

Andrew M. Faulkner

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Education

J.D., Columbia University School of Law, 1985 (Harlan Fiske Stone Scholar)

B.A., Cornell University, 1981
(*magna cum laude*)

Bar Admissions

New York

Andrew M. Faulkner has represented participants in asset-backed securities transactions since 1985.

Mr. Faulkner has acted as counsel in public offerings and private transactions involving the issuance of securities backed by credit cards, auto loans, marketplace loans, commercial real estate loans and trade receivables. He has represented commercial paper issuers and arrangers, as well as sellers of assets to asset-backed commercial paper programs. He has advised on cross-border issuances into and out of the United States. In addition, he has advised issuers of commodity index linked structured products, including exchange traded funds.

Mr. Faulkner has a broad credit card securitization practice. He helped establish credit card master trusts for many major issuers and has represented issuers and the underwriters of securities backed by VISA and MasterCard receivables and retailer private label credit card receivables. Mr. Faulkner has worked on structural innovations for the public issuance of subordinated classes of credit card receivables-backed securities. He also has represented buyers and seller of portfolios of credit card accounts. Mr. Faulkner has acted as counsel to the issuers or to the underwriters in securitized transactions by Chase, 1st Financial Bank USA, Target Corporation, Bluestem Brands and many other issuers.

Recent transactions have included wireless tower asset-backed securities; Canadian CMBS; the establishment of warehouse financing arrangements for consumer loans; acquisitions, financings and securitizations of marketplace loans; restructurings of securitization programs; and sales of consumer loan portfolios. Mr. Faulkner has advised clients on regulatory developments, including the implementation of Regulation AB, risk retention rules and the Volcker Rule.

Mr. Faulkner represented SIFMA in connection with the preparation of comment letters on rules proposed to implement conflicts of interest limitations for securitization participants under the Dodd-Frank Act. He also represented the American Securitization Forum in efforts to modify and preserve the FDIC's legal isolation safe harbor for securitization transactions.

Mr. Faulkner repeatedly has been selected for inclusion in *Chambers Global: The World's Leading Lawyers for Business*, *Chambers USA: America's Leading Lawyers for Business* and *The Best Lawyers in America*. He was named *Best Lawyers' 2018* and *2016 New York Securitization and Structured Finance Lawyer of the Year* and was named in *Expert Guides' Best of the Best Global* in 2019 and *Best of the Best USA* in 2019 and 2017.

Mr. Faulkner is a member of the board of directors of the Structured Finance Industry Group and of the World Music Institute.

Publications

“Despite Challenges, Risk Retention Rules Set to Impact All Asset-Backed Securities by End of 2016,” *Skadden, Arps, Slate, Meagher & Flom LLP*, April 26, 2016

“Regulators Adopt Final Risk Retention Rules for Asset-Backed Securities,” *Skadden’s 2015 Insights - Financial Regulation*, January 2015

“Regulation AB: New Rules for Publicly Issued Asset-Backed Securities,” *Skadden’s 2015 Insights - Financial Regulation*, January 2015

“Structured Finance Alert: Final Rule to Implement Dodd-Frank Risk Retention Requirement,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 2014

“Structured Finance Alert: SEC Adopts Final Regulation AB II Rules,” *Skadden, Arps, Slate, Meagher & Flom LLP*, August 29, 2014

“Entering a New Regulatory Era Under the Final Volcker Rule,” *Skadden’s 2014 Insights - Financial Regulation*, January 16, 2014

“Structured Finance Alert —The Final Volcker Rule: Impact on Securitizations,” *Skadden, Arps, Slate, Meagher & Flom LLP*, January 8, 2014

“The Volcker Rule: A First Look at Key Changes,” *The Harvard Law School Forum on Corporate Governance and Financial Regulation*, December 18, 2013

“US Financial Regulators Issue Final Volcker Rule,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 10, 2013

Structured Finance Alert: “Proposed Rule to Implement Dodd-Frank Risk Retention Requirement,” *Skadden, Arps, Slate, Meagher & Flom LLP*, October 2013

“Agencies Propose Revised Risk Retention Rule,” *Skadden, Arps, Slate, Meagher & Flom LLP*, August 29, 2013