HAWKINS

Water

Our firm has been the industry leader since the delivery of water sector projects on an alternative delivery basis began in 1997. These projects have ranged in size from 2 mgd to 500 mgd, provided an aggregate treatment capacity of more than 2,600 mgd, and had an aggregate contract term exceeding 1,200 years. Our water project experience includes more than 40 water treatment projects, 45 wastewater treatment projects, 15 biosolids management facilities, 5 desalination projects and 7 transmission pipelines which were delivered under the design-build, progressive design-build, design-build-operate, P3 and CMAR delivery methods, as well as asset management, water purchase and supply, dam removal, and operating service agreements. In order to avoid potential conflicts of interest, Hawkins represents only public agencies in its water industry procurement and contract practice.

The firm's clients in the water industry include:

- Cities
- Counties
- Municipal utilities
- Public authorities
- Water districts
- Joint powers agencies
- Non-profit corporations
- Investor-owned utilities
- Environmental facilities financing agencies
- State and federal governments

Hawkins also maintains a leading public finance practice in the water industry. We drafted the authorizing legislation for six state revolving funds for water projects. The firm has served as bond counsel or underwriters' counsel on over 1100 revenue and general obligation bond financings for water projects valued at more than $46 billion.

Water Design-Build

Hawkins is recognized as the legal industry leader in representing public agency owners in design-build procurements for water projects. Water utilities regularly turn to the firm for counsel and insight honed over 20 years in determining the appropriateness of design-build for proposed water infrastructure projects, and for skilled implementation of the design-build procurement and contracting process. We have negotiated water design-build contracts with most of the major design-builders in the country for projects in 25 states, including water treatment, desalination, wastewater treatment, biosolids management and transmission pipeline facilities. Our experience encompasses every form of design-build based water project contracting, including fixed price design-build; progressive design-build; design-build-operate-maintain; design-build-finance; and design-build-finance-operate-maintain (P3). Working closely with the engineering consulting firms most active as owner's representatives, Hawkins has pioneered the development of the project performance guarantees most widely used in the water design-build industry today.

Water Public-Private Partnerships (P3s)

Hawkins leads the industry nationally in water P3 projects. Our infrastructure procurement and contract team was the owner's legal architect of the San Diego County Water Authority's Carlsbad Seawater Desalination Project and the San Antonio Water System's Vista Ridge Regional Water Supply Project. Both are award-winning landmark design-build-finance-operate-maintain projects in which the project company also had responsibility for source water, siting and process permitting. Other key water sector P3s in which we played a central role include Cranston, Rhode Island

(wastewater); Sacramento County Regional Wastewater District, California (biosolids); and San Juan Capistrano, California (groundwater desalination). P3s are project finance transactions for public infrastructure, and Hawkins' expertise as both procurement and contract attorneys and as project and municipal finance lawyers places the firm in an excellent position to lead the way on water P3 project procurements.

Water CMAR

Water utilities that are generally comfortable with traditional design-bid-build project delivery often turn to construction-manager-at-risk (CMAR) for qualifications-based-selection of contractors and negotiated construction contracts. Hawkins has an active CMAR procurement and contract water project practice. Our water CMAR projects as owner's lead counsel include the San Antonio Water System's groundwater desalination facility and Trinity River Authority's thermal hydrolysis project.

Water Design-Build and P3 Industry Forums

As alternative delivery and P3 project procurement approaches have evolved over recent years to become a significant part of water capital project delivery in the United States, our attorneys have been at the forefront of the industry dialog on best practices, innovative approaches and lessons learned. We sponsor and regularly present at regional and national conferences organized by all of the leading water industry organizations and forums. Among those are:

- American Water Works Association
- Design-Build Institute of America (Water Sector)
- Global Water Intelligence
- Inter-American Development Bank
- National Council of Public Private Partnerships
- North American Development Bank
- P3 Connect
- Underground Infrastructure Management
- United States Conference of Mayors (Mayors Water Council)
- Water Design-Build Council
- Water Environment Federation
- World Bank

Award Winning and Groundbreaking Design-Build and P3 Water Projects

In our more than 20 years of central involvement as owner's lead counsel in the delivery of water projects on an alternative delivery and P3 basis, Hawkins has served as the chief legal architect on a large number of groundbreaking and award-winning projects. These have included the following Design-Build Institute of America, Bond Buyer, Project Finance Magazine, or Global Water Intelligence deal-of-the-year projects:

- City of Phoenix (Lake Pleasant Water Treatment Project)
- City and County of Santa Fe (Buckman Direct Division Project)
- San Antonio Water System (Vista Ridge Regional Water Supply Project)
- San Diego County Water Authority (Carlsbad Seawater Desalination Project)
- Spokane County (Regional Water Reclamation Project)

Among national firsts, Hawkins was lead counsel on the first major water industry P3 concession project (Cranston, Rhode Island); the first major water sector design-build-operate-maintain project (Seattle, Washington); and the first very large scale water sector progressive design-build project (Houston, Texas).

HAWKINS

Water Design-Build Contract Counterparties

On behalf of municipal water utilities, our firm has negotiated design-build, progressive design-build, design-build-finance-operate-maintain, operating service and concession contracts with most of the major firms in the market. This experience places Hawkins at the forefront of the industry and allows us to assist owners in expediting procurements that are both protective of the public interest and commercially reasonable. The following firms are among the contract counterparties with which Hawkins has negotiated major water project contracts:

- AECOM
- Alberici
- Archer Western
- American Water
- Black & Veatch
- CDM
- CH2M
- Epcor
- Garney
- HDR
- Kiewit
- McCarthy
- PCL
- PC Construction
- Poseidon
- Severn Trent
- Stantec/ MWH
- Suez
- Synagro
- Tetra-Tech
- Veolia

Water Industry Public Finance Practice

Hawkins' public finance attorneys practice extensively in the water industry, serving as bond counsel and underwriters' counsel on financings for water and wastewater projects and systems across the country. Our clients include public agencies and investment bankers issuing or underwriting revenue or general obligation bonds for water projects, as well as bonds issued on a conduit basis for investor-owned utilities and other water supply companies. The firm's water group attorneys are familiar with rate-setting, regulatory and rating agency issues associated with water revenue obligations, appropriation-backed financings, and conduit water bond issues.

Bond Counsel and Underwriters' Counsel Engagement List

The firm's bond counsel and underwriters' counsel engagements in the water industry regularly include:

- California Infrastructure and Economic Development Bank
- Chesterfield County (VA)
- Goshen (NY)
- Great Neck North Water Authority (NY)
- Guam Waterworks Authority
- Henrico County (VA)
- Jefferson Township (NJ)

- Las Vegas Valley Water District (NV)
- Lloyd Town (NY)
- Maine Municipal Bond Bank
- Memphis (TN)
- New York State Environmental Facilities Corporation
- Portland (OR)
- Rancho California Water District Finance Authority
- Riverside (CA)
- Santa Clara Valley Water District (CA)
- Southern California Metropolitan Water District

Water SRF Financings

Hawkins was part of a small group of professional services firms that were instrumental in assisting several states in the creation of the state revolving fund concept from its very beginnings. We have since taken a leading role in assisting states in developing and implementing SRF programs that meet their evolving individual needs and that are in compliance with federal requirements. Working with public officials and with the investment banking and financial advisory communities, we have assisted several states in developing a statutory and program framework to qualify for receipt of federal capitalization grants under both the Clean Water and Safe Drinking Water programs and to implement programs at the state and local level in compliance with complex federal tax requirements. These programs include leveraging structures and combined state revolving fund and grant programs which enhance the state's ability to finance and construct qualifying projects on an accelerated basis.

The firm has, in addition, provided counsel to states, investment bankers and financial advisors on various financing alternatives for providing the requisite state matching funds and advised on complying with the SRF requirements of the Internal Revenue Code and the U.S Environmental Protection Agency. Hawkins has served as counsel (bond counsel, legislative drafting counsel, tax counsel or underwriters' counsel) for state revolving fund programs in New York, California, Connecticut, Louisiana, Maine, Minnesota, Wisconsin and Oklahoma. As bond counsel, we have rendered opinions with respect to more than 120 SRF financings with a principal amount exceeding $18 billion.

Practices

- Alternative Project Delivery
- Bond Counsel
- Disclosure Counsel
- Public-Private Partnerships
- Underwriters' Counsel