

**Infrastructure Finance: The Tutorial**  
*Applying Public-Private Strategies and Project Structuring Techniques*  
**September 8 - 10, 2008 — Chicago, IL**

Monday, September 8, 2008:

Pre-Summit Morning Tutorial:

**Understanding Legal and Contractual Issues in Public-Private Partnerships**

9:00 AM – 12:00 Noon

This tutorial will provide you with the basic understanding of how to handle the legal and contractual issues to create a successful infrastructure P3 project.

**Local Law Considerations**

- » The approval process—what is needed for authorization
- » Potential limitations on use of proceeds
- » Bidding and procurement issues
- » State and local taxes—property, sales and excise impacts on agreements
- » Obligations of the “private operator”
- » Impacts on dispute resolution

**David Narefsky**, *Partner*, MAYER BROWN LLP

**Remedies & Enforcement**

- » Remedies of a governmental entity
- » Governmental entity termination: a draconian remedy
- » Governmental entity defaults and adverse actions
- » Remedies of concessionaire
- » Enforcement of remedies against a governmental entity: unique issues
- » Dispute resolution

**Joseph Seliga**, *Partner*, MAYER BROWN LLP

**Considering a Foreign Investor: Regulatory and Political Hurdles**

- » Understanding the regulation of foreign investments in U.S. infrastructure
- » Evaluating the impact of recent developments in regulatory criteria and processes
- » Structuring foreign investments to address regulatory concerns
- » Anticipating political considerations raised by foreign investments
- » Avoiding another Dubai Ports World debacle

**Simeon M. Kriesberg**, *Partner*, MAYER BROWN LLP

Pre-Summit Afternoon Tutorial:  
**Planning for Public-Private Projects**  
1:00 – 4:00 PM

This tutorial will explore the best practices in conducting financial, economic, and technical feasibility studies, and show you how to perform asset due diligence and valuation.

**Pre-feasibility Planning**

- » Identification and analysis of infrastructure project related risks

**Feasibility Studies**

- » Assessing economics
- » Considering financial, social, and legal/regulatory issues in planning
- » Evaluating technical criteria

**Project Screening**

- » Creating a standardized process for project screening
- » Developing a feasibility index and ranking opportunities

**Asset Due Diligence**

- » Commercial due diligence
- » Five forces/top down, bottom up analysis
- » SWOT analysis
- » Time element

**Asset Valuation**

- » Initial valuation of infrastructure assets
- » Allocating infrastructure asset purchase price
- » Periodically updating infrastructure valuations

**Speakers:**

**Dr. Walter Kemmsies**, *Chief Economist*, MOFFATT & NICHOL

**George A. Tapas, PE, SE**, Senior Manager - Public-Private Partnerships, URS Corporation

**Brad Watson**, *Managing Director*, KPMG