



Response to RFP for
Legal Services for Implementation of
Public Private Partnerships Projects and
Development/Construction Projects

Solicitation
No. RFP 1024-21-2

City of Riviera Beach

April 27, 2021

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Table of Contents

Introduction.....	Tab 1
Proposed Services and Experience	Tab 2
Required Disclosures	Tab 3
Proposed Fees and Team.....	Tab 4
References.....	Tab 5
Diversity.....	Tab 6
Attorney Biographies.....	Tab 7
Nathaniel L. Doliner	Page 24
Aaron C. Dunlap.....	Page 27
Cristin Conley Keane	Page 31
William Mark Levinson.....	Page 36
George J. Meyer.....	Page 39
H. Scott Miller.....	Page 46
Scott P. Pence.....	Page 48
Benjamin E. Stearns	Page 54
Kenneth A. Tinkler.....	Page 57
Wm. Cary Wright	Page 65
Brian C. Kelsall.....	Page 73
Ella Plotkin	Page 77
Sean L. Morley	Page 80
Marc Lefler	Page 84
Aaina Grover.....	Page 86
Addendum 1 – Fasken Representative Transactions.....	Tab 8
Addendum 2 – Completed Forms	Tab 9

Introduction

We appreciate the opportunity to respond to the City of Riviera Beach, the Riviera Beach Community Redevelopment Agency, and the Riviera Beach Utility Special District's (the "City") Request for Proposal for legal services regarding the City's anticipated public works program, including various Public Private Partnership projects.

For this proposal Carlton Fields, a national law firm headquartered in Tampa, with 5 offices in Florida, has teamed with Fasken, a global law firm headquartered in Toronto specializing in infrastructure development using the P3 model. The team of Carlton Fields and Fasken ("Team") have an excellent working relationship and will be able to provide efficient and seamless service to the City. Recently, our Team worked together representing the winning consortium for the Miami-Dade Courthouse P3 project, which closed early in 2020.

The Team has extensive experience in completing successful P3 projects in the United States and Canada and the depth and breadth of knowledge in public finance, capital market, corporate and real estate challenges needed to complete a successful Florida construction, real estate, and infrastructure development. Our Team's combined experience will provide the City with best practices in selecting the appropriate delivery models, including P3, for its proposed developments as well as the backing of local, highly experienced construction attorneys with expertise in handling complex transactions, projects, and disputes within the Florida construction industry.

We are pleased to highlight for you that Carlton Fields features one of the largest and most substantively comprehensive construction groups in Florida and its capital markets and public finance team have acted as bond, underwriters and indenture trustee counsel on billions of dollars of projects. Over time, across the United States, we have represented numerous well known public and private sector clients, assisting with planning, staging, phasing, development, design, construction, maintenance, and operation of complex P3 projects, including many in Florida.

Fasken is the pre-eminent infrastructure law firm in Canada. In 2015 Fasken won the Gold Award as P3 Bulletin's North American P3 Law Firm of the Year. In 2018 Fasken won Infrastructure Journal's North American Public Sector Adviser of the Year and, in 2019, Fasken won the P3 Bulletin North American Law Firm of the Year (Silver). No other Canadian law firm has been so recognized in the North American market.

Your primary points of contact will be George Meyer, located in Carlton Fields' Tampa office and Brian Kelsall located in Fasken's Toronto office. Their full contact information is below:

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The enclosed information demonstrates our collective extensive experience, knowledge, and other qualifications to provide P3 and non-P3 legal services to the City, in a collaborative, efficient, and cost-effective manner.

Proposed Services and Experience

Our Team has the combined experience and knowledge base to support and provide all of the services being considered by the City in this RFP.

Design and Construction Contracts

Our Team's construction transaction attorneys have extensive experience representing owners, developers, contractors, design professionals, and subcontractors; and we have worked with clients in the planning and development of all types of construction and development projects, including large-scale, complex public/private construction projects, including P3s .

We provide counsel through all stages of the planning, design, and construction process; from the initial development of the project scope and program, to the drafting and negotiating of all necessary contract documents, through risk assessment and minimization, assistance with the administration of the various project documents, and to the resolution of any disputes that may arise. Our services include:

- Professional design service agreements
- Pre-construction service agreements
- Construction contracts
- Construction management agreements
- EPC, EPCO, and EPCOM contracts
- Design-build agreements
- Development agreements (including Concession Agreements for P3 development projects)
- Operating agreements
- Maintenance and service agreements
- Subcontract agreements
- Joint venture agreements
- Purchase orders for goods and/or services
- Bid package documents
- Staging and construction area documentation
- Leases and easements
- Purchase and sale agreements
- Intellectual rights agreements
- Performance and payment bonds, bid bonds, completion bonds, maintenance bonds, etc.
- Other related documents such as consents of sureties, lender consents, waivers and releases of lien, warranties, licenses, bills of sale, notice of claims, etc. We also develop standard form design and construction contracts for owners, developers, and contractors, as well as for counties and agencies

Representative Experience – Construction Projects

- NFL Football Stadiums – Arizona Cardinals, Detroit Lions, Indianapolis Colts, Pittsburgh Steelers, Tampa Bay Buccaneers, Miami Dolphins, Jacksonville Jaguars, and Los Angeles Rams
- Major League Baseball Parks – New York Mets, Washington Nationals, Philadelphia Phillies, San Francisco Giants, Arizona Diamondbacks, Detroit Tigers, Kansas City Royals, Cleveland Indians, Seattle Mariners, Florida Marlins, Tampa Bay Rays, and Pittsburgh Pirates
- NBA Basketball Arenas – Orlando Magic, Indiana Pacers, San Antonio Spurs, New York Knicks, Houston Rockets, Phoenix Sun, and Chicago Bulls
- NHL Hockey Rinks – Pittsburgh Penguins, Dallas Stars, San Jose Sharks, Anaheim Ducks, Tampa Bay Lightning, and Florida Panthers
- Miscellaneous Sporting Facilities – Panama City Beach Convention and Visitors Bureau, Inc. Sports Park and various MLB spring training facilities
- Convention Centers – Las Vegas Convention Center, Phoenix Convention Center, Wenatchee Events Center, Orlando Convention Center, and Chicago McCormick Center
- Transportation Facilities – Los Angeles International Airport, Panama City/Bay County International Airport, San Juan International Airport, Southeast Florida Tri-Rail, Southwest Regional Airport, Atlanta Hartsfield-Jackson International Airport, Detroit Midfield Terminal, Federal Express Hangars, Southwest Airlines (renovations and expansion of facilities at various airports), Indianapolis Airport (new terminal), New Orleans International Airport (new terminal building), Tampa International Airport, San Francisco Airport and Denver Airport
- Hotels and Hospitality – San Diego Marriott Convention Center, Indianapolis Hotel Conrad, and Austin Fairmont Hotel
- Destination Resorts – Orlando Marriott/Ritz Carlton Grande Lakes, Scottsdale Marriott/Ritz Carlton Desert Ridge, Stowe Mountain Lodge, Waldorf Astoria, and Hilton Hotel Orlando Bonnet Creek
- Schools & Educational Facilities – Various Florida School Districts, Various Texas Independent School Districts, Yale University, Purdue University, University of California (various campuses), University of South Florida, University of Texas (various campuses), West Hills Community College District, and various charter schools in California, Arizona, New Mexico, and Colorado
- Hospitals – Boca Raton Community Hospital, University Community Hospital, UCLA Medical Center, Phoenix All Children’s Hospital, Las Vegas VA Medical Center, Mount Sinai Medical Center (Miami Beach), and Hoag Hospital in Irvine
- Energy and Utility Facilities – Fiber Optic Undersea Cable Relocation, Sewer Treatment and Collection Facilities, Waste to Energy Facilities, Hydrogen Refueling Facility, Electrical Transmission Line Purchase and Sale Agreements, Natural Gas, Coal and Nuclear Power Plant Facilities, Photovoltaic Solar Systems, and Ammonia Transmission Pipeline
- Manufacturing Facilities – Steel Recycling Facilities, various Proctor & Gamble Facility renovation projects, various 3M Facility projects, and phosphate pond recovery with fertilizer manufacture operation
- P3 Projects – CityPlace, West Palm Beach, FL, FDOT I4 Orlando Interchange, Miami-Dade County Court House, and many of the sport facilities noted above were P3 projects.

P3 Experience – Carlton Fields

Our team has represented various public and private sector clients, assisting with the planning, staging, phasing, development, design, construction, maintenance, and operation of complex P3 projects. We work with project participants including owners, developers, contractors, architects, and subcontractors to protect and implement our clients' expectations and goals. Our representation involves the full range of P3 issues, including:

- Public procurement compliance assistance and counseling
- Program development and phasing
- Teaming and joint venture agreements
- Project insurance and bonding
- Project risk allocation and alignment
- Nondisclosure agreements
- Development and concession agreement preparation, review and negotiation
- Development, design, and construction planning
- Legislative assistance
- Due diligence of all project factors
- Financing, including TIFIA and private activity bonds
- Environmental review, permitting, and clearance
- Project documentation of all types, including O&M and EPC agreements
- Performance-related issues, including claim and dispute avoidance and resolution, during design, construction, technology deployment, and operations

Our Team includes attorneys experienced in the areas of real estate, construction, design, procurement, insurance, surety, municipal finance, business transactions, taxation, entity formation, corporate governance, project financing, land use, zoning and environmental permitting, administrative law and regulatory compliance issues, and project operation and maintenance. Many of our attorneys are board certified as specialists in their areas of expertise, including: construction law; city, county and local government law; state and federal government and administrative practice; real estate; and tax law.

Several of our attorneys previously held positions at government agencies such as the Florida Department of Environmental Protection, Florida Department of Transportation, and Department of Community Affairs. Another of our attorneys, a former legislative staff member, was involved in the drafting of Florida's P3 legislation.

Relevant Experience

The Team's most recent P3 experience involved acting as counsel to Plenary Group USA Concessions, the winning Proponent for the construction and operation of the new civil and probate courthouse P3 project in Miami-Dade County. The construction value is in excess of \$260 million. The project is being executed under a P3 delivery model, which will provide for the design, construction, financing, operations, and maintenance of the courthouse under a single contractual agreement. Plenary Group is the developer and financial

sponsor and is teamed with Tutor-Perini, the design-build contractor; HOK, the architect/designer; and Johnson Controls Inc., the operations and maintenance partner.

Carlton Fields is currently representing a large public owner in regards to a very large, multi-million dollar, increased cost claim brought by the P3 Concessionaire and its design-builder against the public owner on a significant public improvement project.

P3 Experience – Fasken

With significant P3 experience in both Canada and the United States, including Florida, Fasken has acted on more than 30 P3 projects that have been recognized with national awards for innovation and excellence by the Canadian Council for Public-Private Partnerships and IJ Global. Fasken's core infrastructure team which we are proposing for this program is supported by a broader Global Infrastructure and Projects Group with over 54 members, with the capability to scale resources up or down to provide deliverables on time.

Fasken has extensive experience advising Authorities and establishing appropriate P3 programs for the development of real estate and infrastructure. In Canada, the Canadian Federal Government has, in recent years, completed three multi-billion dollar projects using the P3 model. Fasken was selected as advisor to the Canadian Government for the two largest of the three projects. The most recent of these projects is the Windsor-Detroit Bridge, which creates the first major international crossing in North America in decades. Fasken acted as Authority counsel as well as counsel to the International Authority for this \$9 billion project. Currently Fasken is advising the Government of Ontario with respect to its development through the P3 model of a \$12 billion new subway line to run through the City of Toronto. This is the single biggest infrastructure project utilizing the P3 model in Canada currently.

Fasken also has extensive experience completing P3 transactions in the United States: (i) the development of a new campus for the University of California at Merced; this remains the biggest social infrastructure project developed through the P3 model in the United States; (ii) Pennsylvania Bridges development of over 550 bridges in Pennsylvania; (iii) US 36 development of a toll road running from Denver to Boulder; (iv) Miami-Dade Courthouse, as described above; (v) Belle Chasse Bridge and managed lanes development in Louisiana; and (vi) the redevelopment of lands and transit routes in Indiana for Purdue University. Fasken is currently acting with the winning consortia with respect to the North Carolina Broadband Project to be developed through the P3 model.

As such, Fasken has extensive knowledge of best practices utilizing the P3 methodology in various states in the US including Florida. This knowledge of best practices in both Canada and the United States is unique to Fasken. We believe this experience will allow the City to adopt the most "state of the art" efficient P3 model for the development for the P3 program.

Project Financing – Carlton Fields

In connection with our robust development and construction practices, we are frequently called upon to represent clients in connection with the financing of their projects. Because of this, we have been involved in many different types of project financing transactions. In addition, we represent many financial institutions that offer project financing, which gives our Team a 360-degree view of the project finance market and structures, issues confronting public entities and the requirements and practices that come with it.

For our owner/borrower clients, we are well versed in the use of municipal tax-exempt and taxable financings, including the creation of special taxing districts, PILOT arrangements, public-private partnerships, industrial revenue and tax-exempt bonding, and other arrangements. And, on the other side of these transactions, on behalf of our national real estate investment clients, we represent life insurance companies, commercial banks, structured market participants, pension fund advisers, and private noteholders in connection with many construction and development projects, which includes everything from typical construction lending to identifying and negotiating multi-layered financial packages involving public (or quasi-public) funding and private funding sources.

In financing transactions, we focus on the many possible ways to structure the financing to the best advantage of our client, as well as considering available tax savings and handling due diligence matters for an organized and smooth financing closing. We are highly experienced in working with institutional and private lenders to find the best fit for financing a particular project. In addition, we regularly work with all the major title insurance underwriting companies and are available to serve as title and closing agent for financing transactions, which often results in savings for our client.

We are very proud of our sophisticated project finance practice, with national exposure and local expertise.

Carlton Fields Representative Financial Matters (Florida)

- Representation of Tampa General Hospital, as borrower's counsel, on numerous bond issuances over many years.
- Representation of University Community Hospital, in Tampa, on numerous bond issuances over many years.
- Bond counsel, Tampa Convention Center refinancing bonds.
- Special Finance Counsel, Tampa Hillsborough Expressway Authority.
- Represented the developer of CityPlace, a \$675 million public private partnership in West Palm Beach, Florida. This project consists of mixed-use street front retail, residential and entertainment developments. Our work included the development of public parking, infrastructure and public amenities; structuring of unsubordinated long term-lease and other incentives to benefit both the developer and the city; participation with bond counsel to structure bond financing to maximize the city's bonding capacity through the formation of a community development district to issue tax exempt bonds for development of public improvements; negotiation and drafting of legal documents to implement the public-private partnership components, the CDD formation, and bond issuance; closing of bond and project development financing, including \$110 million institutional and \$55 million bond financing; and representing the developer in obtaining all land use and governmental approvals required for project approval.
- \$130 million construction loan transaction involving the acquisition, development and construction of a 48 story tower, 326 unit condominium project located in the Brickell area of Miami.
- \$256 million loan to finance the construction of two 49-story tower luxury condominium buildings consisting of 849 residential units, with an additional 60,120 square feet of commercial space and 1,031 space parking garage and related improvements, located in the City of Miami.
- \$345.69 million loan to finance the construction of two 42-story tower luxury condominium buildings consisting of 542 residential units located in the city of Sunny Isles Beach.

- \$50 million acquisition and construction loan involving rehabilitation, and conversion and construction of new condominium project on existing apartment project encompassing 56 acres of waterfront property in the City of Miami.
- \$45 million acquisition of 13-story office tower, 289,822 square foot office tower located in the Brickell area of the city of Miami.

Project Financing – Fasken

Fasken has acted for funders on more P3 transactions than any other Canadian law firm. As a result, the Team has extensive knowledge of the requirements of funders regarding risk transfer, tax implications, due diligence and creative senior / sub-debt / mezzanine debt structure.

We draw on the expertise of colleagues who can advise clients on the unique industry, regional, securities, environmental, construction, tax and joint venture considerations that are often involved in project finance. If necessary, we help clients resolve disputes through litigation, mediation or arbitration.

A representative transaction list of Fasken P3 experience is set out in Addendum 1. Note that individual members of the team identified for this Project have acted on all projects identified Annex 1. Therefore, it is not a general description of firm experience but rather identifies the depth of this particular team's experience and expertise.

Fasken is also the market leader acting for funders to major infrastructure projects. In recent years, we have been awarded by Chambers Canada the "Banking Law Firm of the Year" Award, recognizing our leading market position and expertise.

Government Law & Consulting

Carlton Fields Government Law and Consulting Practice consists of attorneys with a wide-range of Florida public and private sector experience, including former city, county, and state agency attorneys.

For this matter, two attorneys who are Florida Bar Certified in City, County, and Local Government Law along with an attorney who previously advised legislative committees on public-private partnerships will comprise the government law team. Combined, this team has worked with and represented clients before dozens of local governments throughout the state of Florida.

As any government project involves a complex set of local and state compliance requirements, our lawyers routinely work with clients on procurement issues, bid processes, and agreement drafting. The success of the City's project will also depend on strict adherence to Florida's Sunshine Law and public records requirements and our lawyers have extensive experience inside and outside of government advising on those requirements. We regularly work with clients on innovative approaches to solving their unique local government challenges, with an emphasis on delivering efficient, focused analysis.

Carlton Fields' Representative Matters for Governmental Entities

- Representing a special district refinancing its debt to reduce interest payments and allow for new recreation facility construction.
- Advising a special district on form procurement contracts for recreation facility operations.

- Co-drafting of implementation ordinances with cities and counties throughout Florida due to state legislative changes.
- Routine analysis of complex community development district documents to ensure project viability.
- Financial institution representation regarding local government practice and procedure for large scale development projects.
- Advising a city government on charter, statutory, and ethical mandates related to separation of powers.
- Representing a local government regarding the complete rewrite of local land development regulations, the zoning code, and additional comprehensive plan amendments.
- Representing a state agency in a Chapter 120 DOAH administrative hearing involving a comprehensive plan consistency challenge to a development approval in an environmentally sensitive area of critical state concern.
- Representation of charter review boards, along with drafting of ordinances and ballot language.
- Representation of a city regarding a dispute over staff handling of business regulation.
- Representation of a city regarding an election process dispute.

Additional Experience and Representative Matters

Sunshine Law and Public Records

- Represented a state agency in public records litigation and successful appeal to overturn attorney fee award against agency.
- Assisted multiple private entity clients with resolving the impact of Florida's Sunshine and public records laws on their operations, due to their government contracts and agreements.
- Resolved investigation of local civic group's public responsibilities under Florida's Sunshine and public records laws.

Ethics Regulations

- Guided former county official through the defense of an ethics complaint and criminal investigation, along with related contract and severance dispute;
- Advised clients on state and local ethics and lobbying requirements applicable to their operations, including clients in the energy, nonprofit, real estate development, and construction sectors;
- Provide guidance and training to individuals subject to Florida's ethics and lobbying regulations.

Involvement in the Local Government Bar

- Routinely lecture at local government law education events, including on ethics and innovation, and write on local government law topics.
- Our team includes a past Chair of the City, County and Local Government Law Section of The Florida Bar, who also chaired the Certification Committee for City, County, and Local Government Law practitioners.

Fasken Public Sector Mandates and Crown Corporations

Fasken is actively involved in the public sector, having worked with federal government departments and other public bodies (such as Infrastructure Canada, Justice Canada, and airport/port authorities), provincial ministries, and local and regional governments and agencies across Canada.

We are counsel to the Windsor Detroit Bridge Authority in respect of the Gordie Howe International Crossing, and we are counsel to Infrastructure Ontario and Metrolinx on the Ontario Line Subway Project.

We have also worked with many Crown corporations, among them:

- Bank of Canada
- BC Investment Agricultural Foundation
- Business Development Bank of Canada
- Canada Deposit Insurance Corporation
- Canada Mortgage and Housing
- Canada Post Corporation
- Canadian Film Development Corporation
- Canadian Wheat Board
- Communications Security Establishment (Canada)
- Crown Corporations Employers Association
- Defence Construction Canada
- Edmonton Airport Authority
- Export Development Corporation
- Infrastructure Ontario
- Forest Engineering Research Institute of Canada
- Infrastructure Québec
- Nature Trust of BC
- NAV Canada
- Newfoundland and Labrador Hydro
- Partnerships BC
- Petro-Canada
- Purolator Courier Ltd
- Ridley Terminals Inc.
- Vancouver International Airport Authority
- Vancouver Port Authority
- Windsor-Detroit Bridge Authority

Required Disclosures

Conflicts of Interest

Carlton Fields is currently representing a client in an environmental matter in which the City of Riviera Beach is an adverse party. The matter involves remediation of a Superfund Site. Our involvement over the past few years has included small issues that have come up relating to the Site, but nothing involving any disputes or issue directly with the City. To resolve any issue around this conflict, our client has agreed to a waiver, provided we erect an ethical wall between the lawyers working on that client's matters and those proposed to represent the City in the work contemplated by this proposal.

Fasken has no known or potential conflicts to this representation.

Law Suits, Investigations, Administrative Proceedings

There are no lawsuits, investigations, or administrative proceedings of concern or that reflect on Carlton Fields' or Fasken's ability to represent the City, CRA or USD.

Proposed Fees and Team

Fees

The Team recognizes the City is extremely concerned about their legal spend on this Program. We view our relationships with clients as long-term partnerships. Accordingly, we are proposing blended rates for team members that correspond with their level of experience. We propose the blended rates stay in effect for the first 12 months of our engagement and thereafter would be subject to an annual review and adjustment as mutually agreed upon by the parties.

Blended Rates

Shareholder/Partners	\$495
Associates	\$375
Paralegals	\$225

These reduced rates, when combined with our utilization of lean staffing models, will deliver exceptional value to the City.

In addition, if the City would like to explore an alternative billing method to that which we are proposing, we are happy to discuss that with the City. We are certain we can reach a mutually acceptable billing arrangement with the City.

Team

The Team includes attorneys from both Carlton Fields and Fasken who are deeply familiar with the legal areas contemplated by this RFP. This includes the planning, negotiation, drafting and execution of all manner of agreements to plan, locate, design, construct, operate, and maintain projects such as the P3 projects being contemplated by the City. Our team also includes attorneys who understand public and private commercial finance and who regularly work with public and private clients in structuring funding facilities for such projects. Finally, our Team includes attorneys who are fully knowledgeable of all the governmental regulations and other requirements that will come into play and must be complied with on the various types of construction projects being contemplated by the City, including P3 projects.

We propose the following Team to assist the City with its program. The team includes two former local government attorneys for internal procurement, regulation, Sunshine Law, and public records compliance assistance, both of whom are board certified in city, county, and local government law. Biographies for the proposed team members follow.

Carlton Fields

Construction Contracts



George Meyer
Shareholder
Standard Rate \$760



Scott Pence
Shareholder
Standard Rate \$555



Cary Wright
Shareholder
Standard Rate \$605

Project Financing



Cristin Keane
Shareholder
Standard Rate \$735



Nathaniel Doliner
Shareholder
Standard Rate \$845



Mark Levinson
Shareholder
Standard Rate \$775



Scott Miller
Shareholder
Standard Rate \$750

Government Law & Consulting



Aaron Dunlap
Of Counsel
Standard Rate \$485



Kenneth Tinkler
Shareholder
Standard Rate \$535



Benjamin Stearns
Associate
Standard Rate \$435

Fasken



Brian Kelsall
Partner
Standard Rate \$900



Ella Plotkin
Partner
Standard Rate \$770



Sean Morley
Partner
Standard Rate \$730



Marc Lefler
Partner
Standard Rate \$630



Aaina Grover
Associate
Standard Rate \$330

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Financial and Consulting Firms with whom Fasken has collaborated in advising common P3 clients:

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Graeme Begg
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Diversity

Carlton Fields

Appreciation of diversity is one of our firm's core values and an integral part of our strategic plan. We know that legal professionals with diverse backgrounds enrich our work environment, add value to the legal services we provide, and enhance the overall culture of the firm. We take an active role in ensuring ample opportunity for our diverse talent to succeed and grow at the firm and in the legal profession. We support internal affinity groups for diverse employees and these active groups promote initiatives and opportunities within the firm, the legal profession, and our local communities.

Carlton Fields is proactive in recruiting, hiring, promoting, mentoring, and sponsoring a diverse talent pool including individuals of different races, genders, religions, sexual orientation and gender identity, disabilities, ethnicities, and national origin. Within the firm, diverse personnel hold many leadership positions. For example:

- Five of the firm's seven administrative directors are women, and the firm's Chief Executive Officer and Chief Diversity Officer are both diverse individuals.
- Six of the firm's eleven offices are headed or co-led by women and minority shareholders.
- The firm's board of directors is chaired by a minority male; more than 50% of the board members are diverse, and 30% are women.
- Ten of the firm's 14 internal committees are led or co-led by women, minority, or LGBTQ attorneys, including the compensation and executive committees.
- Half of the firm's practice groups are headed or co-led by women and minority attorneys.

Outside the firm, Carlton Fields is a member of the Leadership Council on Legal Diversity (LCLD), an organization of more than 250 corporate chief legal officers and law firm managing partners dedicated to creating a truly diverse U.S. legal profession. Our firm has sent a lawyer to the LCLD Fellows Program every year since its inception.

Our Chief Diversity Officer works directly with practice and industry group leaders and office managing shareholders to implement diversity initiatives, including staffing client teams and key matters with diverse teams. Work assignments on key client matters are reviewed to ensure diverse staffing. Our COO holds firm managers responsible for implementing results-oriented initiatives. An evaluation for managers measures key performance standards, including promoting diversity. The results are considered during performance reviews and help determine manager compensation.

We have many policies that improve the lives and careers of women, diverse attorneys, and staff.

- We provide domestic partner benefits, and our health insurance plan provides coverage for expenses related to gender reassignment surgery and services.
- Our comprehensive benefits include competitive parental leave policies for attorneys and professional staff who are primary or secondary caregivers.

- We offer alternative work schedule policies (AWS) for attorneys who may wish to spend all or part of their career at the firm in less than full-time capacity. Attorneys on an AWS are provided flexible work schedules and reduced hours. Associates can work at their own pace to progress to shareholder. Both associates and shareholders on AWS are provided the same opportunities to work on key client teams and serve on committees as full-time attorneys.

For more information about our firms' diversity and inclusion efforts please see our Diversity Brochure.

Fasken

Equity, Diversity and Inclusion (EDI)

In order to drive the development and sustained implementation of EDI programs, we provide ongoing training and education to firm members, and ensure that our efforts to remove barriers within the Firm are consistent and effective.

It is critical that our commitments are backed by appropriate expertise, resources and accountability. On January 4, 2021 we appointed Sandeep Tatla as Chief Equity, Diversity and Inclusion Officer. She reports directly to the Firm Managing Partner and is charged developing a sustainable and integrated strategy, supporting the re-invention of our firm-wide EDI committee, development and implementation of our EDI programs, processes and communications, reviewing our policies, programs and processes to remove barriers and systemic discrimination, and with developing and directing ongoing training and education programs.

Below are some of the firm wide initiatives taken by the Firm within our communities to advance a culture of equity, diversity and inclusion at the Firm:

- Fasken partners with **ICON Talent Partners** to create a scholarship program for incoming Black and Indigenous students attending Canadian law schools in the fall of 2021. The program is offering ten \$1000 scholarships in addition to mentorship from a Fasken lawyer and a career development opportunity at one of the firm's Canadian offices during the summer of 2021.
- Fasken is part of a newly formed partnership of 14 leading Canadian law firms that have committed \$1.75 million to the ground-breaking **Black Future Lawyers Program** (BFL). BFL provides support and engagement opportunities to Black undergraduate students who aspire to become lawyers. It was formed by the University of Toronto (U of T) Faculty of Law in January 2020 in collaboration with the school's Black Law Students' Association, its Black alumni, and the greater legal community.
- The firm's award-winning LGBTQ+ Affinity Group, Fasken Pride, focuses on increasing understanding and awareness of LGBTQ+ issues, promoting mentoring, professional development and retention of LGBTQ+ lawyers and staff, encouraging business development and networking.
- Fasken is one of the original law firms to commit to the **Mansfield Rule Pilot Project**.
- We signed on to the **BlackNorth Initiative** Law Firm Pledge, and this supports our firm-wide commitment to identify and remove structural barriers, eliminate bias, increase representation, and ensure that all racialized people feel a sense of belonging at Fasken. We have committed all the goals and targets within the Pledge. Including the following numerical goals:

- By 2025, a minimum of 3.5% of executive, board and/or senior leadership roles based in Canada being held by Black or visible minority leaders. We will look to ensure 3.5% of those roles are held by Black Leaders by 2030.
- By 2025, at least 5% of our student workforce is from the Black community.
- By 2025, at least 3% of firm-supported corporate donations and sponsorships to promote investment and create economic opportunities are in the Black community.
- We are a founding signatory of the Law Firm Diversity and Inclusion Network's Statement of Principles.
- We have partnered with **LifeSpeak**, to offer training and resources on racism, racial bias and discrimination. The Partnership Board and Management Team participated in Anti-Black and Anti-Indigenous racism training.
- We are currently working on the firm's Reconciliation Response Plan. This plan will be the firm's response to the Truth and Reconciliation Calls to Action. We will be looking at all these issues and how to integrate them with the other work we are doing, in particular with skills-based training in intercultural competency, conflict resolution, human rights and anti-racism.
- Education through guest speakers during EDI events and Diversity Day. For example, we invited Dr. Robert Livingston (Harvard University), a leading expert on the science underlying bias and racism.
- Fasken has signed the **Law Society's Diversity and Inclusion Charter**.
- We have assisted in the establishment of the **Canadian Aboriginal and Minority Supplier Council** and are an active member and supporter.

Attorney Biographies



NATHANIEL L. DOLINER

Shareholder
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Nat Doliner practices in the areas of mergers and acquisitions, corporate law, corporate governance, and joint ventures.

His extensive mergers and acquisitions and joint venture experience includes work for technology companies, manufacturing companies, electric utilities, telecommunications companies, hospitals, large physician practices, insurance carriers, broadcasting companies, retail internet businesses, food and beverage companies, food service and other wholesale distributors, veterinary specialty and emergency hospitals, companies in the building trades, and employee staffing businesses.

Nat has also handled numerous transactions involving public-private partnerships, infrastructure transactions, and sales and purchases of businesses in bankruptcy proceedings.

He advises boards of directors and special committees of boards of directors as to corporate governance issues.

Experience

- Numerous acquisitions all over the United States for large veterinary emergency and specialty medical company.
- Lease and sale of Citrus Memorial Hospital, Inverness, Florida.
- Lease and sale of Bert Fish Medical Center, New Smyrna Beach, Florida.
- Purchase of city of Sebring electric distribution system for Florida Power Corp.
- Purchase of Centurion Hospital, Tampa, Florida.
- Sale of manufacturer of aircraft components.
- Sale of television station, Atlanta metropolitan area.
- Formation of power plant co-ownership between Florida Power Corp. and Georgia Power.
- Purchase for publicly traded client of machinery control systems business.
- Numerous acquisitions for publicly traded client in the health care services industry.
- Numerous merger and acquisition transactions, mainly on the buy side, all over the United States for various clients engaged in the construction industry, such as concrete, lumber, roofing materials, carpeting, and cabinetry businesses.
- Sale of company that developed accounting systems for hospital-based physician groups.
- Sale of Manatee Memorial Hospital, Bradenton, Florida.

Credentials

Education:

- University of Florida College of Law (LL.M., 1977)
- Vanderbilt University Law School (J.D., 1973)
- George Washington University (B.A., 1970)

Admissions:

- Florida

- Sale of company in citrus flavorings business.
- Represented food service company in numerous transactions including distributorship agreements in Europe and South America.

Pro Bono

- General Counsel, Westshore Alliance, business development organization for the Westshore Business District in Tampa, Florida.

Insights

- "Federal Reserve Board Expands Main Street Lending Program," Carlton Fields (June 10, 2020)
- "Update on the Reserve Board's Main Street Program: Moves to Assist Larger Businesses," Carlton Fields (May 4, 2020)

Speaking Engagements

- "Merger and Acquisition Issues," Thomson Reuters Annual Federal Securities Institute, Miami, FL (2005–present)
- "A New Look at Earn-Out Provisions in M&A Agreements," ABA Business Law Section (2012)
- "M&A Agreements: Opportunities and Perils in Asset Acquisitions," Structuring and Documenting the Merger or Acquisition Transaction," Strafford Publications Inc. (January 2012)
- ABA 16th Annual National Institute on Negotiating Business Acquisitions, Miami (November 10–11, 2011)
- Annual Institute on Corporate, Securities, and Related Aspects of Mergers and Acquisitions, New York City Bar Association and Penn State Law, New York, NY (2007–2013)
- ABA Annual National Institute on Negotiating Business Acquisitions (1996–2008)
- KPMG Audit Committee Institute (2011–2013)
- "Is Your Business Considering Going Public? Planning, Execution, and Realization Are the Three Major Steps of Transforming From Private to Public," Becoming a Public Company, IPO Readiness Seminar (2010)
- "Cross Border Strategic Alliances," ABA Annual Meeting, Chicago, IL (August)
- "Ethical Issues in Merger and Acquisitions," Mergers and Acquisitions Institute, The University of Texas School of Law, Dallas, TX (2006)
- "Soured M&A Deals: What Happens When Bad Facts Surface Between Signing and Closing," ACC Annual Meeting, Chicago, IL (2004)
- ABA/Paris Bar Program on Corporate Governance, Paris (2004)
- "Effective Negotiating Strategies in Mergers and Acquisitions," ABA Business Law Section Corporate Counsel Conference, Washington, D.C. (June 2003)
- 25th Annual Conference on Securities Regulation and Business Law Problems, The University of Texas School of Law, Dallas, TX (2003)
- ABA International Institute on Mergers and Acquisitions, Paris (2002)
- Merger and Acquisition Panel, American Corporate Counsel/ABA Institute, Washington, D.C. (2002)

- "International Ventures for the Old and New Economies," ABA National Institute, San Francisco, CA (2000)
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Recognition

- AV Rated by Martindale-Hubbell
 - *Who's Who Legal: M&A and Governance* (2019)
 - Florida Super Lawyers, *Super Lawyers Magazine* (2017–2020)
 - *Chambers USA* (2003–2018)
 - *The Best Lawyers in America*
 - Corporate Governance Law, Corporate Law, International Mergers and Acquisitions, Mergers and Acquisitions Law, Securities/Capital Markets Law (2005–2021)
 - Tampa "Lawyer of the Year"
 - Corporate Governance Law (2011, 2014, 2017, 2021)
 - Securities/Capital Markets Law (2016)
 - Mergers & Acquisitions (2013)
-

Professional & Community Involvement

- American Bar Association
 - Chair, Business Law Section (2009–2010)
 - Chair, Mergers and Acquisitions Committee of the Business Law Section (1998–2002)
 - Editor in Chief, *The Business Lawyer*, published by the ABA Business Law Section (2007–2008)
 - American Bar Foundation
 - Fellow
 - American Law Institute
 - Florida Council on Economic Education Inc.
 - Board Chair
 - Florida Holocaust Museum
 - Board Member
 - Board Chair (2014–2016)
 - Hillel School of Tampa
 - President (2001–2003)
 - Museum of Science and Industry
 - Chairman of the Board (1999–2001)
 - Vanderbilt Law School
 - National Alumni Board (1997–1999)
-

Court Admissions

- Florida State Courts



AARON C. DUNLAP

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Aaron Dunlap brings a multifaceted perspective to advising his clients, including private developers, lenders, local land use clients, and businesses with interests in real estate or that regularly deal with state and local administrative agencies throughout Florida. Prior to joining Carlton Fields, Aaron worked for a Florida municipality, the Florida state land planning agency, and in private practice focused on real estate development, land use and zoning, and appearances before state agencies and local governments. His insider’s understanding of both private party and governmental priorities helps him find common ground and collaborate with stakeholders to craft solutions that benefit his clients.

Aaron’s experience includes representing clients on land use and zoning matters before elected officials and local governmental boards and commissions concerning real estate development matters, drafting zoning code and comprehensive plan amendments, and navigating the public hearing process in municipalities throughout Florida. Additionally, his state and local government experience also encompasses drafting legislation and ordinances, development agreements, working through the implementation of new legislation, and Florida Sunshine Law and Public Records Act matters.

His previous experience with the Florida Department of Economic Opportunity gives him special insight into state-level administrative workings and administrative actions, ranging from large-scale state land planning and real estate development issues such as sector plans, developments of regional impact (DRIs), the requirements and challenges to developing property in areas of critical state concern (ACSC), as well as handling the complexities of state and local agencies in obtaining real estate development entitlements and approvals.

On state administrative matters, Aaron can guide and facilitate discussions with state agency staff and leadership, draft legislation, and provide strategy and representation in government grants and contracting, procurement issues, and Chapter 120 administrative hearings before the Division of Administrative Hearings (DOAH).

Aaron also has significant litigation and appellate experience in handling land use and real estate litigation on issues as varied as disputes between developers and municipalities, large-scale land use and zoning litigation, matters involving developer rights, homeowner and condominium association documents, restrictive covenants, and Public Records Act matters.

Aaron is board certified in City, County, and Local Government Law by The Florida Bar.

Credentials

Education:

- University of Miami School of Law (J.D., cum laude, 2007)
- University of Miami (B.A., cum laude, 2004)

Admissions:

- California
- Florida

Experience

Land Use and Development

- Advise clients on land use regulations related to their property and options available for their project plans, including on issues impacting zoning matters, areas of critical state concern, and state and local approval processes for comprehensive plan amendments.
- Represent clients in matters ranging from local government enforcement of water reuse agreements, property owner cross-access and parking agreement disputes, and property owner disputes with local governments over demarcations of environmentally sensitive areas.
- Significant experience in land use and real estate development litigation against local governments, homeowners and condominium associations, and neighboring property owners.
- Significant experience with comprehensive plan consistency challenges and writ of certiorari petitions challenging or defending development approvals.
- Assist clients with variances, special approvals, administrative determinations, property, code enforcement issues, and other local approvals.
- Assist clients with legislative and state statutory interpretation and applicability.
- Represented local government in complete rewrite of local land development regulations, zoning code, and additional comprehensive plan amendments.
- Routinely provide land use counsel related to large-scale development projects throughout Florida for due diligence purposes and feasibility investigations.

State and Local Administrative Representation

- Represented state agency as lead counsel in a Chapter 120 administrative hearing before the Division of Administrative Hearings (DOAH). Hearing involved a comprehensive plan consistency challenge to a development approval in an environmentally sensitive area of critical state concern.
- Lead counsel in multiple administrative actions challenging comprehensive plan changes or development orders under Chapter 120 for administrative hearings before DOAH that ultimately settled prior to issuance of a recommended or final order.
- Advised local government procurement department on RFPs, RFQs, and bid selections.
- Advise and represent client interests before Florida state agencies in capacity of lobbying agencies, facilitating discussions with agency staff, and working with agencies to accomplish client goals.
- Legislative and statutory tracking, interpretation, and statutory drafting in conjunction with state-level legislative lobbying efforts.

Homeowners' Association, Condominium Association, Community Development Districts

- Advise clients on applicability and interpret provisions of master community documents, existing homeowners' association documents, condominium association documents, and commercial mixed-use restrictive covenants, including significant litigation experience.
- Provide analysis to prospective developer clients on outstanding community development district (CDD) documents.

Public Records and Sunshine Law

- Represented state agency in public records litigation and successful appeal to overturn attorney fee award against agency. (*Dep't of Economic Opportunity v. Consumer Rights, LLC*, 181 So 3d. 1239 (Fla. 1st DCA 2016)).

- Draft and tailor public records requests to all Florida state and local agencies and governmental bodies in order to obtain relevant documents for clients' particular needs.
- Assist clients in determining scope and applicability of public records laws to documents submitted to government for applications, grant applications, and other submissions, including applicability of statutory exemptions and exclusions.

Insights

- "Texas Federal District Court Overturns CDC Eviction Moratorium," Carlton Fields (March 5, 2021)
- "Gov. DeSantis Signs Law to Address Emotional Support Animals in Housing," Carlton Fields (July 6, 2020)
- "Florida Legislature and Governor DeSantis Ease Path to Approve Affordable Housing," Carlton Fields (June 11, 2020)
- "Who Is in Charge? A Pandemic Primer on Government Authority," Carlton Fields (March 25, 2020)
- "Florida Local Governments Cancel Public Hearings Due to Novel Coronavirus (COVID-19)," Carlton Fields (March 18, 2020)
- "COVID-19's Impact on Building and Development Permits," Carlton Fields (March 17, 2020)
- "Surtax in Gridlock – The Saga of Hillsborough County's Transportation Surtax Reaches the Florida Supreme Court," Carlton Fields (February 4, 2020)
- "Legislation Impacts Citizen Petitions for Florida Constitutional Amendments," Carlton Fields (June 10, 2019)
- "Florida Governor Ron DeSantis Proposes Expansion of Schools of Hope Charter Schools into Opportunity Zones," Carlton Fields (March 2019)
- "Multiple Bills Filed in Florida Legislature to Limit or Repeal the Florida Constitution Revision Commission," Carlton Fields (January 16, 2019)
- "Former Florida Supreme Court Justice Challenges 6 Proposed Florida Constitutional Amendments," Carlton Fields (August 14, 2018)

Speaking Engagements

- "Avoiding Public Hearing Pitfalls: Preparation, Presentation, and Legal Challenges," Florida Environmental Network's 34th Annual Environmental Permitting Summer School, Marco Island, FL (July 21, 2020)
- "Opportunity Zones: Maximizing Municipal Benefits Through Long-Range Planning," The Florida Bar's 43rd Annual Local Government Law in Florida Conference (July 17, 2020)
- "Coastal Issues and Shoreline Management," The Seminar Group, Miami, FL (May 7–8, 2020)
- "Avoiding Public Hearing Pitfalls: Preparation, Presentation, and Legal Challenges," Florida Environmental Network's 33rd Annual Environmental Permitting Summer School, Marco Island, FL (July 19, 2019)
- "Strategizing, Handling, and Defending Clients' Interests at Local Quasi-Judicial Proceedings," Florida Environmental Network's 32nd Annual Environmental Permitting Summer School, Marco Island, FL (July 20, 2018)

- "Planning for Sector Plans," The Florida Bar's City, County, and Local Government Law Section Land Use Seminar, Orlando, FL (May 5, 2016)
-

Professional & Community Involvement

- The Florida Bar
 - The State Bar of California
 - California Lawyers Association
 - Palm Beach County Bar Association
-

Court Admissions

- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, Northern District of Florida
- U.S. District Court, Southern District of Florida



CRISTIN CONLEY KEANE

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Cristin Keane has extensive and varied experience with closely held businesses, high net worth individuals, and not-for-profit organizations. Cristin's experience with closely held businesses includes limited liability company and S corporation agreement negotiation and drafting, succession planning, federal income and estate tax matters, ISO and nonqualified stock option plan analysis and drafting, and Section 409A deferred compensation analysis. She represents individuals with respect to their wealth and estate planning needs, particularly with respect to estates containing business interests. Her representation of not-for-profit organizations includes all facets of federal income taxation and state taxation, as well as contract matters and governance issues.

Cristin has experience in drafting a variety of corporate and unincorporated entity agreements, including shareholders' agreements, partnership agreements, limited liability company operating agreements, distribution agreements, bylaws, redemption agreements, and limited liability company membership interest assignment agreements. She also advises and assists not-for-profit organization clients with preparation of organization documents and corporate governance policies, federal and state tax exemptions and compliance, regulatory agency and reporting requirements, and the creation of donor-advised funds and endowments.

Cristin is board certified in Tax Law by The Florida Bar, and she was a visiting assistant professor at the University of Florida Graduate Tax Law Program.

Credentials

Education:

- University of Florida College of Law (LL.M., 1998)
- University of Florida College of Law (J.D., 1997)
- Duke University (B.A., 1994)

Admissions:

- Florida

Experience

- Structured the merger of nationally recognized tax-exempt public charities.
- Created estate and business succession plans for founders of highly successful businesses.
- Represented charter schools throughout Florida in obtaining federal tax-exempt status.
- Represented multiple national construction companies in negotiating and structuring joint ventures with total contract values exceeding \$200 million.
- Restructured a mid-size cardiology group.
- Served as tax counsel to Florida-based reinsurance company in significant domestic and foreign tax matters.
- Drafted foreign distributor agreements for major international food service corporation.

Pro Bono

- SCUBAnauts International Inc. – Prepared original tax exemption and group tax exemption application.
- Brad Richards Foundation Inc. – Prepared organizational documents and tax exemption application.
- Kids for Life Inc. – Prepared organizational documents and tax exemption application.
- Angel of Hope Memorial Garden, Tampa Bay Inc. – Prepared organizational documents and tax exemption application.
- We Feed the Hungry Inc. – Prepared organizational documents and tax exemption application.
- One Here ... One There Inc. – Prepared organizational documents and tax exemption application.
- Westshore Alliance Inc. – Assisted with exemption application for low-income housing project and formation of community land trust.
- Florida Gulf Coast Chapter of the U.S. Green Building Council – Reviewed bylaws and corporate governance structure.

Insights

- "COVID-19 – Tax and Other Relief for Not-for-Profit Organizations," *Tax of Life*, Carlton Fields (April 14, 2020)
- "IRS Provides Wide-Reaching Extensions for Tax Filings and Payments, as well as Other Time-Sensitive Actions, Including Section 1031 Identification and Replacement Deadlines," *Tax of Life*, Carlton Fields (April 14, 2020)
- "COVID-19: CARES Act and FFCRA Tax Provisions," *Tax of Life*, Carlton Fields (April 14, 2020)
- "Florida Governor Ron DeSantis Proposes Expansion of Schools of Hope Charter Schools into Opportunity Zones," Carlton Fields (March 2019)
- "Qualified Opportunity Zones vs. 1031," *The Tax of Life*, Carlton Fields (January 30, 2019)
- "Seizing the Opportunity with Qualified Opportunity Zones," *The Tax of Life*, Carlton Fields (January 30, 2019)
- "IRS Issues Interim Guidance on Certain 2017 Tax Act Changes Affecting Exempt Organizations: Excess Remuneration and Parachute Payments Excise Tax," *The Tax of Life*, Carlton Fields (January 3, 2019)
- "The Hidden Cost of Settling a Qui Tam Claim," *The Tax of Life*, Carlton Fields (June 20, 2018)
- Co-Author, "U.S. Pre-Immigration Tax Planning," Carlton Fields Web Resource (January 2016).
- Co-Author, "Expansion of Fiduciary Duties Will Impact Florida LLCs – Is it Time to Update Your Operating Agreement?," Carlton Fields Client Alert (June 2015).
- "The Time Has Come: Are You Familiar With Florida's New Revised Limited Liability Company Act?," Carlton Fields Client Alert (January 2015).
- "Partnership Tax 101: Capital Accounts and Basis," co-authored with Sankeetha Selvarajah, Selvarajah Law, American Bar Association Business Law Section (April 2013).

- “The Qualified Income Offset, Or, The Answer To ‘Why Do We Have All This Tax Stuff In Here?’”, co-authored with Thomas E. Rutledge, Stoll Keenon Ogden PLLC, American Bar Association Business Law Section (April 2013).
- “Executive Compensation: What is Taxable ... and When?”, Association of Corporate Counsel, West Central Florida Chapter Newsletter (2013).
- “Tax Alert: Administration’s Proposal Regarding Grantor Trusts,” Carlton Fields Client Alert (March 21, 2012).
- Co-Author, “Tax Alert: Administration’s Proposed Tax on Dynasty Trusts,” Carlton Fields Web article (2012).
- “Tax-Exempt Organizations – Common Legal Issues and Traps for the Unwary,” BNA’s Tax Management, Estates, Gifts and Trusts Journal (November 2011).
- Co-author, “IRS Guidance on Offshore Voluntary Disclosures: Further Refinements,” Tax Notes International at 595 (May, 2009).
- “The New Tax Lawyer’s Perspective,” The Florida Bar Tax Section Bulletin (February 2005, September 2004, and June 2004).
- Co-Author, “Florida Bar Practice Manual for Limited Liability Companies in Florida,” First Edition (Summer 2004).

Speaking Engagements

- “2018 Tax Act for the Real Estate Lawyer,” ABA Real Property, Trust, and Estate Law Section (February 1, 2018)
- “Unwinding the Myth of the Capital Account” ABA Business Law Section (April 2013)
- “Common Legal Issues and Traps for the Unwary Nonprofit Board Member,” Community Foundation of Tampa Bay (February 2013)
- “Equity Compensation Tax Issues: Section 83,” The Florida Bar Tax Section (February 2013)
- “What RPPTL Lawyers Need to Know About Business Entities: Selection, Function, and Utilization,” The Florida Bar Real Property, Probate, and Trust Law Section (December 2012)
- “Charitable Giving as Part of Your Estate Plan,” Equality Florida Legacy Society (October 2012)
- “LLCs and Corporations: Corporate Counsel Fundamentals,” Association of Corporate Counsel, West Florida Chapter (August 2012)
- “Policy Implications of the Uniform Prudent Management of Institutional Funds Act,” Crowe Horwath Webinar (February 2012)
- “Nonprofit Organization Mergers,” Tampa Bay Healthcare Collaborative (February 2012)

Recognition

- Board Certified in Tax Law by The Florida Bar
- AV Rated by Martindale-Hubbell
- Gerald T. Hart Outstanding Tax Attorney of the Year Award, Tax Section of The Florida Bar (2019)
- *The Best Lawyers in America*

- Closely Held Companies and Family Businesses Law, Nonprofit/Charities Law, Tax Law (2015–2021)
- Tampa "Lawyer of the Year"
 - Nonprofit/Charities Law (2017, 2021)
 - Closely Held Companies and Family Businesses Law (2016, 2018, 2020)
- *Chambers USA*, Tax (2006–2018)
- Florida Legal Elite, *Florida Trend Magazine* (2006–2007, 2014)
- Florida Super Lawyers, *Super Lawyers Magazine* (2013–2020)
- Florida Rising Stars, *Super Lawyers Magazine* (2009, 2011–2012)

Professional & Community Involvement

- American Bar Association
 - Business Law Section
 - LLCs, Partnerships, and Unincorporated Entities Committee, Membership Committee Co-Chair (2007–present)
 - Tax Law Section
- American College of Tax Counsel
 - Fellow
- The Florida Bar
 - Tax Section
 - Chair (2014–2015)
 - Chair-Elect (2013–2014)
 - Co-Director, Long Range Planning Committee (2010–2012)
 - Co-Director, Educational Programs Division (2005–2006)
 - Co-Director, Section Administration Division (2003–2005)
 - Assistant Director, Federal Tax Division (2002–2003)
 - Vice Chair, New Tax Lawyers Committee (2002–2003)
 - Assistant Chair, C-Corporations Subcommittee, Federal Tax Division (2002–2006)
 - Real Property, Probate, and Trust Law Section
 - Chair, Real Estate Structures and Taxation Committee (2014–2015)
- Florida Revised Uniform Limited Partnership Act (legislation enacted in 2005)
 - Drafting Committee
- Duke University Alumni Admissions Advisory Committee of Hillsborough County
- Hillsborough County Bar Association
 - Business Law Section
 - Tax Law Section
- IRS Tax Exempt/Government Entity (TE/GE) Council, Gulf Coast Area
- Volunteer Income Tax Assistance Program

- Volunteer (1997 and 1998)
 - Faculty Advisor (1999)
-

Court Admissions

- Florida State Courts
- U.S. Tax Court



WILLIAM MARK LEVINSON

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Mark Levinson has decades of broad, sophisticated transactional experience structuring and closing projects and managing litigation strategies in a timely manner. Mark is known for his effective and practical negotiating approach as he routinely structures and leads transactional matters in a cost-effective manner. He is recognized for appreciating what drives parties in a transaction and where agreement resides, enabling his clients to achieve their goals.

In counseling clients, Mark routinely represents clients ranging from public companies to private equity to governments and individuals on a variety of business challenges and arrangements. Mark routinely leads in structuring and executing on a range of transactions, including consumer M&A, capital market, real estate (acquisition, disposition, and syndication across a range of asset classes), commercial, and real estate and public finance (as lender, bond, underwriter, trustee, and developer counsel), and in charter school and governmental infrastructure and P-3 financing, cannabis, and transaction and finance workouts from beginning to end.

Mark focuses on communication to achieve client goals by first listening to clients. He develops practical strategies to achieve goals and solutions to position a transaction for execution in a timely manner, all with the goal to work with other transaction participants in a cooperative fashion.

Mark's practice impacts securities law, capital markets, real estate, financing, litigation, labor, and other emerging areas. In California and across the United States, his work across industries includes real estate (multifamily, industrial, office), consumer, cannabis, governmental, charter school, media, technology, and involvement with boards and committees in a variety of matters. His understanding and ability to see a challenge from all sides frequently reinforces his position when working with company leadership as a trusted legal adviser.

Mark is active in the Los Angeles community and serves as the president of the U.S.-Mexico Chamber of Commerce California Regional Chapter, a prominent binational organization that promotes trade and investment between the United States and Mexico. He is also a board member of the Coalition for Engaged Education, an organization that supports at-risk youth education; a trustee of National Jewish Health, a leading pulmonary research hospital; and a member of the Cedars-Sinai Board of Governors.

Credentials

Education:

- Yeshiva University Benjamin N. Cardozo School of Law (J.D., 1981)
- Brandeis University (B.A., 1978)

Admissions:

- California
- New York

Insights

- "Cannabis Real Estate Lease and Management Considerations," *C-Suite Quarterly Magazine* (2019)

- "Weighing the Variables Involved in M&A Deals—From Lawyers to Investment Bankers, Tax Considerations and Employees," *C-Suite Quarterly Magazine* (2017)

Speaking Engagements

- "USMCA Implications for the Manufacturing Sector and the North American Supply Chain," United States-Mexico Chamber of Commerce California Regional Chapter (July 7, 2020)
- ROTH Capital Partners Conference
- "Lessons the World Can Learn From China After Lifting Their Lockdown, Reopening Their Economy and Business Is Back to 'Normalcy,'" United States-Mexico Chamber of Commerce California Regional Chapter (April 20, 2020)
- "Menches Helping Menches: Sharing Best Practices With JNF's Commercial Real Estate Leadership," (April 7, 2020)
- "Closing the Border Due to COVID-19, Reality, Economic Implications for United States and Mexico," United States-Mexico Chamber of Commerce California Regional Chapter (March 30, 2020)
- "COVID-19 Roundtable on US-MX-Asia Business Implications," United States-Mexico Chamber of Commerce California Regional Chapter (March 12, 2020)
- "Corporate Restructuring," Association for Corporate Growth, Los Angeles, CA (2009)
- "Sponsor Blowup, Bankruptcy and Workout of a TIC: How Would It Impact the Industry," IMN's Fourth Annual Tenant-in-Common Transaction Forum, New York, NY (December 10–11, 2007)
- "Structuring TIC Transactions: Regulatory, Legal, and Tax Issues," IMN's Fourth Annual Tenant-in-Common Transaction Forum, New York, NY (December 10–11, 2007)
- Tenant-in-Common Investment Property Roundtable
- "Fractionalized Ownership," Los Angeles Real Estate Journal

Recognition

- "Who's Who in Real Estate Law" Award, *Who's Who Legal*
- National Jewish Health Humanitarian Award (2012)

Professional & Community Involvement

- United States-Mexico Chamber of Commerce
 - Board Member (2013–present)
- Benjamin N. Cardozo School of Law
 - Dean's Advisory Council (2010–present)
- Brandeis University
 - President's California Council (2011–present)
- Cedars-Sinai Board of Governors (2010–present)
- National Jewish Health
 - Council of National Trustees (2012–present)
- New West Symphony

- Second Vice President, Executive Board (2012–present)
- USC Institute for Corporate Counsel
 - Advisory Board (2020–2022)



GEORGE J. MEYER

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George Meyer is a construction and real estate lawyer with extensive experience representing owners, developers, contractors, and designers on large, complex development projects. He handles all types of construction and real estate transactions. That transaction experience includes the preparation, negotiation, awarding, closing, and administration of development agreements, construction contracts, design-build contracts, construction management agreements, purchase and sale contracts, option agreements, easements, leases, operating and maintenance agreements, and project financing facilities.

George has worked on major projects all across the country, including many stadiums, arenas, ballparks, convention centers, airports, hospitals, education facilities (primary, secondary, university, and research), hotels, casinos, commercial office and retail, residential (single and multifamily), mixed use, water and sewer treatment systems, processing plants, manufacturing and shipping facilities, pipelines, refineries, and railroads. A few of his projects include Citi Field (Mets MLB ballpark), Miami Art Museum, Heinz Field (Pittsburgh Steelers NFL stadium), Orlando Magic NBA arena, Detroit Red Wings NHL arena, Florida Aquarium, San Antonio Military Medical Center, CityScape (Phoenix mixed-use project), Ritz Carlton/JW Marriott Desert Ridge and Grande Lake Resorts, Florida Marlins ballpark, Twin Arrows Casino project, Atlanta Falcons stadium, Roma soccer stadium (Rome, Italy), and Los Angeles Rams stadium. He has helped clients resolve all manner of contract claims and disputes, including design and construction deficiencies, delay claims, change orders, additional services, construction liens, and bond and insurance claims.

George is board certified in Construction Law by The Florida Bar and is a fellow of the American College of Real Estate Lawyers and the American College of Construction Lawyers. He is consistently rated by *Chambers USA* and the *Legal 500* as one of the top construction lawyers in Florida, including previously being named by the *Legal 500* as one of the top 10 construction lawyers in the country. He is consistently included in Florida Super Lawyers, *The Best Lawyers in America*, *The International Who's Who of Business Lawyers*, and *Florida Trend's* Florida Legal Elite. He has served as chair of the ABA's Forum on Construction Law and chair of the Real Property, Probate and Trust Law Section of The Florida Bar. He is the recipient of the RPPTL Section's Construction Law Committee's 2012 Lifetime Achievement Award.

One commenter remarked in *Chambers USA*, a leading guide to the legal profession, that "he has had a hand in some major, major construction projects, such as baseball stadia. He has a unique set of qualifications and skills, which put him in the top tier."

George is the co-chair of the firm's Construction Industry Group.

Credentials

Education:

- University of Tulsa College of Law (J.D., with honors, 1985)
- State University of New York at Stony Brook (B.S., 1978)
- State University of New York at Stony Brook (B.A., 1974)

Admissions:

- Florida

Experience

George has extensive experience with developing standard form design and construction contracts for various owners, developers, and contractors. In addition, he has a wide range of experience in multiple Florida counties, school districts, and state agencies. He has been involved in large projects, which include well-known arenas, stadiums, convention centers, and more. Below is a representation of his larger projects:

Airports

- Detroit Metropolitan Airport Midfield Terminal
- Fort Lauderdale-Hollywood International Airport – Southwest Terminal expansion
- San Juan Airport renovation and expansion
- New Louis Armstrong
- New Orleans Terminal
- Panama City-Bay County International Airport

Stadiums and Arenas

- American Airlines Center
- State Farm Stadium (Arizona Cardinals)
- Mercedes-Benz Stadium (Atlanta Falcons)
- Comerica Park (Detroit Tigers)
- Marlins Park (Miami Marlins)
- Tropicana Field renovations (Tampa Bay Rays)
- Ford Field (Detroit Lions)
- Heinz Field (Pittsburgh Steelers)
- Arena Theatre in Houston, Texas
- Dodger Stadium renovations (LA Dodgers)
- Citi Field (New York Mets)
- Miller Park (Milwaukee Brewers)
- Amway Center (Orlando Magic)
- Oracle Park (San Francisco Giants)
- Raymond James Stadium (Tampa Bay Buccaneers)
- T-Mobile Park (Seattle Mariners)
- Busch Stadium (St. Louis Cardinals)
- Amalie Arena (Tampa Bay Lightning)
- Nationals Park (Washington Nationals)
- Los Angeles Stadium at Hollywood Park (Los Angeles Rams and Los Angeles Chargers)

Convention Centers

- Kentucky International Convention Center
- McCormick Place Convention Center expansion
- Orlando Orange County Convention Center expansion

- Washington State Convention Center

Additional Large-Scale Projects

- FDOT I4 Ultimate I Project
- Mount Sinai Medical Center Surgical Tower
- Tampa Bay Water's capital expansion program
- Tri-Rail parallel track project
- Destination resort hotel complexes and casinos
- Condominium and timeshare projects
- Mixed-use projects
- Florida Aquarium
- Manufacturing facilities and plants
- MLB spring training facilities
- Orange County Public Schools' capital expansion program
- Trans-Pacific Ocean fiber cable relocation

Pro Bono

- Ronald McDonald Houses of Tampa Bay and for the Greater Tampa Chamber of Commerce – various matters.

Insights

- "Owner COVID-19 Construction Project Considerations," Carlton Fields (April 20, 2020)

Speaking Engagements

- "Drafting Joint Venture Agreements: Keys to Structuring Real Estate and Construction Deals," ALI (January 14, 2021)
- "Impact of COVID-19 on Construction Contracts," Hartford Insurance Construction Industry Advisory Board (September 17, 2020)
- "Construction Contracts," Construction Law Certification Review Course, Real Property, Probate and Trust Law Section of The Florida Bar (March 7, 2019)
- "Killer Contract Clauses," American College of Construction Lawyers (February 23, 2019)
- "Changes to AIA Contract Documents and ConsensusDocs," The Seminar Group, Miami, FL (May 17, 2018)
- "Construction Contracts," Construction Law Certification Review Course, Real Property, Probate, and Trust Law Section of The Florida Bar (March 8, 2018)
- "Liability Risk Management on Large Sporting Facilities," American College of Construction Lawyers (February 24, 2018)
- "Overly Aggressive Contract Provisions" American College of Construction Lawyers (February 23, 2018)

- "Construction Contracts," Construction Law Certification Review Course, Real Property, Probate, and Trust Law Section of The Florida Bar (March 9, 2017)
- "Alternative Project Delivery Programs," Annual Construction Law in Florida, The Seminar Group, Miami, FL (October 13–14, 2016)
- "Construction Contracts," Construction Law Certification Review Course, Real Property, Probate, and Trust Law Section of The Florida Bar (March 10, 2016)
- "Teaming and Joint Venture Agreements," Annual Construction Law in Florida, The Seminar Group, Miami (October 15–16, 2015)
- "Construction Contracts," Construction Law Certification Review Course, Real Property, Probate, and Trust Law Section of The Florida Bar (March 12, 2015)
- "Drafting Joint Venture Agreements," New York County Lawyers Association (April 21, 2015)
- "Avoiding Common Mistakes With Construction Bonds: Or What You Don't Know About Construction Bonds Can Hurt You," ACREL/ALI (April 21, 2015)
- "Integrated Project Delivery and Teaming Agreements," ACI Second National Forum on Construction Claims and Litigation, New York, NY (February 24, 2015)
- "AIA Contracts," Lorman Education Services, Sarasota and Tampa, FL (October 2014)
- "ABCs of Construction Contracting/Creating a Contract You Can Live With," The Seminar Group, Miami, FL (October 23, 2014)
- "When to Call in the Reinforcements," ABA Forum on Construction Law Annual Meeting, New Orleans, LA (April 10, 2014)
- "Construction Contracts," The Florida Bar Advanced Construction Law Certification Course, Orlando, FL (March 20, 2014)
- "ABCs of Construction Contracting/Creating a Contract You Can Live With," The Seminar Group, Miami, FL (October 16, 2013)
- "In the Eye of the Beholder/Project Delivery Methods From Different Points of View," The Florida Bar Construction Law Institute, Orlando, FL (March 8, 2013)
- "3D Movies, 3D Glasses, 3D Construction: Rocking the Construction Industry With BIM and IPD," American College of Real Estate Lawyers, Chicago, IL (October 20, 2012)
- "Construction Law From a General Contractor's Perspective," The Seminar Group, Orlando, FL (August 10, 2012)
- "Large Venue Projects: Major Elements of Project Closeout," The Florida Bar Construction Law Institute, Orlando, FL (March 23, 2012)
- "AIA Contracts," Lorman Education Services, Tampa, FL (October 6, 2011)
- "Construction Issues," Florida Legal Education Association's Real Estate Team Seminar, Tampa, FL (April 16, 2010)
- "Analyzing Construction Documents: Uncovering the Hidden Gems," The Florida Bar Construction Law Institute, Orlando, FL (April 9, 2010)
- "Overview and Agreement Forms" and "B101 Architectural Agreement," Lorman Education Services, Tampa, FL (May 13, 2009)
- "AIA B101-2007: A Discussion of Significant Changes to the Owner/Architect Contract," The Florida Bar Construction Law Institute, Orlando, FL (March 2008)
- "New AIA Documents," ABA Real Property, Trust, and Estate Law Section Spring Symposium, Washington, D.C. (May 2008)

- “Overview and Agreement Forms” and “B101 Architectural Agreement,” Lorman Education Services, Kissimmee, FL (May 2008)
- “Overview and Agreement Forms,” Lorman Education Services, Tampa, FL (April 2007) and Orlando, FL (May 2007)
- “Architectural Agreement,” Lorman Education Services, Tampa, FL (April 2007) and Orlando, FL (May 2007)
- “Additional Insured Forms – Are You Covered?,” U.S. Shopping Center Law Conference, International Council of Shopping Centers, Orlando, FL (October 25, 2006)
- "Looking into the Crystal Ball: Possible Changes to the Next Generation of AIA Documents," ABA Joint Fall CLE Meeting, Section of Taxation and Real Property, Trust and Estate Law Section, Denver, CO (October 20, 2006)
- "Looking into the Crystal Ball: Possible Changes to the Next Generation of AIA Documents," ABA Real Property, Trust, and Estate Law Section (December 2006)
- “Florida Construction Lien Law Today,” Annual Attorneys’ Title Insurance Fund Assembly, Orlando, FL (May 2006)
- "AIA Contract Documents," overview of AIA contract documents and detail review of standard agreement forms and B141 architectural contract, Lorman Education Services, Tampa, FL (April 2006) Orlando, FL (May 2006) Sarasota, FL (August 2006)
- "Internet-Based Project Management for Large Construction Projects," American College of Real Estate Lawyers Midyear Meeting, Tucson, AZ (March 2005)
- "AIA Contract Documents," overview of AIA contract documents and detail review of standard agreement forms and B141 architectural contract, Lorman Education Services, Tampa, FL (April 2005) and Orlando, FL (May 2005)
- "AIA Document Review," Lorman Education Services (April 2004)
- "Florida Construction Lien Law," Real Estate Certification Review Class, Real Property, Probate, and Trust Law Section of The Florida Bar (April 2004)
- "Electronic Real Estate Transactions," ABA Techshow (March 2004)
- "Web-Based Project Management," ABA Real Property, Trust, and Estate Law Annual Meeting, (July 2003)
- "Florida Construction Lien Law," Real Estate Certification Review, Real Property, Probate, and Trust Law Section of The Florida Bar (April 2003)
- “The Good, the Bad and the Ugly About Standard Form Contracts: The Owner’s and Designer’s Points of View,” 41st Annual Meeting of Invited Attorneys (June 2002)
- "Florida Construction Lien Law Today," Real Estate Certification Course, The Florida Bar (April 2002)
- ABA 2001 Annual Meeting Group H, Mixed-Use Developments – Hotels, Golf Courses & Resort Amenities (August 2001)
- "Florida Construction Lien Law Today," Real Estate Certification Course, The Florida Bar (April 2001)
- "Florida Uniform Building Code Legislative Update," Real Property, Probate, and Trust Law Section of The Florida Bar (July 2000)
- “Design-Build for Transportation,” Design-Build Institute of America (March 2000)
- “Statutory Award Procedures for Public Contracts,” Construction Law Seminar, Real Property, Probate, and Trust Law Section of The Florida Bar (October 1999)
- "Enforcement Issues for the Real Property Practitioner," The Florida Bar (March 1999)

- "Junior Lien Holders, Lien Foreclosures in Florida," Real Estate Litigation Seminar, Real Property, Probate, and Trust Law Section of The Florida Bar (October 1998)
- "Florida Real Property Legislative Update," Annual Legislative and Case Law Update, Real Property, Probate, and Trust Law Section of The Florida Bar (July 1998)
- "Public Agency Purchasing Requirements," Florida Association of Public Purchasing Officers (May 1998)
- "Construction Law Seminar," Real Property, Probate, and Trust Law Section of The Florida Bar (May 1998)
- "Public Owner Construction Documents," standard form construction documents from an owner's perspective, ABA Forum on Construction Law (April 1998)
- "Construction Law and Contract Document Consideration," professional liability and ethics, University of South Florida's College of Engineering (1998–2000)

Recognition

- Board Certified in Construction Law by The Florida Bar
- AV Rated by Martindale-Hubbell
- Robert C. Scott Memorial Award, The Florida Bar's Real Property, Probate, and Trust Law Section (2016)
- Lifetime Achievement Award, The Florida Bar Construction Law Committee (2012)
- *Who's Who Legal*, Construction (2020)
- *Who's Who Legal: Florida*, Construction (2020)
- *Chambers USA* (2002–2018)
- Florida Super Lawyers, *Super Lawyers Magazine* (2006–2020)
- *The Best Lawyers in America*
 - Construction Law, Real Estate Law (2006–2021)
 - Tampa "Lawyer of the Year"
 - Construction Law (2016, 2019, 2021)
- Florida Legal Elite, *Florida Trend Magazine* (2009–2010, 2012–2016)
- *Legal 500*, Real Estate and Construction (2014)
- "Leading Lawyer," *The Legal 500* (2011)
- *The International Who's Who of Business Lawyers*, Construction (2007–2016, 2018–2019)
- John Arthur Jones Annual Service Award, The Florida Bar's Real Property, Probate, and Trust Law Section (2001)

Professional & Community Involvement

- American College of Construction Lawyers
 - Fellow
 - Board of Governors (2020–present)
- American College of Real Estate Lawyers
 - Fellow

- American Bar Association
 - Past Chair, Forum on Construction Law
 - Past Chair, Steering Committee for the Owners and Lenders Division
 - Past Chair, Special Programs and Education Committee
 - Past Chair, Membership Committee
 - Real Property, Trust, and Estate Law Section
 - Past Chair, Design and Construction Law Committee
 - The Florida Bar
 - Past Chair, Real Property, Probate, and Trust Law Section
 - Legislative Review and Title Insurance Committees
 - Member and Past Chair, Construction Law Committee
 - Past Member, Construction Law Certification Committee
 - Florida Engineering Society
 - Past Chair, Legislative Committee
 - Hillsborough County Bar Association
 - Member and Past Chair, Real Property, Probate, and Trust Law Section
 - Ronald McDonald House Charities of Tampa Bay
 - Past Board Member and President
 - Greater Tampa Chamber of Commerce
 - General Counsel (2000–2001)
-

Court Admissions

- Florida State Courts
- U.S. District Court, Middle District of Florida
- U.S. Supreme Court



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Scott Miller's commercial real estate practice involves representation of institutional investors of all types, including insurance companies, pension funds and pension advisers, banks, funds, and national and local real estate developers. Scott has experience with front-end mortgage financing, property acquisitions and dispositions, joint venture arrangements, development work, leasing, hotel development and management, loan workouts, distressed real estate negotiations, and real estate bankruptcies.

Scott handles all types of asset classes, including offices, multifamily apartments, residential and commercial condominiums, ground leased parcels, industrial facilities, age-restricted developments, hotels, restaurants, and other institutionally held projects.

In addition, Scott has experience with capital markets transactions including CMBS and CLO transactions, resecuritizations, preferred equity, and other transactions.

He is a member of the Town Plan and Zoning Commission for Glastonbury, Connecticut, and the former chairman of the Zoning Commission for Marlborough, Connecticut.

Credentials

Education:

- Boston University School of Law (J.D., 2002)
- Boston University (MBA, 2002)
- University of Pennsylvania (B.A., 1998)

Admissions:

- Connecticut
- New York

Experience

- Represented a national life insurance company on multiple industrial portfolio mortgage loans totaling more than \$1.1 billion of loan proceeds and secured by almost 100 properties in 19 different states.
- Represented a national life insurance company in connection with a \$330 million mortgage loan secured by a 55-story multifamily residential tower located in Brooklyn, New York.
- Represented a national pension adviser in connection with a joint venture acquisition and development project of a 255-unit multifamily project in Denver, Colorado, including negotiation of construction loan financing.
- Represented a national life insurance company in connection with the diligence, negotiation and acquisition of a regional shopping mall by deed in lieu of foreclosure.
- Represented a captive investment adviser for several life insurance companies in connection with a mezzanine loan warehouse facility used to finance capital and operating reserves relating to HUD project requirements.
- Represented a national life insurance company in connection with multiple loan servicing requests relating to the liquidation of Forest City's retail holdings and sale to Brookfield Asset Management.

- Represented a large real estate investment manager in connection with the re-securitization and sale of Freddie Mac-issued real estate securities.
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Insights

- “General Growth, Special Purpose Entities (Barely) Survive First Bankruptcy Test,” American Bar Association’s Probate & Property Magazine (March 2011).
 - “Defeasance of Securitized Loans: Cost-Saving Tips and New Trends,” The Real Estate Finance Journal (Fall 2008).
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Speaking Engagements

- “Real Estate Investment Issues,” Client Focus Forum, Denver, CO (October 19, 2015)
 - “Real Estate Investment Issues,” Client Focus Forum, Newport Beach, CA (October 9, 2015)
 - “Erosion of Bankruptcy Remote Structurings: What Do the Sunwest and General Growth Decisions Mean for Your Practice?,” ABA National Conference, San Francisco, CA (August 8, 2010)
 - ABA Business Law Spring Meeting, Denver, CO (April 24, 2010)
 - “General Growth Properties – The Largest U.S. Real Estate Bankruptcy in History,” Greater Boston Real Estate Board, Boston, MA (November 11, 2009)
 - “Loan Documentation in Connecticut: Lessons Learned and What We Can Do Now,” Lorman Education Services (2008)
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Recognition

- New Leaders in the Law, *Connecticut Law Tribune* (2014)
 - 40 Under 40 Award, *Hartford Business Journal* (2014)
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Professional & Community Involvement

- American Bar Association
 - Real Estate Finance Association
 - Connecticut Bar Association
 - Town Plan and Zoning Commission, Glastonbury, CT
 - Former Chairman, Zoning Commission, Marlborough, CT
 - University of Pennsylvania Alumni Interview Program
-

Court Admissions

- U.S. District Court, District of Connecticut



SCOTT P. PENCE

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Scott Pence is a construction and real estate attorney whose practice focuses primarily on representing developers, owners, contractors, subcontractors, and design professionals in the preparation, negotiation, modification, and administration of all types of contracts and forms related to construction and development transactions. Scott's practice also includes reviewing and advising clients with respect to insurance and risk management issues.

Scott has been involved in many large, complex projects both in the state of Florida and across the country, including public-private partnerships (P3s), major stadiums, arenas, ballparks, airports, energy facilities, pipelines, hospitals, education facilities, hotels, casinos, and first responder training facilities. The types of contracts and forms with which he has extensive experience include development agreements; construction contracts; design agreements; consulting services agreements; design-build agreements; engineering, procurement, and construction (EPC) contracts; purchase and sale agreements; construction management agreements, both at-risk and not-at-risk; integrated project development agreements; requests for proposals; instructions to bidders; invitations to bid; and all of the various ancillary contract administration and project management forms such as change orders, waivers and releases of lien, payment affidavits, payment applications, claims of lien, and performance and payment bonds.

Scott is board certified by The Florida Bar in Construction Law. Scott is very active in The Florida Bar, where he is a past chair of both the Construction Law Committee and the Insurance and Surety Committee of the Real Property, Probate, and Trust Law Section. He is the creator and former editor in chief of *Insurance Matters!* a newsletter distributed by the Insurance and Surety Committee.

Scott speaks and writes frequently on various matters related to construction contracting and insurance/risk management issues. Topics include: insurance and risk management; specific standardized forms such as the various AIA, ConsensusDocs, and EJCDC forms; types of delivery systems such as design-bid-build, design-build, and construction management; and significant risk-shifting contract provisions such as indemnification obligations, insurance requirements, liquidated damages, consequential damages, delays (no-damage for delay and force majeure provisions), warranties, hazardous materials, changed/concealed conditions, payments, termination, and ownership of documents.

Credentials

Education:

- William & Mary Law School (J.D., 2005)
 - *William and Mary Environmental Law and Policy Review*
- George Mason University (B.A., 1993)

Admissions:

- Florida

Experience

Some of the projects Scott has been involved with include:

- **Energy Facilities**
 - Pipeline development and expansion projects in the state of Florida.
 - Photovoltaic system installation and service agreements, purchase and sale agreements with respect to various power substations and transmission lines.
 - EPC contracts for power plants.
- **Stadiums, Ballparks, and Arenas**
 - Arizona Cardinals
 - Florida Marlins
 - New York Giants
 - New York Jets
 - New York Mets
 - Tampa Ice Palace Arena
 - Washington Nationals
- **Schools**
 - Orange County Public Schools' Capital Expansion Program
 - Texas Independent School Districts, various schools
 - University of California, various campuses
 - University of Florida
 - University of New Mexico
 - University of South Florida
 - University of Texas, various campuses
 - Yale University
- **Airports and Transportation Facilities**
 - Hartsfield-Jackson Atlanta International Airport
 - Federal Express Hangars
 - Panama City-Bay County Airport Authority
- **First Responder Training Facility**
 - First-of-its-kind training facility at approximately \$35 million. Training facility used for first responders of natural disasters and terrorist acts.
- **Hospitals and Health Care Facilities**
- **Destination Resort Hotel Complexes and Casinos**
- **High-End Tower Condominiums and Apartment Complexes**

Pro Bono

- Various matters for the U.S. Green Building Council, Florida Gulf Coast Chapter Inc.

- Various matters for the Tampa Bay Conservancy Inc.
 - Various matters for the Girl Scouts of West Central Florida Inc.
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Insights

- "Is the CARES Act Caring Enough?," Carlton Fields Webinar (June 23, 2020)
 - "Are You Protected Against the Risk of Construction Delays and Increased Construction Costs Due to COVID-19?," Carlton Fields (March 2, 2020)
 - "Hillsborough County Voters Pass Transportation Surtax – And Now It's June...," Carlton Fields (June 2019)
 - "Risk Management and the Development/Construction Industry," Carlton Fields Podcast (January 24, 2019).
 - "Hillsborough County Voters Pass Transportation Surtax – What Happens Next?" Carlton Fields (November 8, 2018)
 - Co-Author, "Construction Subcontracting: A Comprehensive Practical and Legal Guide," Chapter 13: Insurance, American Bar Association (April 2014).
 - Co-Author, "Not All Additional Insured Endorsements Are Created Equal: Brief History of ISO's Additional Insured Endorsements and 2013 Changes," Under Construction, ABA (August 2013).
 - Co-Author, "Construction Contracts Are Greener Thanks to the AIA SP Series," ActionLine (2012).
 - Co-Author, "What You Need to Know About Certificates of Insurance," Federation of Defense & Corporate Counsel's Construction Law Section Newsletter (April 2012).
 - "Changes to ACORD's Certificate Forms," ActionLine Vol. XXXIII, No. 1 (Fall 2011).
 - "Revisions to the 2007 AIA Contract Documents," HCBA Lawyer at 50 (February 2008).
-

Speaking Engagements

- "Contract Provisions Related to COVID-19," 9th Annual Seminar on Construction Law in Florida, The Seminar Group (October 14, 2020)
- "Risk Transfer – Contractual Indemnity and Additional Insured Issues in Construction," 4th Annual Insurance in the Construction Industry Seminar, The Seminar Group (August 7, 2020)
- "Spotting Fake Insurance and Other Insurance Traps," Commercial Real Estate Series: Beyond the Basics, ABA Real Property, Trust, and Estate Law Section (June 10, 2020)
- "AIA Form Documents," Construction Law Certification Review Course, The Florida Bar Real Property, Probate, and Trust Law Section (March 7, 2020; March 9, 2019; March 10, 2018; March 18, 2017)
- "Risk Management and Insurance Topics Including Flood Insurance Issues," Third Annual Attorney Bankers Conference, The Florida Bar Real Property, Probate, and Trust Law Section (February 28, 2020)
- "Advanced Construction Contracts," Annual Seminar on Construction Law in Florida, The Seminar Group (October 24, 2019; October 4, 2018; October 19, 2017)
- "Avoiding Design and Construction Contract Pitfalls," AMAC Business Opportunity Summit: Business by the Bay (September 27, 2019)

- "Emerging Legal Issues in the Construction Industry," Emerging Issues Roundtable, Construction Financial Management Association, Tampa Bay Chapter (September 19, 2019)
- "Allocating Construction Liability Risk Among the Parties," Annual Insurance in the Construction Industry Seminar, The Seminar Group (August 14, 2019; August 17, 2018; May 12, 2017)
- "Real News About Fake Insurance," 31st Annual RPTE National CLE Conference, ABA Real Property, Trust, and Estate Law Section, Boston, MA (May 9, 2019)
- "Real News About Fake Construction Insurance," 12th Annual Construction Law Institute, The Florida Bar Real Property, Probate, and Trust Law Section (March 8, 2019)
- "Advanced Construction Law Issues: Delivery Systems and Allocating Risk in Contracts," Design-Build Legal Forum, Design-Build Institute of America (February 21, 2019; May 2, 2018; May 10, 2017)
- "Insurance Essentials for Real Property Deals," ABA Real Property, Trust, and Estate Law Section (June 13, 2018)
- "When Harvey Met Irma: Drafting Lease and Construction Provisions That Withstand Damage and Destruction," 30th Annual Spring Symposia, ABA Real Property, Trust, and Estate Law Section, Orlando, FL (May 11, 2018)
- "Significant Changes in the New 2017 AIA Contract Documents," 11th Annual Construction Law Institute, The Florida Bar Real Property, Probate, and Trust Law Section (March 9, 2018)
- "Don't Let a House Land on You: Indemnities and Third Party Insurance," ABA Forum on Construction Law Midwinter Meeting (January 18, 2018)
- "AIA 2017 Forms: New Insurance Requirements and Other Important Changes You Need to Know," Hillsborough County Bar Association Construction Law Section (November 9, 2017)
- "Significant Changes in the New 2017 AIA Contract Documents: Will You Know What to Tell Your Clients When They Ask?," ABA Real Property, Trust, and Estate Law Section (June 28, 2017)
- "Managing Risk Through Insurance – Issues Every Real Estate Lawyer Should Know," 29th Annual Spring Symposia, ABA Real Property, Trust, and Estate Law Section, Denver, CO (April 20, 2017)
- "Basic Insurance for Real Estate – and How to Require It in Your Documents," Building Blocks of Commercial Real Estate Series, ABA Real Property, Trust, and Estate Law Section (April 12, 2017)
- "A Manual for Those Who WRAP," 10th Annual Construction Law Institute, The Florida Bar Real Property, Probate, and Trust Law Section (March 17, 2017)
- "AIA Contracts: Understanding Warranties and Guarantees in the Standard AIA Contracts," Lorman Education Services, Tampa, FL (September 1, 2016; September 26, 2013; February 21, 2012; May 9, 2011; May 12, 2009)
- "The Insurance Is Coming! The Insurance Is Coming! Revolutionary Insurance Products for Your Real Estate Deal," 28th Annual Spring Symposia, ABA Real Property, Trust, and Estate Law Section, Boston, MA (May 12, 2016)
- "Legislation Modifying the Procedures for Construction Defect Claims Under Chapter 558, Florida Statutes, and New Legislation Relating to Residential Master Building Permit Programs," 35th Annual RPPTL Legislative and Case Law Update Seminar, The Florida Bar Real Property, Probate, and Trust Law Section (July 31, 2015)
- "Practice Points and Pitfalls in Contract Drafting to Avoid Coverage Issues," The Florida Bar Eighth Annual Construction Law Institute, Orlando, FL (March 13, 2015)
- "A Look Ahead to 2017 – What Types of Changes to Expect From AIA Based on the Recent Modifications to the AIA A141 Design-Build Agreement," Hillsborough County Bar Association Construction Law Section, Tampa, FL (February 19, 2015)

- "AIA Contracts," Lorman Education Services, Tampa, FL (October 22, 2014; October 6, 2011)
- "Insurance From the Other Guy: New ISO Forms for Additional Insured Endorsements," The Florida Bar Seventh Annual Construction Law Institute, Orlando, FL (March 22, 2014)
- "Insurance Issues for Construction Practitioners," BPI Construction Claims Monthly, Tampa, FL (February 28, 2013)
- "Delivery Systems: Understand the Potential Risks and Benefits Associated With Different Delivery Systems," WPL Publishing Co. (December 18, 2012)
- "Certificates of Insurance and Additional Insured Endorsement Forms," The Florida Bar Insurance and Surety Committee of the Real Property, Probate, and Trust Law Section (March 19, 2012)
- "Key Construction Contract Provisions: Understand the Potential Risks and Liabilities Involved in Construction Contracts," WPL Publishing Co. (September 2011)
- "Risky Business, What You Need to Know About the Standard AIA CM 'Not-at-Risk' Contracts If You Are an Owner or a Construction Manager," Construction Financial Management Association, Tampa Bay Chapter, Tampa, FL (2011)
- "What's in a Form? A Closer Look at the More Significant Provisions Within the AIA and ConsensusDocs Standard Construction Contract Forms," Construction Financial Management Association, Tampa Bay Chapter, Tampa, FL (September 23, 2010)
- "Overview and Comment Regarding Use of AIA and Consensus Documents," Hillsborough County Bar Association Construction Law Committee (February 18, 2010)
- "Abbreviated Forms" and "Design-Build Forms," AIA Contracts Seminar, Lorman Education Services, Tampa, FL (May 13, 2009; May 13, 2008; April 18, 2007), Kissimmee, FL (May 14, 2008), and Orlando, FL (May 3, 2007)
- "Practical Aspects of Green Construction," Construction Law Committee Meeting, Winter Park, FL (November 10, 2008)

Recognition

- Board Certified in Construction Law by The Florida Bar
- AV Rated by Martindale-Hubbell
- Rising Star Award, The Florida Bar Construction Law Committee of the Real Property, Probate, and Trust Law Section (2016)
- Rising Star Award, The Florida Bar Real Property, Probate, and Trust Law Section (2016–2017)
- Leadership Tampa (2015)
- Florida Rising Stars, *Super Lawyers Magazine* (2013–2015)

Professional & Community Involvement

- American Bar Association
 - Real Property, Trust, and Estate Law Section
 - Chair, Property, Casualty, and Other Non-Title Insurance Committee of the Commercial Real Estate Transactions Group
 - Forum on Construction Law
- The Florida Bar
 - Real Property, Probate, and Trust Law Section

- Executive Council
 - Former Chair, Construction Law Committee
 - Former Chair, Insurance and Surety Committee
 - Hillsborough County Bar Association
 - Real Property, Probate, and Trust Law Section
 - Construction Law Section
-

Court Admissions

- Florida State Courts



BENJAMIN E. STEARNS

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Benjamin Stearns' practice focuses on regulated industries, primarily medical marijuana and property and casualty insurance. Benjamin works with state regulators to resolve compliance matters and negotiate enforcement actions. He also lobbies the Florida Legislature and has testified before legislative committees.

In addition, Benjamin litigates insurance coverage matters and contests of government contract awards. He represented the state of Florida in an original action against Georgia in the U.S. Supreme Court over the apportionment of the waters in the Chattahoochee-Flint-Apalachicola river system.

Prior to joining Carlton Fields, Benjamin was an attorney for the Florida Senate where he drafted legislation, advised state senators, and developed an understanding of the legislative process. His background in journalism and previous work for a Miami public relations agency refined his ability to advocate on behalf of clients.

Credentials

Education:

- Florida State University College of Law (J.D., cum laude, 2013)
- University of Florida (M.A., 2010)
- University of Miami (B.A., 2006)

Admissions:

- Florida

Insights

- "COVID-19 Economic Stimulus Programs: Different Countries, Similar Programs," *Business Law Today*, American Bar Association (February 26, 2021)
- "Florida Legislation Protects Businesses From COVID-19 Lawsuits," Carlton Fields (January 28, 2021)
- "Parsing the Sometimes Fine Distinction Between a Broad and a Narrow Arbitration Clause," *Reinsurance Focus*, Carlton Fields (December 8, 2020)
- "California Federal Court Holds Professional Services Policy Issued to FedEx Covered Acts of Self-Service Kiosks' Physical Printing of Receipts," *PropertyCasualtyFocus*, Carlton Fields (November 18, 2020)
- "Determination of Valid Arbitration Agreement May Be Dependent on 'Outward Manifestations and Circumstances Surrounding the Transaction'," *Reinsurance Focus*, Carlton Fields (November 17, 2020)
- "Court Denies Motion To Compel Arbitration and To Appoint Arbitrators Where Parties Had Agreed To Arbitrate and There Was No Impasse," *Reinsurance Focus*, Carlton Fields (October 27, 2020)
- "Arbitration Award In Favor Of Major League Baseball Confirmed As Southern District Of New York Bats Telemicro's Challenges Away," *Reinsurance Focus*, Carlton Fields (October 7, 2020)

- "Court Affirms FINRA Arbitration Award to Charles Schwab, Finding No Evident Partiality or Other Arbitrator Misconduct," *Reinsurance Focus*, Carlton Fields (September 15, 2020)
- "Fifth Circuit Holds That Ensuing Loss Provision of Builders' Risk Policy Requires Two Separate Events to Qualify for the Construction Exclusion Carve-Out," *PropertyCasualtyFocus*, Carlton Fields (September 15, 2020)
- "Unopposed Motions to Confirm Arbitration Awards Are Treated As Motions for Summary Judgment," *Reinsurance Focus*, Carlton Fields (August 26, 2020)
- "Denied: Pro Se Litigant's Petition to Confirm Arbitration Award He Rendered Against Republican National Committee," *Reinsurance Focus*, Carlton Fields (August 24, 2020)
- "€643 Million Arbitration Award Was Within Arbitration Panel's Power to Award and Not a Result of Manifest Disregard of the Law," *Reinsurance Focus*, Carlton Fields (August 3, 2020)
- "Ninth Circuit Finds No Coverage Under Advertising Liability Policy for Walmart's Floor Display of Goods and Services Supplied by Insured Apparel Vendor," *PropertyCasualtyFocus*, Carlton Fields (July 13, 2020)
- "Determining Whether "Clickwrap Agreement" Provides "Reasonable Notice" of an Arbitration Agreement Is a Fact-Intensive Inquiry," *Reinsurance Focus*, Carlton Fields (July 13, 2020)
- "Court Denies Vimeo's Motion to Compel Arbitration of Purported Class Action Claims Under Illinois Biometric Information Privacy Act," *Reinsurance Focus*, Carlton Fields (June 22, 2020)
- "Split Decision in the Ninth Circuit: Two Non-Signatory Defendants Can Compel Arbitration Based on Equitable Estoppel, One Cannot," *Reinsurance Focus*, Carlton Fields (June 1, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Other Licenses," Carlton Fields (May 15, 2020)
- "District Court Orders Insurer in Receivership to Arbitrate With Reinsurers, Rejecting Argument That Jurisdiction Rests With Receivership Court and That McCarran-Ferguson Act Preempts FAA," *Reinsurance Focus*, Carlton Fields (May 11, 2020)
- "Conflict Within the Southern District of Florida: Should the Primary Jurisdiction Doctrine Be Applied to Stay Class Actions Relating to CBD?," *Canna We Talk Cannabis?*, Carlton Fields (May 1, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Retail Licenses," Carlton Fields (April 24, 2020)
- "Eighth Circuit Enforces Contract Liability Exclusions to Bar Contract Claims, Regardless of Non-Contractual Cause of Action in Complaint," *PropertyCasualtyFocus*, Carlton Fields (April 24, 2020)
- "New Funds Available Under the Small Business PPP and EIDL Programs ," Carlton Fields (April 24, 2020)
- "Court Confirms Arbitration Award Against Parties Who Failed to Attend Arbitration," *Reinsurance Focus*, Carlton Fields (April 20, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Health and Safety," Carlton Fields (April 10, 2020)
- "Federal Reserve Moves to Assist Larger Businesses," Carlton Fields (April 9, 2020)
- "Small Business Administration Loans Summary Under the CARES Act," Carlton Fields (March 31, 2020)

- "Second Circuit Upholds Injunction Against Arbitration Based on Prior Singaporean Judgment," *Reinsurance Focus*, Carlton Fields (March 30, 2020)
- "COVID-19 Insurance Regulations by State," Carlton Fields (March 27, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Cultivation Licenses," Carlton Fields (February 18, 2020)
- "Who Is in Charge? A Pandemic Primer on Government Authority," Carlton Fields (March 25, 2020)
- "'Grossly Excessive' Arbitration Award Overturned Due to 'Evident Material Miscalculation,'" *Reinsurance Focus*, Carlton Fields (March 9, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Regulator," Carlton Fields (February 18, 2020)
- "Former Employees Not Bound by Their Former Union's Arbitration Agreement," *Reinsurance Focus*, Carlton Fields (February 20, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws - Regulator," Carlton Fields (February 18, 2020)
- "The Chronicle: American Adult-Use Marijuana Laws," Carlton Fields (February 18, 2020)
- "Eighth Circuit Reinstates Arbitration Award Stemming From Federal Crop Insurance Policy," *Reinsurance Focus*, Carlton Fields (January 28, 2020)
- "Court Stays CBD Class Action Until FDA Rolls Out Regulation," *Canna We Talk Cannabis?*, Carlton Fields (January 7, 2020)

Speaking Engagements

- "Cannabis & Regulating Social Equity," ABA Section of State and Local Government Law Annual Meeting (July 22, 2020)

Professional & Community Involvement

- American Bar Association
 - Vice Chair, Government Operations and Liability Subcommittee

Court Admissions

- Florida State Courts
- U.S. District Court, Northern District of Florida



KENNETH A. TINKLER

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Ken Tinkler is a government law specialist who focuses on resolving disputes with and among government agencies involving land use regulation, environmental permitting, ethics regulation, and election law. He represents individuals and corporations petitioning federal, state, and local government agencies; financial institutions and homebuilders determining project viability; and state, county government, and constitutional officers regarding complex and politically sensitive matters.

Ken has helped clients navigate a broad range of government law matters, including zoning, future land use plans, governmental closure orders, ad valorem tax assessments, property tax appeals, code enforcement, variances, annexations, alcohol beverage licensing, tax incentives, license acquisition and transfer, stimulus and CARES Act issues, and economic development. He has handled many large-scale land use due diligence projects for complex real estate transactions collectively worth billions of dollars on behalf of purchasers, investors, and lenders.

Ken routinely handles public hearings and government agency meetings for clients. He also advises on parliamentary procedure questions, Florida’s Sunshine Law and public records regulation, and Florida Constitution and home rule issues related to city and county charters, along with assisting local governments with implementing new legislation and ordinance drafting.

Ken also helps clients solve issues involving federal, state, regional, and local environmental regulators, including energy facility siting, submerged lands leases, and redevelopment of brownfields.

His election law experience includes representing state and local government officials handling election procedures and Federal Voting Rights Act requirements, and advising clients on campaign finance reporting and qualifying for election. He regularly advises clients on lobbying regulations and other ethics-related legal requirements facing their operations.

Outside his practice, Ken teaches and mentors elementary and middle school children and college students on civics and the value of community service, and is an active volunteer in his community.

Ken is board certified in City, County, and Local Government Law by The Florida Bar.

Credentials

Education:

- University of Florida College of Law (J.D., 1997)
- Boston University (B.A., cum laude, 1994)

Admissions:

- Florida

Experience

Legal Work in Response to the COVID-19 Pandemic

- Leads firm team providing government closure order guidance to national homebuilder, real estate management, and local government clients, with extensive work resolving operational questions related to public health-related orders.
- Leads firmwide response to the Small Business and Main Street programs of the Coronavirus Aid, Relief, and Economic Security (CARES) Act, including extensive work for client related to the Payroll Protection Program, rules of the Small Business Administration, the Treasury Department, and the Federal Reserve.

Financial Institution Representation

- Represents multinational financial institutions in regard to land use analysis and diligence for complex real estate project acquisition and construction loans.
- Routinely provides advice on local government law requirements for project implementation, along with risk analysis concerning project viability.
- Routinely works with financial institutions in regard to the land use and local government approvals for their real estate holdings and the potential for valuation improvements.

Homebuilder Representation

- Represents numerous national homebuilding clients in regard to land use approvals and local regulations.
- Provides statewide counsel on diligence issues and navigating the complex issues related to infill developments and redevelopments.
- Handled the large-scale licensing transfers and land use issues caused by the acquisition of a national homebuilder by another.

Land Use and Environmental Dispute Resolution Special Magistrate

- Experience as a land use and environmental dispute resolution special magistrate pursuant to Florida Statutes section 70.51.

Land Use

- Represents clients throughout the state dealing with complex zoning, comprehensive plan, and redevelopment matters.
- Routinely provides land use counsel related to large-scale development projects throughout Florida for due diligence purposes and feasibility investigations.
- Advises clients on land use regulations related to their property and options available for their project plans.
- Assists clients with variances, special approvals, administrative determinations, property tax appeals, code enforcement, annexations, and other local approvals.
- Handles issues for clients related to alcohol beverage licensing involving state and local approvals throughout Florida.
- Analyzes the potential for use of tax incentives and other economic development measures to support project viability and assist clients with multifaceted application processes

Environmental Permitting

- Obtained approval of brownfield site designations throughout the state from local and state government officials.
- Resolve clients' issues involving submerged lands leases, water management district, and environmental resource permit approvals.
- Assisted client with the complex local environmental regulatory issues related to Chinese drywall.

- Assisted client in determining viability of large energy pipeline installation, including coordination of the federal, state, and local agencies involved.
- Obtained long-term environmental approvals for client from federal and state officials for a major Central Florida tourist institution, allowing project expansion plans for the next several decades to move forward.

Other Permitting and Representation

- Represented major wireless provider in code enforcement dispute over tower design and configuration.
- Represented national nonprofit in code enforcement dispute over permitted child welfare operations.
- Guided client through new business startup issues connected with the state health department.
- Long-term representation of clients serving as government contractors and public-private partnerships taking on government roles.

Election Law

- Represents Florida political committees involved with local issue and referendum campaigns and state political races.
- Represented state officials regarding matters involving election procedures and processes during a presidential election year.
- Represented candidates running for statewide office.
- Represented a Florida local government dealing with Department of Justice Voting Rights Act preclearance and election law issues and obtained the needed approval in a timely manner, saving the local government the expense of a special election.
- Represented a Florida supervisor of elections during presidential election year, including handling various legal disputes over voting procedures and ballot eligibility.
- Advised several clients on Florida and federal campaign finance regulations and ways to incorporate the regulations into corporate procedures and employee manuals.
- Assist clients with issues related to candidate appearances and campaign finance regulation.

Ethics Regulations

- Guided former county official through defense of ethics complaint and criminal investigation, along with related contract and severance dispute.
- Advised clients on state and local ethics and lobbying requirements applicable to their operations, including clients in the energy, nonprofit, real estate development, and construction sectors.
- Provide guidance and training to individuals subject to Florida's ethics and lobbying regulations.

Sunshine Law and Public Records

- Assisted multiple private entity clients with resolving the impact of Florida's Sunshine and public records laws on their operations, due to their government contracts and agreements.
- Resolved investigation of local civic group's public responsibilities under Florida's Sunshine and public records laws.

Other Local Government Projects

- Representation of Florida city dealing with litigation over constitutional challenge to their local zoning and business regulation process.
- Assisted client with preparation of proposed state legislation.

- Advised client on implementing ordinance updates required throughout the state due to legislative changes.
- Represented two charter review boards, including drafting of ballot language and county charter provisions.
- Drafted local ordinance and resolution provisions to assist local governments with implementing new hearing processes and procedures authorized by general law.
- Represents Florida special district, including refinancing its debt to reduce interest payments and allow for new recreation facility construction.

Pro Bono

- **Friends of Carrollwood Cultural Center Inc.** – Legal counsel for issues related to the nonprofit's public/private partnership, Florida Sunshine Law, and public records obligations tied to its operation of the Carrollwood Cultural Center in Hillsborough County, Florida.
- **Hillsborough County Charter Review Board** – Served as conflict counsel for the last two charter review boards. The Charter Review Board for Hillsborough County, Florida, consists of 14 citizens, appointed every five years per a mandate in the Hillsborough County Charter, to conduct a comprehensive study of any or all phases of county government. The board holds two public hearings for any proposed amendments to the charter. Proposed amendments to the charter must be approved by two-thirds of the Charter Review Board members, and then voted on in a public referendum.
- **Girl Scouts of West Central Florida** – Assisted with land use and government regulatory questions related to the organization's operations, and the improvement of camp locations throughout West Central Florida.
- **Waterfront Parks Foundation** – Representation related to the improvement and long-term viability of the parks of St. Petersburg, Florida.
- **Tampa Innovation Alliance** – Representation related to local government engagement, economic development, and long-term growth.

Insights

- "Stimulus Package Ushers in New Loan Opportunities and Support for Small- to Medium-Sized Businesses / Extends FFCRA Tax Credit," Carlton Fields (December 23, 2020)
- "Is the CARES Act Caring Enough?," Carlton Fields Webinar (June 23, 2020)
- "Federal Reserve Board Expands Main Street Lending Program," Carlton Fields (June 10, 2020)
- "Update on the Reserve Board's Main Street Program: Moves to Assist Larger Businesses," Carlton Fields (May 4, 2020)
- "New Funds Available Under the Small Business PPP and EIDL Programs ," Carlton Fields (April 24, 2020)
- "Federal Reserve Moves to Assist Larger Businesses," Carlton Fields (April 9, 2020)
- "Small Business Administration Loans Summary Under the CARES Act," Carlton Fields (March 31, 2020)
- "Who Is in Charge? A Pandemic Primer on Government Authority," Carlton Fields (March 25, 2020)

- "Florida Local Governments Cancel Public Hearings Due to Novel Coronavirus (COVID-19)," Carlton Fields (March 18, 2020)
- "COVID-19's Impact on Building and Development Permits," Carlton Fields (March 17, 2020)
- "Surtax in Gridlock – The Saga of Hillsborough County’s Transportation Surtax Reaches the Florida Supreme Court," Carlton Fields (February 4, 2020)
- "Are You Lobbying? A Primer for Those Working With Local Government," Carlton Fields (July 26, 2019)
- "Hillsborough County Voters Pass Transportation Surtax – And Now It’s June...," Carlton Fields (June 2019)
- "The Developing Climate: How Climate Change Affects the Development Industry," Carlton Fields Podcast (April 4, 2019).
- "Hillsborough County Voters Pass Transportation Surtax – What Happens Next?" Carlton Fields (November 8, 2018)
- "Florida Election Recounts – Again," Carlton Fields (November 2018)
- "Florida Voters Enact Automatic Restoration of Voting Rights for Floridians With Felony Convictions," Carlton Fields (November 2018)
- "Economic Incentive Applications and Florida’s Public Records and Sunshine Law," Carlton Fields Client Article (May 10, 2016).
- "Key Economic Incentives for Businesses Considering a Florida Location," Carlton Fields Client Article (May 10, 2016).
- Co-Author, "Hillsborough County Adopts Mobility Fees, Ends Push for Transportation Sales Tax," Carlton Fields Client Alert (April 29, 2016).
- Co-Author, "Will Hillsborough County Adopt Mobility Fees in April?", Carlton Fields Client Alert (March 28, 2016).
- "Governor Signs Priority Legislation Amending Florida's Ethics Regulation & Campaign Finance Laws," Carlton Fields Client Alert (May 2, 2013).
- "Local Government Economic Development Property Tax Exemptions," Carlton Fields Web Article (November 8, 2012).
- "Florida Redistricting in 2012: The Political and Legal Drama," Carlton Fields Client Alert (June 4, 2012).
- "PACE (Energy Finance Districts) Now Enabled in Florida," Carlton Fields Client Alert (May 28, 2010).
- Chapter Author, "Florida Election Procedural and Legal Changes from 2000 to 2008: A Primer," America Votes! A Guide To Modern Election Law and Voting Rights [Supplement], Chapter Two (January 2009).

Speaking Engagements

- Co-developer of the Carlton Fields series “Community & Development” focused on unique issues facing the development industry (2018–present)

- “Ethical Considerations – Practical Tips for the Land Use Law Practitioner,” CLE International (August 23, 2019)
- “Local Government Law,” CLE International, Tampa, FL (March 3, 2017)
- “How the ‘Sharing Economy’ and Automation Will Change Our Real Estate World,” ABA Section of Real Property, Trust, and Estate Law’s 28th Annual Spring Symposia, Boston, MA (May 13, 2016)
- “Commercial Real Estate: Zoning and Land Use,” ABA Section of Real Property, Trust, and Estate Law’s Fundamentals of Commercial Real Estate Webinar Series (May 27, 2015)
- “Voter ID and Election Law: The Electoral Landscape in 2012,” ABA Law Student Division’s 2012 Fall Regional Circuit Meeting, Tampa, FL (September 29, 2012)
- “Florida Election Law Update,” Plant City Bar Association, Plant City, FL (September 14, 2012)
- “Swamps & Sinkholes: An Ethics Update for Land Use and Environmental Lawyers,” Environmental and Land Use Law Section Annual Conference, Ponte Vedra Beach, FL (August 9-11, 2012)
- “May You Live in Interesting Times: Florida Land Use in 2012,” Plant City Bar Association, Plant City, FL (June 8, 2012)
- “Funding and Legal Framework for Florida’s Transportation Future,” Florida American Planning Association Annual Conference, Tampa, FL (September 15, 2010)
- “Amendment 4 and Florida Election Law,” The Florida Bar’s Environmental and Land Use Law Section Annual Update, Ponte Vedra Beach, FL (August 13, 2010)
- “Due Diligence Investigations,” Florida Legal Education Association’s 2010 Real Estate Team Seminar, Tampa, FL (April 16, 2010)
- “Planning, Transit and Voting: Comprehensive Plans, Transit Oriented Development and Amendment 4,” Pinellas County Economic Development Council Quarterly Meeting (January 21, 2010)
- “Making Brownfields Work on RCRA Permitted Sites,” 12th Annual Florida Brownfields Conference and Exhibition, Tampa, FL (November 1-4, 2009)
- “Land Use Planning for Renewable Energy Generation: Integration into Development Projects,” The Florida Bar’s Environment and Land Use Law Section Annual Update, Amelia Island, FL (August 20-22, 2009)
- “Green Buildings, Not-So-Green Buildings, and Chinese Drywall,” Hot Topics in Environmental Law, ABA Annual Meeting, Chicago, IL (August 1, 2009)
- “LULUs (Locally Unwanted Land Uses) – A Panel Discussion,” ABA Annual Meeting, Chicago, IL (July 31, 2009)

Recognition

- Board Certified in City, County and Local Government Law by The Florida Bar (since 2005)
- AV Rated by Martindale-Hubbell
- Paul S. Buchman Award for Outstanding Legal Public Service from the City, County, and Local Government Law Section of The Florida Bar (2014)
- Judy Florence Memorial Outstanding Service Award from the Environmental and Land Use Law Section of The Florida Bar (2013)
- Chair’s Award for Outstanding Service from the City, County, and Local Government Law Section of The Florida Bar (2006)

Professional & Community Involvement

- American Bar Association
 - Real Property, Trust, and Estate Law Section
 - Co-Chair, Corporate Sponsorship Committee (2019–present)
 - Liaison to Section of Environment, Energy, and Resources (2016–present)
 - Chair, Land Use and Environmental Group (2014–2016)
- American Bar Foundation
 - Life Fellow
- The Florida Bar
 - City, County, and Local Government Law Section
 - Chair (2011–2012)
 - Chair-Elect (2010–2011)
 - Secretary-Treasurer (2009–2010)
 - Executive Council (2002–present)
 - City, County, and Local Government Law Certification Committee (2013–2019)
 - Chair (2016–2017)
 - Vice Chair (2015–2016)
 - Environmental and Land Use Law Section
- Alpha Phi Omega – national co-ed community service fraternity (1990–present)
 - National Board of Directors (2016–present)
 - Mentors and teaches college students throughout the country on the value of community service and leadership development.
- National Association of Parliamentarians, Tampa Alpha Chapter
- Florida Association of Parliamentarians
- Westshore Alliance
 - Vice President (2021–2022)
 - Secretary (2020–2021)
 - Board of Directors (2010–present)
 - Executive Committee (2017–present)
- Hillsborough County Bar Association
- Leadership Westshore, Class of 2008
- Tampa Connection, Class of 2005
- Justice Teaching Volunteer – provides civics education for middle school children
 - Franklin Middle Magnet School/Boys Preparatory Academy (2007–present)
 - Ferrell Middle School/Girls Preparatory Academy (2016–present)
- Boy Scouts of America
 - Eagle Scout

- Assistant Den Leader, Pack 46, Tampa, Florida (2019–present)
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Court Admissions

- Florida State Courts
- U.S. Court of Appeals, Eleventh Circuit
- U.S. District Court, Middle District of Florida
- U.S. District Court, Northern District of Florida
- U.S. District Court, Southern District of Florida



WM. CARY WRIGHT

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Cary Wright has extensive experience representing clients in construction disputes, including construction claims, construction liens, insurance coverage matters, risk management, bond claims, and other contract disputes. His engagements have involved bridges, convention centers, stadium projects, high-rise condominiums, highways, hospitals, and hotels.

Cary also has substantial experience in contract drafting and contract review including the preparation of owner-contractor agreements and contractor-subcontractor agreements. He also advised an aviation authority on its insurance program for a multibillion-dollar project. Cary is the recipient of The Florida Bar Construction Law Committee’s 2014 Lifetime Achievement Award. He is also one of the few who is a fellow in both the American College of Construction Lawyers and the American College of Real Estate Lawyers. He serves on the Public/Private Partnership Committee in ACREL. He has also been elected as incoming chair-elect of the ABA Forum on Construction Law. Cary serves as chair of the Carlton Fields Construction Practice.

One commenter remarked in *Chambers USA*, a leading guide to the legal profession, that he is "a great lawyer and highly respected by anyone in construction. He's worked very, very hard, having published, written and spoken on it. I can't say enough good things about him. He's a great and highly skilled lawyer."

Credentials

Education:

- Stetson University College of Law (J.D., cum laude, 1990)
- University of Florida (B.S., with honors, 1985)

Admissions:

- Florida

Experience

- Lead trial counsel in the defense of a \$110 million claim by a subcontractor against general contractor on a stadium project.
- Lead trial counsel in the defense of an \$85 million defective construction and environmental claim against a subcontractor on a phosphate reservoir project.
- Lead trial counsel for joint venture on multiple lawsuits by trade contractors arising from the construction of an over \$500 million convention center in which total claims exceeded \$70 million.
- Defense and settlement of \$27.8 million claim by mechanical contractor and subcontractor against general contractor, and prosecution against owner and design professional regarding the claim.
- Defense and settlement of \$8.1 million claim by drywall subcontractor against general contractor.
- Defense and settlement of \$5.7 million claim by control systems trade contractor against general contractor, and prosecution against owner and design professional regarding the claim.
- Defense of general contractor from \$3.2 million claim by fire protection contractor, and prosecution against owner and design professional regarding the claim.

- Defended and settled multimillion-dollar suit by general contractor against developer.
- Represented general contractor in multimillion-dollar claim against owner/developer.
- Represented general contractor in multimillion-dollar claim against subcontractor.
- Represented condominium association in claims against developer and general contractor for defective construction and breach of statutory warranties.
- Obtained approximately \$2 million settlement on behalf of residential homeowner against developer and property insurer.

Representative Cases

- *Harper Mech., LLC v. Hunt Constr. Grp., Inc.*, 23 So. 3d 772 (Fla. 5th DCA 2009).
- *Fed. Ins. Co. v. Sw. Fla. Ret. Ctr., Inc.*, 707 So. 2d 1119 (Fla. 1998).

Insights

- "The Benefit of a Force Majeure Clause During a Pandemic," *ActionLine Magazine* (Summer 2020)
- "CARES Act Provides Payment Protection and Potential Loan Forgiveness to Small Businesses," Carlton Fields (March 27, 2020)
- "Understanding the Key Employer Requirements of the Federal Families First Coronavirus Response Act," Carlton Fields (March 20, 2020)
- "Force Majeure and COVID-19 in the Construction Industry," Carlton Fields (March 18, 2020)
- "Armed Carriage Laws: Are You Covered?," *The Practical Lawyer* (August 2019)
- Co-Author, "Not All Additional Insured Endorsements Are Created Equal: Brief History of ISO's Additional Insured Endorsements and 2013 Changes," *Under Construction*, ABA (August 2013).
- Co-Author, "Successfully Serving Two Masters: The Ethics of Joint Representation of Bond Sureties and Principals," The Florida Bar Real Property, Probate & Trust Law Section, Construction Law Seminar (2012).
- Chapter Author, "Construction Insurance: A Guide for Attorneys and Other Professionals," American Bar Association Forum on the Construction Industry (2011).
- Co-Editor, "Construction Accounting: A Guide for Attorneys and Other Professionals," American Bar Association (2010).
- Co-Author, "Integration of, and Conflicts Between, Insurance Policies, Bonds, and Contract Clauses Provided by Contractors, Subcontractors, and Design Professionals," The Florida Bar Construction Law Institute (April 2010).
- "The Anatomy of the CGL Policy," *CFMA Building Profits* (January 2009).
- "AIA vs. Consensus Docs," Greater Florida Associated General Contractors (March 2008).
- "2007 Changes to the AIA A201 General Conditions," Tampa Bay Chapter of Construction Financial Management Association (March 2008).
- "Condominium Construction Issues in Florida – Insurance," Lorman Education Services, Tampa, FL (March 2008).

- “Insurance: Commercial Liability, Builder’s Risk and E & O Policies,” Real Property Probate and Trust Law Section of The Florida Bar, Construction Law Board Certification Review Course (March 2008).
- “Expecting the Unexpected: Anticipating and Managing Key Risks to Successful Projects – Force Majeure Delays,” The Construction Lawyer, Vol. 26, No. 4 (Fall 2006).
- “General Contractors, General Contractors – There is Coverage Under the CGL Policy for Defective Work Performed by a Subcontractor,” Greater Florida Constructor (2005).
- “CGL Policy Coverage for Defective Work By A Subcontractor,” LAWYER, Hillsborough County Bar Association, Vol. 16, No. 2 (October 2005).
- Co-Author, “Lien Documents and the Unlicensed Practice of Law,” LAWYER, Hillsborough County Bar Association (September 2005).
- Co-Author, “Legislative Changes Impacting the Construction Industry: What You Need to Know,” Greater Florida Constructor, 2003 Legislative Update (2004).
- “Section 725.06, Florida Statutes – A Must Know Statute,” LAWYER, Hillsborough County Bar Association, Vol. 14, No. 6 (March 2004).
- “Force Majeure Clauses and the Insurability of Force Majeure Risks,” The Construction Lawyer, Vol. 23, No. 4 (Fall 2003).
- “Florida’s Indemnification Statute,” The Associated General Contractors of Greater Florida, Inc., Vol. 37, Second Edition (February 2002).
- Co-Author, Insurance sections of “Florida Construction Law and Practice,” The Florida Bar, Fourth Edition (2002).
- “Economic Loss Rule Does Not Bar Suit Against Professional Engineers for Negligence Even Though Damages Suffered Were Purely Economic In Nature and There Was No Privity of Contract (Practitioner’s Note),” The Construction Contractor, Vol. 23, No. 24 (November 1999).
- “Practitioner’s Note for Federal Ins. Co. v. The Southwest Florida Retirement Center, Inc.,” The Construction Contractor, Vol. 22, No. 20. (August 1998).
- Co-Author, “Sick Building Syndrome and Building-Related Illness Claims: Defining the Practical and Legal Issues,” The Construction Lawyer, Vol. 14, No. 4 (October 1994).

Speaking Engagements

- “Two-Day Construction Insurance Program,” The Seminar Group (2020, 2019, 2018, 2017)
- “Florida Lien Law,” Construction Financial Management Association Regional Conference (November 2019)
- “Lien Law Update,” Construction Financial Management Association (May 2019)
- “Premises Liability,” American College of Real Estate Lawyers (February 2019)
- “2017 Changes to the AIA Documents,” Construction Financial Management Association (January 2018)
- “Construction Issues,” 19th Annual Commercial Real Estate Institute, New York, NY (December 2017)

- "J.S.U.B. and Its Progeny: A Review of the Case Law, the Insurance Market's Response, and Steps Practitioners Should Know to Protect Their Clients," The Florida Bar Construction Law Institute (March 2017)
- "Insurance in the Construction Industry," The Florida Bar Construction Law Webinar (January 2017)
- "Key Issues and Provisions in Construction Contracts," 18th Annual Commercial Real Estate Institute, New York, NY (December 2016)
- "Top Six Risk-Shifting Provisions in Construction Contracts," CliftonLarsonAllen Surety Seminar, Tampa, FL (November 2016)
- "Practical Tips for Understanding Construction Insurance and Gaps in Coverage," The Florida Bar Construction Law Committee, Tampa and Orlando, FL (2016)
- "Florida's Lien Law," Construction Financial Management Association (August 2016)
- "AIA A201 General Conditions," AIA Contracts, Lorman Education Services, Sarasota and Tampa, FL (October 2014)
- "Condominium: Opportunities & Pitfalls – CGL Coverages and Waivers of Subrogation," The Seminar Group (September 2014)
- "Construction Lien Law Update," Construction Financial Management Association (May 2014)
- "Insurance and Coverage Issues - What You Need to Know," Hillsborough County Bar Association Construction Law Section (January 2014)
- "Construction Insurance," The Florida Bar Construction Law Certification Review Course (March 2013)
- "Legislative Update," Annual Legislative and Case Law Update, Real Property, Probate, and Trust Law Section of The Florida Bar (August 2012)
- "Construction Lien Law Update," Construction Financial Management Association (July 2012)
- "Construction Insurance," The Florida Bar Construction Law Certification Review Course (March 2012)
- "Legislative Update," Annual Legislative and Case Law Update, The Florida Bar Real Property, Probate, and Trust Law Section (August 2011)
- "Legislative Update," Tampa Bay Chapter of the Construction Financial Management Association (May 2011)
- "Insurance Coverage Issues Related to Chinese Drywall Claims," The Florida Bar Construction Law Institute (April 2011)
- "Construction Insurance," The Florida Bar Construction Law Certification Review Course (April 2011)
- "What's in a Form? A Closer Look at the More Significant Provisions Within the AIA and ConsensusDocs Standard Construction Contract Forms," Tampa Bay Chapter of the Construction Financial Management Association (September 23, 2010)
- "Construction Accounting," ABA Forum on Construction Law Annual Meeting (2010)
- "Integration of, and Conflicts Between, Insurance Policies, Bonds, and Contract Clauses Provided by Contractors, Subcontractors, and Design Professionals," The Florida Bar Construction Law Institute (April 2010)
- "Construction Insurance," The Florida Bar Construction Law Certification Review Course (April 2010)
- "Construction and Insurance Issues Related to Chinese-Sourced Drywall," Associated General Contractors Meeting (July 2009)
- "A201 General Conditions," AIA Contracts, Lorman Education Services, Tampa, FL (May 13, 2009)

- "Construction and Insurance Issues Related to Chinese-Sourced Drywall," ABA Forum on Construction Law (2009)
- "Construction Insurance," The Florida Bar Construction Law Certification Review Course (March 2009)
- "Strategies for Finding Coverage and Generating Payments From Insurance Carriers – Understanding the Anatomy of the Standard CGL Policy and Terms of the Builder's Risk, Professional Liability and OCIP Policies," The Florida Bar Construction Law Institute (March 2009)
- "Florida Lien Law," Tampa Bay Chapter of the Construction Financial Management Association (September 2008)
- "Do You Have as Much CGL Coverage as You Think?," Construction Financial Management Association Annual Conference & Exhibition (2008)
- "Condominium Construction Issues in Florida – Insurance," Lorman Education Services, Tampa, FL (March 2008)
- "Insurance: Commercial Liability, Builder's Risk, and E&O Policies," The Florida Bar Construction Law Certification Review Course (March 2008)
- "2007 Changes to the AIA A201 General Conditions," Tampa Bay Chapter of the Construction Financial Management Association (March 2008)
- "AIA vs. Consensus Docs," Associated General Contractors of Greater Florida Inc. (March 2008)
- "Seminar on Florida Construction Lien Law," Construction Financial Management Association (September 2007)
- "Anatomy of an Insurance Policy and Exclusions," Hillsborough County Bar Association Construction Law Section (September 2007)
- "AIA Contracts," Lorman Education Services, Tampa, Orlando, and Sarasota, FL (2007)
- Advanced Construction Law and Certification Review Course, The Florida Bar Real Property, Probate, and Trust Law Section (March 2007)
- "Florida Lien Law Seminar," Construction Financial Management Association (September 2006)
- "Basic Construction Law - Insurance and Bonds," The Florida Bar Real Property, Probate, and Trust Law Section (August 2006)
- "Force Majeure," ABA Teleconference CLE (June 2006)
- "Expecting the Unexpected: Anticipating and Managing Key Risks to Successful Projects – Force Majeure Delays," ABA Forum on Construction Law Midwinter Meeting, New York, NY (January 2006)
- "Chapter 713 and Other Payment Remedies," WCI Communities Inc. (October 2005)
- "Risk Mitigation and Recent Case Law Related to Changes in CGL Coverage," Construction Financial Management Association and Construction Management Association of America (August 2005)
- "Additional Insured Forms – Are You Covered?," Construction Financial Management Association (March 2005)
- The Florida Bar Construction Law Certification Review Course (March 2005)
- "Design/Build Contracts and Their Associated Risks," Construction Financial Management Association (July 2004)
- "Florida Construction Law: A Comprehensive Survey," The Florida Bar Continuing Legal Education Committee and the Real Property, Probate, and Trust Law Section (March 2004)
- Associated General Contractors of America's Construction Law and Lien Law Symposium (December 2003)

- "Mold in Construction," Southeast Building Conference (July 2003)
- "Force Majeure Clauses – An Evolving Risk Allocation Mechanism in the 21st Century," ABA Forum on Construction Law Annual Meeting, Boston, MA (May 2003)
- "Water Intrusion and Mold Claims in Florida," Sterling Education Services (May 2003)
- "Mold in Construction," Associated General Contractors of Greater Florida Inc. (May 2003)
- "Beating the Odds in the Claims Process," Construction Financial Management Association Annual Conference & Exhibition, Las Vegas, NV (2002), moderated a mock arbitration and presented a seminar on construction issues at the 2002 CFMA National Conference in Las Vegas

Recognition

- AV Rated by Martindale-Hubbell
- Lifetime Achievement Award, The Florida Bar Construction Law Committee (2014)
- *Who's Who Legal*, Construction (2020)
- *Who's Who Legal: Florida*, Construction (2020)
- *The International Who's Who of Construction Lawyers* (2012–2019)
- *The International Who's Who of Business Lawyers* (2013–2015)
- *The Best Lawyers in America*
 - Construction Law, Litigation – Construction (2008–2021)
 - Tampa "Lawyer of the Year"
 - Construction Law (2013–2014)
- *Chambers USA*, Band 1 (2007–2020)
- Florida Super Lawyers, *Super Lawyers Magazine* (2006–2020)
- Florida Legal Elite, *Florida Trend Magazine* (2007, 2011–2015)
- Annual Service Award, The Florida Bar Real Property, Probate, and Trust Law Section (2010)

Professional & Community Involvement

- American Bar Association
 - Forum on Construction Law
 - Chair-Elect (2020–2021)
 - Chair, Finance Committee (2018–2020)
 - Chair, Technology Committee (2015–2017)
 - Governing Committee (2012–2015)
 - Chair, Bonds, Liens, and Insurance Division (2008–2010)
 - Steering Committee of the Bonds, Liens, and Insurance Division (2004–2008)
 - Past Member and Young Lawyer Representative, Owners and Project Finance Division
- American Bar Foundation
 - Fellow (2015–present)
- American College of Construction Lawyers

- Fellow (2019–present)
- American College of Real Estate Lawyers
 - Fellow (2017–present)
- The Florida Bar
 - Real Property, Probate, and Trust Law Section
 - Executive Committee (2017–present)
 - Co-Chair, Legislative Committee (2017–2018, 2020–2021)
 - Treasurer (2018–2019)
 - Construction Law Committee
 - Chair (2007–2009)
 - Co-Vice Chair (2005–2007)
 - Insurance and Surety Committee
 - Co-Chair (2011–2017)
 - Co-Vice Chair (2009–2011)
 - Co-Founder and Chair, The Florida Bar Construction Law Institute (2010–2012)
 - Co-Editor-in-Chief of *ActionLine*, circulation of more than 11,000 (2016–2017)
- Hillsborough County Bar Association
 - Co-Chair, Construction Law Section (2005–2007)
 - Articles Editor, Construction Law Section (2003–2005)
- Museum of Science and Industry
 - Advisory Board (2013–2014)
- Associated General Contractors of Greater Florida Inc.
 - Advisory Committee (2005–2016)
- Construction Financial Management Association
 - Tampa Bay Chapter, Board of Directors (1992–present)
 - National Conference Planning Task Force (2001–2010)
- The Federalist Society, Tampa Bay Lawyers Chapter
 - Vice President (1998–2004)
- Cary has served, or serves, in various capacities at Bell Shoals Baptist Church, as chairman of Deacons, nominating committee member, chairman of the finance committee, treasurer, and trustee.

Court Admissions

- Florida State Courts
- Florida Supreme Court
- U.S. Court of Appeals, Eleventh Circuit
- U.S. Court of Appeals, Fifth Circuit
- U.S. District Court, Middle District of Florida

- U.S. District Court, Northern District of Florida
- U.S. District Court, Southern District of Florida
- U.S. Supreme Court



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*practising through a professional corporation

Areas of Expertise

Procurement | Corporate/Commercial | Mining | Energy | Power | Infrastructure and Projects | United States

Education

1980, LLB, University of Ottawa

1977, BA, University of Toronto

Jurisdictions

Roll of Solicitors of England and Wales, 2005 | Alberta, 1985 | Ontario, 1982

Language

English

Brian Kelsall’s practice is focused on project finance and infrastructure development, banking and corporate finance and public private partnerships in Canada, the United States and emerging markets.

Regularly advising lenders, developers, contractors and procuring authorities, Brian has acted for clients across the infrastructure, telecom, energy, oil and gas, and mining sectors. He has advised the winning consortium on numerous P3 projects, including the US 36 Express Lanes/Bus Rapid Transit Project, the Pennsylvania Bridges Project, the State Street Redevelopment Project (Indiana) and Merced Campus (UC) Project (CA). He also advised the Federal Government and procuring authorities on the Gordie Howe International Crossing linking Canada and the U.S., and advised the Federal Government on its Communications Security Establishment Canada Long Term Accommodation Project (CSEC).

Regularly assisting with international project finance transactions, Brian acted for European Bank for Reconstruction and Development (EBRD) and other international financial institutions on the project financing for Mobifon S.A. in Romania, at the time the largest private sector financing in Romania. He has also advised on multiple telecom projects across Eastern and Central Europe.

Brian's expertise in project finance and banking law has been recognized by leading legal publications including, The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada, Best Lawyers, Who's Who Legal, Euromoney's "Best of the Best", Chambers Canada and the International Financial Law Review.

Client Work

- **Caisse de Dépôt et Placement du Québec acquires Plenary Americas**
Advised Caisse de dépôt et placement du Québec
Represented Caisse de Dépôt et Placement du Québec ("CDPQ") in acquiring Plenary Americas, a leading investor, developer, and operator of public infrastructure in North America.
- **Wataynikaneyap Power Announces Financial Close and Issues Notice to Proceed on Wataynikaneyap Power Transmission Project**
Advised Ontario Ministry of Energy, Northern Development and Mines
Advised Ontario Ministry of Energy on its \$1.34 Billion loan in respect of the Wataynikaneyap Power Transmission Project
- **Windsor-Detroit Bridge Authority achieves financial close Gordie Howe International Bridge Project**
Advised Windsor-Detroit Bridge Authority
Advised the Windsor-Detroit Bridge Authority and Her Majesty the Queen in Right of Canada in connection with the Gordie Howe International Bridge Project.
- **Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project**
Advised Various
Advised the funders including both the banks and bondholders in the Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project.
- **Mackenzie Vaughan Hospital project reaches financial close**
Advised Various Clients
Advised the lenders in the financial close of the Mackenzie Vaughan Hospital project for C\$428 million.

Presentations

- **10th Annual Canadian Infrastructure Finance Forum**
Infrastructure & Public-Private Partnerships (PPP/P3), Whistler, July 8, 2015

Rankings and Awards

- *Legal 500* 2019-2021 Recognized nationwide as a Leading Individual in Infrastructure Projects
- *Chambers Canada* 2016-2021 Recognized nationwide in Project Finance
- *IFLR 1000* 2014-2021 Recognized nationwide as Highly regarded in Project Finance
- *Chambers Global* 2011-2021 Recognized nationwide in Canada in Project Finance
- *The Best Lawyers in Canada* 2006-2021 Recognized in Banking and Finance Law and Project Finance Law in Toronto
- *The Best Lawyers in Canada* 2020 Recognized as Lawyer of the Year for Project Finance Law in the 2020 edition of The Best Lawyers in Canada
- *Lexpert* 2015-2020 Recognized in the Canadian Legal Lexpert Directory as Most Frequently Recommended in Infrastructure Law
- *Lexpert* 2014-2020 Recognized in the Canadian Legal Lexpert Directory in Banking & Financial Institutions
- *Lexpert* 2010-2020 Recognized in the Canadian Legal Lexpert Directory as Most Frequently Recommended in Project Finance
- *Who's Who Legal Canada* 2017-2019 Recognized by Who's Who Legal Canada for Government Contracts
- *Lexpert/American Lawyer Guide to the Leading 500 Lawyers* 2017-2019 Recognized for Project Finance
- *Chambers Canada* 2016-2019 Recognized nationwide in Projects PPP & Infrastructure
- *Who's Who Legal Canada* 2014-2019 Recognized by Who's Who Legal Canada for Project Finance
- *The Legal 500 Canada* 2014-2018 Recognized for Banking and Finance and as a "Leading Lawyer" for Infrastructure and Projects
- *Who's Who Legal* 2016 Recognized by Whos Who Legal for Government Contracts
- *Advised IJGlobal Americas* 2016 Advised on IJGlobal Americas 2016 North America Social Infrastructure Deal of the Year for UC Merced

- *Lexpert® Guide to the Leading US/Canada Cross-Border Corporate Lawyers* 2015 Recognized for Banking and Project Financing
- *IJGlobal Americas* 2015 Advised on three IJGlobal Americas 2015 Deal of the Year Transactions
- *Who's Who Legal Canada* 2014-2015 Recognized by Who's Who Legal Canada for Public Procurement
- Recognized by Who's Who Legal 100 for Project Finance and Public Procurement
- *Lexpert® Guide to the Leading US/Canada Cross-Border Corporate Lawyers* 2014 Recognized for Project Finance and Banking & Financial Institutions
- *Chambers Global* 2011-2014 Recognized for Banking and Finance
- *Legal Experts* 2011 Recognized by UK Legal Experts for Projects, Energy and Natural Resources
- *Legal Experts* 2010-2011 Recognized by Legal Experts as authority in Projects, Energy and Natural Resources

Memberships and Affiliations

- Member, Canadian Bar Association
- Member, Ontario Bar Association
- Member, Law Society of Upper Canada
- Member, Law Society of England and Wales
- Member, International Bar Association



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Areas of Expertise

Corporate/Commercial | Mining | Energy | Power | Infrastructure and Projects | United States

Education

1993, MBA, McGill University
 1993, LLB, McGill University
 1990, BSc, Concordia University

Jurisdictions

Roll of Solicitors of England and Wales , 2005 | Ontario, 1995

Languages

English | Russian | Hebrew

Ella Plotkin is the Leader of the firm’s Global Infrastructure & Projects Group. Her practice focuses on project finance and development, banking, corporate finance and public private partnerships. With considerable experience in infrastructure development and finance, Ella’s expertise spans Canada and the U.S. as well as emerging markets.

Regularly advising lenders, developers and contractors, Ella assists clients with all aspects of projects and project finance in the infrastructure, energy, telecom and natural resource sectors. Ella has advised the winning consortium on P3 projects including the US36 Express Lanes/Bus Rapid Transit Project, the Pennsylvania Bridges Project, the State Street Redevelopment Project (Indiana) and Merced Campus (UC) Project (CA). She also advised the lenders to the winning consortium on the Waterloo Light Rail Project, and the Eglinton Crosstown LRT Project as well as other numerous civil infrastructure and social infrastructure projects across Canada and the U.S.

Ella also has experience advising on international project finance transactions. She acted in the largest private sector financing to date in Romania (Mobifon S.A. – mobile GSM network.), the financing of the

development of an oil and gas project in India by an international financial institution, and the financing by other international financial institutions of the development of an oil terminal in Georgia, a mine development in Turkey, multiple mobile GSM projects in Eastern and Central Europe, and a major eucalyptus pulp mill in Uruguay. She also advised participants in respect of projects in connection with the 2500 MW clean energy RFP issued by the Ontario Ministry of Energy, and has advised lenders and borrowers on a wide variety of secured transactions. Ella is a member of the steering committee for Women in Energy Canada (WIECan).

A recognized leader in the area of project finance, Ella has been ranked by *Chambers Canada*, *Chambers Global*, *IFLR 1000*, *Who's Who Legal* and by *Legal 500 Canada*.

Client Work

- **Wataynikaneyap Power Announces Financial Close and Issues Notice to Proceed on Wataynikaneyap Power Transmission Project**
Advised Ontario Ministry of Energy, Northern Development and Mines
Advised Ontario Ministry of Energy on its \$1.34 Billion loan in respect of the Wataynikaneyap Power Transmission Project
- **Windsor-Detroit Bridge Authority achieves financial close Gordie Howe International Bridge Project**
Advised Windsor-Detroit Bridge Authority
Advised the Windsor-Detroit Bridge Authority and Her Majesty the Queen in Right of Canada in connection with the Gordie Howe International Bridge Project.
- **Windsor-Essex Parkway refinancing valued at C\$1.4 billion**
Advised lenders and hedge providers in connection with the Windsor-Essex Parkway project
Advised the lenders and hedge providers in connection with the Windsor-Essex Parkway project, valued at C\$1.4 billion.
- **Winning Consortium, led by Plenary Group in CAMH Phase 1C Development PPP Project**
Advised Plenary Group
Advised the lenders to the winning Consortium (led by Plenary Group) in connection with the CAMH Phase 1C Development PPP Project.
- **Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project**
Advised Various
Advised the funders including both the banks and bondholders in the Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project.

Rankings and Awards

- *Chambers Canada* 2016-2021 Recognized nationwide in Project Finance
- *The Legal 500 Canada* 2014-2021 Recognized nationwide as a Leading Individual in Infrastructure Projects
- *IFLR 1000* 2014-2021 Recognized nationwide as Highly regarded in Project Finance
- *Chambers Global* 2012-2021 Recognized nationwide in Canada in Project Finance
- *Lexpert* 2020 Recognized in the Canadian Legal Lexpert Directory in Project Finance
- *Lexpert* 2018-2020 Recognized in the Canadian Legal Lexpert Directory in Infrastructure Law
- *Chambers Canada* 2016-2019 Recognized nationwide in Projects PPP & Infrastructure
- *Chambers Global* 2014-2019 Recognized for Project Finance
- *Canadian Legal Lexpert Directory* 2013-2018 Recognized for Project Finance
- *Who's Who Legal Canada* 2014-2017 Recognized for Project Finance
- *IJGlobal Americas* 2016 Advised on IJGlobal Americas 2016 North America Social Infrastructure Deal of the Year for UC Merced
- *Lexpert Canada's Leading Energy Lawyers* 2016 ROB/Lexpert Canada's Leading Energy Lawyers
- *IJGlobal Americas* 2015 Advised on three IJGlobal Americas 2015 Deal of the Year transactions
- *Who's Who Legal 100* 2014-2015 Recognized for Project Finance

Memberships and Affiliations

- Member, Canadian Bar Association
- Member, Ontario Bar Association
- Member, Law Society of Upper Canada
- Member, Law Society of England and Wales
- Member, International Bar Association
- Member, Steering Committee for Women in Energy Canada (WIECan)



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Areas of Expertise

Corporate/Commercial | Political Law | Infrastructure and Projects

Education

2018, ICD.D, Institute of Corporate Directors (Institute-certified Director)

2001, LLM, Osgoode Hall Law School at York University

1995, LLB, University of Toronto

1992, B Comm, University of Toronto

Jurisdictions

New York, 2006 | Ontario, 1997

Language

English

Sean Morley’s practice is focused on project finance, public private partnerships and infrastructure development, with experience spanning Canada and the U.S. He also advises clients and organizations on ethically interacting with government.

Regularly assisting lenders, developers and contractors, Sean provides counsel on all aspects of projects and project finance in the infrastructure sector. Sean has advised the winning consortium on numerous P3 projects, including the US 36 Express Lanes/Bus Rapid Transit Project, the Pennsylvania Bridges Project, the State Street Redevelopment Project (Indiana) and Merced Campus (UC) Project (CA). He also advised lenders to the winning consortium on the Waterloo Light Rail Project, and the Eglinton Crosstown LRT Project. Other recent transactions include advising the lenders on the Humber River Regional Hospital Project, the Pan Am Athletes Village Project, the Quinte Courthouse Project, and the Windsor Essex Highway Project. He also advised equity investors in the Ontario Provincial

Police Modernization Project and the Forensic Services and Coroner's Complex Project, and the lenders in Partnerships BC's Surrey Pretrial Centre Project.

Sean's expertise also extends to Ontario's and Canada's lobbying reporting laws, election laws and campaign finance laws.

Client Work

- Windsor-Detroit Bridge Authority achieves financial close Gordie Howe International Bridge Project
Advised Windsor-Detroit Bridge Authority
Advised the Windsor-Detroit Bridge Authority and Her Majesty the Queen in Right of Canada in connection with the Gordie Howe International Bridge Project.
- Winning Consortium, led by Plenary Group in CAMH Phase 1C Development PPP Project
Advised Plenary Group
Advised the lenders to the winning Consortium (led by Plenary Group) in connection with the CAMH Phase 1C Development PPP Project.
- Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project
Advised Various
Advised the funders including both the banks and bondholders in the Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project.
- Mackenzie Vaughan Hospital project reaches financial close
Advised Various Clients
Advised the lenders in the financial close of the Mackenzie Vaughan Hospital project for C\$428 million.
- Stoney CNG transit bus garage and storage facility reaches financial close at C\$174 million
Advised Various Clients
Advised the lenders on the C\$174 million transaction with Stoney CNG transit bus garage.

Presentations

- **New Ontario Lobbying Rules - Are You Compliance Ready?**
Government Ethics, Transparency and Political Law, Toronto, June 1, 2016
- **Lobbyist Registration and Lobbying Legal Compliance - 2016 Update**
Government Ethics, Transparency and Political Law, Toronto, March 23, 2016

- **Lobbyist Registration and Legal Compliance - Keeping Pace with Changing Rules**
Government Ethics, Transparency and Political Law, Toronto, February 12, 2015
- **Lobbyist Registration and Legal Compliance - Keep Your Government Relations on the Right Side of the Law**
Canadian Lobbying Law Seminar (Fasken Martineau Institute), Toronto, April 10, 2014
- **Lobbyist Registration and Legal Compliance - Keeping Up with the Changing Rules**
Fasken Martineau Institute, Multiple Offices, November 8, 2012

Publications

- **The Name's Bonds, Canadian Bonds**, Partnership Bulletins, March 5, 2013
- **Complying with Ontario's Lobbyists Registration Act: Issues Facing Organizations, Partnerships and Corporations Who Communicate with the Government of Ontario**, Government Relations and Ethics Bulletin, November 18, 2009
- **Fasken Martineau Provides Overview of 2009 Federal Budget**, January 27, 2009

Rankings and Awards

- *IJGlobal Americas* 2016 Advised on IJGlobal Americas 2016 North America Social Infrastructure Deal of the Year for UC Merced
- *IJGlobal Americas* 2015 Advised on three IJGlobal Americas 2015 Deal of the Year transactions

Community Involvement

- Director, University Club Toronto
- Director and Chairman, Pollution Probe Foundation
- Director, Toronto Port Authority (2008-2017)
- Chair of Governance and Human Relations Committee, Toronto Port Authority (2009-2017)

Memberships and Affiliations

- Member, Canadian Bar Association

- Member, Ontario Bar Association
- Member, American Bar Association



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Areas of Expertise

Corporate/Commercial | Infrastructure and Projects

Education

2006, JD, Queen's University

1998, BA, Economics and Political Science, McGill University

Jurisdiction

Ontario, 2007

Language

English

Marc Lefler practices in the area of banking and finance law. With a focus on corporate and commercial lending transactions, either syndicated or bilateral, Marc also assists with project finance transactions, corporate finance and public private partnerships.

A significant portion of Marc's practice has been in Canadian infrastructure development and finance. He regularly advises lenders, developers and contractors on all aspects of infrastructure projects.

Marc summered and articulated with the firm, and was seconded to GrowthWorks Capital Ltd. Prior to his legal career, Marc was a Business and Legal Affairs Associate at Serendipity Point Films.

Client Work

- Wataynikaneyap Power Announces Financial Close and Issues Notice to Proceed on Wataynikaneyap Power Transmission Project
Advised Ontario Ministry of Energy, Northern Development and Mines

Advised Ontario Ministry of Energy on its \$1.34 Billion loan in respect of the Wataynikaneyap Power Transmission Project

- Windsor-Detroit Bridge Authority achieves financial close Gordie Howe International Bridge Project

Advised Windsor-Detroit Bridge Authority

Advised the Windsor-Detroit Bridge Authority and Her Majesty the Queen in Right of Canada in connection with the Gordie Howe International Bridge Project.

- Windsor-Essex Parkway refinancing valued at C\$1.4 billion

Advised lenders and hedge providers in connection with the Windsor-Essex Parkway project

Advised the lenders and hedge providers in connection with the Windsor-Essex Parkway project, valued at C\$1.4 billion.

- Winning Consortium, led by Plenary Group in CAMH Phase 1C Development PPP Project

Advised Plenary Group

Advised the lenders to the winning Consortium (led by Plenary Group) in connection with the CAMH Phase 1C Development PPP Project.

- Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project

Advised Various

Advised the funders including both the banks and bondholders in the Centre for Addiction and Mental Health's US\$685 million Queen Street redevelopment project.

Rankings and Awards

- *IJGlobal Americas 2016* Advised on IJGlobal Americas 2016 North America Social Infrastructure Deal of the Year for UC Merced
- *IJGlobal Americas 2015* Advised on three IJGlobal Americas 2015 Deal of the Year transactions

Memberships and Affiliations

- Member, Law Society of Upper Canada
- Member, Canadian Bar Association
- Member, Ontario Bar Association



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Areas of Expertise

Corporate/Commercial | Banking & Finance | Energy | Infrastructure and Projects

Education

2019, JD, University of Windsor

2019, JD, University of Detroit Mercy

2015, HBA, International Relations, University of Toronto

Jurisdiction

Ontario, 2020

Languages

English | Hindi | Urdu | Punjabi

Aaina Grover is an associate in the firm’s Global Infrastructure & Projects Group. Her practice focuses on infrastructure development, energy and project finance in Canada and the U.S. Aaina is now working as part of the team advising Infrastructure Ontario and Metrolinx on the Ontario Line Subway project.

Aaina has assisted in the development of large scale and small-scale infrastructure projects in Canada and the U.S.

Aaina received her Canadian JD from the University of Windsor and American JD from the University of Detroit Mercy School of Law. During law school, she participated in two competitive moots and was president of the International Law Society. In her final directed research paper, Aaina explored the differences in how the U.S. and Canada monetize tax incentives to finance renewable energy projects.

Prior to joining the Firm, Aaina summered and articulated at a major international law firm.

Memberships and Affiliations

- Member, Law Society of Ontario, (2020 – present)
- Member, Canadian Bar Association, (2019 – present)
- Member, Ontario Bar Association, (2019 – present)
- Member, Young Professionals in Energy, (2020 – present)

Addendum 1 – Fasken Representative Transactions

Below is a partial list of relevant experience. This list does not include all the infrastructure and PPP projects on which we have acted. Information on additional projects can be provided.

Note that the individual members of the team identified for this Project have acted on all the projects listed below, i.e. this is not general firm experience, but rather the experience of the named team.

We have divided the list according to (i) successfully closed transactions and (ii) unsuccessful bids identifying in each case whether our role was on behalf of the concessionaire/ consortium, lenders or authority.

Successfully Closed Transactions

- **Ontario Line Subway (Ontario, ongoing)** – Authority Counsel – Counsel to Infrastructure Ontario and Metrolinx in the ongoing Ontario Line Project in Toronto, it is the largest urban subway/rail transit project in North America.
- **Gordie Howe International Crossing (Federal)** – Authority Counsel – Counsel to the Government of Canada in the ongoing Gordie Howe International Crossing Project which consists of the construction on a PPP-basis of a new publicly-owned bridge crossing between Windsor, Ontario, and Detroit, Michigan. The project includes a bridge, Canadian and US inspection plazas, and an interchange with Interstate-75, and is structured with availability payments, with toll revenue risk being accepted by the Authority. **Lexpert’s 2018 Deal of the Year, Infrastructure Journal Global’s North America’s Road Deal of the Year for 2018 and Project Finance International America’s Transport Deal of the Year for 2018.**
- **Communications Security Establishment Canada (Federal)** – Authority Counsel – Advised the Government of Canada for the Long Term Accommodation project, a high security facility for Communications Security Establishment Canada (bond financing).
- **McGill University Health Centre (Québec)** – Authority Counsel – Advised Infrastructure Québec in the development of McGill University Health Centre’s new Glen Campus.
- **Centre Hospitalier de l’Université de Montréal (Québec)** – Authority Counsel – Advised Infrastructure Québec in the development of the \$470 million public-private partnership for the development of Hôtel-Dieu Hospital, the Notre-Dame Hospital and the Saint-Luc Hospital.
- **Long-term care home in Montérégie (Québec)** – Authority Counsel – Advised the Québec public-private partnerships agency with respect to a long-term care home being developed as a public-private partnership on a DBFO basis.
- **Highway A-25 (Québec) – Authority Counsel** – Advised the Bureau de la mise en oeuvre du partenariat public-privé, the office of the Ministry of Transportation of Québec responsible for road infrastructure P3s, with respect to the extension of Highway A-25 and related toll bridge infrastructure on a public-private partnership basis. **Won Deal of the Year awards in 2007 from both the Canadian Council for Public Private Partnerships and Euromoney.**

- **Highway 407 (Ontario)** – Authority Counsel – Co-counsel to the Privatization Secretariat of the Province of Ontario. With sale proceeds in excess of \$3.1 billion, this was the largest privatization in Canadian history. **The Highway 407 Project won Deal of the Year awards in 1999 from each of The Canadian Council for Public Private Partnerships, Project Financial International, and Investment Dealers’ Digest.**
- **Eglinton Crosstown LRT (Ontario)** – Lenders’ Counsel – Advised the lenders to the winning consortium (hybrid bank/bond financing). **IJ Global 2015 North American Rail Deal of the Year.**
- **Waterloo Light Rail Transit (Ontario)** – Lenders’ Counsel – Advised the lenders financing the \$818 million project to design, build, finance, operate and maintain a 19 km LRT system and a 17 km bus rapid transit network through Cambridge, Kitchener and Waterloo. **IJ Global Best Transportation Deal Award (hybrid bank/bond financing).**
- **Regina Bypass (Saskatchewan)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing) on the Regina Bypass Project.
- **Belle Chasse Bridge & Tunnel Replacement Project (Louisiana)** – Consortium Counsel – Counsel to winning consortium on a project to replace a moveable bridge and tunnel.
- **Miami-Dade County Civil and Probate Courthouse (Florida)** – Consortium Counsel – Counsel to winning consortium on a project to develop a Civil and Probate Courthouse.
- **Energy Services Acquisition Program (ESAP) / Energy Service Modernization (ESM) Project** - Lenders’ Counsel (Federal) - Advised the lenders to the winning consortium (bank financing).
- **Abbotsford Law Courts (British Columbia)** - Lenders’ Counsel - Advised the lenders to the winning consortium on the Abbotsford Law Courts Project.
- **Gatineau 2 Project - National Archives Facility (Federal)** - Lenders’ Counsel - Advised the lenders to the winning consortium on the Gatineau 2 Project
- **Corner Brook Long Term Care Facility (Newfoundland)** - Lenders’ Counsel - Advising the Lenders to the winning consortium.
- **Corner Brook Acute Care Hospital (Newfoundland)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing).
- **Regional Express Rail Highway 401 Rail Tunnel Project (Ontario)** - Consortium Counsel - Counsel to winning consortium on a rail grade separation project along the rail corridor in the Greater Toronto Area.
- **University of California Merced 2020 (California)** – Consortium Counsel – Counsel to winning consortium on a project to develop the University of California, Merced. **IJ Global 2016 North American Social Infrastructure Deal of the Year; P3 Awards Best Social Infrastructure Project**
- **Indiana State Street Redevelopment (Indiana)** – Consortium Counsel – Counsel to winning consortium on a project to redevelop the lands and roadways at Purdue University.
- **CAMH Phase IC Redevelopment (Ontario)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing) on the CAMH Phase IC Redevelopment Project.

- **Mackenzie Vaughn Hospital (Ontario)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing) on the Mackenzie Vaughn Hospital Project.
- **Pennsylvania Bridges Replacement (Pennsylvania)** – Consortium Counsel – Counsel to winning consortium (Plenary/Walsh) on a project to redevelop over 500 bridges in Pennsylvania. The financing involved the largest PABs issuance to date on a US P3 project. **IJ Global 2015 PPP Deal of the Year; P3 Bulletin Transport Project of the Year.**
- **Disraeli Bridge and Overpass (Manitoba)** – Lenders’ Counsel – Advised the lenders in respect of the DBFM project for the Disraeli Bridge and Overpass spanning the Red River in Winnipeg, Manitoba (hybrid bank/bond financing).
- **US 36 Managed Lanes (Colorado)** – Concession Counsel – Counsel to the winning consortium (Plenary/Granite Ames/Transfield) for this toll road PPP project between Denver and Boulder, Colorado. The financing involved a combination of TIFIA financing, PABs issuance and subordinated debt.
- **Winnipeg Southwest Rapid Transitway Project (Manitoba)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing) on the Winnipeg Southwest Rapid Transitway Project.
- **South Fraser Perimeter Road Project (British Columbia)** - Lenders' Counsel - Advised the lenders on the refinancing of the South Fraser Perimeter Road Project (bond financing). **IJ Global “Refinancing Deal of the Year”.**
- **Billy Bishop Terminal City Airport (Ontario)** – Lenders’ Counsel – Advised the lenders financing the \$1 billion plus acquisition (through a PPP model) of the Billy Bishop Terminal City Airport (bank financing).
- **401 Tunnel (Ontario)** - Lenders’ Counsel - Advising the lenders to the winning consortium on this DBF project.
- **Windsor-Essex Parkway (Ontario)** – Lenders’ Counsel – Advised the international syndicate of lenders on the Windsor-Essex Parkway Project, the largest single highway investment in Ontario’s history (bank financing), as well as the private-placement take out financing thereof.
- **Ontario Highway Service Centres (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Ontario Highway Service Centres Project to design, build, and finance 23 existing highway service centres across Ontario (bank financing).
- **Réseau Express Métropolitain de Montréal LRT (Québec)** – Public Funder Counsel – Advised a public funder on the P3 67 KM LRT project, spanning 24 stations, along Highway 40 route to the West Island.
- **Stoney Transit Facility (Alberta)** – Lenders’ Counsel – Advised the lenders to the winning consortium (in a hybrid bank/bond financing) on the Stoney Transit Facility Project.
- **East Rail Maintenance Facility (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the East Rail Maintenance Facility project, a new maintenance and storage facility in Whitby, Ontario for the storage, maintenance and service of GO Transit trains (hybrid bank/bond financing).
- **Milton Hospital (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Milton District Hospital Redevelopment project (hybrid bank/bond financing).

- **Humber Hospital (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Humber River Regional Hospital New Acute Care Facility project, a new health care facility on a greenfield site in Toronto, Ontario (hybrid bank/bond financing).
- **Swift Current Care Facility (Saskatchewan) – Lenders’ Counsel** – Advised the lenders on the new long-term care facility which will replace three existing long term facilities in Swift Current, Saskatchewan (bond financing).
- **Regina Revitalization Initiative Stadium (Saskatchewan)** – Lenders’ Counsel – Advised the lenders in respect of the Regina Stadium development project (bank financing).
- **Humber College Expansion (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Humber College Expansion project (bank financing).
- **Peel Memorial Hospital (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of this hospital development (bond financing).
- **McMaster Children’s Health Centre (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the McMaster Children’s Health Centre project (bank financing).
- **Drivers’ Examination Services (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Drivers’ Examination Services project, a service only based PPP that provided for the grant of a 10-year licence to deliver driver examination services in Ontario (bank financing).
- **PAN/PARAPAN American Games Athletes’ Village (Ontario)** – Lenders’ Counsel – Advised the lenders on the financing of the PanAm Games Athletes’ Village Project (bank financing).
- **Quinte Consolidated Courthouse (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Quinte Consolidated Courthouse project, a new courthouse in Belleville, Ontario (bank financing).
- **Surrey Pretrial Services Centre Expansion (British Columbia)** – Lenders’ Counsel – Advised the lenders in respect of the Surrey Pretrial Services Centre Expansion project, a high-security, state-of-the-art 216-cell expansion to the existing Surrey Pretrial Services Centre located in Surrey, British Columbia (bank financing).
- **St. Joseph’s Hospital Hamilton (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the St. Joseph’s Healthcare Hamilton project, a mental health and addiction hospital in Hamilton, Ontario (bond financing).
- **South West Detention Centre (Ontario)** – Counsel to an equity investor – Advised an equity investor in respect of the South West Detention Centre project, a maximum security correctional facility in Windsor, Ontario (hybrid bank/bond financing).
- **Thunder Bay Courthouse (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Thunder Bay Consolidated Courthouse project, a state-of-the-art facility bringing two existing courthouses into one building in Thunder Bay, Ontario (hybrid bank/bond financing).
- **Bridgepoint Hospital (Ontario)** – Lenders’ Counsel – Advised the lenders in respect of the Bridgepoint Hospital project. This project (along with Niagara Health System noted below) reached financial close subsequent to the collapse of the financial markets and reaffirmed the recovery of the PPP market in Canada (hybrid bank/bond financing).

- **Niagara Health System (Ontario)** – Lenders’ Counsel – Advised the lenders on the financing of this project. This was the first PPP project in Canada to reach financial close subsequent to the collapse of the financial markets (hybrid bank/bond).
- **Alberta Schools I (Alberta)** – Lenders’ Counsel – Advised the lenders on this project, which was awarded the **North American Social Infrastructure Deal of the Year Award by Project Finance magazine in 2008 (hybrid bank/bond financing)**. **New Adult Mental Health & Addictions Facility Project** - Advised the funders in relation to the design, construction, financing and maintenance of the New Adult Mental Health & Addictions Facility in St. John’s, Newfoundland and Labrador.
- **Regional Express Rail Davenport Diamond Project** - Advised Graham Capital Partners in relation to the design, construction and financing of the Davenport Diamond Rail Grade Separation Project.

Unsuccessful Bids

- **Halton Region Consolidated Courthouse (Ontario)** - Lenders’ Counsel - Advised the lenders to an unsuccessful short-listed consortium in respect of this project.
- **Hurontario LRT (Ontario) - Lenders’ Counsel** - Advised the lenders to an unsuccessful short-listed consortium in respect of this project.
- **West Park Healthcare Centre Hospital Development (Ontario)** - Lenders’ Counsel - Advised the lenders to an unsuccessful short-listed consortium in respect of this project.
- **I-75 (Michigan) - Consortium Counsel** - advised an unsuccessful consortium in respect of its intended bid for this Project.
- **Indianapolis Courthouse (Indiana)** - Lenders’ Counsel - Advised the lenders to an unsuccessful short-listed consortium in respect of this project.
- **Southwest Calgary Ring Road (Alberta)** – Lenders’ Counsel – Advised the lenders to an unsuccessful short-listed consortium in respect of this project.
- **Saskatchewan Schools (Saskatchewan)** – Lenders’ Counsel – Advising the lenders to a bidding consortium for nine new schools to be located throughout Saskatchewan.
- **Saskatchewan Hospital North Battleford (Saskatchewan)** – Lenders’ Counsel – Advising the lenders to a bidding consortium for a new hospital to replace the Saskatchewan Hospital North Battleford and an integrated correctional facility.
- **Stanton Territorial Hospital (Northwest Territories)** – Lenders’ Counsel – Advising the lenders to a bidding consortium for the renovation of the current Stanton Territorial Hospital.
- **Indiana Courthouses (Indiana)** – Lenders’ Counsel – Advised the lenders for Plenary’s short-listed consortium.
- **AMT Maintenance Facility (Québec)** – Lenders’ Counsel – Advising the lenders to a bidding consortium for a new maintenance centre in Montréal, Québec for the Agence métropolitaine de transport (hybrid bank/bond financing).

- **Ottawa LRT - Confederation Line and Highway 417 (Ontario) – Lenders’ Counsel** – Advised the lenders (bonds) to a short-listed consortium bidding on the Ottawa light rail transit project together with building and financing the widening of a major highway integral to the project.
- **Evergreen Line LRT (British Columbia) – Consortium Counsel** – Advised short-listed bidding consortium on the design, building and financing of Evergreen Line, a new rapid transit line that will connect Coquitlam (a suburban town, south-east of Vancouver) to Vancouver.
- **Regina Wastewater Treatment Plant (Saskatchewan) – Lenders’ Counsel** – Advised the lenders to a shortlisted bidding consortium.
- **Saskatoon Civic Operations Centre (Saskatchewan) – Lenders’ Counsel** – Advising the lenders to a shortlisted consortium on the project involving the relocation of transit operations to a new state-of-the-art facility.
- **Mackenzie Valley Fibre Link (Northwest Territories) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Providence Hospital (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Alberta Schools II (Alberta) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Center for Addiction and Mental Health (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Waterloo Courthouse (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Women’s College Hospital Redevelopment (Ontario) – Consortium Counsel** – Counsel to a short-listed consortium.
- **Chief Peguis Trail (Manitoba) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Halton Healthcare Services (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **Bermuda Hospital (Bermuda) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.
- **St. Joseph’s Hospital, London & St. Thomas (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium).
- **Mental Health Centre Penetanguishene (Ontario) – Lenders’ Counsel** – Advised the lenders to a short-listed consortium.

Addendum 2 – Completed Forms



CERTIFICATE OF LIABILITY INSURANCE

DATE(MM/DD/YYYY)
04/19/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Aon Risk Services, Inc of Florida 7650 Courtney Campbell Causeway Suite 1000 Tampa FL 33607 USA	CONTACT NAME: PHONE (A/C. No. Ext): (866) 283-7122 FAX (A/C. No.): (800) 363-0105		
	E-MAIL ADDRESS:		
INSURED Carlton Fields, P.A. Attn: Frederick O'Malley 4221 W. Boy Scout Boulevard Suite 1000 Tampa FL 33607 USA	INSURER(S) AFFORDING COVERAGE		NAIC #
	INSURER A: Federal Insurance Company		20281
	INSURER B:		
	INSURER C:		
	INSURER D:		
	INSURER E:		

Holder Identifier :

COVERAGES **CERTIFICATE NUMBER:** 570087043624 **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS. **Limits shown are as requested**

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:			35798764	04/11/2021	04/11/2022	EACH OCCURRENCE	\$1,000,000
							DAMAGE TO RENTED PREMISES (Ea occurrence)	\$1,000,000
							MED EXP (Any one person)	\$10,000
							PERSONAL & ADV INJURY	\$1,000,000
							GENERAL AGGREGATE	\$2,000,000
	PRODUCTS - COMP/OP AGG		Included					
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY						COMBINED SINGLE LIMIT (Ea accident)	
	<input type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input type="checkbox"/> RETENTION						EACH OCCURRENCE	
	<input type="checkbox"/> WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR / PARTNER / EXECUTIVE OFFICER/MEMBER (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A				PER STATUTE	OTHER
							E.L. EACH ACCIDENT	
							E.L. DISEASE-EA EMPLOYEE	
							E.L. DISEASE-POLICY LIMIT	

570087043624
Certificate No :

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

CERTIFICATE HOLDER City of Riviera Beach Attn: Risk Manager 1481 West 15th Street Riviera Beach FL 33404 USA	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE

Misrepresentation of any material fact, whether intentional or not, regarding the Proposers insurance coverage, policies or capabilities may be grounds for rejection of the proposal and rescission of any resulting proposed award. Evidence of ability to obtain appropriate insurance coverage shall be provided in each proposal. All policies shall be endorsed to provide sixty (60) days prior written notice of cancellation, non-renewal or reduction in coverage or limits to:

City of Riviera Beach
Attn: Risk Manager
1481 West 15th Street
Riviera Beach, FL 33404
Email: risk@rivierabch.com

STANDARD FORMS ATTACHMENT A

In addition to the proposal, the forms listed below and attached are to be completed and submitted with your proposal.

- 1) Addendum Page
- 2) Proposer's Certification
- 3) Conflict of Interest Disclosure Form
- 4) Drug Free Workplace
- 5) Public Entity Crimes Statement

NOTE: Please ensure that all of these documents are completed and submitted with your proposal in accordance. Failure to do so may result in your proposal not being considered for award.

SIGNATURE of AUTHORIZED REPRESENTATIVE

This signature page must be completed and included with the submittal.

By signing below, the undersigned acknowledges they are an expressly authorized agent of the Company/firm listed below.

Date: April 19, 2021

Full Legal Name of Company: Carlton Fields, P.A.

Signature: Wm. Cary Wright

Printed Name: Wm. Cary Wright

Title: Shareholder

ADDENDUM ACKNOWLEDGEMENT

INSTRUCTIONS: COMPLETE PART I OR PART II, WHICHEVER APPLIES

PART I:

List below the dates of issue for each addendum received in connection with this Solicitation:

Addendum #1, Dated 4-14-21

Addendum #2, Dated _____

Addendum #3, Dated _____

Addendum #4, Dated _____

PART II:

NO ADDENDUM WAS RECEIVED IN CONNECTION WITH THIS QUALIFICATION

Carlton Fields, P.A.

Firm Name

Wm. Cary Wright

Signature

Wm. Cary Wright, Shareholder

Name and Title (Print or Type)

April 19, 2021

Date

PROPOSER'S CERTIFICATION

I have carefully examined the Request for Proposal, Instructions to Proposers, General and/or Special Conditions, Specifications, Proposal and any other documents accompanying or made a part of this invitation.

I hereby propose to furnish the goods or services specified in the Request for Proposal at the prices or rates quoted in my proposal. I agree that my proposal will remain firm for a period of up to ninety (90) days in order to allow the City adequate time to evaluate the proposals. Furthermore, I agree to abide by all conditions of the proposal.

I certify that all information contained in this proposal is truthful to the best of my knowledge and belief. I further certify that I am duly authorized to submit this proposal on behalf of the vendor /contractor as its act and deed and that the vendor /contractor is ready, willing and able to perform if awarded the contract.

I further certify that this proposal is made without prior understanding, agreement, connection, discussion, or collusion with any person, firm or corporation submitting a proposal for the same product or service; no officer, employee or agent of the CITY OF RIVIERA BEACH or of any other proposer interested in said proposal; and that the undersigned executed this Proposer's Certification with full knowledge and understanding of the matters therein contained and was duly authorized to do so.

Carlton Fields P.A.
NAME OF BUSINESS

gsasso@carltonfields.com
E-MAIL ADDRESS

BY: 
SIGNATURE OF AUTHORIZED OFFICER

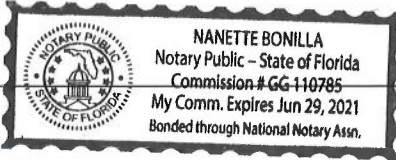
Sworn to and subscribed before me this
day of April, 2021.

Gary L. Sassc, President & CEO
PRINTED NAME AND TITLE


SIGNATURE OF NOTARY

4221 W. Boy Scout Blvd., Ste. 1000; Tampa, Florida 33607
MAILING ADDRESS

MY COMMISSION EXPIRES: _____



Hillsborough, County, FL
CITY, STATE, ZIP CODE 33607

PERSONALLY KNOWN

813-223-7000
TELEPHONE NUMBER

OR PRODUCED

IDENTIFICATION _____

813-229-4133
FAX NUMBER

TYPE: _____





CONFLICT OF INTEREST DISCLOSURE FORM

The award of this contract is subject to the provisions of Chapter 112, *Florida Statutes*. All Proposer's must disclose within their proposals: the name of any officer, director, or agent who is also an employee of the City of Riviera Beach.

Furthermore, all Proposer's must disclose the name of any City employee who owns, directly, or indirectly, an interest of more than five percent (5%) in the Proposer's firm or any of its branches.

The purpose of this disclosure form is to give the City the information needed to identify potential conflicts of interest for evaluation team members and other key personnel involved in the award of this contract.

The term "conflict of interest" refers to situations in which financial or other personal considerations may adversely affect, or have the appearance of adversely affecting, an employee's professional judgment in exercising any City duty or responsibility in administration, management, instruction, research, or other professional activities.

Please check one of the following statements and attach additional documentation if necessary:

 X To the best of our knowledge, the undersigned firm has no potential conflict of interest due to any other Cities, Counties, contracts, or property interest for this Qualification.

 The undersigned firm, by attachment to this form, submits information, which may be a potential conflict of interest due to other Cities, Counties, contracts, or property interest for this Qualification.

Acknowledged by:

Carlton Fields P.A.

Firm Name

 Wm. Cary Wright
Signature

Wm. Cary Wright, Shareholder

Name and Title (Print or Type)

 April 19, 2021
Date



DRUG FREE WORKPLACE

Preference shall be given to businesses with drug-free workplace programs. Whenever two or more proposals which are equal with respect to price, quality, and service are received by the State or by any political subdivision for the procurement of commodities or contractual services, a proposal received from a business that certifies that it has implemented a drug-free workplace program shall be given preference in the award process. Established procedures for processing tie bids will be followed if none of the tied vendors have a drug-free workplace program. In order to have a drug-free workplace program, a business shall:

1. Publish a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance is prohibited in the workplace and specifying the actions that will be taken against employees for violations of such prohibition.
2. Inform employees about the dangers of drug abuse in the workplace, the business's policy of maintaining a drug-free workplace, any available drug counseling, rehabilitation, and employee assistance programs, and the penalties that may be imposed upon employees for drug abuse violations.
3. Give each employee engaged in providing the commodities or contractual services that are under contract a copy of the statement specified in subsection (1).
4. In the statement specified in subsection (1), notify the employees that, as a condition of working on the commodities or contractual services that are under contract, the employee will abide by the terms of the statement and will notify the employer of any conviction of, or plea of guilty or nolo contendere to, any violation of chapter 893 or of any controlled substance law of the United States or any state for a violation occurring in the workplace no later than five (5) days after such conviction.
5. Impose a sanction on, or require the satisfactory participation in a drug abuse assistance or rehabilitation program if such is available in the employee's community, by any employee who is so convicted.
6. Make a good faith effort to continue to maintain a drug-free workplace through implementation of this section.

As the person authorized to sign the statement, I certify that this form complies fully with the above requirements.

THIS CERTIFICATION is submitted by Belinda Garrett the
(INDIVIDUAL'S NAME)

Director of Human Resources Of Carlton Fields, P.A.
(TITLE/POSITION WITH COMPANY/VENDOR) (NAME OF COMPANY/VENDOR)

who does hereby certify that said Company/Vendor has implemented a drug free workplace program which meets the requirements of Section 287.087, Florida Statutes, which are identified in numbers (1) through (6) above.


SIGNATURE

4/14/2021

DATE





**CITY OF RIVIERA BEACH
NOTIFICATION OF PUBLIC ENTITY CRIMES LAW**

Pursuant to Section 287.133, Florida Statutes (1995), you are hereby notified that a person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid on a contract to provide any goods or services to a public entity, may not submit a bid on a contract with a public entity for the construction or repair of a public building or public work, may not submit bids on leases or real property to a public entity, may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in s.287.017 [F.S.] for CATEGORY TWO [\$35,000.00] for a period of 36 months from the date of being placed on the convicted vendor list.

Acknowledged by:

Carlton Fields, P.A.

Firm Name

Wm. Cary Wright

Signature

Wm. Cary Wright, Shareholder

Name & Title (Print or Type)

April 19, 2021

Date





"The Best Waterfront City in Which to Live, Work and Play."

**CITY OF RIVIERA BEACH
ADDENDUM NO. 1**

TO: ALL PROPOSERS

FROM: CITY OF RIVIERA BEACH PROCUREMENT DEPARTMENT

SUBJECT: ADDENDUM NO. ONE (1) TO RFP 1024-21-2, LEGAL SERVICES FOR IMPLEMENTATION OF PUBLIC-PRIVATE PARTNERSHIP PROJECTS AND DEVELOPMENTS

DATE: APRIL 14, 2021

CC: GENERAL PUBLIC

- A. NOTICE:** The purpose of this Addendum is to address Requests for Information (RFIs) and provide a written response. All other terms and conditions of the solicitation remain unchanged.
- B.** The Proposal due date is changed **FROM April 20, 2021 TO READ: April 27, 2021.**

QUESTIONS AND ANSWERS:

1. Items D, E, and F in Section 1.1 are unknown projects and proposals. What is the expected timeline, number of parties, and nature of services for each of these projects so that we can accurately provide a fee estimate as required in Section 4, part F?

Answer: The expected timeline for such project/proposals is within the next three (3) years. Other projects anticipated include two (2) fire stations, water treatment plant, Marina Phase II development, and a municipal complex to include five (5) development projects. The nature of services are related to construction and development agreements.

2. Are digital signatures accepted on all required forms for RFP 1024-21-2 P3 City of Riviera Beach?

Answer: Yes, digital signatures that contain complete metadata i.e., date, name, and certification info of the signor.

Addendum No. 1 must be signed as acknowledgment of receipt, and attached to the proposal when submitted at 3:00 p.m., Tuesday, April 27, 2021 at the Office of the City Clerk, 600 W. Blue Heron Boulevard, Suite 140, Riviera Beach, Florida, 33404. For information on this solicitation, please contact:

Althea Pemsel, Director of Procurement
1481 West 15th Street
Riviera Beach, FL 33404
purchasing@rivierabeach.org

Fasken Martineau DuMoulin LLP
NAME OF COMPANY


PROPOSER'S SIGNATURE

DATE: Apr. 27, 2021

BRIAN KELSALL
PROPOSER'S PRINTED NAME

Misrepresentation of any material fact, whether intentional or not, regarding the Proposers insurance coverage, policies or capabilities may be grounds for rejection of the proposal and rescission of any resulting proposed award. Evidence of ability to obtain appropriate insurance coverage shall be provided in each proposal. All policies shall be endorsed to provide sixty (60) days prior written notice of cancellation, non-renewal or reduction in coverage or limits to:

City of Riviera Beach
Attn: Risk Manager
1481 West 15th Street
Riviera Beach, FL 33404
Email: risk@rivierabch.com

STANDARD FORMS ATTACHMENT A

In addition to the proposal, the forms listed below and attached are to be completed and submitted with your proposal.

- 1) Addendum Page
- 2) Proposer's Certification
- 3) Conflict of Interest Disclosure Form
- 4) Drug Free Workplace
- 5) Public Entity Crimes Statement

NOTE: Please ensure that all of these documents are completed and submitted with your proposal in accordance. Failure to do so may result in your proposal not being considered for award.


SIGNATURE of AUTHORIZED REPRESENTATIVE

This signature page must be completed and included with the submittal.

By signing below, the undersigned acknowledges they are an expressly authorized agent of the Company/firm listed below.

Date: Apr. 27, 2021

Full Legal Name of Company: FASKEN MARTINEAU DUMOULIN LLP

Signature: 

Printed Name: BRIAN KELSALL

Title: PARTNER

ADDENDUM ACKNOWLEDGEMENT

INSTRUCTIONS: COMPLETE PART I OR PART II, WHICHEVER APPLIES

PART I:

List below the dates of issue for each addendum received in connection with this Solicitation:

Addendum #1, Dated 4-14-21

Addendum #2, Dated _____

Addendum #3, Dated _____

Addendum #4, Dated _____

PART II:

NO ADDENDUM WAS RECEIVED IN CONNECTION WITH THIS QUALIFICATION

Fasken Martineau DUMoulin LLP

Firm Name

Brian Kelsall

Signature

BRIAN KELSALL, PARTNER

Name and Title (Print or Type)

Apr. 27, 2021

Date

PROPOSER'S CERTIFICATION

I have carefully examined the Request for Proposal, Instructions to Proposers, General and/or Special Conditions, Specifications, Proposal and any other documents accompanying or made a part of this invitation.

I hereby propose to furnish the goods or services specified in the Request for Proposal at the prices or rates quoted in my proposal. I agree that my proposal will remain firm for a period of up to ninety (90) days in order to allow the City adequate time to evaluate the proposals. Furthermore, I agree to abide by all conditions of the proposal.

I certify that all information contained in this proposal is truthful to the best of my knowledge and belief. I further certify that I am duly authorized to submit this proposal on behalf of the vendor /contractor as its act and deed and that the vendor / contractor is ready, willing and able to perform if awarded the contract.

I further certify that this proposal is made without prior understanding, agreement, connection, discussion, or collusion with any person, firm or corporation submitting a proposal for the same product or service; no officer, employee or agent of the CITY OF RIVIERA BEACH or of any other proposer interested in said proposal; and that the undersigned executed this Proposer's Certification with full knowledge and understanding of the matters therein contained and was duly authorized to do so.

Fasken Martineau DuMoulin LLP,
NAME OF BUSINESS

bkelsall@fasken.com
E-MAIL ADDRESS

BY: [Signature]
SIGNATURE OF AUTHORIZED OFFICER

Sworn to and subscribed before me this
27th day of Apr., 2021

Ella Plotkin
PRINTED NAME AND TITLE

5 Thornbury Cres.
Toronto, ON M9A 2M1, Canada
MAILING ADDRESS

[Signature]
SIGNATURE OF NOTARY

MY COMMISSION EXPIRES: _____

Ontario, M9A 2M1
CITY, STATE, ZIP CODE

PERSONALLY KNOWN

416 419 5702
TELEPHONE NUMBER

OR PRODUCED

IDENTIFICATION _____

FAX NUMBER

TYPE: _____



CONFLICT OF INTEREST DISCLOSURE FORM

The award of this contract is subject to the provisions of Chapter 112, *Florida Statutes*. All Proposer's must disclose within their proposals: the name of any officer, director, or agent who is also an employee of the City of Riviera Beach.

Furthermore, all Proposer's must disclose the name of any City employee who owns, directly, or indirectly, an interest of more than five percent (5%) in the Proposer's firm or any of its branches.

The purpose of this disclosure form is to give the City the information needed to identify potential conflicts of interest for evaluation team members and other key personnel involved in the award of this contract.

The term "conflict of interest" refers to situations in which financial or other personal considerations may adversely affect, or have the appearance of adversely affecting, an employee's professional judgment in exercising any City duty or responsibility in administration, management, instruction, research, or other professional activities.

Please check one of the following statements and attach additional documentation if necessary:

To the best of our knowledge, the undersigned firm has no potential conflict of interest due to any other Cities, Counties, contracts, or property interest for this Qualification.

The undersigned firm, by attachment to this form, submits information, which may be a potential conflict of interest due to other Cities, Counties, contracts, or property interest for this Qualification.

Acknowledged by:

Fasken Martineau DuMoulin, LLP
Firm Name


Signature

BRIAN KELSALL, PARTNER
Name and Title (Print or Type)

Apr. 27, 2021
Date



DRUG FREE WORKPLACE

Preference shall be given to businesses with drug-free workplace programs. Whenever two or more proposals which are equal with respect to price, quality, and service are received by the State or by any political subdivision for the procurement of commodities or contractual services, a proposal received from a business that certifies that it has implemented a drug-free workplace program shall be given preference in the award process. Established procedures for processing tie bids will be followed if none of the tied vendors have a drug-free workplace program. In order to have a drug-free workplace program, a business shall:

1. Publish a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance is prohibited in the workplace and specifying the actions that will be taken against employees for violations of such prohibition.
2. Inform employees about the dangers of drug abuse in the workplace, the business's policy of maintaining a drug-free workplace, any available drug counseling, rehabilitation, and employee assistance programs, and the penalties that may be imposed upon employees for drug abuse violations.
3. Give each employee engaged in providing the commodities or contractual services that are under contract a copy of the statement specified in subsection (1).
4. In the statement specified in subsection (1), notify the employees that, as a condition of working on the commodities or contractual services that are under contract, the employee will abide by the terms of the statement and will notify the employer of any conviction of, or plea of guilty or nolo contendere to, any violation of chapter 893 or of any controlled substance law of the United States or any state for a violation occurring in the workplace no later than five (5) days after such conviction.
5. Impose a sanction on, or require the satisfactory participation in a drug abuse assistance or rehabilitation program if such is available in the employee's community, by any employee who is so convicted.
6. Make a good faith effort to continue to maintain a drug-free workplace through implementation of this section.

As the person authorized to sign the statement, I certify that this form complies fully with the above requirements.

THIS CERTIFICATION is submitted by BRIAN KELSALL the
(INDIVIDUAL'S NAME)

PARTNER of FASKEN Martineau DuMoulin
(TITLE/POSITION WITH COMPANY/VENDOR) (NAME OF COMPANY/VENDOR)

who does hereby certify that said Company/Vendor has implemented a drug free workplace program which meets the requirements of Section 287.087, Florida Statutes, which are identified in numbers (1) through (6) above.

Brian Kelsall
SIGNATURE

Apr. 27, 2021
DATE



**CITY OF RIVIERA BEACH
NOTIFICATION OF PUBLIC ENTITY CRIMES LAW**

Pursuant to Section 287.133, Florida Statutes (1995), you are hereby notified that a person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid on a contract to provide any goods or services to a public entity, may not submit a bid on a contract with a public entity for the construction or repair of a public building or public work, may not submit bids on leases or real property to a public entity, may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in s.287.017 [F.S.] for CATEGORY TWO [\$35,000.00] for a period of 36 months from the date of being placed on the convicted vendor list.

Acknowledged by:

Fasken Martineau DuMoulin LLP

Firm Name



Signature

BRIAN KELSALL, PARTNER

Name & Title (Print or Type)

Apr. 27, 2021

Date

