

PUBLIC-PRIVATE PARTNERSHIPS

The attorneys at Hodgson Russ regularly counsel the firm's clients with respect to the structuring, development, and financing of public-private partnerships. We provide comprehensive advice to clients on all stages of public-private projects, including providing due diligence review, project structuring, negotiating and drafting of project agreements, crafting and implementing legislation, financing, and real estate and tax matters.

Representative Engagements

- Hodgson Russ currently represents the program provider for a \$1 billion public school system's refurbishment, renovation, and modernization project. This project, which required seven separate special pieces of state legislature, is in its fifth phase and has resulted in the renovation of over 60 antiquated public school buildings. Approximately \$750 million dollars in renovations have been completed, and the final approximately \$300 million in renovation work is currently underway. Hodgson Russ's representation extends to all levels of the project, including procurement of state legislation, assistance in securing all SED approvals on construction and financing, assistance with development of strategies and funding sources for the city's portion of the project costs, assistance in procurement of tax-exempt bonding, and assistance with the SEQR review process, counseling regarding MBE/WBE compliance and workforce development and procurement of all architectural and construction services.
- We served as counsel to a state university campus on an initiative that became the basis for legislation related to the entire state university system. This engagement included development of the public-private legal structure and drafting necessary legislation for a \$6 billion, three-site capital facility initiative. We also served as SEQRA counsel to the university on this project.
- We also represent a development corporation that is a joint venture between the a state university campus and the university system's research foundation in conjunction with the development and financing of a \$115 million research center, located immediately adjacent to a large urban hospital. This transaction, which was structured as a commercial condominium with the hospital, includes a state-of-the-art clinical and translational research laboratory and a biosciences incubator.
- Hodgson Russ is currently serving as counsel to the program provider in conjunction with a district wide school district renovation project for an urban school district in Pennsylvania. This matter involves creation of a public private

Professionals

Attorneys

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partnership structure and enactment of special enabling state legislation.

- We served as counsel to the private development team hired by a city to undertake the development, construction, and financing of a \$45 million public safety complex. This transaction involved utilization of a first-of-its-kind public-private partnership and required procurement of special state legislation to allow for private development and construction of a municipal facility. We also assisted with the project's participation in the state's brownfield remediation program.
- We are currently serving as counsel to an affiliate of a state university foundation in conjunction with the development of a nine-story, 1800-car parking ramp through a four-party public-private partnership.
- We represented a joint development team in conjunction with the structuring and implementation of public-private partnership for the construction and development of a 200-bus garage/service facility for a metropolitan transportation authority. This public-private partnership structure enabled the transportation authority, one of the nation's largest public transportation systems, to significantly reduce operating expenses and to achieve significant cost and time savings in the construction of the project.
- We served as counsel to a New York State county in conjunction with the development of a new municipal courthouse facility. We believe this is the first municipal project undertaken in the state to take advantage of recent statutory modifications exempting public construction projects from the Wicks Law. This structure enabled the project to come in on time and below budget. We also served as SEQRA counsel for this project and successfully defended the county in litigation brought on environmental and state law grounds.
- We successfully represented a village in setting up a unique public-private partnership for a landfill gas-to-energy project, including negotiating and drafting the joint venture agreements, obtaining required land use rights, negotiating upgrades to local and regional transmission system, drafting the interconnection and financing agreements and guiding the environmental evaluation. Our firm also assisted the village in obtaining a debt-exclusion certification from the New York State Comptroller's office based on the self-liquidating nature of the debt incurred, so that the village's debt statement was not affected by the financing of this project.
- We represented an industrial development agency located in New York State in connection with the siting and development of a distribution center having a project cost of approximately \$30 million and containing over 1 million square feet of space. Part of the project involved the granting of various New York State exemptions (real property tax, mortgage recording tax, and sales tax). Another component of the project involved the issuance of a revenue bond by the industrial development agency to fund infrastructure improvements to the site in order to make the site ready for development. We worked with the parties to provide for the construction contracts relating to the infrastructure work and the rights of the public entities and the private parties.
- We represented a New York State municipality in the conveyance of a tax-exempt financed landfill facility to a private operator and the structuring of the approximately \$27 million of acquisition proceeds in order to ensure compliance with the applicable provisions of treasury regulations relating to the tax-exempt bonds previously issued by the municipality.
- We represented a New York State industrial development relating to the issuance of over \$7 million of PILOT revenue bonds to finance the development of a technology park for the siting of high-tech industries. The proceeds of the revenue

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bonds were used to finance roads, water and sewer lines, drainage improvements, and lighting infrastructure.

- We represented an industrial development agency located in Central New York in the siting of a \$120 million manufacturing facility. The PILOT agreement was structure to finance grants provided by Empire State Development to finance site improvements and other costs related to the project.
- We are currently representing an industrial development agency in the local relocation of a manufacturing facility having a project cost of over \$50 million to address local flooding issues. The industrial development agency is acting as a conduit for a variety of federal, state, and local grants and loans and is also acting to assemble the real estate comprising the new site through condemnation and negotiation. The agency is also acting as the lead entity in addressing local SEQR and federal wetland issues.

Experience

A Hodgson Russ team led by Terrence M. Gilbride served as counsel to a private development team hired by the City of Niagara Falls in conjunction with the development, construction, and financing of its \$45 million public safety complex. This transaction involved utilization of a first-of-its-kind public-private partnership and required procurement of special state legislation to allow for private development and construction of a municipal facility.

Mr. Gilbride led a team of Hodgson Russ lawyers in representing a State University of New York university center on a major legislative initiative that ultimately became the basis for the NYSUNY 2020 legislation enacted into law by Governor Andrew Cuomo. This engagement included development of comprehensive public-private partnership legislation to facilitate a multibillion-dollar expansion of the university center's campuses. We also served as State Environmental Quality Review Act (SEQRA) counsel to the university center for the three campus capital project related to this legislative initiative.

Mr. Gilbride serves as counsel to Buffalo 2020 Development Corporation, a nonprofit joint venture between the University at Buffalo Foundation and the Research Foundation of the State University of the New York. This entity has been actively engaged in various capital projects in and around the Buffalo Niagara Medical Campus, including development of a \$300-million clinical translational research facility and biosciences incubator for University at Buffalo. Through the utilization of a unique public-private partnership condominium structure, Buffalo 2020 Development Corporation was able to develop this facility by co-location with a working hospital, thereby maximizing operational efficiencies and substantially reducing duplicate costs for both facilities.

Hodgson Russ successfully represented a village in setting up a unique public-private partnership for a landfill gas-to-energy project, including negotiating and drafting the joint venture agreements, obtaining required land use rights, negotiating upgrades to local and regional transmission system, drafting the interconnection and financing agreements, and guiding the environmental evaluation. Our firm also assisted the village in obtaining a debt-exclusion certification from the New York State Comptroller's Office based on the self-liquidating nature of the debt incurred, so that the village's debt statement was not affected by the financing of this project.

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A Hodgson Russ team led by Terrence M. Gilbride recently completed the successful representation of a joint venture in conjunction with the structuring, development, and construction of a 200-vehicle, \$160 million bus garage/service facility in the Mid-Atlantic region for one of the nation's largest metropolitan transportation authorities. The project was undertaken through a joint venture between a real estate development company and a large national engineering firm. The joint venture and the transportation authority utilized a public-private partnership to develop the facility and was able to significantly reduce operating expenses and achieve significant cost and time savings in the construction of the project.

In the News

Hodgson Russ Taps Head of New Real Estate, Enviro Practice
Law360, October 20, 2023

Albany Business Review- Industry Roundtable: Economic Development
Albany Business Review, October 16, 2015

Press Releases

Hodgson Russ Represents Corvias in \$517 Million Student Housing Public-Private Partnership
Press Release, January 21, 2015

Presentations & Events

Comparing and Contrasting Canadian and U.S. Public-Private Partnerships
Colorado Springs, Colorado, September 11, 2019

Public/Private Partnerships Institute: A Roadmap for Success
New Orleans, Louisiana, January 17, 2019