



Nexus Infrastructure LLC (“Nexus”) provides advisory services for public-use transportation assets such as roadways, transit, rail, airports, and ports. The firm is structured as a network, or *nexus*, of infrastructure experts. This structure enables the firm to furnish the most senior and directly relevant experience for each project, providing maximum value to our clients. Nexus applies private sector capital and efficiency to address public sector challenges with respect to the development, operation, and maintenance of infrastructure. Our expertise spans a variety of disciplines, and we specialize in the funding and financing of capital projects and transportation planning. The experience of our professionals includes conducting financial analysis and modeling; preparing funding plans and grant applications; and providing management advisory services to increase performance and efficiency, among others. Many of our engagements have included the identification, evaluation, and pursuit of both conventional and non-traditional funding vehicles, including the full spectrum of options ranging from government grants to private equity.

The collective experience of Nexus professionals includes:

- ◆ More than **250 years of advisory experience**, earned in both the public and private sectors;
- ◆ Project participation with over **a dozen teaming partners**, including engineering firms, consultancies, and private equity firms; and
- ◆ Over **50 public client engagements** for municipalities, state and Federal governments, and transportation and utility agencies.

Among our recent project experience are:

- ◆ Federal grant application preparation for interchange development on a toll road;
- ◆ Funding options identification for the creation of a new rail station;
- ◆ Financing and feasibility studies for the development of a multimodal transit center;
- ◆ Evaluation of traditional and innovative funding options for transportation development for two Metropolitan Planning Organizations;
- ◆ Capital programming and project prioritization for a new airport terminal; and
- ◆ Federal financing application evaluation and negotiations assistance for billion-dollar P3 toll road development.

Harrisonburg-Rockingham Metropolitan Planning Organization
Evaluation of Funding Alternatives for Route 11
South Transportation Planning Study



Nexus is providing financial advisory services for the Harrisonburg-Rockingham Metropolitan Planning Organization (HRMPO) and its stakeholders in Virginia, which are undergoing long-term planning for future development along Route 11 in southern Harrisonburg and Rockingham County. The team has met with HRMPO staff, reviewed project study documents, participated in public involvement meetings, and is drafting a financial report on traditional and innovative funding alternatives available. The Team is working in conjunction with partners and client stakeholders to evaluate funding opportunities and challenges for alternative development scenarios proposed by the team. Our analysis will entail consideration of factors such as land use and access, which will significantly influence the funding options that may exist. The Team will consider funding opportunities, including local, state, and Federal funds as well as investor equity, that could be tapped for each of the scenarios.



Fredericksburg Area Metropolitan Planning Organization
Funding Opportunities Analysis and Project Administration and Devolution Studies

Nexus is developing possible financing plans for multi-million dollar interchange and arterial access roads in Fredericksburg, Virginia. Nexus is performing a review of existing state statutes and conducting targeted meetings with Federal, state, and local officials as well as private sector interests including developers, land owners, and other possible financiers, to identify potential

funding sources. Those considered will include National Highway System Funds, US DOT TIFIA, Special Tax Districts, Tax Increment Financing, Private Equity and Alternative Financing, and Revenue Sharing Mechanisms.

As part of another task, one of Nexus’s professionals provided advice and an analytical framework towards project funding and delivery in coordination with the Virginia Department of Transportation (VDOT). He also provided policy and program advice and recommendations regarding the local administration of transportation projects and devolution of transportation responsibilities to cities, counties, and regions in Virginia.

The City of Baltimore / Maryland Transit Administration
Bayview Multimodal Transit Center Feasibility Study



Nexus is providing financial advisory services for a feasibility study for a multimodal center in the Baltimore area. On behalf of the City of Baltimore and the Maryland Transit Administration, Nexus is assisting the team by performing the following tasks:

- ◆ Site selection and concept planning, including joint development opportunities;
- ◆ Feasibility analysis and alternatives development for related highway, bridge and commuter/light rail transit projects;
- ◆ Identification and development of strategies to leverage private sector financial participation in the project; and
- ◆ Stakeholder identification and coordination.

Nexus professionals are working in conjunction with partners and clients to evaluate funding opportunities and challenges for the multimodal center. Our analysis entails consideration of factors such as land use and access, which will significantly influence the funding options that may exist. The Team is considering all funding opportunities, including local, state, and Federal funds as well as investor equity, that could be tapped for each of the scenarios.



Fredericksburg Area Metropolitan Planning Organization
Caroline County Transit Corridor and Facilities Alternatives Analysis

Nexus has been retained to provide financial analysis for the development of a new rail station in Fredericksburg. The Team will collect, assimilate and review data regarding costs and funding sources, provide cost estimates for the master plan, and prepare a report addressing the cost-effectiveness and total cost implications for

the preferred alternative. Nexus will also be responsible for estimating certain project costs, preparing a model of 20-year cash flows, and providing a final report summarizing capital and operating funding sources.

Metropolitan Washington Airports Authority (MWAA)
TIGER I and TIGER II Grant Application Assistance

Nexus assisted MWAA in the development and preparation of a Transportation Investment Generating Economic Recovery ("TIGER") Grant application for a multi-million dollar capital project for the Dulles Toll Road in Virginia. Nexus was responsible for the completion of an economic impact analysis and justification for the competitive grant application, which was a key evaluation criterion that weighs heavily in the USDOT approval process. As part of its charge, Nexus reviewed and assessed the requirements for the application and developed a comprehensive economic case for grant funding that demonstrated the strong economic benefits of the project that was included in the submission to the USDOT. One year later, Nexus led the preparation of a TIGER II application for MWAA for the construction of an interchange along the Dulles Toll Road.



Metropolitan Washington Airports Authority (MWAA)
Financial Reporting Consulting Services

Nexus provided supplemental consulting support services for MWAA's Office of Finance as part of the Authority's multi-year Enterprise Resource Planning (ERP) system implementation effort, developing dozens of vital monthly financial reports to be generated by the new system. Nexus reviewed the Authority's current reports, compiled reporting needs for the new Oracle Financial system, developed the specifications for over 30 complex reports, directed the system developers in building them, and performed in-depth iterative data validation to ensure the proper results were generated.

Little Rock National Airport Business Process Reengineering

Nexus served as the business process lead for the ERP Implementation effort at Little Rock National Airport, overseeing and executing the reengineering of the key business processes from across all the lifecycles of the Airport's operations, including Asset Management, Capital Programming, Budgeting, and Revenue Management. This work was done in advance of and parallel with the selection and implementation of an enterprise-wide ERP software solution that will unite the Airport's essential information systems to enhance operational efficiency and effectiveness. Nexus conducted interviews and workshops to identify process improvement opportunities and developed recommendations, drawing upon industry best practices, to enhance performance ahead of, during, and after the implementation of a robust ERP solution.



Additional relevant experience for Nexus Principals Rob Fetterman and James Gregoire includes the following select project work:



**US Department of Transportation's
TIFIA Joint Program Office
Financial Advisory Services for Toll Road
Construction Funding**

Traffic congestion in the Washington, DC area has progressively worsened over the past decade, especially on the region's critical arteries such as the Capital Beltway (I-495). As a result, the Virginia Department of Transportation initiated a project in 2005 to construct 14 miles of high-occupancy toll lanes ("HOT" lanes) on I-495 through a long-term public-private partnership concession. Through this construct, vehicles are assessed toll charges based on traffic levels, allowing the road operator to implement congestion pricing and control the flow of traffic. The proposed funding for this \$2 billion design-build-finance-operate-maintain concession comprised funding from VDOT, a private investor consortium, and the U.S. Department of Transportation's innovative finance program, the TIFIA Joint Program Office (JPO).

As part of a project team working for the TIFIA JPO, Mr. Fetterman completed a comprehensive evaluation of the financing structure proposed by the investor consortium. This analysis entailed a review of the financial model prepared by the investor and assessment of cash flow projections, loan repayment calculation, capital structure evaluation, and risk assessment, among other tasks. Mr. Fetterman determined that the proposed financing structure at the time was sufficient to reasonably ensure repayment of the subordinated TIFIA loan. Based on this finding and the recommendations of Mr. Fetterman and the project team, the USDOT approved a \$600 million direct loan, then the largest in the TIFIA program's history.

Mr. Fetterman later performed an identical effort for the USDOT to evaluate the state of North Carolina's Triangle Expressway direct loan application. The state's first toll facility, the 19-mile, \$1.2 billion Triangle Expressway will service the state's growing Research Triangle corridor. Mr. Fetterman led a team of advisors and consultants to execute thorough evaluation services for the \$400 million proposed Federal financing. In addition to managing the project team and overseeing their work, Mr. Fetterman performed a financial analysis of capital structure and project cash flows, loan repayment terms evaluation and establishment, management and performance plan evaluation, and a state maintenance guaranty review. Mr. Fetterman also participated in negotiations with North Carolina Turnpike Authority officials, their financial and legal advisors, and senior debt underwriters and bond insurers.

**Vermont Agency of Transportation (VTrans)
Financial Advisory Services for Infrastructure
Maintenance & Development in the Western Rail
Corridor**

The Vermont Agency of Transportation (VTrans) manages the state's airports, railways, highways, and other public transit infrastructure. The railroad network in Vermont consists of approximately 749 miles of railroad right-of-way. Of this total, approximately 453 miles are owned by the State. VTrans has several railway projects planned for track upgrades or development in the state's Western Rail Corridor, which stretches from Albany, NY, to Bennington, VT.



Mr. Gregoire led the preparation of a financial plan to facilitate evaluation of the \$50+ million in rail projects currently planned or underway, determining the total estimated costs and assessing current and projected funding sources. This entailed the construction of a complex financial model that projected revenues, expenses, debt, operating assumptions, and other factors affecting discounted cash flows and investment returns. The team analyzed the feasibility of pursuing these projects through alternative financing and delivery approaches – namely public-private partnerships. Alternative funding sources considered included Railroad Rehabilitation and Improvement Financing (RRIF), TIFIA, PABs, and private equity. The team also assessed the viability of pursuing a design-build contract and, together with Mr. Fetterman and Vermont's former Secretary of Transportation Patrick Garahan, prepared an action plan detailing the steps required for the state to establish the staffing structures and procedures to execute a P3 transaction. Finally, the team reached out to local communities and public interest groups to coordinate stakeholder interests.



**New Jersey Economic Development Authority/
Bayonne Local Redevelopment Authority
P3 Financing Structures and Alternatives for
Infrastructure Development**

Mr. Fetterman, under a contract with a leading private real estate development and investment firm, supplied guidance and analysis on financing structures and alternatives for the Bayonne Local Redevelopment Authority (BLRA) and the New Jersey Economic Development Authority (NJEDA), for the development and furnishing of the essential infrastructure, including roadways, utilities, and shore stabilization, for approximately 129 acres of waterfront real estate in the City of Bayonne. The billion-dollar residential and commercial development requires significant upfront capital investment to attract developers in the aftermath of the 2008 credit crisis, and the BLRA and NJEDA sought financial alternatives

available to fund the requisite infrastructure development given current market conditions, debt funding capacities, investor risk tolerances, and other relevant factors.

A detailed report on proposed financial structures that included an innovative concession that would require minimum upfront investment from the city and state was developed to guide the BLRA and NJEDA. Mr. Fetterman worked with legal and private equity experts to assess the suitability of the revenue-generating infrastructure for leasing or concessioning to private firms under innovative, European-style public-private partnerships (P3s). With the P3 opportunities developed, traditional and innovative public financing sources were researched and identified that could fund the remaining, non-revenue-generating infrastructure. The P3 opportunities and the public financing options were then woven into a conceptual plan of finance that outlined the potential feasible structure, the benefits that could be realized, and the attendant risks. The resulting analysis was detailed in a report submitted to the leadership of the BLRA and NJEDA, providing a framework for further developing and advancing opportunities to attract real estate developer, private utilities and service providers, and other potential investors to the project.

Phoenix-Mesa Gateway Airport Airport Capital Project and Financial Planning

Mr. Fetterman executed comprehensive airport capital project and financial planning services for the Phoenix-Mesa Gateway Airport to develop the projected needs and potential sources of funding for the Airport as it transitions from a largely General Aviation facility to a secondary commercial service provider for the Greater Phoenix area. Mr. Fetterman built financial forecasts that detailed the scope, cost, and timeframe for the specific improvements necessary to accommodate the projected demand and grow revenue streams; the forecasting of existing and future revenue streams; analysis and strategy to fund shortfalls; and the implementation of a reasoned, funded capital program that can be implemented at defined stages of future growth.

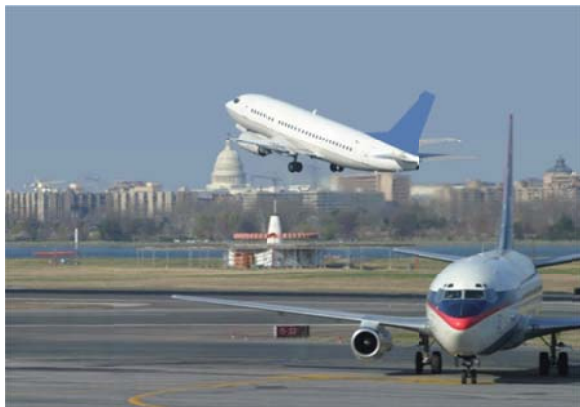


Metropolitan Washington Airports Authority (MWAA) Business Process Reengineering for ERP System

Mr. Gregoire and Mr. Fetterman assisted with comprehensive business process reengineering across major departments of the Metropolitan Washington Airports Authority (MWAA) prior to the selection of an enterprise resource planning (ERP) system. Mr. Gregoire and Mr. Fetterman led the Order-to-Cash (billing and accounts receivable) and Work Order-to-Allocation (maintenance) process areas, facilitating manager workshops, evaluating and recommending industry best practices, completing “As-Is” and “To-Be” process maps, and identifying ERP functional requirements. They also addressed integration of human capital management, accounts receivable/payable, procurement, and asset management, and assisted with change management efforts, communicating proposed modifications to managers and front-line staff on a regular basis.

Louisiana Department of Transportation and Development
Performance and Governance Audit

Mr. Fetterman led a management and organizational assessment of Crescent City Connection Division, a toll bridge and ferry operator authority serving greater New Orleans. The audit, performed at the direction of the Secretary of Transportation, was intended to evaluate the efficacy and efficiency of current operations and the organization’s governance in light of recent financial difficulties facing the Division. Mr. Fetterman led the audit, meeting with CCCD and LADOTD representatives, reviewed agency documents and third party reports, researched industry best practices and peer operations, and authored the final report that contained recommendations for improving performance. The public report issued by the Secretary contained recommendations to improve staffing, capital programming, technology, and accounting. The audit concluded that the anticipated surplus for the transportation projects never materialized as toll collections have remained flat while the cost to maintain the bridge and run the aging fleet of ferries has surged. The project provided valuable experience reviewing funding allocations and strategies for critical transportation arteries through a major city.



Metropolitan Washington Airports Authority (MWAA)
Performance Measurement and Benchmarking

Mr. Gregoire served as the Project Manager for the design and implementation of performance metrics and benchmarks delivered to Authority directors, executives, and managers as the centerpiece of an annual performance management review process. Using measures from the “balanced scorecard” approach, Mr.

Gregoire tracked diverse quantitative and qualitative measures across four performance dimensions: Customer Service, Financial, Efficiency, and Learning & Growth. Throughout the report, MWAA’s two airports were compared to 17 other mid-size and large commercial peer airports worldwide. The end-product provided MWAA leaders with timely and relevant data to drive their successful and responsive strategic planning process.

Confidential Private Equity Investors Long-Term Public-Parking Concession and Lease Evaluation

Working on behalf of a private equity investor, Mr. Gregoire conducted a feasibility study and valuation of a proposed 75-year lease of nine city parking garages, two public lots and 1,000 metered spaces in downtown Harrisburg, PA. The deal evaluation included onsite due diligence (structural survey and employee interviews), document review and analysis, demand forecasting and financial modeling, and preparation of proposals in response to RFQ and RFP. The Team was shortlisted among bidders.



On behalf of another private equity investor, Mr. Gregoire subsequently evaluated the potential long-term concession for the operation of the parking facilities at San Juan's Luis Muñoz Marín International Airport, in San Juan, Puerto Rico. The structure was comprised of a six-story, 4,000 space parking garage, an adjacent surface parking lot and an auxiliary area. Mr. Gregoire reviewed relevant documents such as market studies, demand forecasts, and current vendor contracts; completed preliminary valuation of parking system through detailed financial model; and prepared the Team proposal, which resulted in the Team's being shortlisted.