



Arthur A. Cohen

Partner

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PRACTICES Project Finance and Development, Joint Ventures, Mergers and Acquisitions, Distressed M&A, Finance, Energy, Power and Natural Resources, Liquefied Natural Gas (LNG), International, Brazil, Cuba, India, Mexico, Corporate, Midstream, Renewable Energy, Traditional Power, Sports Law, Technology Mergers and Acquisitions

With more than 25 years of experience, Arthur Cohen represents financial institutions, private equity funds, and project developers on major infrastructure projects throughout the U.S. and around the world. Arthur's industry focus includes energy, electric power, transportation, sports facilities, and other infrastructure.

Over the course of his career, Arthur has worked on all facets of project development, including shareholder and partnership agreements, construction contracts, power and steam sales contracts, operation and maintenance agreements, equity commitments and guarantees, and state support agreements. He has represented lenders, borrowers, purchasers, and sellers in a variety of transactions, including acquisitions and divestitures, financings, and joint ventures and other strategic alliances. Arthur has also represented both developers and lenders in restructuring troubled projects.

Clients value Arthur's knowledgeable advice and leadership on significant transactions, and appreciate his understanding of how to best help them achieve their business goals. Arthur's abilities in these areas are aided by his prior experience as a managing director at GE Capital, where he developed an efficient, practical approach with a real-world understanding of how businesses work and a sound grasp of financial principles.

As co-chair of the firm's Project Finance and Development Practice Group and chair of the firm's Joint Ventures Practice Group, Arthur splits his time among the firm's Washington, D.C., Houston, and New York offices. He is a recognized bar leader and currently serves as vice-chair of the Project Finance and Development Committee and the Legal Opinions Committee of the ABA's Business Law Section, of which he was chair from 2007-2011. He previously served on, and is former chair of, the Steering Committee of the District of Columbia Bar's Corporation, Finance and Securities Law Section. Arthur is also a member of the Tribar Opinion Committee and is a trustee of the American College of Commercial Finance Lawyers.

Arthur is an adjunct professor at Georgetown Law Center where, for the last 15 years, he has taught a course on project finance. When not working on behalf of his clients, Arthur is frequently asked to speak to industry professionals on a variety of topics, including LNG projects, airport development, sports stadium financings, solar and wind energy, and challenges of project development in emerging markets.

QUALIFICATIONS

EDUCATION

- J.D., Columbia Law School, 1979, Harlan Fiske Stone Scholar, Journal of Law and Social Problems
- B.A., Yale University, 1976

ADMISSIONS

- District of Columbia
 - New Jersey
 - New York
 - Texas
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- "IP Issues in Project Finance Transactions: Traps for the Unwary," moderator, 2016 ABA Business Law Section Spring Meeting, Montréal, Canada, April 2016.
 - "Exploration, Transportation and Exportation of Liquefied Natural Gas: Current Challenges and Potential Responses," moderator, ABA Business Law Section Annual Meeting, Chicago, 2014.
 - "Blue Skies Ahead? Drawing from Deal Experience to Finance New Airport Projects," moderator, 8th Annual North American Energy & Infrastructure Finance Forum, September 11-12, 2013.
 - "Due Diligence Issues in Project Acquisitions," speaker, 2013 ABA Annual Meeting, San Francisco, August 8-11, 2013.
 - "Field of Dreams: Developing and Financing Stadiums," moderator, ABA Annual Meeting, Chicago, 2012.
 - "How the Markets are Harmonizing Natural Gas and Alternative Energy Fuel Sources," moderator, Haynes and Boone Seminar, September 22, 2011.
 - "Secrets of Success in Project Finance in Emerging Markets," speaker, 2011 ABA Annual Meeting, Toronto, August 5-7, 2011.
 - "How Bright is the Future for Solar PV?" speaker, Lawrence Graham LLP Seminar, April 6, 2011.
 - "Project Finance in Asia: What's Hot and Why," speaker, 2010 ABA Annual Meeting, San Francisco, August 5-8, 2010.
 - "Model Consent to Assignment for Project Finance Transactions" (with commentary), primary editor/author, *The Business Lawyer*, Vol. 67, August 2012.
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- American Bar Association, Vice-Chair of Project Finance and Development Committee of the Section on Business Law (Chair, 2007-2011)
 - American College of Commercial Finance Lawyers
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SELECTED CLIENT REPRESENTATIONS

- Nabors Industries in \$2 billion joint venture with Saudi Aramco.
 - Investec in multiple project finance transactions.
 - Nabors Industries in its acquisition of Robotic Drilling Services AS.
 - American Grain Technology in connection with ethanol project development.
 - FMC Corporation in connection with geothermal lithium projects.
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- Bank of America as lender in LNG liquefaction facility financings in Texas and Louisiana.
- Celanese Corp. in a \$900 million joint venture transaction between Celanese and Mitsui for development and construction of the first new methanol production facility in the U.S. in more than 20 years, which is co-located with Celanese's manufacturing campus in Clear Lake near Houston.
- Deutsche Bank in the financing of the first closed-loop biomass power plant in the U.S., located on Kauai in Hawaii.
- Diamond Offshore Drilling, Inc. in its \$210 million sale-leaseback of equipment aboard four Diamond Offshore drillships located in the U.S. Gulf of Mexico as well as a related ten-year contractual services agreement (CSA) with GE Oil & Gas. The CSA is the first-of-its-kind for the offshore drilling industry as it transfers full accountability for blowout preventer (BOP) performance to the OEM, GE Oil & Gas.
- US Trust as Agent in \$76 million financing and restructuring of a project-financed prison in South Texas.
- Bank of America in providing a \$90 million credit facility to the San Antonio Spurs NBA basketball team, part of which was used to finance a new arena.
- SMBC in the refinancing of an inside-the-fence power plant in Freeport, Texas.
- GCP/BRS as an equity investor in the Big River Steel Mill in Osceola, Arkansas.
- InterOil Corporation as lead developer of an LNG liquefaction facility to be co-located with an oil refinery in Papua New Guinea, including establishment of a joint venture and related financing matters.
- Apollo Asset Management in an acquisition financing.
- Celanese Corp. in a \$150 million repowering project to convert its Narrows, Virginia, manufacturing facility from coal to natural gas.
- FMC Corp. in connection with the development of a gas pipeline project in Argentina.
- Atlas Air Worldwide Holdings in an international joint venture.
- ConocoPhillips in connection with the auction-sale disposition of a chemical facility.
- ZVUE Corporation in connection with its acquisition of eBaum's World, a popular video website.
- KBC Bank in the restructuring and sale of the Wolf Hollow project in Texas.
- PPL Global in connection with the development and construction of its Shoreham and Edgewood power plants in Long Island, NY, and the sale of the output of such plants to the Long Island Power Authority.
- Owners of the Minnesota Vikings NFL franchise in connection with the project-financed acquisition of the team.
- General Electric Company in connection with its participation in the Dabhol Power Project, a US\$3.1 billion project financing of a power plant in the state of Maharashtra, India.
- Sellers and acquirers in various auction sale transactions.
- Nabors Industries Ltd. in many matters, including its reorganization into a Bermuda company.
- Bidders in an acquisition bid of almost \$1 billion for three New York City power plants aggregating over 2,000 megawatts.