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Lawyers.
Just different.

Projects Team

The Lawrence Graham / Haynes and Boone Projects team, based on the strategic alliance between our firms, is international in both its outlook and its location. In addition to our major U.S. and U.K. centres, we have teams of lawyers active in Russia, India, Mexico, Brazil, Dubai and Monaco. Our lawyers have wide experience in more than 85 countries.

Our Projects team includes lawyers with expertise across all major disciplines that affect a project throughout its life cycle – from early-stage development and regulatory issues through to mergers, acquisitions, restructurings, public offerings and all related commercial contracts.

We represent clients, not merely transactions. Our team is lean and focused and cuts through legal and business issues with an efficiency and rigour that many firms do not deliver.

Our Projects team provides a completely integrated service to our clients. On each engagement, the right lawyers come together to form a seamless team skilled at solving the problems at hand. With a single point of contact, and state-of-the-art electronic connections, we have an efficient working system which provides unparalleled client service.

The quality of our work is regularly recognised by third parties. For 2011 and 2012, U.S. News and World Report and U.S. Best Lawyers ranked Haynes and Boone as a “National Tier 1” law firm for project finance law. The 2010 UK Legal 500 directory highlighted the Lawrence Graham energy team for its “invaluable blend of commercial and legal expertise” and the 2010 U.K. Chambers directory particularly recommended Lawrence Graham “for its expertise in environmental impact assessments and conservation issues associated with major projects and developments”.

Our Approach

Pursuing a Project Vision

Successful implementation of a project requires an understanding from the outset of how each business and legal decision will affect the outcome of the project. A “right” decision can expedite permitting, financing and completion, and maximize project profitability and growth opportunities, whilst a “wrong” decision can doom even the most promising project to endless and costly renegotiation. From the perspective of a lender or investor, a “wrong” decision can result in a wrongly priced or unmarketable loan asset, while a “right” decision can facilitate healthy syndication and a consensual framework to resolve unanticipated difficulties. We work with our clients to develop a shared vision that will guide each project – and each client – to the most favourable outcome.

Perspective

Whilst we believe in the importance of building expertise in depth, we also believe that client value requires expertise in breadth. Too often, we hear of clients suffering from reflexive advice that just follows the precedent of a prior transaction, when the best solution harnesses the experiences of other industries and products. We have a depth and breadth of expertise (across national boundaries, cultures, industries and investors) that few can match. The benefit to our clients is getting the right advice – not merely advice that might have worked for others in the past.

Many of our lawyers have worked for major companies active in project finance, restructuring, mergers and acquisitions, privatisations, commercial contracts and development in various capacities, including serving as general counsel, engineers and energy bankers. This diverse “inside” experience adds greatly to our ability to work integrally with our clients’ business and legal teams.

Teamwork

It is an illusion in the legal marketplace that large teams produce the quickest and best results; or that small teams produce the least expensive results. In reality, the challenge of providing a timely, cost-effective, quality service means that lawyers need to staff each transaction based upon a proper appraisal of the client’s wishes and the transaction’s needs. Our commitment to teamwork, to depth and breadth of expertise, and to service excellence enables us to implement effective teamwork strategies for each transaction.

Integration

Integrating all facets of a complex project can be challenging – particularly when multiple jurisdictions and specialised disciplines are needed. We have transactional experience in both common law and civil law jurisdictions and regularly assume responsibility for project managing the work of local counsel in foreign jurisdictions. Our familiarity with the industries we service enables us to communicate and coordinate directly with specialist industry advisors who may be retained.

Our Areas of Focus

Projects

Our Projects team has represented clients in many major national and international industrial and infrastructure projects. Our experience spans the full project life cycle, and encompasses a wide array of technologies and industries.

Project Development

We provide advice and assistance on:

- Initial project planning and structuring (including tax planning)
- Site acquisition
- Consent requirements and strategies
- Project bid proposals
- Drafting and negotiation of key project contracts (including supply, operating and maintenance, engineering, procurement, construction and off-take agreements)
- Structuring and documentation of special purpose project vehicles
- Structuring of performance fees, carried interests and other incentive arrangements
- Advice on employment issues
- Compliance with the requirements of relevant regulatory authorities including environmental and industry regulators

Project Finance

Our work includes representation of developers, borrowers, lenders, insurers, investors, sponsors and other contracting parties in projects utilising a broad spectrum of financing arrangements, including construction and term loan facilities, letter of credit facilities, mezzanine financings, capital markets issuances of debt and equity, securitisation and structured finance techniques, and the use of products and services from multilateral institutions, export credit agencies and national/regional development and aid agencies.

Mergers, Acquisitions and Privatisations

We represent developers, institutions and other strategic and financial investors in bids for, and acquisitions of project assets and infrastructure across a range of industries, particularly natural resources and ports. Our lawyers advised in relation to the U.K. Government's privatisation of the coal industry in Scotland, whilst in Mexico we played a key role in the privatisation of natural gas transportation, distribution and storage systems, railroads and ports.

Project Restructuring

We represent debtors, sponsors, operators, lenders and acquirers in connection with the restructuring of distressed projects – whether the source of the problem stems from difficulties with contracting parties or other changes in economic, operating or financing conditions. Our work involves all aspects of projects in difficulty, including enforcement or restructuring of key operating agreements (e.g., supply and off-take contracts) and financing documentation, working hand-in-hand with our renowned insolvency, restructuring and corporate recovery teams.

Our Industry Sectors

We represent clients across many industry sectors, including:

- **Power**

Power generation projects based on:

- Fossil fuels (coal, oil and gas)
- Renewable energy resources including wind, solar, geothermal, hydro and biomass
- Nuclear fuel, including nuclear plant leveraged leases, nuclear fuel trusts and nuclear plant simulators
- Waste to energy projects

- **Energy**

Upstream (exploration, development), midstream (transportation, including pipelines) and downstream (refinement, re-refinement and storage), energy projects involving both natural and synthetic fuels including oil, natural gas, LPG, LNG, coal and petroleum products, and waste recycling projects.

- **Natural Resources**

Mining and natural resource projects involving the development, extraction, transportation and processing of coal, metals and timber among others.

- **Communications**

Telecommunications and technology projects, including wireless and wireline telephony, media and content providers, satellite-based communications networks, broadband networks, data services operations and semiconductor manufacturing.

- **Infrastructure**

Infrastructure projects, including ports, airports, roads, rail, terminal and storage facilities, social housing, sports stadiums and arenas, hospitals and healthcare facilities, hotels and other leisure facilities and waste recycling facilities.