

Michael A. Siragusa  
County Attorney  
Erie County Department of Law  
95 Franklin Street, Room 1634  
Buffalo, New York 14202

**Re: Pannone Lopes Devereaux & West LLC Qualifications**

Dear Mr. Siragusa:

Pannone Lopes Devereaux & West LLC ("PLDW") is pleased to submit the enclosed statement of qualifications in response to Erie County's (the "County") Request for Proposal to Provide Legal Services in Connection with the Lease of the County's Professional Football Stadium ("RFP"). This proposal is firm and irrevocable for one hundred and eighty (180) days following February 10, 2012.

PLDW is a full service law firm with New York offices located in Albany, White Plains, and New York City. The firm also has offices located in Connecticut, Florida, Massachusetts and Rhode Island. The principals at PLDW are former partners of an international law firm who have come together to create a law firm that delivers high-quality, cost-effective legal representation to its clients. With an expanding national presence, we provide expertise to municipalities and government agencies in various areas of law.

As you will see from our qualifications, PLDW has significant experience representing municipalities and government agencies on various real estate transactions and complex contractual matters, including those related to recreational facilities. We are often engaged throughout New York on matters that include drafting and negotiating contracts, providing advice regarding procurement and public bidding requirements, and associated real estate matters. While our qualifications describe our experience in greater detail, I would like to highlight our experience representing municipalities and government agencies on real estate and contractual matters related to recreational facilities.

We recently represented the Ramapo Local Development Corporation (the "RLDC") in the development of a minor league ballpark in the Town of Ramapo, New York. We guided the project development on every aspect of the procurement, construction, operation and financing

of the new 6,000 seat minor league baseball stadium, owned by the RLDC. Our attorneys oversaw the development of this project, including the negotiation and drafting of all requests for proposals and agreements, the coordination of all financing, and the management and resolution of all associated legal issues, as well as developing the overall schedule and timing of the various legal aspects of the project. In addition, PLDW attorneys served as bond counsel to the RLDC, negotiated a lease and development agreement with the minor league team, created an urban renewal plan for the ballpark property, participated in all aspects of private and public financing of the project, and addressed all day-to-day issues involved with the construction and operation of the ballpark project. PLDW litigators also successfully defended the RLDC in an action to block the construction of the ballpark.

Besides the RLDC, PLDW is working with Nassau County, New York to obtain private financing for the redevelopment of the Nassau Coliseum and the surrounding area, including building a new mixed-use sporting and concert venue and a minor league baseball stadium. Moreover, we represent municipalities and government agencies through the country on solid waste management and water and wastewater issues that implicate many of the same New York laws regarding construction, procurement and real estate issues.

PLDW is not aware of any current ethical conflicts of interest in representing the County with regard to this lease contracting matter.

PLDW supports the premise that it is the right of all persons to seek work based on their individual merit, ability, and potential. PLDW will not discriminate against employees or applicants for employment or any legally recognized basis. PLDW's policy is to recruit, select, hire, train, and promote the best-qualified individuals based upon relevant factors such as work quality, attitude, and experience. We seek to provide equal employment opportunity for all applicants and employees in compliance with applicable local, state, and federal laws and without regard to non-work-related factors. Such factors include but are not limited to, race, color, religion/creed, sex, national origin, age, disability, citizenship, marital status, sexual orientation and handicap/disability.

If there is any other information I can provide, please do not hesitate to contact me.

Sincerely,

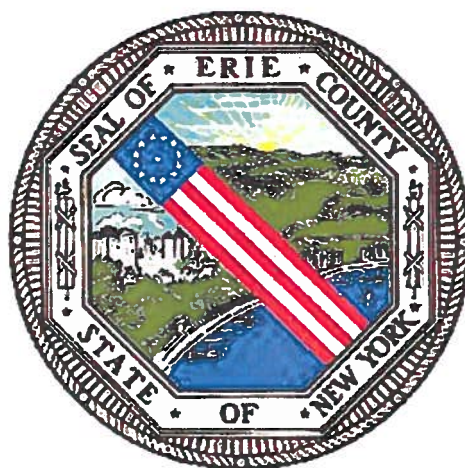
PANNONE LOPES DEVEREAUX & WEST LLC

By:   
Teno A. West, Esq., Partner

Enclosure

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LOPES  
DEVEREAUX &  
WEST<sub>LLC</sub>

*counselors at law*



**QUALIFICATIONS**  
**County of Erie, New York**

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## I. INTRODUCTION

### **PANNONE LOPES DEVEREAUX & WEST LLC – BACKGROUND**

**Pannone Lopes Devereaux & West LLC** (“PLDW”) is a full-service law firm with national expertise in the various practice areas, including administrative law, corporate, municipal and criminal law, civil litigation, government, real estate, health care and estate planning. PLDW was founded by principals who have formerly practiced in an international law firm setting and have more than one hundred twenty years of combined experience. PLDW’s partners pride themselves in always being responsive to the client’s needs. In fact, the principals at PLDW were all selected by The Best Lawyers in America for 2011, and PLDW was named by both U.S. News & World Report and Best Lawyers as one of the Best Law Firms in the United States for 2010. In addition to delivering quality legal services, PLDW’s attorneys are committed to the community which they serve. PLDW’s attorneys practice in many areas of law, including:

- Alternative Dispute Resolution
- Corporate and Business Counseling
- Criminal Defense
- Employment Law
- Estate Planning and Administration
- Government and Legislative Strategies
- Health Care
- Litigation
- Municipal Infrastructure
- Non-profit Organizations
- Real Estate and Commercial Lending
- Special Masterships in Prison Monitoring
- Sports Law

At PLDW, delivering legal services in a seamless manner through various disciplines is a hallmark of the firm. The firm’s partners determined that practicing law in a more efficient way was a mandate in our current economy. The practice model at PLDW combines large firm experience with a more efficient platform and overhead. As a result, many of the lawyers at the firm are cross-trained in multiple disciplines creating opportunities to seek more practical cost-effective solutions without sacrificing the quality of the service. With an expanding national presence, PLDW is a leader in the legal profession with highly skilled lawyers trained to identify legal issues and find solutions for their clients.

### **MUNICIPAL LAW AND GOVERNMENT COUNSEL**

PLDW represents local governments, municipalities, and public agencies with respect to a broad range of issues, including day-to-day operations, litigation matters, regulatory and administrative matters, public finance, procurement, public/private partnerships, contracting, government relations, solid waste, water, wastewater, construction, real estate, land use and development. PLDW’s team of lawyers includes former mayors, town administrators, town solicitors, lieutenant governors and attorney generals, all of whom have significant experience dealing with public officials and have an intricate knowledge of working on municipal matters. Our collective experience uniquely qualifies us to represent Erie County on various legal and

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*consultants at law*



regulatory matters.

## OFFICE LOCATIONS

PLDW's New York offices are located at 146 State Street, Suite 101-M, Albany, New York, 12207, at 81 Main Street, Suite 510, White Plains, New York 10601, and at 250 Park Avenue, 7<sup>th</sup> Floor, New York, New York 10017. The firm also has offices located in Connecticut, Florida, Massachusetts and Rhode Island.

## WHY PLDW?

PLDW has a significant local presence with national expertise in virtually all areas impacting municipalities. The expertise is delivered to the client in an efficient manner by utilizing highly skilled and experienced lawyers and paralegals within an infrastructure that is cost effective. The firm is uniquely qualified to serve as legal counsel to Erie County for any engagement. We are familiar with all aspects of local and state law in New York having represented several municipalities and government agencies in the state. PLDW attorneys are well recognized in the New York legal and government community, which can serve as an advantage to Erie County. We recognize the level of service requirements demanded by municipal clients and have provided such service to our clients with the knowledge and creativity that have become the hallmark of our practice. We are confident our resources will serve Erie County well throughout any engagement.



## II. QUALIFICATIONS AND EXPERIENCE

PLDW's attorneys have provided legal services to municipalities and other public entities throughout the United States. Our breadth of expertise allows us to provide municipalities and government agencies with representation on a broad range of legal issues, all of which is summarized below.

### CIVIC PROJECTS COUNSEL

PLDW has special experience in the development of urban renewal and municipal construction projects. Led by Mr. West, PLDW attorneys have represented several municipalities and a local development corporation in the procurement, construction, operation and financing of a variety of municipal projects.

#### *Representative Engagements*

***Ramapo Local Development Corporation, New York*** – PLDW currently represents the RLDC and provides extensive legal services to assist the RLDC in the development of two significant projects: an affordable housing project consisting of 132 condominium units as well as a minor league ballpark in the Town of Ramapo. PLDW initially assisted in the drafting and development of the corporate formation documents and the drafting and development of all policies and procedures required for local development corporations. Mr. Meyer and Mr. West led PLDW attorneys on every aspect of the procurement, construction, operation and financing of the new 6,000 seat minor league baseball stadium, owned by the Ramapo Local Development Corporation. PLDW attorneys oversaw the development of this project, including the negotiation and drafting of all requests for proposals and agreements, the coordination of all financing, and the management and resolution of all associated legal issues, as well as developing the overall schedule and timing of the various legal aspects of the project. PLDW attorneys served as bond counsel, negotiated a lease and development agreement with the minor league team, created an urban renewal plan for the ballpark property, participated in all aspects of private and public financing of the project, and addressed all day-to-day issues involved with the construction and operation of the ballpark project. PLDW litigators also successfully defended the local development corporation in an action to block the construction of the ballpark.

***Nassau County, New York*** – PLDW is working with the County to obtain private financing for the redevelopment of the Nassau Coliseum and the surrounding area, including building a new mixed-use sporting and concert venue and a minor league baseball stadium.

***City of Fall River, Massachusetts*** – PLDW is currently representing the City in the development of a new 130,600 square foot, three-story middle school project with an estimated value of nearly \$55 million. PLDW is assisting in the procurement, construction and implementation for this project including drafting and negotiation of numerous procurement and construction documents and is currently defending the City against several bid protests. In addition, PLDW is



representing the City in connection with a privately constructed and operated solar field project whereby the power generated will be purchased by the City pursuant to Massachusetts' net metering provisions.

***City of Coachella, California*** – Mr. West represented the City of Coachella, California with the development of a City Hall complex utilizing a design/build delivery approach. This representation included the structuring of the public and private project to include various tenants as City partners.

## CONSTRUCTION LAW

PLDW has extensive experience addressing all aspects of construction law, including: negotiating and drafting construction contracts; public bidding process; prosecuting and defending construction claims, including mechanics liens; contract preparation; negotiation, and administration of project labor agreements; insurance and surety issues; financing; labor and employment matters and collections.

**Contract Preparation, Negotiation and Arbitration.** We routinely prepare and negotiate complex design and construction agreements, including “fast-track,” fixed price, cost plus, design/build, design/build/operate, build-to-suit and public and private venture contracts. The lawyers at PLDW assist in establishing administration procedures through the design and construction process. We also assist in creating and maintaining corporations, joint ventures and limited liability companies for construction projects.

**Public Contracts and Bidding.** Our representation of state and local governments involves the negotiation, drafting and litigating various forms of contracts. The type of contracts in which we have experience include: water and sewer projects, architectural, engineering, testing and inspection services, land acquisition, garbage collection, software purchase, development and maintenance, federal and state grant assistance.

**Construction Claims, Negotiation and Drafting.** PLDW lawyers are experienced in the prosecution and defense of various types of construction claims, including delay, disruption, labor inefficiency and work suspension. We represent owners, both public and private sector, and general contractors with regard to construction claims. We routinely assist clients in avoiding disputes and developing strategies that avoid litigation which are often encountered in project administration and project scheduling. In addition to the traditional contract involvement, our firm has been involved in numerous project labor agreements and related disputes.

**Construction Insurance and Surety Bonds.** PLDW has experience assisting clients regarding insurance coverage making claims on insurance policies, including payment and performance surety bond issues, such as the types of bonds to request, or to require under applicable law.





**Project Finance.** PLDW has expertise in the area of public finance and also affiliates with specialty firms when addressing public sector bond issues if required. The finance projects in which we have assisted include various aspects of infrastructure projects.

**Labor and Employment.** PLDW negotiates and interprets collective bargaining agreements and assists clients in complying with wage, hour and employment laws including age, race, disability and gender employment discrimination, and equal employment opportunity issues. We assist clients in complying with the applicable Occupational Safety or Mine Safety and Health Act (OSHA) Regulations. We also assist clients with monitoring MBE/WBE requirements. Our team represents those clients in dealing with worksite inspections and investigations, contesting citations issued by the regulatory agencies and in defending citation-enforcement litigation.

**Water Resource and Supply.** PLDW has extensive experience representing industrial and commercial entities, trade associations and local governments in a wide array of water pollution issues under both federal and state regulatory regimes. The areas of experience include: water law; water use planning and development; permitting and rulemaking; litigation; legislation; acquisitions and contract drafting/negotiation; finance; privatization; ratemaking; regulatory; water system development and operations; and storm water management.

## **REAL PROPERTY LAW**

Over the past several decades, the expansion of the traditional role of local government in the areas of planning, zoning and land development has created an environment of increasing government regulations in both the private and public sectors. PLDW offers creative solutions within this changing environment and serves a broad range of municipal clients throughout the Northeast, including in New York.

As it relates to the public sector, our lawyers have extensive experience representing local and municipal governments, with a particular emphasis on land use, zoning, environmental and redevelopment matters from planning, regulatory and financing perspectives. We have represented local governments throughout the United States in these matters and other matters that affect the day-to-day affairs of government, such as public contracting, "sunshine" laws and public finance. Several of our lawyers are former town solicitors and city attorneys who provided in-house legal guidance and advice on land development regulations, zoning ordinances and comprehensive plans, including acting as legal counsel to the Zoning Board of Review, the Planning Commission and Town Board for such municipality. We also serve as special counsel for redevelopment activities for many cities, counties and redevelopment agencies.

Our team has developed and drafted portions of comprehensive plans in municipalities and counties, impact fee ordinances and many other local land development ordinances and regulations, and handled the contracting and financing of major capital improvement plans. PLDW's real estate, governmental and public finance practice areas work together to develop the strategy to finance required capital improvements.



Litigation at the state and federal levels creates an ever-changing body of case law in the fields of land use, land regulation and other related areas. PLDW regularly represents clients in such matters before federal, state and local courts, as well as appellate courts at all levels.

## **COMMERCIAL LENDING AND REAL ESTATE**

PLDW also has experience dealing with a wide range of real estate issues for developers, lenders and government agencies pertaining to both residential and commercial development projects, including office, retail, industrial, and multifamily development. PLDW lawyers have experience addressing complex real estate matters including real estate acquisition, construction and permitting, zoning, lien law, bonding and insurance, as well as issues relating to mortgages and foreclosures. PLDW's attorneys have dozens of years of experience in representing both lenders and developers in complex residential and commercial real estate transactions, including low-income housing, condominium, shopping center and casino development and construction. These experiences allow PLDW to provide its public and private clients with immediate solutions and streamlined approaches to their commercial lending and real estate needs.

## **WATER AND WASTEWATER COUNSEL**

PLDW has special experience representing municipal and government agencies on various water and wastewater infrastructure projects throughout the country.

PLDW's Water Team is comprised of attorneys from a variety of legal disciplines who have focused their practice in the area of water law. The Water Team is led by Teno A. West, a nationally recognized leader in water infrastructure transactions, and together with his team of lawyers, includes practitioners with experience in the areas of water use planning and development; alternative project delivery, such as design/build or design/build/operate; permitting and rulemaking; enforcement; litigation and legislation; acquisitions and contract drafting/negotiation; finance; privatization; ratemaking; regulatory; water system development and operations; and storm water management. The services provided include addressing development and operational issues of water supply and wastewater treatment systems as well as dealing with state legislation pursuant to which water and sewer agencies may organize, finance and construct such systems. We are also experienced in addressing water rights issues and are intimately familiar with the provisions and requirements of the Clean Water Act.

The Water Team is regularly involved in the day-to-day legal issues that arise from the development and operation of water supply and wastewater treatment systems, including developing and modifying state legislation pursuant to which water and sewer agencies can organize and successfully finance and construct such systems, obtaining water rights, drafting, and assisting in the administration of operation agreements, design/build and design/build/operate agreements, and construction contracts pursuant to which such facilities are constructed and operated. Our lawyers continually work with water and sewer system clients as they face growth and change in their service areas.



The Water Team represents local governments and water/wastewater utilities in structuring and implementing water, sewer and residuals management projects through design/build and design/build/operate project delivery approaches. We provide legal assistance, as needed, to determine the legality of such approaches in the applicable jurisdiction as well as the preparation of the necessary procurement documents, such as requests for qualifications and requests for proposals. Utilizing our experience within the water industry, we provide valued support during the proposal evaluation process, and draft the design/build and design/build/operate agreements, as well as the related transaction documents, to be negotiated with the successful proposer.

PLDW's water practice involves representation in connection with the operations and, in some cases, the sale of water and wastewater utility facilities. The Water Team has prepared, negotiated and administered service agreements, operation and maintenance agreements, purchase and sale agreements, indemnification agreements, franchise agreements between water/wastewater utilities and local governments and other contracts necessary for a successful water/wastewater utility operation, and other forms of transactional documentation.

We have considerable experience in acquiring necessary interests in land, permits and other approvals for the construction of water and sewer system infrastructure, from pumping stations to distribution and collection systems. This experience ranges from simple easement acquisitions to multiple party real estate transactions to acquire appropriate sites, to obtaining consent to locate facilities in remote areas. The Water Team has extensive experience with issues relating to negotiating and drafting acquisition agreements. We additionally counsel our clients on potential surrounding community concerns.

Relying on our extensive experience in public bidding and public works construction law, we provide legal advice on every aspect of construction and expansion of water and sewer systems. Our work includes development of model bidding and contract forms, resolution of bidding disputes, contract administration and bond and insurance issues. We work with clients to draft bid documents that best serve our clients' needs for a particular project. The Water Team additionally assists in creating and maintaining corporations, joint ventures and limited liability companies for construction projects. We have experience in preparing, analyzing, defending and prosecuting different types of construction claims. We also have experience assisting clients in developing the insurance requirements in their contracts with general contractors, construction managers and design professionals. We counsel clients on payment and performance surety bond issues, such as types of bonds to request and the wording of the bonds.

The Water Team additionally has experience representing water and wastewater clients in enforcement actions brought by state and federal regulatory authorities, as well as challenges by public interest groups who may oppose a permit application or an operational technique. Should litigation arise, our Water Team works with clients to develop litigation strategies and to evaluate potential settlement opportunities.

The Water Team possesses substantial experience in all types of water-related debt and equity transactions. The Water Team works with lawyers from the firm's corporate and finance practice areas to



insure that the transaction structure that is ultimately utilized best meets our client's financial and operational goals. The Water Team has also been involved in numerous financings of various water or wastewater facilities or their delivery systems.

### *Representative Engagements*

***Rockland County Sewer District No. 1, New York*** – Mr. West and members of the Water Team represented the Sewer District in the development of an advanced wastewater treatment plant on a design/build/operate basis – the first municipal wastewater design/build/operate project in New York. Mr. West drafted the request for proposals and the service agreement. He also assisted the Sewer District with the evaluation of proposals and negotiated the service agreement. PLDW's representation of the Sewer District extends to contract administration, as well as procurement of other system assets, including pump stations and sanitary sewers. We are also representing the Sewer District with construction claims raised in connection with the construction of sanitary sewer assets.

***Binghamton-Johnson City Joint Sewage Board, New York*** – PLDW is working with GHD Consulting Engineers to determine the legal authority and draft and promulgate flow control regulations which would drastically reduce the amount of inflow and infiltration that is processed by a sewage system serving the City of Binghamton as well as several municipalities in the area.

***Broome County, New York*** – Mr. West and members of the Water Team assisted Broome County in analyzing legal alternatives and options available to the County to consolidate the operation of multiple sewage facilities in its jurisdiction into a single, coherent and fiscally-responsible system. The options our Team explored for Broome County include the formation of a County Sewer District; establishment of a County Sewer Authority; and cooperation with other municipal corporations to jointly provide sewer services pursuant to an inter-municipal agreement. Our analysis included an overview of the structure of each of the options, a summary of the procedures necessary to implement each option and an outline of the powers of the governmental entity established by each option.

***Town of Poughkeepsie, New York*** – PLDW assisted the Town to develop and negotiate a contract to privatize operations, maintenance and management at the two wastewater treatment facilities owned by the Town and is continuing to serve as special counsel to the Town in connection with ongoing matters.

***City of New London, Connecticut*** – Mr. West and members of the Water Team represented the City of New London in the procurement of a new operator for the City's entire water and wastewater system at the end of the existing contract with the previous contract operator. The contract includes operation and maintenance of city water and wastewater treatment plants, collection systems, distribution systems, and reservoirs, as well as the design/build of system capital improvements.

***City of Newport, Rhode Island*** – PLDW is representing the City of Newport in the development



and procurement of new water treatment facilities pursuant to a consent order the City entered into with the Rhode Island Department of Environmental Management. The project will include upgrades to one of the City's existing water treatment plants and will also include the construction a new water treatment plant. The project will be procured on a design/build basis. PLDW will advise the City on the legal issues surrounding the design/build procurement and will assist the City with the procurement process, including preparing the RFP, interviewing proposers and negotiation and drafting the final design/build contract.

***Rhode Island Water Resources Board, Rhode Island*** – PLDW is representing the Rhode Island Water Resources Board in the development and construction of ground water wells and a water treatment plant in the Big River Management Area. PLDW is currently advising the Water Resources Board on the advantages of procuring the project using the design/build approach. It is anticipated, however, that the project will be delivered using a design/build approach, in which case PLDW will advise the Water Resources Board on the legal and legislative requirements necessary to proceed under such an alternative delivery approach. We are also assisting the Water Resources Board in the preparation and negotiation of water purchase agreements and the drafting of necessary legislation.

***City of Fall River, Massachusetts*** – PLDW is currently advising the City as it seeks qualified vendors to design, build, finance, own, operate, and maintain its municipal wastewater biosolids processing facility. PLDW will advise the City on the legal issues surrounding the procurement and will assist the City with the procurement process, including preparing the RFQ and RFP, interviewing proposers and negotiation and drafting the final contract.

***Tri-Town Board of Water Commissioners, Massachusetts*** – PLDW is currently representing the Tri-Town Board of Water Commissioners in the development of a regional water treatment facility that will serve the Towns of Braintree, Holbrook and Randolph. The project is being procured on a design/build basis and will be undertaken pursuant to special legislation PLDW drafted for the project. PLDW's ongoing representation of the Tri-Town Board will include assisting the Tri-Town Board with the procurement process, including participation in the preparing the RFQ and RFP, interviewing proposers, and negotiating and drafting the final design/build contract.

***City of Taunton, Massachusetts*** – Mr. West and members of the Water Team represented the City in the privatization of the City of Taunton's wastewater collection system, which included the operation and maintenance of the system as well as design/build of significant improvements, including pump stations and sewer mains. PLDW continues to represent the City with wastewater and water-related services, including contract enforcement and water source development.

***Lynn Water and Sewer Commission, Massachusetts*** – Mr. West and members of the Water Team represented the Commission in the development of a combined sewer overflow system on a design/build basis and the long-term operation of the Commission's wastewater treatment plant by a private operator, including the design/build of significant capital improvements thereto. He



drafted and negotiated each of the agreements necessary for these transactions. He also assisted the Commission with the administration of such agreements.

***Lawrence, Massachusetts*** – Mr. West and members of the Water Team represented the City of Lawrence with a procurement to privatize the City’s water treatment system, including the design/build of a new water treatment plant and the long-term operation of such plant and the City’s water distribution system. They also represented the City with the procurement of the private operation of its existing water treatment plant during the construction of the new plant.

***Holyoke, Massachusetts*** – Mr. West and members of the Water Team represented the City of Holyoke for the City’s privatization of its wastewater treatment plant. He drafted the request for proposals and the service agreement for the privatization of the City of Holyoke’s wastewater treatment plant, including the design and construction of significant CSO-related capital improvements. As part of such transaction, City wastewater employees became employees of the private operator.

***Springfield Water and Sewer Commission, Massachusetts*** – Mr. West and members of the Water Team represented the Commission with the privatization of the Commission’s wastewater treatment facility. In such capacity, he drafted the request for proposals and the service agreement. He also assisted with the evaluation of proposals and negotiated the service agreement with the selected vendor. This transaction included significant odor control issues, as well as incorporation of the on-site privately owned and operated sludge composting facility into the deal structure. Significant odor control and sludge marketing guarantees were included in this agreement. A private financing component was also included with this deal.

***Water Research Foundation, Denver, Colorado*** – PLDW is currently working with The Cadmus Group to produce a best practices guide for water utilities for legal protection and management of claims before, during, and after an infrastructure failure event. The scope of the best practices guide will include prevention and cost recovery of water infrastructure damages due to third party construction activities, mitigation strategies for third party claims resulting from water utility construction projects or water main break events, and effective records collection and evidence management practices. The project consists of a comprehensive literature review, utility case studies, and stakeholder interviews. The best management practices guide will help utilities prepare for and successfully manage risk management, legal issues, and damage claims associated with infrastructure failure events.

***Tulsa Metropolitan Utility Authority, Oklahoma*** – PLDW is a member of the Infrastructure Management Group’s (“IMG”) team of professional advisors and consultants conducting a comprehensive assessment of the water and sewer system for the Tulsa Metropolitan Utility Authority. Mr. West will review and analyze the legal structure, lease agreements, and operating and maintenance contracts which define Tulsa Metropolitan Utility Authority’s (“TMUA”) governance protocols and its relationship with the City of Tulsa as it fulfills its charge to provide water and wastewater services. Mr. West will be evaluating the service contracts which exist between TMUA and additional communities and identifying the impacts of covenants contained



within TMUA's bonds, as well as assisting with the development of strategic options such as public-private partnerships.

***Florida Keys Aqueduct Authority, Florida*** – PLDW represented the Authority in the development of an advanced wastewater treatment plant and sanitary sewer system pursuant to a design/build delivery approach. We prepared initial drafts of the design/build agreement for the project. PLDW is under contract with the Authority to assist the Authority with the procurement of other projects throughout the Florida Keys that are not currently served by sewer systems.

***City of Atwater, California*** – Mr. West and members of the Water Team represented the City of Atwater in a major design/build expansion of the City's wastewater treatment plant pursuant to Section 5956 of the California Government Code. The long-term contract included capacity increases from six to twelve million gallons per day over a fifteen-year period in two million gallon per day increments. We assisted in the procurement process, drafted the design/build agreement and participated in negotiations with the most advantageous proposer.

***Fulton County, Georgia*** – Mr. Meyer served as special procurement and contract counsel to Atlanta's Fulton County for the County's 24 mgd Camp Creek Wastewater Treatment Plant project, which was the first major project to be implemented under new statewide design/build/operate legislation. He substantially assisted in the development of the RFP, and drafted and negotiated the design/build/operate contract. The project included construction of a new and larger treatment plant to renewal permit standards while operating an existing aging facility.

***Tacoma, Washington*** – Mr. Meyer represented the City of Tacoma as special counsel in connection with the upgrade and expansion of the City's central wastewater treatment plant on a design/build basis to enable the plant to have a treatment capacity of 60 mgd and a peak hydraulic capacity of 150 mgd.

***Fillmore, California*** – Mr. Meyer represented the City of Fillmore in procuring a new 1.8 mgd wastewater reclamation facility to replace an obsolete wastewater treatment plant. The project was procured on an alternative delivery basis, using design/build/operate for the plant, design/build for the conveyance facilities and private operation for the collection system. He played a central role in the drafting of the RFP as well as in the drafting and negotiation of the service contract.

***Puerto Rico Aqueduct and Sewer Authority, Puerto Rico*** – Mr. West represented PRASA for the procurement of a new private operator of all its water, sewer and residual assets. This was an island-wide project with over 200 plants and associated collection and distribution systems and residuals management assets. He drafted and negotiated an extension of the existing agreement, advised PRASA on procurement business terms and drafted and negotiated the new service agreement, which included significant system-wide capital improvements.

***United States Navy*** – Mr. West represented the United States Navy in connection with the



privatization of water, wastewater, residuals, gas and electric utilities at 60 naval installations. Mr. West drafted the model service agreement as well as the lease, private financing documents and other transaction forms in accordance with all federal procurement policies.

## **SOLID WASTE COUNSEL**

PLDW's Solid Waste Team is comprised of attorneys from a variety of legal disciplines who have focused their practice in the area of solid waste law.

The firm's Solid Waste Team, led by Mr. West, has represented municipalities and public agencies for over 17 years with solid waste management-related services. Such engagements have included the long-term planning for solid waste management needs, drafting of solid waste management plans and effective legislation to implement them, procurement and negotiation of a wide variety of solid waste disposal arrangements including conversion technology, waste-to-energy, long haul, waste transfer, rail-haul, materials recovery and co-composting, as well as the construction and operation of related solid waste disposal facilities, and the development of regional solid waste systems. The Solid Waste Team has extensive experience working with environmental regulatory agencies at all levels. This experience includes legal challenges, permit applications and permit renewals. The Solid Waste Team is also involved in legislative and rulemaking matters at the state and federal levels on behalf of numerous clients around the country.

We prepare and negotiate complex design and construction agreements for solid waste management facilities, including "fast-track," fixed price, cost plus, design-build, design-build-operate, build-to-suit and public and private venture contracts. We assist in establishing clients' administration procedures and help to educate clients' employees on documentation during the design and construction process.

Our representation of local governments has regularly required us to draft, negotiate and litigate all types of solid waste-related contracts. We are regularly called upon by our municipal clients to draft and negotiate contracts for almost every conceivable purpose, including multimillion dollar solid waste projects, public/private partnerships, design/build and design/build/operate projects, land/facility acquisitions and disposals, and privatization.

We assist clients in avoiding disputes and litigation through risk shifting, efficient claim analysis and creative dispute resolution techniques. We are routinely involved in project administration, contract interpretation, project scheduling, minority and women's business enterprise issues, obtaining necessary certifications, claims analysis and preparation, false claims and fraud issues, suspension and debarment issues, contract termination, mechanic's liens, insurance issues and surety bond issues.

The Solid Waste Team attorneys are also knowledgeable in the complex regulatory federal and state regime of the Resource Conservation and Recovery Act. We counsel clients on generator requirements, treatment, storage and disposal facility (TSDF) permitting, enforcement and





corrective action requirements. Our practice and geographic diversity are completely integrated, giving our lawyers and business professionals the industry knowledge and ability to structure sophisticated transactions. We build solid relationships by capitalizing on these strengths.

### *Representative Engagements*

***Rockland County Solid Waste Management Authority*** – The Solid Waste Team represents the Rockland County Solid Waste Management Authority, a public benefit corporation of the State of New York with the development and management of its county-wide solid waste disposal system. In such capacity, we serve as special counsel and bond counsel to the Authority and provide legal representation in connection with the Authority's various contractual arrangements. Representation includes:

- Assist the Authority in the implementation of flow control as a result of the recent U.S. Supreme Court flow control decision.
- The development of long-term solid waste disposal options for the County, including long haul, rail-haul and alternative solid waste disposal technology.
- The negotiation of a contractual arrangement for a waste to ethanol processing facility.
- The procurement of private companies to operate the Authority's transfer station and to transfer and dispose of municipal solid waste delivered thereto as well as to design/build improvements to the transfer station.
- The procurement of various solid waste and recyclables collection agreements.
- The acquisition of property to serve as a site for a yard waste facility and the procurement of a contractor to design/build/operate and maintain such facility.
- The filing of an amicus brief regarding whether the Dormant Commerce Clause prohibits state and local governments from enacting flow control ordinances that direct solid waste to a publicly owned facility.
- Provide contract enforcement support for the Authority's solid waste management contracts.
- The procurement of a private operator for the Authority's co-composting facility as well as to design/build improvements thereto.
- The acquisition of a transfer station in Clarkstown, New York and Haverstraw, New York.



***Town of North Hempstead, New York*** – The Solid Waste Team represented the Town of North Hempstead Solid Waste Management Authority, a public benefit corporation of the state of New York, in the procurement of operation and maintenance services for its transfer station and for the processing, transportation, recycling and disposal of the Town’s solid waste and recyclables. The Solid Waste Team is also assisting the Town in the implementation of flow control as a result of the recent U.S. Supreme Court flow control decision through the amendment of its existing flow control laws.

***Broome County, New York*** – PLDW assisted Broome County in analyzing legal alternatives and options available to the County concerning flow control. PLDW will assist with the implementation of flow control within the County.

***Nassau County Villages, New York*** – The Solid Waste Team represented a group of Nassau County, New York villages for the procurement of solid waste hauling and disposal services. The Solid Waste Team assisted in the review and evaluation of proposals and drafted an agreement to be entered into with selected proposers.

***City of Norwalk, Connecticut*** – The Solid Waste Team represented the City of Norwalk, and in such capacity, provided advice to Greenwich, Darien, East Haven, New Canaan, Weston, and Wilton, Connecticut (the “Participating Communities”) in the procurement of transfer station operations, transport and disposal services for an annual combined 160,000 tons of municipal waste. The Solid Waste Team provided the City of Norwalk with a legal interpretation of the contract between the cities and the Connecticut Resource Recovery Authority, which permitted the Participating Communities to conduct the procurement without having to provide a best and final offer to the owner of the waste-to-energy facility. The Solid Waste Team also assisted in reviewing and evaluating proposals and drafted the final agreement with the selected proposer.

***City of Taunton, Massachusetts*** – PLDW represented the City of Taunton for its procurement of a contract with a private company to design, build and operate a solid waste management facility that involves cutting-edge solid waste conversion technology to address regional solid waste management needs. The project will require a private company to recycle and convert to marketable products municipal solid waste from Taunton for at least 20 years, to provide economic benefit to the City and to provide a facility to serve regional, long-term, municipal solid waste management needs. To do so, the private company will be required to permit, design, build, operate and finance a regional solid waste management facility at a City provided or approved site in Taunton. The City is seeking proposals from companies offering many different recycling and conversion technologies, including composting, co-composting, aerobic and anaerobic digestion, other biological processes, acid hydrolysis, physical separation and conversion processes, chemical processes, and thermal gasification processes.

***County of Los Angeles, California*** – The Solid Waste Team represented the County of Los Angeles in the structuring of a conversion technology project whereby the County will be able to provide an alternative to the disposal of solid waste in landfills. Representation included research



of funding opportunities, including private and public funding, as well as special appropriations, and assisting with developing the overall deal structure for implementing the project.

***City of Philadelphia, Pennsylvania*** – The Solid Waste Team represented the City of Philadelphia, Pennsylvania in the procurement of a private contractor to privately finance, design, build, operate and maintain a 65,000 tons per year biosolids processing center. Such contractor will also operate certain existing City biosolids processing facilities as part of its contractual obligations.

## LITIGATION

PLDW's Litigation Group has successfully represented clients on various litigation matters and is well respected in the legal and business community. Members of the Litigation Group have been selected based on their relevant experience, legal and business knowledge, and demonstrated ability to work effectively and efficiently with in-house counsel and business people, and their understanding that effective representation requires controlling the costs of litigation. Our litigation attorneys regularly handle various litigation matters and can draw upon the broad expertise throughout the firm if necessary. Our clients include individuals, public and private organizations, municipalities and government agencies. Matters represented by the firm include high profile litigation (criminal and civil), appellate matters in state, federal and circuit courts throughout the United States, state and federal regulatory and administrative matters, arbitration and mediation, zoning and permitting issues, construction claims, and labor and employment matters, in addition to others.

PLDW makes a concerted effort to control legal expenses of its clients by carefully assessing the merits of a cause of action or defense prior to undertaking an engagement. This is especially true with our municipal and government clients. This provides an opportunity to develop a scope of work and comprehensive plan that is focused and includes adequate flexibility to adjust defense or trial strategy in an efficient manner. In addition, the use of technology-based discovery methods, consultants and paralegals during the discovery phase allows us to manage litigation in a cost-effective manner.

## PUBLIC FINANCE

PLDW is regularly involved as bond counsel or underwriters' counsel on issues of bonds and notes ranging in various dollar amounts. We understand the many possible uses for various financing tools, and we have assisted our clients in using them as part of their fiscal planning, as well as for project management and economic development. PLDW represents underwriters, municipalities and government agencies throughout the country, including municipalities and public agencies in New York. The practice involves a variety of different governmental financings, including taxable and tax-exempt financings, and has involved assisting our clients to secure federal stimulus funding for various public works projects.



## **ENVIRONMENTAL LAW**

From time to time, environmental issues arise with respect to public projects. In the event an environmental issue does arise, our attorneys work closely with the client and outside environmental consultants to put together knowledgeable teams to deal with the issues, whether they involve regulatory oversight or the issuance of federal or state agency approvals. PLDW attorneys have experience representing municipalities and government agencies on a wide array of environmental issues including water pollution, water use planning and development, storm water management, the Federal Clean Air Act, and solid and hazardous waste matters, including Resource Conservation and Recovery Act and flow control issues. We have negotiated with various environmental regulatory agencies on public works projects, drafted related legislation and represented clients before state and federal regulatory agencies.

## **LABOR AND EMPLOYMENT**

The Labor and Employment Group at PLDW represents both public and private clients with respect to labor relations issues including the negotiation of collective bargaining agreements. Our clients include closely held businesses, public corporations, administrative agencies and hospitals. PLDW is experienced in all phases of litigation involving employment-related disputes, including litigation, arbitration and mediation of claims. PLDW has extensive experience with respect to defense of discrimination claims, as well as traditional labor relations. Our attorneys are experienced with all aspects of the Americans with Disabilities Act, Family and Medical Leave Act, Employee Retirement Income Security Act, Federal Fair Labor Standards Act, privacy, workplace violence law and unions.

## **GOVERNMENT AND LEGISLATIVE STRATEGIES**

The Government Team provides a full range of legislative services as advocates in the public and private sectors, including strategic planning, legislative analysis and representation before government bodies and regulatory agencies. The clients of the firm include municipalities, closely held businesses and public companies.



### III. REFERENCES

The following is a list of references for the firm, which may be contacted in connection with your decision to retain us:

**Hon. Christopher P. St. Lawrence**

*Town Supervisor*

Town of Ramapo, New York

237 Route 59

Suffern, New York 10901

(845) 357-5100

**Aaron Troodler**

*Executive Director*

Ramapo Local Development Corporation

2 Provident Bank Park Drive

Pomona, New York 10970

(845) 517-4888

**Robert Walker**

*Chief Deputy County Executive*

Nassau County, New York

1550 Franklin Avenue

Mineola, New York 11510

(516) 571-3140



## IV. ATTORNEY BIOGRAPHIES

Teno A. West will be the principal counsel on any engagement and the day-to-day contact person. In addition, the personnel set forth below will be available for all aspects of any engagement.



### **TENO A. WEST**

#### ***Partner***

Teno A. West is a partner with the firm and leads the firms Municipal Team and Solid Waste Team. He practices in the areas of solid waste law, public contracts, government law, water law, government procurement, project delivery, infrastructure development, project planning and finance, public finance and intergovernmental relations. His experience has included representing solid waste agencies in structuring public-private partnerships as well as developing regional service solutions.

Mr. West's practice includes representing local, regional and federal governments with alternative project delivery arrangements such as design/build, design/build/operate procurements, and public-private partnerships. His alternative project delivery representation has included solid waste, water, wastewater, storm water, combined sewer overflow, conversion technology, co-composting, material recovery, waste to energy, as well as other similar environmental infrastructure projects. Mr. West has assisted governments with the drafting and enactment of legislation necessary for such alternative delivery methods to be lawfully implemented. He has extensive experience in advising and representing governments including municipalities, counties, public authorities and federal agencies in developing successful public procurement processes and lectures regularly on the subject.

Mr. West served as Town Manager of Hardwick, Vermont and Town Administrator of Carlisle, Massachusetts. He is admitted to practice in New York and New Jersey. He is a member of the American Bar Association, the New York State Bar Association and has recently been named a Super Lawyer®.

Mr. West earned his bachelor's degree *cum laude* in Political Science and American Studies in 1984 from Saint Michael's College and he earned a Master in Public Administration in 1987 from the University of Vermont. He earned his law degree from the New England School of Law *cum laude*, where he was lead articles editor of the New England Law Review.



## **JOSH J. MEYER**

### ***Partner***

Josh J. Meyer is a Partner with Pannone Lopes Devereaux & West LLC and is a member of the Municipal Infrastructure Team. He has national experience in the area of infrastructure and procurement law and routinely advises clients with respect to special contract and procurement matters. Mr. Meyer has served as lead negotiator and special procurement and contract counsel for municipal clients throughout the United States in connection with the privatization of numerous new and existing public infrastructure assets. He has drafted and negotiated complex performance-based contracts with various national and international companies relating to the private design, construction and operation of water and wastewater systems, solid waste disposal facilities and energy-related projects. In addition, Mr. Meyer has provided legal, business, risk allocation and finance advice in structuring and developing procurement and contract documents, including operation and maintenance contracts, design/build contracts, design/build/operate contracts, guaranty agreements and requests for proposals. He has advised clients on all aspects of design and construction risk allocation, project financing, land acquisition and development, vendor procurement, contract negotiation, security for performance, environmental regulatory matters and labor issues.

Mr. Meyer was most recently the lead attorney assigned to oversee the development and construction of a minor league ballpark, which included the drafting of all request for proposals, construction agreements and project labor agreements as well as the lease and development agreement with the team, the development of an urban renewal plan, the coordination of public and private construction financing, and the management and resolution of all associated legal issues. Mr. Meyer's practice includes assisting his clients with respect to the financing and refinancing of infrastructure projects, including waste-to-energy facilities, landfill gas-to-energy facilities, industrial facilities, water and wastewater treatment facilities, and residuals management facilities. Mr. Meyer also represents public and quasi-public clients in affordable housing and hotel development projects.

Mr. Meyer earned his J.D. from Brooklyn Law School and his undergraduate degree in political science from Siena College. He is admitted to practice in, and is a member in good standing of the bar of, the State of New York.



## **JEFFREY W. RAY**

### ***Partner***

Jeffrey W. Ray is a Partner with Pannone Lopes Devereaux & West LLC. Mr. Ray is a member of the firm's Real Estate & Commercial Lending Team, with over 26 years of experience handling complex legal matters in the areas of business, real estate development, commercial lending and banking. His legal experience also includes work as an Assistant Town Solicitor for North Kingstown, Rhode Island where he served primarily as legal counsel to the North Kingstown Zoning Board of Review and the North Kingstown Planning Commission.

In May of 1994, Mr. Ray moved to Las Vegas, Nevada where he served as counsel to both lenders and developers during the greatest period of expansion in the history of Las Vegas, including his representation of the largest hard money lender in the State of Nevada. Mr. Ray returned to Rhode Island in August of 2009 to join the firm in the capacity as Senior Counsel. Prior to his move to Las Vegas, Mr. Ray spent over nine years with the Rhode Island law firm of McGovern, Noel & Benik Ltd.

As a leader in the nonprofit community, Mr. Ray has devoted significant time to volunteering for several organizations, including his representation of the Rhode Island Dream Center through the Pro-Bono Collaborative Project sponsored by Roger Williams University School of Law, and serving as a board member for The Sunrise Children's Hospital Foundation and The Rudy Ruettiger Foundation in Nevada.

Mr. Ray served as President of the Notre Dame Alumni Club of Las Vegas from 1998-2002. He earned his J.D. from the University of Notre Dame Law School and his undergraduate degree from Niagara University. He is also a graduate of the American Arbitration Association's Mediation & Arbitration Advocacy Program. He is admitted to practice law in Rhode Island and is a member of the Rhode Island Bar Association.





## **ZACHARY H. KLEIN**

### ***Associate***

Zachary H. Klein is an Associate with Pannone Lopes Devereaux & West LLC and a member of the firm's Municipal Infrastructure Team. He concentrates his practice in providing legal advice to public entities involved in the construction, financing and improvement of all types of public facilities including water and sewer projects, municipal buildings, recreational facilities, transportation systems and other public projects. In addition, Mr. Klein has experience with state and local procurement laws, flow control laws, emerging solid waste conversion technologies, and alternative project delivery methods such as design-build.

Mr. Klein earned his J.D., *magna cum laude*, from Brooklyn Law School, where he was Notes and Comments Editor on the *Brooklyn Journal of Corporate, Financial and Commercial Law*. He is also a recipient of CALI Excellence for the Future Awards in New York Civil Practice, Advanced Legal Research, and Fundamentals of Legal Drafting. He graduated with a B.A. from New York University, College of Arts and Science, *magna cum laude*. Mr. Klein is admitted to practice law in New Jersey.



## V. FEE STRUCTURE

PLDW is committed to providing pricing arrangements that serve the best interests of our clients. To that end, we work with our clients to develop a fee arrangement that fits the scope, nature and subject matter of each project. For this project, we propose the hourly fee schedule outlined below for all professionals and staff.

Principals Assigned	Hourly Rate
Partner	\$275.00
Senior Counsel	\$235.00
Associates	\$185.00
Paralegals	\$95.00

Historically, we have found that, in most circumstances, an hourly rate arrangement is an effective way to meet our local governmental clients' needs most efficiently and with flexibility. We will provide Erie County, on a monthly basis, with a complete statement detailing the precise services provided during the preceding month.

PLDW employs a practice management structure to ensure efficient use of lawyers and paralegals experienced in their respective areas of practice. Costs associated with each engagement are monitored by the supervising partner.

## REIMBURSABLE EXPENSES

We propose to charge only the actual documented out-of-pocket costs for items such as those detailed below.

- Overnight shipping charges (e.g., Federal Express/UPS) – actual costs incurred.
- Long distance telephone tolls – actual costs incurred.
- Facsimile transmissions – No charge.
- Photocopying – \$.20 per page.
- Other miscellaneous out-of-pocket expenses – postage, courier services, etc. – actual cost incurred.

PANNONE  
LOPES  
DEVEREAUX &  
WEST<sub>LLC</sub>

*counselors at law*



## SCHEDULE A – PROPOSER CERTIFICATION

**SCHEDULE "A"**

**PROPOSER CERTIFICATION**

The undersigned agrees and understands that this proposal and all attachments, additional information, etc. submitted herewith constitute merely an offer to negotiate with the County of Erie and is NOT A BID. Submission of this proposal, attachments, and additional information shall not obligate or entitle the proposing entity to enter into a service agreement with the County of Erie for the required services. The undersigned agrees and understands that the County of Erie is not obligated to respond to this proposal nor is it legally bound in any manner whatsoever by the submission of same. Further, the undersigned agrees and understands that any and all proposals and negotiations shall not be binding or valid against the County of Erie, its directors, officers, employees or agents unless an agreement is signed by a duly authorized officer of the County of Erie and, if necessary, approved by the Erie County Legislature and the Office of the County Attorney.

It is understood and agreed that the County of Erie reserves the right to reject consideration of any and all proposals including, but not limited to, proposals which are conditional or incomplete. It is further understood and agreed that the County of Erie reserves all rights specified in the Request for Proposals.

It is represented and warranted by those submitting this proposal that except as disclosed in the proposal, no officer or employee of the County of Erie is directly or indirectly a party to or in any other manner interested in this proposal or any subsequent service agreement that may be entered into.

PANNONE LOPES DEVEREAUX & WEST, LLC

*Proposer Name*

By: 

*Name and Title*

TENO A. WEST, Partner