

The Canadian Institute's 2nd Annual

Partnering for Public Infrastructure Financing, Development & Renewal

Getting Infrastructure Deals Done in a Tight Credit Market

CO-CHAIRS

Brad McLellan
Partner
WeirFoulds LLP

Colin Grant
City Solicitor
City of Brampton



Gain valuable and practical solutions to the infrastructure crisis from leading private and public sector experts and learn how to:

- **BENEFIT** from infrastructure project opportunities in Canada, the United States and abroad
- **OVERCOME** the tight credit market and obtain financing for infrastructure projects
- **DETERMINE** when a P3/AFP project is right for you
- **PROTECT** infrastructure projects from defaulting lenders
- **WORK** with transportation agencies, governments and the private sector to meet critical infrastructure needs
- **SECURE** union support for your P3/AFP project and avoid costly delays

Gain additional value by attending the post-conference workshop on
May 13, 2009: **Mastering Project and Financing Documentation:
From Procurement to Closing**

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... See inside for details



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Discover and Apply New Solutions and Models to Canada's Infrastructure Crisis

According to a recent report on the state of municipal infrastructure, the physical foundations of Canada's cities and communities are near collapse. Aging sewage systems, failing water treatment facilities, crumbling roads, deteriorating bridges and parking garages, and overloaded public transit networks have left cities in a critical condition, putting the health and safety of Canadians in grave danger.

Now is the time for all levels of government and the private sector to get together and hammer out solutions quickly to protect economic competitiveness and quality of life in cities across the country **before it is too late**.

Whether you are contemplating a public private partnership or looking for alternative tools and mechanisms to address your infrastructure needs, do not miss **The Canadian Institute's 2nd Annual Partnering for Public Infrastructure Financing, Development & Renewal**. Attend this conference and hear leading experts from the public and private sector share critical insights to help you:

- **Manage** the impact of the tight credit market on infrastructure project financing
- **Evaluate** the risks of life cycle costing
- **Attract** pension fund and insurance companies as investors
- **Reach** project closure quickly and ensure value for money
- **Secure** funds and gain government support for municipal infrastructure projects

Register now to secure your place by calling **The Canadian Institute** at **1-877-927-7936** or by visiting our website at www.CanadianInstitute.com.

We look forward to seeing you at the conference.

DISTINGUISHED FACULTY

CO-CHAIRS:

Brad McLellan

Partner, WeirFoulds LLP

Colin Grant

City Solicitor, City of Brampton

SPEAKERS:

Duncan Ball

Senior Vice President - Project Finance
Bilfinger Berger Project Investment Inc.

Stephen Beatty

Chair, Global Infrastructure & Projects Group
for North America, KPMG

Richard Byers

Executive Vice-President
Borealis Infrastructure Management Inc.

Gianni Ciuffo

Partner, Infrastructure Advisory and
Project Finance, Financial Advisory
Deloitte & Touche LLP

Bert Clark

Managing Director, Head of Canadian
Infrastructure Advisory, Scotia Capital

Dan Ferguson

Partner, WeirFoulds LLP

John Howe

General Manager for Strategic Investments
and Initiatives, Metrolinx

Jonathan Huggett

Principal, J.R. Huggett Company

Paul Hughes

Senior Vice President
Commercial, Carillion Canada Inc.

Todd Latham

Publisher, ReNew Canada magazine

Cosmo Mannella

Director, LIUNA Canadian Tri-Fund

Mike Marasco

Chief Executive Officer, Plenary Investments

Paul May

Director, Infrastructure Planning, York Region

Dr. John Miller

Of Counsel, Patton Boggs LLP (Washington)

Daniel Roth

Managing Director, Infrastructure Advisory
Ernst & Young Orenda Corporate Finance Inc.

Anne M. Stewart, Q.C.

Partner, Blake Cassels & Graydon LLP

George Theodoropoulos

Senior Vice President
Fengate Capital Management Ltd.

Mary-Frances Turner

Vice President, York Region Rapid Transit Corporation

Gordon Willcocks

Partner, McCarthy Tétrault LLP

George Zakem

Senior Vice President, Marquarie North America Ltd.

WORKSHOP LEADERS:

Douglas Younger

Partner, Fraser Milner Casgrain LLP

Richard Simm

Managing Director, Transaction Advisory Services
Ernst & Young Orenda Corporate Finance Inc.

WHO SHOULD ATTEND

- In-House Counsel
- Lawyers Practicing in Government Procurement, Project Financing, Infrastructure, Public Private Partnerships and Municipal Law
- Federal, Provincial and Municipal Representatives
- Urban and Infrastructure Managers
- City and Regional Planners
- Managers of Finance
- Policy Analysts and Policy Advisors
- Business/Infrastructure Development Managers
- Procurement Analysts and Managers
- Commissioners of Public Works
- Financial Institution Executives
- Lenders, Investment Bankers
- Insurance/Surety Bond Representatives
- Construction Company Executives
- Construction Consultants
- Risk Managers
- Pension Fund Managers and Trustees
- Private Equity Firms
- Executives and Senior Officers of Power, Energy, Waste and Water Utilities
- Public Transit Representatives
- Engineers and Architects

Register at 1-877-927-7936 or in Toronto 416-927-7936 or www.CanadianInstitute.com

MONDAY, MAY 11, 2009

8:00 **Registration Opens and Coffee Served** ☕

9:00 **Opening Remarks from the Co-Chairs**

Brad McLellan

Partner, WeirFoulds LLP

Colin Grant

City Solicitor, City of Brampton

9:15 **Getting Deals Done Despite the Credit Crunch: Making the Most of Infrastructure Opportunities in Canada and Abroad**

Moderator

Todd Latham

Publisher, ReNew Canada magazine

Panel

Duncan Ball

Senior Vice President - Project Finance
Bilfinger Berger Project Investment Inc.

Daniel Roth

Managing Director, Infrastructure Advisory
Ernst & Young Orenda Corporate Finance Inc.

- Exploring the impact of the credit crisis on infrastructure projects
 - Are projects being adversely affected?
If so, how are project participants dealing with this?
 - Where is the P3/AFP market heading?
 - What will be the next sectors focused on?
 - What types of projects are being considered for the P3/AFP project delivery model? In Canada and abroad?
- Discussing uncertainties in the capital markets and their impact on pricing and confidence in the P3/AFP market
- Protecting against defaulting lenders and/or lenders who walk away from a deal
- Demonstrating value for money
 - Has the analysis changed as a result of the credit crunch?
If so, how?
- Using infrastructure development and renewal to stimulate the economy
 - What are governments in Canada, the United States and around the world doing? What's working and what's not working?
 - Where is senior government funding going in order to strategically pursue projects?

10:30 **Networking and Refreshment Break**

10:45 **Current Markets and Latest Developments in Infrastructure Financing: Where is the Money and How Do You Get It?**

Moderator

Anne M. Stewart, Q.C.

Partner, Blake Cassels & Graydon LLP

Panel

Bert Clark

Managing Director

Head of Canadian Infrastructure Advisory, Scotia Capital

George Theodoropoulos

Senior Vice President, Fengate Capital Management Ltd.

Richard Byers

Executive Vice-President

Borealis Infrastructure Management Inc.

- Exploring the impact of market conditions on infrastructure project financing
 - Who are the key financial players?
 - Where are the capital markets going?
 - Are Canadian banks interested in long term infrastructure financing? What is their view on long term holding positions?
 - Where are investment opportunities for Canadian and foreign banks?
 - Are we seeing a reduction in long term financing terms for infrastructure projects?
- Alternative financing models in Canada and abroad
 - Is alternative financing still viable?
- Debt financing in today's market
 - What is the private sector doing to raise funds and get debt financing?
- How are monoline insurers weathering the current financial market? Will they remain involved in project finance transactions or retreat to their traditional markets?
- Assessing underwritten finance: is it alive and well?
- What is the appetite of pension funds and insurance companies for P3/AFP investment?
 - Are they getting involved in Canadian projects?
 - What are they looking for when making investment decisions on P3/AFP projects?
- Strategies for attracting pension funds and insurance companies as investors
 - Shortening the time period between the RFP and project completion/financial close
 - Bundling infrastructure projects to make them more attractive: pros and cons

12:15 **Networking Luncheon for Delegates and Speakers** 

1:30 **Investing in Public Infrastructure: A Global Perspective**

Dr. John Miller

Of Counsel, Patton Boggs LLP (Washington)

An experienced international expert outlines the similarities and differences of the various infrastructure investment models around the world. Attend this session and gain an understanding of how North American projects compare to those in the rest of the world, including Mexico, Hong Kong, Australia, Singapore, Europe and other countries.

2:30 **Networking and Refreshment Break**

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2:45 Mastering Risk Allocation Issues Pertaining to Infrastructure Projects

Gordon Willcocks

Partner, McCarthy Tétrault LLP

Paul Hughes

Senior Vice President, Commercial, Carillion Canada Inc.

George Zakem

Senior Vice President, Macquarie North America Ltd.

- Deciding when to proceed with P3/AFP: weighing the risks and benefits
- Assessing risk allocation in light of the recent credit crunch
 - What risks are the public and private sectors best equipped to handle in today's economy?
 - What clauses and provisions should the parties to the process focus on?
 - What should you include in your project agreements?
- Explaining and evaluating the risks of life cycle costing
- Looking at examples of risk allocated in recent projects
 - Was the risk properly allocated?
 - What should have been done differently?
- Minimizing unquantifiable risk

4:00 Co-Chairs Recap – Conference Adjourns

TUESDAY, MAY 12, 2009

8:30 Coffee Served ☕

9:00 Opening Remarks from the Co-Chairs

Brad McLellan

Partner, WeirFoulds LLP

Colin Grant

City Solicitor, City of Brampton

9:15 Managing Your Infrastructure Projects: How to Reach Project Closure Quickly and Ensure Value for Money

Mike Marasco

Chief Executive Officer, Plenary Investments

Gianni Ciufu

Partner, Infrastructure Advisory and Project Finance Financial Advisory, Deloitte & Touche LLP

- Expediting government agency project approvals
- Forming strong partnerships necessary to meet accelerated timelines for project delivery on both the public and private sector side of the transaction
- Ensuring there is still value for money when expediting the process
- Reducing the procurement process timelines: lessons learned from the Alberta Schools Alternative Procurement (ASAP) P3 Strategy and other accelerated projects
- Keeping the consortia together and focused to keep the expedited process on track
- Engaging other levels of government early in the process to speed up the obtaining of permits and approvals needed for development

- Expediting infrastructure projects through the standardization of documents and industry standard risk allocation: what are the provinces doing?

10:15 Networking and Refreshment Break

10:30 Working with Transportation Agencies, Governments and the Private Sector to Meet Critical Transportation Infrastructure Needs

Moderator

Paul May

Director, Infrastructure Planning, York Region

Panel

Mary-Frances Turner

Vice President, York Region Rapid Transit Corporation

Stephen Beatty

Chair, Global Infrastructure & Projects Group for North America, KPMG

John Howe

General Manager for Strategic Investments & Initiatives, Metrolinx

- Discussing the role of Metrolinx in transportation infrastructure, including:
 - The Big Move: Transforming transportation in the Greater Toronto and Hamilton Areas
 - Getting funding from the Provincial and Federal governments
 - MoveOntario 2020
 - BRT, LRT and subway initiatives
 - Transit oriented development and development at mobility hubs
 - Using toll roads as a source of funding
- Exploring the role of regional and local municipalities in infrastructure project delivery
 - Planning projects to fit senior government funding and project prioritization
 - Choosing the delivery model: Traditional, AFP or P3?
 - Engaging the private sector
 - Contracting with the private sector
 - Managing and monitoring projects
 - Achieving transparency, accountability and value for money
- Getting the private sector perspective
 - What types of transportation projects appeal to the private sector?
 - » Rapid transit
 - » High speed rail
 - » Toll roads
 - What risks need to be overcome when engaging in these projects?
 - What are lenders looking for in these deals?
 - What can be done to increase "deal flow"

12:00 Networking Luncheon for Delegates and Speakers 

1:15 Building Municipal Infrastructure Through Partnerships: How to Secure Funds and Gain Government Support

Brad McLellan

Partner, WeirFoulds LLP

Dan Ferguson

Partner, WeirFoulds LLP



- Exploring opportunities in municipal infrastructure
 - Are municipalities a growth area for P3/AFP projects?
 - What municipal projects are being considered for P3/AFPs?
- Getting access to municipal projects
 - What projects are coming down the pipeline?
 - What action plans are being developed by the provinces for municipal projects?
- Proving your case: how to put together a winning business case and get funding
- Convincing senior governments of the need for new infrastructure
 - Best practices for getting senior governments onside vis-à-vis your infrastructure projects
- Rolling the benefits of public private partnerships down to small capital projects
- Key principles to satisfy when structuring projects
 - Value for money
 - Transparency
 - Accountability
- Defining roles and responsibilities in municipal infrastructure projects
 - Who should be in charge of infrastructure financing and development?
 - Who should be responsible for determining life cycle costs?
 - What is the role of senior management at municipalities regarding life cycle costs?
 - Who should be responsible for maintaining the infrastructure?

2:30 Addressing Potential Labour Union Objections and Getting Labour Union Support for Your P3/AFP Projects

Jonathan Huggett
Principal, J.R. Huggett Company

Cosmo Mannella
Director, LIUNA Canadian Tri-Fund

- Understanding the position of labour unions regarding P3/AFP projects
 - What are unions like CUPE doing nationally regarding infrastructure projects?
- Engaging unions in the public consultation process: best practices
- Drafting agreements to satisfy union objections and get their support
 - What have other provinces and municipalities done to include unions in the process?
 - What terms/provisions are being included in agreements to alleviate union fears?

3:30 Closing Remarks from the Co-Chairs – Conference Concludes

SPONSORSHIP & EXHIBITION OPPORTUNITIES

Maximize your organization's visibility in front of key decision-makers in your target market. For more information, contact Senior Business Development Executive Michael Owens at 416-927-0718 ext. 302, toll-free 1-877-927-0718 ext. 302 or by email at m.owens@CanadianInstitute.com

POST-CONFERENCE WORKSHOP
Wednesday, May 13, 2009

9:00 a.m. to 12:00 p.m. (Registration opens at 8:30 a.m.)

Mastering Project and Financing Documentation: From Procurement to Closing

Douglas Younger

Partner, Fraser Milner Casgrain LLP

Richard Simm

Managing Director, Transaction Advisory Services
Ernst & Young Orenda Corporate Finance Inc.

- Dissecting project agreements from different perspectives
 - What clauses should be included and why?
- Mastering procurement issues, including:
 - Determining the appropriate level of commitment for funders in P3/AFP bids
 - Holding rates in a bid submission
 - Facilitating the re-pricing of senior debt between bid submission and the selection of the preferred proponent
- Funding competitions
 - Are they feasible in current market conditions?
- Exploring the highlights of principal financing documents
- Understanding the intersection between lenders' concerns and project agreements
 - Creating an acceptable level of risk for senior lenders in project documentation

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This program has been accredited by the Law Society of Upper Canada towards the professional development requirement for certification.

	Conference	Workshop
Construction Law	11 hours	3 hours
Corporate & Commercial Law	11 hours	3 hours
Municipal Law	11 hours	3 hours

DON'T MISS A SINGLE DETAIL!

All delegates to The Canadian Institute's 2nd Annual Partnering for Public Infrastructure Financing, Development & Renewal will now receive a complimentary CD ROM with full colour graphs, charts and presentations from the conference.*

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Add a Conference Materials Binder to Your Order – see registration form for details.

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May 11-12, 2009 | Marriott Bloor Yorkville Hotel | Toronto

The Canadian Institute's 2nd Annual

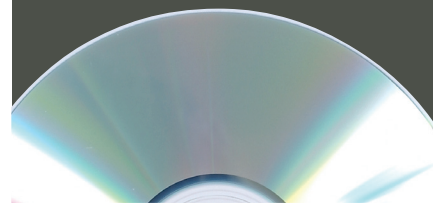
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Getting Infrastructure Deals Done in a Tight Credit Market

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ADMINISTRATIVE DETAILS

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When making your reservation, please ask for "The Canadian
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Program Materials

Conference participants will receive a comprehensive set of
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For group discounts please
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FEE PER DELEGATE	Register & Pay by April 13, 2009	Register & Pay after April 13, 2009
<input type="checkbox"/> Conference Only	\$1895 + 5% GST = \$1989.75	\$2095 + 5% GST = \$2199.75
<input type="checkbox"/> Conference + Post-Conference Workshop	\$2390 + 5% GST = \$2509.50	\$2590 + 5% GST = \$2719.50
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STEP 2

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STEP 3

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