

6th Annual

Buying and Selling

# Ranches and Farmland

*in Montana*



SEPT. 30 &  
OCT. 1, 2021

DELTA HOTELS  
HELENA COLONIAL  
Helena, MT

**ACCREDITATION**

MT CLE, WY CLE,  
ID CLE, WA MCLE,  
MT Real Estate,  
WY Real Estate Agents,  
OR Real Estate Broker

*(see inside for details)*

THE SEMINAR GROUP ~ RAISING THE BAR OF CONTINUING LEGAL AND PROFESSIONAL EDUCATION

## Seminar Overview

Owning a piece of “Montana heaven” is becoming increasingly popular, but unique issues arise when purchasing agricultural assets in Montana. Understanding these unique issues can help buyers, sellers, lenders, attorneys, and consultants to troubleshoot purchases of agricultural assets.

This seminar and its carefully selected faculty is designed to provide insight into those issues most commonly faced, including: public access, environmental issues, water rights, due diligence problems, financing, and succession planning. Anyone involved in the buying and selling of agricultural properties in Montana would be well served to attend and catch up on the latest in buying “a piece of heaven.”

### **Who Should Attend:**

Attorneys  
Financial Planners  
Real Estate Appraisers  
Real Estate Brokers

## Buying and Selling Ranches and Farmland Thursday, September 30, 2021

### 9:00 Introduction and Overview – Day One

**Max A. Hansen, CES**, Managing Director, Program Co-Chair  
*Accruit LLC*

**Gage Hart Zobell, Program Co-Chair**  
*Farmland Reserve, Inc.*

### 9:10 Listing and Marketing the Property

Pre-listing meetings; managing client expectations; understanding the property; listing agreements; developing the “Team”; marketing strategies

**Michael S. Swan**  
Owner/Managing Broker  
*Swan Land Company*

### 10:00 The Purchase and Sale Agreement

Initial considerations; letters of intent; covenants; conditions and restrictions; purchase and sale of a ranch and/or associated corporate entity

**Joel E. Silverman**  
*Silverman Law Office PLLC*

### 10:45 Break

### 11:00 Bankruptcy and Foreclosures

Enforcement and remedies; forfeiting deposits; liquidated damages v. non-refundable fees; sales in foreclosure and in bankruptcy; executory contracts in bankruptcy; retention of sales agents in bankruptcy

**Malcolm H. Goodrich**  
*Goodrich & Reely PLLC*  
**Maggie W. Stein**  
*Goodrich & Reely PLLC*

### 11:45 Advanced Issues in 1031 Exchanges, the TCJA, Investments Alternatives and COVID-19

Evolution of the Tax Cuts & Jobs Act of 2017 and its impact on 1031 Exchanges; role of the QI company in the context of the total transaction; Federal & state law considerations; recurrent problem areas in exchanges; special challenges posed by Reverse Exchanges; Opportunity Zones and Other Investment Alternatives; Potential for Repeal of 1031; the Impact of COVID-19

**Max A. Hansen, CES**, Managing Director  
*Accruit LLC*

### 12:30 Lunch ~ Sponsored By:



### 1:45 Conservation Easements

State of the landscape: a broad overview of recent legal and other developments relating to private land conservation; funding conservation easements through tax incentives and direct funding sources; issue-spotting when buying and selling ranches and recreational properties subject to conservation easements

**Christian P. Dietrich**  
*Neilson Swanson Dietrich PLLC*

### 2:30 Securing and Preserving Access Rights

Reserving and granting easements - practical considerations and interpretation quandaries; water and easements - ditch easements and secondary access; public access across private property

**Elizabeth White Erickson**  
*Worden Thane P.C.*

### 3:15 Break

### 3:30 Due Diligence in Ranch Purchase and Sales – Property Rights

Grazing rights and existing lessees; prescriptive rights; mineral rights / severed mineral interests and dealing with ongoing oil & gas, mining, or other profits and entering into surface use agreements; renewable energy development and related wind and solar options, agreements, and leases

**Max A. Hansen, CES**, Managing Director  
*Accruit LLC*

### 4:15 Due Diligence in Ranch Purchase and Sales – Water Rights

Due diligence; adjudication; instream flows; valuation, purchase & sale of water rights; utilizing in-stream flows to temporarily preserve water rights

**René L. Coppock**  
*Crowley Fleck PLLP*

### 5:00 Adjourn

## Buying and Selling Ranches and Farmland Friday, October 01, 2021

### 9:00 Introduction and Overview – Day Two

**Max A. Hansen, CES**, Managing Director, Program Co-Chair  
*Accruit LLC*

**Gage Hart Zobell, Program Co-Chair**  
*Farmland Reserve, Inc.*

### 9:10 Environmental Considerations

ESA & Sage Grouse considerations; new Biden 30x30 initiatives and what it means for private agricultural lands; CECRA; phase I & phase II – environmental due diligence and qualifying for Bona Fide Prospective Purchaser status; updates to MT Septic Tank law, vat pits, and other contaminations; graveyards/historic places (NHPA)

**Peter B. Taylor**  
*Crowley Fleck PLLP*

### 10:00 Financing a Ranch Purchase

Information requirements for a loan application; underwriting standards and key financial ratios; options for loan structures; interest rate trends

**Aaron Oxarart**, Vice President  
*Montana Livestock Ag Credit, Inc.*

### 10:45 Break

### 11:00 Splitting Up Properties

Rules and regulations; financial perspectives; C Corp; S Corp; 355 D split-ups/corporate assets; partition

**Dash DeJarnatt**  
(Live, via Webcast)  
*Bryan Law Firm PC*

### 11:45 Sustainability in Agriculture

What buyers and sellers need to know

**Judd Jensen**  
*Browning Kaleczyc Berry & Hoven PC*

### 12:30 Midday Break

### 1:45 Advanced Estate Planning Issues

Minimizing estate tax liability; distribution of property among family members; financial security issues for the surviving spouse

**Laura E. Walker**  
*Jardine Stephenson Blewett & Weaver PC*

### 2:30 Ethical Considerations

Ethical considerations to consider in real estate transactions, including dual representation, misrepresentations, failures to disclose defects, and acting as a scrivener

**Robert J. Phillips**  
*Garlington Lohn & Robinson PLLP*

### 3:30 Adjourn

## Faculty - Buying and Selling Ranches and Farmland



**Max A. Hansen, CES, Program Co-Chair**, is Managing Director of Accruit LLC. He joined Accruit after 27 years as President and CEO of American Equity Exchange, Inc., one of the first Section 1031 qualified intermediary companies in the Rocky Mountain Region. For over 40 years, Max has helped taxpayers and real estate professionals successfully complete property exchanges.



**Malcolm H. Goodrich** is a partner with Goodrich & Reely PLLC. He focuses his practice on commercial transactions, ranch sales, foreclosures and business bankruptcies. He represents business debtors in workouts and reorganizations, business clients in commercial transactions and ranch sales, and business and banking creditors in all bankruptcy chapter matters.



**Gage Hart Zobell, Program Co-Chair**, is the Manager of Land & Government Affairs, Cattle Division, at Farmland Reserve, Inc. He handles large agricultural and natural resource land transactions, land management, siting and permitting of renewable energy sites, environmental compliance, public lands access, natural resource management, and government affairs.



**Judd Jensen** is a shareholder at Browning Kaleczyc Berry & Hoven PC. He maintains a broad-based practice, primarily including real estate; trusts and estates; agriculture, farming and ranching. His practice is focused on resolving complex agricultural matters for farmers, meat processors, insurers, grain companies, and other agricultural businesses.



**Reneé L. Coppock** is a partner with Crowley Fleck PLLP, practicing in the areas of agricultural law, water law, real estate transactions, bankruptcy, commercial litigation, commercial transactions and environmental law since joining the firm in 1987. She has substantial experience representing landowners in disputes with government agencies.



**Aaron Oxarart** is the Vice President of Montana Livestock Ag Credit, Inc., covering the Hi-Line area of Montana. Aaron came to work for Montana Livestock Ag Credit out of college as an Intern and has been an Assistant Vice President since 2006. He has also served as a board member for the Ranchers Stewardship Alliance since 2013.



**Dash DeJarnatt** is an attorney with the Bryan Law Firm PC and is licensed to practice law in Montana and Washington. His areas of practice include business law, tax law, trademarks, copyrights, and regulatory compliance with an emphasis in alcohol law. While attending law school, Dash served as the President of the Wine and Beverage Law Society.



**Robert J. Phillips** is a partner at Garlington Lohn & Robinson PLLP. He practices in insurance defense, including coverage opinions, coverage litigation and bad faith defense. He has tried numerous civil jury trials in automobile, trucking, railroad, products liability, professional liability, construction defect and insurance bad faith, in State, Federal and Tribal courts.



**Christian P. Dietrich** is an attorney and co-founder of Neilson Swanson Dietrich PLLC. He advises clients on conservation real estate transactions, laws relating to tax-exempt organizations and their donors, and related areas. He specializes in perpetual conservation easement transactions and on serving the legal needs of land trust organizations.



**Joel E. Silverman**, founder of Silverman Law Office PLLC, focuses on assisting individuals and businesses with business law, tax, succession planning, employment issues, wills, trusts, property transactions, liquor and gambling law, and oil and natural gas law. He has been coaching and consulting various businesses to deal with the new world of marketing and business practices.



**Elizabeth W. Erickson**, an attorney at Worden Thane PC, is passionate about all things related to land, water and natural resources. Her transactional practice focuses on land use, property law, access and easement issues, real estate transactions and conservation real estate, estate planning, water law, and environmental and natural resources matters.



**Maggie W. Stein**, an attorney at Goodrich & Reely PLLC, focuses on bankruptcy law, farm and ranch transactions and water law. She is the incoming chair of the Bankruptcy Section of the Montana State Bar and is a co-chair of the annual Bankruptcy Section CLE program. She is also a member of the Montana Local Rules of Bankruptcy Procedure Committee.



**Michael S. Swan** is the Owner & Managing Broker at Swan Land Company. He has been a licensed agent since 2002, handling premier properties and complex transactions. With this extensive skill set he has established a reputation for representing multifaceted ranching and farming operations throughout Montana, Nebraska, Wyoming and New Mexico.



**Peter B. Taylor** is an attorney at Crowley Fleck PLLP practicing in the areas of NEPA compliance, CERCLA, the Endangered Species Act, water law, and agricultural litigation. Prior to entering the practice of law, he spent over sixteen years in production agriculture operating a commercial cow-calf operation. He is an intense advocate for all aspects of Montana agriculture



**Laura E. Walker** is a member of Jardine Stephenson Blewett & Weaver PC. She works closely with her clients, which include corporations, small business and individuals, to develop and implement strategies to achieve their goals. She regularly assists her clients in planning for death or disability, transitions and sales of businesses, and real estate transactions.

# Buying and Selling Ranches and Farmland

## Credits

### **MT CLE**

This course has been approved by the Montana State Bar for a total of 11.0 CLE credits including 1.0 ethics credits (Live Credits for In Person Attendance & Webcast). Self-study credit accepted for up to 5.0 CLE credits including 1.0 ethics per year.

### **WY CLE**

This course is approved by the Wyoming State Bar for 11.0 CLE credits including 1.0 ethics credits (Live Credits for In Person Attendance & Webcast). Self-study credit accepted for up to 8.0 CLE credits including 1.0 ethics per year.

### **ID CLE**

This course has been approved by the Idaho State Bar for 9.75 general and 1.0 ethics CLE credits (Live Credits for In Person Attendance & Webcast). Self-study credits can be applied for upon request.

### **WA MCLE**

This course has been approved for 9.75 hours of law and legal credit and 1.0 hours of ethics CLE credit by the Washington MCLE board (Live Credits for In Person Attendance & Webcast). Self-Study credit will be available, specific credit amount to be determined.

**The Seminar Group is an accredited sponsor with the Washington State Bar**

### **MT Real Estate**

This course qualifies for brokers and sales persons for Montana real estate continuing education in the amount of 10.5 CE credits (Live Credits for In Person Attendance & Webcast). Credits for recorded courses not available.

### **WY Real Estate Agents**

This course has been approved by the Wyoming Real Estate Commission for 13.0 CE hours (Live Credits for In Person and Webcast). If you plan to attend the webcast and need WY real estate agents credits please let us know in advance. We will need to add extra viewing verification for you to receive credits. Credits for recorded courses not available.

### **OR Real Estate Broker**

The Seminar Group is an approved CE provider by the Oregon Real Estate Agency, #201212896. This course has been approved for 13.0 CE credits (Live Credits for In Person Attendance & Webcast).

## Location

### **Delta Hotels Helena Colonial**

2301 Colonial Drive  
Helena, MT 59601

Phone: 406-443-2100

The seminar is located in the Governor Room. Please call the venue for directions/questions.

#### **PARKING**

On-Site parking is available. Please contact the venue for more information.

## Fees

### **Live Seminar:**

Attorney	\$629.00
Government / Tribal / Non-Profit	\$529.00
Other Professionals	\$529.00
Student / Professor	\$429.00
Day One	\$436.81
Day Two	\$349.44

### **Live Webcast:**

Attorney	\$629.00
Government / Tribal / Non-Profit	\$529.00
Other Professionals	\$529.00
Student / Professor	\$429.00
Day One	\$436.81
Day Two	\$349.44

### **Pre Order On Demand:**

All Sessions	\$629.00
Single Session	\$99.00

### **Pre Order MP3 Download:**

All Sessions	\$629.00
Single Session	\$99.00

### **Pre Order DVD Homestudy:**

All Sessions	\$729.00
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### **Pre Order CD Homestudy:**

All Sessions	\$729.00
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### **Pre Order Materials Download:**

All Sessions	\$209.00
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### **Pre Order Printed Materials:**

All Sessions	\$239.00
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Go to our website to register:

www.TheSeminarGroup.net or call our office at 206-463-4400. You can also contact us at info@theseminar.com or by mail to The Seminar Group, P.O. Box 523, Vashon, WA 90870.

**CANCELLATION POLICY:** We will refund your tuition, less a \$50 cancellation charge, if we receive your cancellation by 9/24/21. No refunds will be given after this date. Please note that if you do not cancel by the deadline and/or do not attend, you are still responsible for payment.

**Register at**

**[TSGregistration.net/6137](http://TSGregistration.net/6137)**