful Strategic Planning – a Krystal Clear Lesson, *Norton Bankr. L. Adv.*, September 1, 1999
- "Insecurity" in Secured Transactions – the Frailty of Related-Party Guaranties and Other Security Devices, *Norton Bankr. L. Adv.*, October 1, 1998
- Mass Torts In Bankruptcy, *Norton Annual Survey of Bankr. Law, 1996-97*, January 1, 1996
- Enforcement Of Covenants Not To Compete, *Norton Annual Survey of Bankr. Law*, January 1, 1995
- Environmental Bankruptcy Cases, *Queenan, Hendel & Hillinger, Chapter 11: Theory & Practice, Chapter 26, LRP Publications*, January 10, 1994
- The Impact of Executory Contract Rejection and Discharge Upon the Enforcement of a Covenant Not to Compete Against a Debtor, *Norton Bankr. L. Adv.*, January 1, 1994
- Franchise Bankruptcies, *Norton Bankr. L. & Prac. 2d, Clark Boardman Callaghan*, January 1, 1994

## Presentations

- Presenter, "Navigating Section 552: Pre-Petition Security Interests In Proceeds," American Bankruptcy Institute Spring Meeting, April 1, 2018
- Presenter, "Recovering and Protecting Legal Fees in Bankruptcy: A Real Gamble!," American Bankruptcy Institute, September 1, 2016
- Presenter, "Valuation Issues in Commercial Bankruptcy Cases," Southern California Chapter of the Appraisal Institute, July 12, 2016
- Presenter, "Commercial Loan Workouts In An Increasingly Complex Regulatory Environment," Turnaround Management Association, July 1, 2016
- Presenter, "Distressed M&A," Association of Corporate Counsel, February 11, 2015
- Presenter, "Triangular Article 9 Sales: An Underutilized Alternative to Section 363 Sales," Turnaround Management Association, 6th Annual Western Regional Conference, July 1, 2014
- Presenter, "Bankruptcy and Restructuring: The Latest Trends and What's Ahead," The Knowledge Group Webinar, January 25, 2013

- Presenter, "Fundamental Skills Track: Confirmation Basics," 20th Annual American Bankruptcy Institute Southwest Bankruptcy Conference, September 1, 2012
- Presenter, "What You Need to Know to Market Appraisal Services to Attorneys," Appraisal Institute 2012 Annual Meeting, August 1, 2012
- Presenter, "An Interactive Discussion: Got Milk?," 2012 Turnaround Management Association Western Regional Conference, July 1, 2012
- Presenter, "Key Bankruptcy Issues for Valuation Consultants," Appraisal Institute 2011 Annual Meeting, August 1, 2011
- Presenter, "Local Governments in Financial Distress – Workouts, Chapter 9 and Other Responses," Turnaround Management Association, July 1, 2011
- Presenter, "How Much For How Long: Chapter 11 Cramdown Term and Interest Rates," American Bankruptcy Institute Spring Meeting, April 1, 2011
- Presenter, "Real Estate Reorganizations Hot Issues in Distressed Real Estate Deals," Annual Midwestern Bankruptcy Institute, October 1, 2010
- Presenter, "Trading Your Plunder – How to Maximize Value of Your Distressed Assets," Turnaround Management Association, July 1, 2010
- Presenter, "Tsunami or Ripple: Will the Distressed Real Estate Wave Ever Hit?," 26th Annual Bankruptcy & Restructuring Conference, Association of Insolvency & Restructuring Advisors, June 1, 2010
- Presenter, "Liquidating Trusts," Norton Institutes on Bankruptcy Law, February 1, 2009
- Presenter, "Trustee's, Examiners and Other Alternatives," Turnaround Management Association, April 27, 2006
- Presenter, "Drafting Executory Contracts and Leases to Limit the Impact of Bankruptcy on the Non-Debtor Party," ABA Business Law Section, March 23, 2000

### **Education**

Mr. Miller earned his J.D. with Highest Honors at University of Oklahoma. He received his M.B.A. from University of Oklahoma, and his B.S. at Central Michigan University. Mr. Miller was also a Certified Public Accountant from 1985-1990.

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### **Bar Admissions**

- Arizona

### **Court Admissions**

- United States Court of Appeals for the Ninth Circuit
- United States District Court for the District of Arizona
- Admitted pro hac vice in numerous jurisdictions throughout the United States

### **Community**

- American Bar Association
- American Bankruptcy Institute
- Turnaround Management Association
- Visit Phoenix – Immediate Past Chair, Executive Committee Member
- Arizona Science Center – Vice Chair, Executive Committee Member, Audit Committee Chair