
From: Amdur, Stephen B. <stephen.amdur@pillsburylaw.com>
Sent: Saturday, February 17, 2018 2:01 PM
To: jgabriel@coj.net; Brooks, Jody L. - Chief Legal Officer; LHodges@coj.net; Petrie, Gayle (COJ)
Cc: Baumgaertner, Peter A.; Hood, Catherine C.; Terrell, J. Anthony; Slater, Jessica K.
Subject: RE: JEA - Follow-up / Supplemental Materials

[External Email - Exercise caution. DO NOT open attachments or click links from unknown senders or unexpected email.]

With apologies – our metadata filter appears to have modified the formatting on the file. Please find a slightly revised draft attached fixing that error. We hope to discuss further with you soon.

Best regards,

Steve

From: Amdur, Stephen B.
Sent: Saturday, February 17, 2018 1:52 PM
To: jgabriel@coj.net; broojl@jea.com; LHodges@coj.net; GPetrie@coj.net
Cc: Baumgaertner, Peter A. <peter.baumgaertner@pillsburylaw.com>; Hood, Catherine C. <catherine.hood@pillsburylaw.com>; Terrell, J. Anthony <tony.terrell@pillsburylaw.com>; Slater, Jessica K. <jessica.slater@pillsburylaw.com>
Subject: JEA - Follow-up / Supplemental Materials

Jason, Jody, Lawsikia, Gayle,

We wanted to follow-up to our meeting on Monday; we greatly enjoyed meeting with you and your team, and we very much appreciated the opportunity to be considered for such a monumental potential transaction. We have prepared the attached supplemental materials to further highlight certain of our comparable precedent transactions. While obviously no transaction is perfectly comparable, we hope that the attached further demonstrates the comprehensive nature of our experience and our suitability to assist you in this matter.

Please let us know if you have any questions or comments. We are happy to discuss further with you at your convenience.

All the best regards,

Steve

Stephen B. Amdur | Partner
Pillsbury Winthrop Shaw Pittman LLP
1540 Broadway | New York, NY 10036-4039
t 212.858.1135 | f 212.881.9069 | m 203.676.8531
stephen.amdur@pillsburylaw.com | website bio

ABU DHABI AUSTIN BEIJING DUBAI HONG KONG HOUSTON LOI
LOS ANGELES MIAMI NASHVILLE **NEW YORK** NORTHERN VIRGINIA
PALM BEACH SACRAMENTO SAN DIEGO SAN DIEGO NORTH COUNT'



The contents of this message, together with any attachments, are intended only for the use of the individual or entity to which they are addressed and may contain information that is legally privileged, confidential and exempt from disclosure. If you are not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this message, or any attachment, is strictly prohibited. If you have received this message in error, please notify the original sender or the Pillsbury Winthrop Shaw Pittman Help Desk at Tel: 800-477-0770, Option 1, immediately by telephone or by return E-mail and delete this message, along with any attachments, from your computer. Thank you.

Selected Representations of Public/Government Entities in Strategic Transactions

- Appointed by Hillsborough County Florida in 2017 under a competitive bid to the County's first ever panel of legal P3 advisors.
- Represented the Long Island Power Authority in its \$7 billion acquisition of the electric transmission and distribution assets of Long Island Lighting Company.
- Currently representing the Government of the Republic of Cyprus on the procurement for a PPP solution for the redevelopment of the Larnaca Port and Marina, as well as the development of the adjacent real estate area.
- Represented the Los Angeles Department of Water and Power in connection with the divestiture of its equity interests in coal-fired generating plants in Nevada and Arizona.
- Engaged to represent the US Postal Service on a public-private partnership structured as a long term out-lease of around 465,000 square feet of a working, historic, US Postal Service building known as the Morgan General Mail Facility and Annex between 28th & 30th Streets and 9th & 10th Avenues in Manhattan.
- Represented the University of Kansas on the Central District Development project, a hybrid PPP project involving the design, construction, operation and maintenance of a number of improvements including, academic facilities, laboratory space, multi-use student union space, housing facilities with approximately 1,200 beds, a power plant with chilled water, steam and electrical connections to the existing system, along with additional parking and infrastructure to support construction.
- Provided legal advice to the San Francisco Bay Area Rapid Transit District on multiple projects, including:
 - Oakland Airport Connector Project: Project started November 1999 (start of the environmental process) – project completed November 2014 (opening of service). Provided legal advice on project development and completion of the Oakland Airport Connector, a monorail system from BART into the passenger terminals. We continue to provide advice on operation-related matters.
 - Provided advice on the proposed extension of the BART system to Livermore with either conventional rail or diesel multiple unit (DMU) service.
 - Provided legal advice on extension projects into northeastern Contra Costa County ("eBART").
- Represented the joint powers authority in connection with the construction and operation of the Orange County Water District and Orange County Sanitation District Groundwater Replenishment System project in Fountain Valley California,

which won the Outstanding Civil Engineering Achievement Award from the American Society of Civil Engineers.

- Named to University of California Board of Regents panel in 2017 to serve as Real Estate and Public Finance Counsel in connection with P3 projects.

Selected Representations of Private Entities in the Acquisition of Public/Government Entities and Utilities

- Represented a Macquarie Bank-led consortium in the \$7.4 billion acquisition of Puget Sound Energy in Washington State.
- Represented the administrative agent and bank lenders to the Pocahontas Parkway toll road in Virginia in connection with the “take back the keys” restructuring of debt and equity, pursuant to which the lenders took control of the Pocahontas Parkway.
- Represented Energy Capital Partners as a member of the consortium in the \$31.8 billion acquisition of TXU Energy.
- Representing a consortium in its bid for the Howard County Courthouse Complex P3 project currently under procurement in Maryland.
- Representation of United Water Resources in connection with the outsourcing of the water systems for Indianapolis, Austin, Key West and Atlanta.
- Represented Public Service Company of New Mexico, a public utility holding company, in its \$1.024 billion cash and stock merger with Texas-New Mexico Power Company (TNP).
- Representation of PSEG in connection with its \$800 million acquisition of the Keys Energy Center project in Prince George’s County, Maryland.
- Represented Avista Corporation in its acquisition of Alaska Energy and Resources Company, the parent of Alaska Electric Light and Power Company, which serves electricity in the capital city of Juneau, Alaska.
- Represented Bangor Hydro-Electric Company in its \$225 million acquisition with Emera Incorporated, the first cross-border change of a control transaction between a U.S. electric distribution company and a Canadian utility.
- Represented Miami Beach Mobility Partners in its bid for the Miami Beach Light Rail Project.

- Represented Globalvía in its bid to design, build, finance, operate and maintain the Jackson Airport Parkway in Mississippi.
- Represented Keolis and SNCF in the successful closing of a Commuter Rail Operating Agreement with the Massachusetts Bay Transportation Authority for the operation and management of MBTA's commuter rail system for an 8-year term.
- Served as counsel to a consortium in its unsuccessful bid for the "Purple Line" project in Maryland, a light rail line linking suburbs in the greater Washington metropolitan area.
- Represented Itinere North America in its bid for Segment 1 of the North Tarrant Express project in Texas, which was procured by the Texas Department of Transportation as a Design-Build-Finance-Operate-Maintain ("DBFOM") contract with respect to certain managed lanes (toll), additional open access lanes and associated facilities.
- Represented an international infrastructure company in connection with its proposed bid for the Poinciana Parkway, a private toll road project in Florida.
- Counsel to the owner in connection with the auction of a Michigan and Alabama based portfolio of four bridges and one international tunnel (now known as American Roads).
- Represented Sacyr Vallehermoso SA in its bid for the Indiana Toll Road.
- Represented a Spain-based infrastructure company in connection with its proposed bid for the Downtown Miami Parking Garage Project.

* * * * *

In addition to the foregoing, we have acted as borrower's or lender's counsel on numerous P3, infrastructure and utility projects throughout the world, and have acted as bond counsel, underwriters' counsel and conduit borrower's counsel with respect to tax-exempt governmental and qualified private activity bonds. We are regularly ranked amongst the world's leading energy regulatory, project finance, utility finance, infrastructure and P3 firms. We also regularly represent numerous private equity firms and independent power producers in the acquisition and disposition of facilities, and have assisted clients in the transfer of countless energy assets in connection with sale/leaseback transactions, corporate restructurings and renewable portfolio enhancements. We would be happy to share specific client references with you upon request.