

Geoffrey S. Yarema

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Founder and former chairman of Nossaman's Infrastructure Group, Geoffrey Yarema has spent more than three decades developing national best practices for innovative procurement, contracting and financing structures that successfully move large transportation projects from concept to reality. These include design-build, design-build-operate-maintain (DBOM), toll concession, availability payment, pre-development and other types of public-private partnership (P3) contracts. His expertise covers the Transportation Infrastructure Finance and Innovation Act (TIFIA), Railroad Rehabilitation & Improvement Financing (RRIF), Private Activity Bonds (PABs) and other such tools.

State departments of transportation, as well as regional and local agencies, regularly rely upon Geoff's advice and frequently name him Special Assistant Attorney General. He is often called to testify as an expert before the United States Congress and state legislatures on alternative delivery and financing of the country's most important projects. A member of the National Surface Transportation Infrastructure Financing Commission, he played a key role in drafting the Moving Ahead for Progress in the 21st Century Act (MAP-21) – a 2009 template for sweeping reform of the nation's transit and finance framework.

Chambers Global and *Chambers USA* repeatedly have ranked Geoff in the top tier of the P3 projects category, describing him as one of the most influential attorneys in the business and the dominant player in the niche nationwide. He is the only two-time recipient of the American Road and Transportation Builders Association's private sector Entrepreneur of the Year award, most recently in 2012. In 2008, the organization named him the most important private sector professional to the advancement of P3s over the two-decade history in the national transport arena.

EXPERIENCE

Texas Department of Transportation – Innovative Project Development Program. For more than 16 years, leader of the legal team assisting with procurement, contract documents, negotiated concession agreements and innovative financing arrangements for more than \$59 billion in transportation improvements. Examples include the: Central Texas Turnpike Program, I-635 LBJ Express, North Tarrant Express P3, DFW Connector, Grand Parkway, I-35E Managed Lanes project and U.S. 181 Harbor Bridge Replacement. Many of these projects have won top industry awards, including *Project Finance* magazine's Transportation Deal of the Year, *Infrastructure Journal's* Global Transport Deal of the Year, and the *American Road and Transportation Builders Association's* P3 Project of the Year.

City of Los Angeles, Los Angeles World Airports – Landside Access Modernization Program at LAX. Key member of the legal team advising on a program to facilitate mobility into and out of the busiest originations/destinations airport in the world by developing an elevated automated people mover system (APM), and a consolidated rent-a-car facility (ConRAC), intermodal transportation facilities and a joint station with LA Metro's Crenshaw Light Rail Line.

Among the matters on which Nossaman is advising are strategic planning, changes to applicable city ordinances, and drafting the procurement and contract documents and aiding in proposal evaluation for the availability payment DBFOM procurements for each of the \$4.9 billion APM and \$2 billion ConRAC elements. The APM, which won numerous national and international honors, reached commercial close in April 2018 and financial close on June 8, 2018. The ConRAC reached commercial close on November 8, 2018 and financial close on December 6, 2018. It too won several awards.

Los Angeles County Metropolitan Transportation Authority – Sepulveda Pass Rail Transit Program. Key advisor on the legal team engaged to implement Metro's first application of the Pre-Development Agreement delivery method for the \$6 billion to \$10 billion Sepulveda Pass Transit Project to connect the San Fernando Valley with Los Angeles' Westside, integrating into the East-West SFV LRT, the Orange Line, the Purple Line and the Expo Line.

City of Inglewood – Inglewood Transit Connector. Co-Lead of the legal team advising on all aspects of the \$2 billion elevated fixed guideway rail project to connect LA Metro's Crenshaw Light Rail Line with the revitalized Market Street commercial area, the Kia Forum, the Intuit Dome and Sofi Stadium at Hollywood Park. We play key roles in strategic direction, project governance, legal authority, procurement planning and implementation for a DBFOM contract, property acquisition, financial planning, negotiating with third party stakeholders and the formation of a joint powers authority between the City and LA Metro to own and manage the project.

California High-Speed Rail Authority. Supervisor of the legal team advising on key elements of the high-speed train system connecting the state's major urban centers. Among many assignments, we advise on the procurement of track and systems using a performance-based design-build-maintain method and administration of the design-build civil contracts. We also helped draft procurement and contract documents and oversaw the award of a nearly \$1 billion design-build contract for the first section. We also assisted organizational conflicts of interest and federal and state environmental permitting.

Massachusetts Bay Transportation Authority – Green Line Extension Project. Key member of the legal team advising on the \$1.4 billion extension of the MBTA's light rail system, initially retained to examine the previously deployed Construction Manager/General Contractor delivery method, to consider alternatives and to make recommendations on the optimal delivery method going forward. Following our recommendation to terminate the existing contracts, the MBTA engaged us to guide it through a replacement procurement scheme to complete the project, resulting in the award of a lump sum Design-Build Contract, which included the use of an affordability limit and a successful incorporation of a ladder of six prioritized scope additions. The project was completed in December 2022.

New York State Thruway Authority – Tappan Zee Bridge. Supervisor of the legal team that advised on the replacement of a three-mile bridge over the Hudson River with a cable-stayed, dual-span structure. The \$3.1 billion design-build contract is the first such deal undertaken by the agency. The new Governor Mario M. Cuomo Bridge opened to traffic in 2017. Our services included reviewing enabling legislation, assessing project risk, producing procurement and contract documents, contract negotiations, dealing with surety issues and assisting with closing.

California Department of Transportation – Presidio Parkway. Supervisor of the legal team that advised on a \$1.1 billion project that rebuilt a natural gateway connecting the Golden Gate Bridge with the City of San Francisco. The parkway was the first procurement under California's public-private partnership (P3) law and the third highway project developed under an availability payment P3 in the U.S. Our services included assisting with the procurement and contract documents, project financing and successfully defending the authority in litigation. It opened to traffic in July 2015 and captured many honors.

Partnerships British Columbia/British Columbia Ministry of Transportation – Sea-to-Sky Highway. Key advisor on a project to rebuild a 62-mile scenic highway connecting Vancouver and Whistler Ski Resort for the 2010 Winter Olympics. We assisted with the successful procurement of a CAD \$600 million contract awarded to a Macquarie/Kiewit/Hatch Mott MacDonald consortium, thus utilizing the Province's first proposer consultation process Nossaman developed. The concessionaire completed the project ahead of schedule in 2009, within budget and without material claims.

PUBLICATIONS

Author, "Paying Our Way: A New Framework for Transportation Finance," *Report of the National Surface Transportation Infrastructure Financing Commission*, 02.26.2009

Co-Author, "National Infrastructure Reinvestment Corporation: A Proposed Refinement of the "Bank" Concept to Optimize Economic Benefits and Leverage Federal Investment," *Public Works Financing*, 12.31.2008

Co-Author, "Public-Private Partnerships: Recent Developments in the U.S. Transportation Sector," *Privatisation & Public Private Partnership Review (Euromoney Yearbooks)*, 07.2007

Co-Author, "Public-Private Partnerships: A Sea Change in the US Transportation Sector," *Privatisation & Public Private Partnership Review 2006/07*, 07.01.2006

Co-Author, "Innovative Contracting Practices for ITS," *Task E- Final Report, prepared for the Federal Highway Administration*, 04.01.1997

SPEAKING ENGAGEMENTS

Panelist, "Running a P3 Program, Lessons From the Frontlines," City & Financial Global's P3 Policy and Delivery Leaders Summit, Washington, DC, 05.15.2019

Panelist, "P3s – Past, Present, and Future," City & Financial Global's P3 Policy and Delivery Leaders Summit, Washington, DC, 05.15.2019

Expert Witness, "Hearing on Leveraging Federal Funding: Innovative Solutions for Infrastructure," Testimony before the United States Senate Committee on Environment and Public Works Subcommittee on Transportation and Infrastructure, Washington, DC, 05.16.2017

Participant, "Roundtable on Early Involvement of Private Developers in the Consideration of Long-Term P3 Concession Options," Federal Highway Administration Office of Innovative Program Delivery, 05.23.2016

Moderator, "P3 Decision Makers: What Evidence do They Need?," George Mason University Center for Transportation Public-Private Partnership Policy, 04.26.2016

Panelist, "A P3 Future in Massachusetts," National Council for Public-Private Partnerships P3 Connect Conference, Boston, MA, 07.21.2015

Speaker, "The Transportation PPP Market & MAP-21," Construction Industry Round Table Annual Conference, Washington, DC, 05.07.2014

Discussion Participant, "21st Century Infrastructure and PPP Innovation for a Resilient Economy," Clinton Global Initiative, Los Angeles, CA, 04.03.2014

Panelist, "Capturing Innovation in Design-Build and PPP Procurement Processes: A Review of Successes to Date and Lessons on Optimization," Design-Build Institute of America Annual Conference, Las Vegas, NV, 11.05.2013

Speaker, "P3s & Innovative Procurement Strategies," Western Association of State Highway and Transportation Officials Annual Meeting, San Francisco, CA, 08.06.2013

Expert Witness, "Oversight Hearing on Implementation of MAP-21's TIFIA Program Enhancements," Testimony Before the U.S. Senate Committee on Environmental and Public Works, Washington, DC, 07.24.2013

Speaker, "Tracking MAP-21 Improvements and 2014 Reauthorization Needs," American Road & Transportation Builders Association Public-Private Ventures Annual Conference, Washington, DC, 07.15.2013

Speaker, "Innovation Capture: Optimizing a Key Public Sector P3 Value Component," InfraAmericas Forum, New York, NY, 06.17.2013

Discussion Participant, "Emerging Infrastructure Investment Strategies," Milken Institute Global Conference, Beverly Hills, CA, 04.30.2013

Speaker, "Rethinking Infrastructure Delivery," McKinsey & Company, Global Infrastructure Initiative, Istanbul, Republic of Turkey, 11.23.2012

Presenter, "Equity Investment in California Transportation: Legal Foundation and Limitations," California Public Employees' Retirement System Infrastructure Roundtable on Transportation, Sacramento, CA, 04.05.2012

Speaker, "Innovative Finance Strategies for Highways, Rail, Transit, Aviation, and Water Infrastructure," American Association of State Highway and Transportation Officials Legislative Briefing, Washington, DC, 02.27.2012

Expert Witness, "Hearing on the President's Proposal to Form a National Infrastructure Bank," Testimony Before the U.S. House of Representatives, Committee on Transportation and Infrastructure, Subcommittee on Highways and Transit, 10.12.2011

Expert Witness, "Hearing on Improving and Reforming Our Nation's Surface Transportation Programs," U.S. House of Representatives, Committee on Transportation and Infrastructure, Maitland, FL, 03.14.2011

Keynote Speaker, "Applying Innovative P3 Tools to New Highway Construction: A Tale of Two States," American Council of Engineering Companies 2010 Fall Conference, Puerto Rico, 10.18.2010

Speaker, "Selecting P3s for Procurement: Evolving from Episodic to Programmatic Public Sector Decision-Making," Transportation Research Board Conference on Surface Transportation Finance in the U.S., 05.20.2010

COMMUNITY & PROFESSIONAL

California Foundation on the Environment and the Economy, Board Member

American Association of State Highway and Transportation Officials, Project Finance Institute, Faculty Lecturer

American Road and Transportation Builders Association, Past Member, Executive Committee; Board of Directors, Design-Build Task Force

American Road and Transportation Builders Association, Past President, Current Member; Board of Directors, Public-Private Ventures Division

American Road and Transportation Builders Association, Co-Chair, Finance Working Group, Reauthorization Task Force

National Surface Transportation Financing Commission, Past Member

University of Southern California Keston Institute for Public Finance and Infrastructure Policy, Past Advisory Board Member

Transportation Research Board, National Academies of Sciences, Past Member, Taxation and Finance Committee

West Coast Infrastructure Exchange, Past Advisory Board Member

George Mason University, Center for Transportation P3 Policy, Past Advisory Board Member

HONORS

Individual recognition for Projects, PPP – Nationwide, *Chambers Global*, 2011-2023 (Senior Statespeople), and *Chambers USA*, 2010-2020, 2022-2023

P3 Private Sector Entrepreneur of the Year, American Road and Transportation Builders Association, 2003 and 2012

Most Significant Private Sector Individual in P3 Sector Over Last 20 Years, American Road and Transportation Builders Association, 2008

PRACTICES

Infrastructure

Construction Law, Claims & Litigation

Dispute Resolution

Legislation & Policy

Procurement & Contracting

Project Financing

Regulatory & Compliance Matters

INDUSTRIES

Government & Public Sector
Transportation

EDUCATION

University of Virginia School of Law, J.D., 1978, Articles Editor, *Virginia Journal of International Law*; Recipient, Hardy Cross Dillard Prize on International Law
University of Florida, B.S., 1975, Phi Beta Kappa (Environmental Sciences)

ADMISSIONS

California