



AAPA Capital Projects Seminar

Innovative P3 Arrangements

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John Smolen**

Nossaman LLP

- Founded 75 years ago, Nossaman LLP is comprised of 170 attorneys and professionals working seamlessly across offices in California, Washington, D.C., Texas, and Washington.
- Nossaman has extensive experience representing public agencies, with well over one hundred state and local public agency clients.

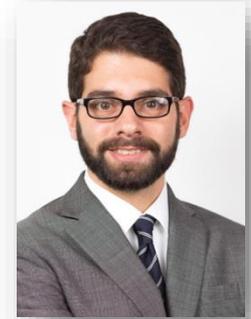
Infrastructure Practice Group

- Nossaman serves as lead outside legal advisor on more than \$100 billion in projects at various stages of development and implementation.
- Having worked in more than 30 U.S. states and select foreign countries on large high profile projects and infrastructure challenges, our attorneys are experienced in project delivery, P3s, project finance, public finance, design-build, procurement, federal transportation issues, government contracting, complex real estate transactions, joint development projects, and state and federal environmental compliance issues.

Public-Private Partnerships (P3)

- FHWA defines a P3 as a contractual arrangement between a public authority and a private entity (generally a consortium of private entities) where the private entity is responsible and financially liable for performing all or a significant number of the Project functions, including design, construction, financing, operation and maintenance.
- Public agencies have turned to P3 transactions to procure new facilities in an attempt to obtain time savings, cost savings and more innovative, higher quality projects with reduced risks.

Shant Boyajian



Shant Boyajian is an Associate at Nossaman LLP who since joining Nossaman in 2016 has assisted with the financial closing for the Maryland Purple Line project, worked on procurements and analysis for the Massachusetts Bay Transportation Authority, Massachusetts Department of Transportation, and the City and County of Denver.

Before joining the firm, he served as Senior Counsel to the U.S. Senate Committee on Environment and Public Works where he acted as the lead author and negotiator for the Fixing America's Surface Transportation Act. Mr. Boyajian also helped negotiate and draft the language for federal-aid highway programs within the Moving Ahead for Progress in the 21st Century (MAP-21) Act while serving as Counsel to the Subcommittee on Highways and Transit for the House Committee on Transportation and Infrastructure.

Mr. Boyajian obtained his J.D., The Catholic University of America, Columbus School of Law, and his B.A. from Patrick Henry College.

Simon Santiago



Simon Santiago is a Partner at Nossaman LLP who for over 20 years has guided the largest transportation, transit and multi-modal projects in the U.S through their contractual, procurement, development and construction issues. Public sector clients seek his guidance in creating successful infrastructure projects through innovative procurement, financing and delivery methods including public-private partnerships (P3s).

Given his broad experience, he often advises industry leaders and policymakers on emerging federal legislative and policy issues involving transportation. At the state level, Mr. Santiago helped develop P3-enabling legislation, procedures and programs in Maryland, Virginia, North Carolina and Georgia.

Mr. Santiago obtained his J.D. at the Washington College of Law at American University and his B.A. at the University of Illinois.

John Smolen



John Smolen, a Partner at Nossaman LLP, has extensive experience with project development, construction, and finance transactions in large-scale, complex infrastructure projects. His recent experience includes continuing work on the Maryland Transit Administration's Purple Line light rail transit P3 project, that, when financed, was then the largest project financed P3 in U.S. history. Mr. Smolen also worked on the Indiana Finance Authority's East End Crossing (Lewis and Clark Bridge), the first pure availability payment P3 concession of its kind. Mr. Smolen has an active practice advising public sponsors on design-build and energy transactions.

Mr. Smolen received his J.D. from the University of Kansas School of Law, his M.A. from Virginia Polytechnic Institute and State University and his B.S. from the United States Naval Academy.

Brian Papernik



Brian Papernik is a Partner at Nossaman LLP who for over 20 years has guided clients through innovative infrastructure project delivery and financing approaches for the country's largest transportation improvements. His background includes structuring public-private partnership (P3), design-build, design-build-finance and pre-development procurements and agreements.

Public agencies seek Mr. Papernik's advice in all aspects of project delivery including strategic planning, risk assessment, procurement, contract drafting, negotiation, administration and claims resolution.

Mr. Papernik has pioneered innovative procurement methodologies adopted by states and other agencies across the country. In 2014, Mr. Papernik was awarded the Transportation Leadership Award from Design-Build Institute of America (DBIA).

Mr. Papernik obtained his J.D. at Columbia University School of Law and his B.S. from Union College.

Session Topics

- Shant Boyajian
 - Types of projects generally suited to P3 delivery models
 - Relevant federal legislation
- Simon Santiago
 - Key elements/issues needed to be addressed in P3 enabling legislation
 - Unique legal issues that P3s raise
- John Smolen
 - How public owners can protect themselves in P3 contracts
- Brian Papernik
 - How to maximize value from the P3 procurement process
- Focus on P3 experience in non-port industries

Table Discussion Format

- Four simultaneous discussions, one for each topic
- Tables are labeled; join the table that interests you
- After 20 minutes you will have a first opportunity to switch tables/topics
- After another 20 minutes you will have a second opportunity to switch tables/topics
- Primary reason for table discussion format is to generate discussions

Wrap Up

- Facilitators will identify one or two key takeaways from each session
- Final remarks