2012 Guide to US P3 Transportation Projects

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About the Cover

Pictured on the cover is a Tunnel Boring Machine (TBM) similar to the one being used to build the Port of Miami Tunnel. The Miami TBM is 457 feet long and 43 feet in diameter. It cost more than $45 million and was built by Herrenknecht in Germany. The heaviest parts of the machine were transported to Miami by ship, then others followed by plane. It took three months to reassemble the equipment and it will take the machine six months to bore the first hole of the tunnel before it is turned around to bore the second tunnel. A crew of 12 to 16 people works inside the TBM and it can function 20 hours per day, day after day. It is hydroelectrically powered.

Acronyms & Abbreviations

ARRA	American Recovery and Reinvestment Act
DOT	Department of Transportation
FAA	Federal Aviation Administration
FHWA	Federal Highway Authority
FRA	Federal Railroad Administration
FTA	Federal Transit Administration
HOT	High-Occupancy Toll
HOV	High-Occupancy Vehicle
HSR	High Speed Rail
P3	Public Private Partnership
PAB	Private Activity Bond
PDA	Pre-Development Agreement
RFI	Request for Information
RFP	Request for Proposals
RFQ	Request for Qualifications
RRIF	Railroad Rehabilitation & Improvement Financing
SAFETEA-LU	Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users

Contents

A Message from Our Managing Director

January 1, 2012

Dear Colleagues:

Public-private partnerships (P3) generated plenty of excitement in 2011. Thousands of observers noted the arrival of the $45-million tunnel boring machine at the Port of Miami Tunnel. Those of us in the Washington, DC area saw our new Beltway HOT lanes take shape. Texas and Denver saw construction progress on their major P3s. Puerto Rico closed the PR22 deal. Here in Virginia, we welcomed VDOT's new Office of Transportation P3 and listened as our Governor announced major milestones for the Midtown Tunnel, I-95 HOT Lanes and Coalfields Expressway in the final month of the year.

On the other hand, P3s faced challenges in 2011. While previously procured projects took off and states such as Virginia made great strides, there was more than enough bad news from other sources. Florida cancelled its high speed rail project. Georgia cancelled its HOT lanes P3. In Southern California, the public sector bought the bankrupt South Bay Expressway.

What can we make of these different sets of experience? Clearly, the ongoing fiscal challenges for all levels of government do not benefit P3. The privatization market may be boosted by strapped governments looking to strip themselves of assets in search of cash. However, the P3 market requires government to participate as a partner and it requires government investment. The overall economic situation does not help either. Although it is a simple truth, it is often overlooked: even with P3, someone has to pay for the project. Either the government pays through availability payments or similar arrangements, or users pay through tolls and other fees. The private sector may bring financing but it does not bring donations.

We think the most encouraging trend in the market is the increased attention now paid to the institutional and regulatory framework for P3s. Fewer states are looking at one-off deals and more states are consciously developing formalized P3 programs. Puerto Rico's P3 Authority and Virginia's OTP3 are great examples of an institutional framework taking shape. Initiatives in California, Washington, Indiana, Ohio and other states aim to develop comprehensive policies and procedures to clarify approaches to P3 and to facilitate a pipeline of projects and overall P3 program.

At Claret Consulting, we encourage the programmatic approach to P3s. We support that approach through our policy advice and training in addition to our transactional work. We also contribute to the development of the U.S. P3 market through publications such as this one. The need for a Guide to U.S. P3 Transportation Projects has been obvious to us for a long time. We are very excited to finally deliver such a publication for everyone's benefit. We encourage you to read it and reference it often. Additionally, we are very interested in receiving your feedback on the publication.

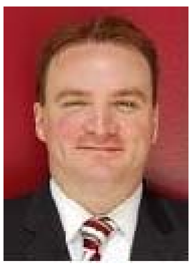
As we begin the New Year, please do not lose sight of the bigger picture and the overall goal. From our perspective P3 is a method to deliver needed infrastructure that contributes to economic growth, U.S. competitiveness and an improved quality of life for all of our citizens.

May we all prosper in 2012!

Sincerely,

Brien Desilets

Managing Director



Alabama

Alabama Toll Road

The Alabama Commission on PPP Projects is preparing a 320-mile, $5.3 billion toll road to run north-south along the west side of the state. It is envisioned that the toll road would be built in segments, each awarded as a separate project. The PPP Commission's mandate has been extended for another year so it can seek federal funds to support the project. The State has committed $6.78 million for the project's preparation. The state government held public meetings on the proposed projects in 2005 and 2006. Studies are underway but a full environmental impact analysis needs to be completed, which could take five years.

Alaska

Knik Arm Bridge

Alaska created The Knik Arm Bridge and Toll Authority (KABATA) in 2003 to build a bridge across Knik Arm connecting Anchorage to the Mat-Su Borough. The bridge itself would be 2.7 miles long and the project would also include 19 miles of supporting roads. The total cost is estimated at approximately $1 billion. KABATA short-listed three consortia in October 2011: Alaska Infrastructure Access Partners (Infrared-Boygues-Macquarie); Cook Inlet Passage Partners (Meridiam-Kiewit); and North Star Mobility Group (Hochtief-ACS-Dragados-Flatiron). The RFP is expected to be issued in 2012 and construction is expected to begin in 2013. In October, the City of Anchorage dropped its lawsuit against the project because of adjustments to the right of way for the approach to the bridge.

Arizona

Arizona enacted its P3 legislation in 2009 and the State DOT subsequently established its Office of P3. The office has developed P3 guidelines and processes for solicited and unsolicited proposals. Current conceptual P3 projects include:

- Proposed Arizona Interstate Corridor between Phoenix and Las Vegas;
- ADOT Flagstaff Facility Relocation Project;
- I-15;
- Solar Projects;
- SR189 – Mariposa Road, Nogales
- Unsolicited Rest Areas Maintenance Proposal

Arkansas

Nothing to report.

California

Presidio Parkway

The Presidio Parkway will replace Doyle Drive, the 1.5 mile approach to the Golden Gate Bridge in San Francisco. Phase I of the project is being implemented under a traditional model. The $360 million Phase II was procured as a P3. Teams led by ACS, Hochtief-Meridiam and GlobalVia were short-listed but only the first two submitted bids in time for the October 2010 deadline. The short-list was drawn up in April 2010 and the RFP was issued in July 2010. The Hochtief-led consortium reached commercial close on the 30-year concession in October 2011. The Professional Engineers in California Government (PECG) sued to stop the project, claiming that the availability payment mechanism was illegal. The California Superior Court rejected the suit in February 2011. On appeal the Appeals Court in August 2011 and the Supreme Court in November 2011 also rejected the lawsuit.

California High Speed Rail

The California High Speed Rail Authority aims to build an 800-mile line with up to 24 stations that will travel between Los Angeles and San Francisco in less than 2 hours, 40 minutes, at speeds of up to 220 miles per hour. The Authority released a new Business Plan for the project in November 2011. Cost estimates increased from $43 billion to $98.5 billion due to the construction schedule being pushed from 2020 to 2033. California citizens approved a bond referendum for $9 billion to support the project and the project can utilize $3 billion of federal grants. Other projected sources of funding include additional federal funds and local government funding. It is widely expected that the project will be implemented as a P3 with a significant amount of private financing.

South Bay Expressway

The San Diego Association of Governments (SANDAG) agreed to pay $341.5 million for the South Bay Expressway in December 2011. The project company, South Bay Expressway Co. (Macquarie), filed for Chapter 11 bankruptcy in March 2010. The road runs north from the Mexican border across San Diego County, one of the areas most affected by the subprime crisis. Forecasted daily traffic was 60,000 while actual traffic was 22,600. The road cost $750 million to build, financed with $200 million of equity (which has since been written off), $340 million of senior debt and a $170 million TIFIA loan. It was the first toll road to receive a TIFIA loan and the first instance of a TIFIA project filing for bankruptcy and springing the TIFAI lien to a senior position. The road was also Macquarie's first investment in the US. Macquarie acquired the concession from Parsons Brinkerhoff (PB) in 2003 just as the project reached financial close and after Fluor/Washington Group were selected to build the road. PB won the concession in 1991 and spent 12 years navigating the planning and permitting process. Construction delays of 13 months led to litigation between the contractors and project company, costing the project company $40 million. The road finally opened in 2007 and began tolling in 2008, just in time for the subprime meltdown and resulting dive in economic activity and traffic.

Oakland Port

Ports America won a 50-year concession in 2009 to operate five container berths at the Oakland Port. Ports America is owned by Highstar Capital, which will provide the $150 million of upfront equity in the project ($60 million concession fee and $90 million for capital works). Base year lease payment is $19.5 million. The project company is expected to invest an additional $500 million over the course of the lease.

Colorado

Denver FasTracks Eagle P3

The Eagle P3 project has two major components: the Gold Line in the west that will serve the suburbs of Arvada and Wheat Ridge, and the East Line that will connect Denver's Union Station with Denver International Airport 23 miles away. Additional components include the Northwest Electrified Segment and a Commuter Rail Maintenance Facility. Denver Transit Partners (Fluor-Uberior-Laing) won the 34-year concession in 2010. Macquarie sold its interest to Uberior and Laing at financial close. The project came to commercial close in July 2010 and financial close in August 2010. The RFQ was issued in August 2008 and the RFP in September 2009. Only two of the three prequalified teams submitted full technical proposals in response to the RFP. The project received $1.03 billion in funding from the Federal Transit Administration and a $280 million TIFIA loan, the first for a transit project. Additional financing includes $397.8 million in Private Activity Bonds (PAB) and $54 million in private equity. Total project costs are estimated at $2.3 billion.

Northwest Parkway

The Northwest Parkway connects E-470 in the east at I-25 with US-36 and sh-128 in Broomfield in the Denver metropolitan area. The highway was constructed under a design-build contract in 2001-2003, after which it commenced operation as a toll road. In 2007, a concession for the toll road was awarded to Northwest Parkway LLC (Brisa-CCR).

Connecticut

Rest Areas

The Carlyle Group won a 35-year concession in 2009 to refurbish and operate Connecticut's 23 highway rest stops. Carlyle and its partners will invest $178 million to renovate the rest stops, including adding Subway food franchises and Carlyle-owned Dunkin' Donuts.

Delaware

Rest Area

HMS Host won the 35-year concession to redevelop and operate the Delaware Welcome Center Travel Plaza. The company has managed the site since it opened in 1964 and also provides dining and retail services at 110 airports internationally and 86 highway rest stops in the United States. HMS opened the new $35-million facility in June 2010 after 10 months of construction. HMS pays the Delaware DOT 3 to8 cents for every gallon of gasoline and 5 to8 percent of gross sales on most other items sold at the Travel Plaza.

District of Columbia

Nothing to report.

Florida

Port of Miami Tunnel

The Port of Miami Tunnel is a $900 million project that will provide direct access between the Miami seaport, I-395 and I-95. The contract was awarded to Miami Access Tunnel (Meridiam-Bouygues) in 2009 for a term of 35 years. Operation is expected to begin in 2014 and the concession will continue until 2044. The annual availability payment is set at $32.48 million. The private sector bids for the project came in at half of the public sector cost estimates. Originally intended as a PAB deal, the downgrading of the monoline insurers prevented the bond transaction and a club of banks provided the $341.5 million senior debt piece. A TIFIA loan of $341 million, state funds of $209.8 million and private equity of $80.3 million completed the funding.

I-595

This is a 35-year concession on a 10.5 mile portion of the highway in Broward County, north of Miami. The deal reached financial close on March 3, 2009. It is a $1.6 billion project including a $600 million TIFIA loan, $800 million, 10-year bank consortium loan and $200 million in equity. The bank consortium includes BBVA, Caja Madrid, Calyon, Fortis, SG and Santander. The consortium lost Lloyds, RBC and RBS as a result of the 2008-2009 financial crisis. Santander originally intended to provide a line of credit to support a PAB issue but this financing was replaced by the bank debt. The project also includes an acceptance payment of $685 million from Florida DOT to ACS Dragados, the consortium leader and only equity investor. Macquarie was originally an equity investor but then reduced its role to advisor. RBC was also a financial advisor to the consortium. This is the first P3 in the United States to use an availability payment scheme. The consortium will receive payments of $63.98 million for 30 years. The project is scheduled to become operational in 2014.

Tampa-Orland High Speed Rail

The $2.5 billion, 85-mile Tampa-Orlando High Speed Rail project was one of the most feasible HSR corridors supported by ARRA in that the state government already owned most of the right of way. In February 2011, Florida Governor Rick Scott turned down $2 billion in federal funding and cancelled the project. This was the second time a Florida Governor had cancelled the project, the first being Jeb Bush's cancellation of the line then already in procurement in June 2003. Florida voters had amended the state constitution to require a HSR system in 2000 but then repealed the amendment in 2004.

Alligator Alley

The road links Naples on the Gulf Coast to Ft. Lauderdale on the Atlantic coast. The deal was cancelled after the state received no bids for the project during its procurement in 2009. Eight firms responded to the RFQ. Two dropped out after additional restrictions were imposed. The remaining six all suffered from the 2008-2009 financial crisis.

Georgia

West by Northwest Managed Lanes

In December 2011, the Georgia Department of Transportation (GDOT) cancelled the P3 procurement of the West by Northwest Corridor Project. GDOT indicated it would examine other options for delivering the project. The project is intended to add managed lanes to portions of I-75 and I-575 in Cobb and Cherokee counties. GDOT issued the RFP in September 2011 and expected to select a partner in February 2012. Three teams were short-listed in June 2010: Georgia Mobility Partners (Cintra-Meridiam), Northwest Atlanta Development Group (ACS-Dragados), and Northwest Development Partners (Vinci-OHL). The estimated project cost is $1 billion. GDOT anticipated a $270 million TIFIA loan to augment the project.

Multi-Modal Passenger Terminal

The Multi-Modal Passenger Terminal (MMPT) is a proposed mixed-use, transit-oriented development facility that will provide access to Amtrak, MARTA, regional commuter rail, bus service and potentially high speed rail services. The facility will be located in downtown Atlanta. A RFP for a Master Developer was issued in December 2010. Three teams were short-listed in January 2011: Terminus Developer Partners (Jacoby-John Buck), Forest City-Cousins-Integral, and Hines-Dawson-HJ Russell. The Forest City/Cousins/Integral team was awarded the Master Developer contract in October 2011.

Hawaii

Nothing to report.

Idaho

Nothing to report.

Illinois

Illiana Expressway

The proposed expressway would connect I-65 in Lake County, IN with I-55 near Joliet, IL. Both Illinois and Indiana have adopted legislation authorizing their agencies to develop the project as a P3. The overall project cost is estimated to be $1 billion and the road would be approximately 60 miles in length. Current activities include environmental studies and public hearings designed to solicit input on the project. Construction is not expected to begin until 2015.

Midway Airport

In 2008, a consortium of investors led by Citigroup Inc., John Hancock Life Insurance Co. and a unit of Vancouver International Airport submitted the highest bid to lease Midway. The deal fell apart as a result of the 2008-2009 financial crisis. Midway holds the only slot for a major airport P3 in the FAA's Airport Privatization Pilot Program.

Chicago Skyway

In January 2005, the Skyway Concession Company, LLC (SCC) assumed operations on the Skyway with a 99-year operating lease that gave the City of Chicago a $1.83 billion dollar cash infusion. SCC is responsible for all operating and maintenance costs of the Skyway and has the right to all toll and concession revenue.

Indiana

Louisville-Southern Indiana Ohio River Bridges Project

The proposed $4.1 billion project includes renovation of the existing I-65 John F. Kennedy Memorial Bridge, construction of the Downtown Bridge upstream and parallel to the Kennedy Bridge and construction of the East End Bridge that will connect the Kentucky and Indiana segments of I-265. The project would also include reconstruction of the Kennedy Interchange (Spaghetti Junction) and other approaches to the bridges. The Supplemental Draft Environmental Impact Statement for the project was approved in November 2011. The Louisville and Southern Indiana Bridges Authority issued a RFI in September 2011 to collect information on project delivery options, timelines, toll rates and other issues.

Illiana Expressway

See summary under Illinois.

Indiana Toll Road (ITR)

In operation since 1956, the ITR stretches 157 miles across the northernmost part of Indiana from its border with Ohio to the Illinois State Line, where it provides the primary connection to the Chicago Skyway and downtown Chicago. In 2006, Statewide Mobility Partners (Cintra-Macquarie) paid $3.85 billion for a 75-year lease of the road. The deal was seen as a major win for the public sector especially since traffic experienced the first-ever decrease as a result of the recession of 2009. Revenues were insufficient to cover operations and debt service, and the consortium was forced to borrow additional funds to service its debt.

Iowa

Nothing to report.

Kansas

Nothing to report.

Kentucky

Louisville-Southern Indiana Ohio River Bridges Project
See summary under Indiana.

Louisiana

Louis Armstrong International Airport
The Federal Aviation Administration (FAA) accepted the preliminary application for the Louis Armstrong New Orleans International Airport (MSY) to participate in the airport privatization program in 2009. Due to market conditions and the requirements for airport privatization/P3, the New Orleans Aviation Board withdrew the application in October 2010.

Maine

Nothing to report.

Maryland

I-95 Rest Areas
After a first attempt at procuring the renovation and management of Maryland House and Chesapeake House rest areas in 2010, the Maryland Transportation Authority issued a new RFP in June 2011 with bids due in September 2011.

Port of Baltimore/Seagirt Terminal Concession
The lease includes investments in, and maintenance of, the Seagirt Terminal and the adjacent Dundalk Terminal for 50 years. Financial close was reached in January 2010. Arrangements

included a $140 million up-front payment to the government, annual lease payments of $3.2 million and revenue sharing of $15 per container. Financing included $259 million in PABs and $75 million in private equity.

Massachusetts

Nothing to report.

Michigan

Detroit River International Crossing/New International Trade Crossing
The proposed $1.85 billion bridge would connect Detroit to Windsor, Ontario, offering an alternative to the current Ambassador Bridge. In October 2011, a Michigan State Senate Subcommittee rejected a bill that would have paved the way for the bridge to be delivered as a P3.

Minnesota

Nothing to report.

Mississippi

Nothing to report.

Missouri

I-70 Truck Lanes
The proposed project would rebuild and widen I-70 between St. Louis and Kansas City to include four car lanes and two truck lanes in each direction. Traffic is currently 40-50,000 vehicles per day, including 10,000trucks. The Missouri Department of Transportation (MDOT) has had federal authority to toll I-70 since 2005. The project cost is estimated at $4 billion. MDOT is awaiting state legislative authority to move the project along.

Safe & Sound Bridge Improvement Program
MDOT selected Missouri Bridge Partners (Zachry) in December 2007 to design, build (rehabilitate or replace), finance and maintain 802 of its worst bridges for 25 years, for an annual payment of $52.7 million. The deal reached financial close in February 2008 but by September, financing costs had driven the annual payment requirements to $74 million. At that point, the DOT opted for a public finance solution. Rehabilitation of 174 bridges was completed by the end of 2010. The 554 bridges requiring full replacement were packaged

under a single design-build contract awarded to KTU Constructors. By the end of 2010, 156 had been replaced.

Montana

Nothing to report.

Nebraska

Nothing to report.

Nevada

Las Vegas Monorail
The Las Vegas Monorail was originally a joint venture between MGM Grand and Bally's Hotel, creating a one-mile system linking the hotels in 1993. In 2000, the nonprofit Las Vegas Monorail Company (LVMC) was formed, and it acquired the original Monorail system under a 50-year franchise agreement. LVMC upgraded the Monorail and expanded it to 3.9 miles with seven stops serving major hotels and casinos. Revenue never covered the line's costs and in January 2010, it filed for Chapter 11 bankruptcy. A judge rejected a bankruptcy exit plan in November 2011.

DesertXpress
The proposed $5 billion high speed rail line would link Las Vegas to Victorville, California, 80 miles from Los Angeles. The train would travel at speeds of up to 150 mph, completing the trip in less than 1.5 hours compared to 4-hour car trips and 5 to 7-hour bus trips. Project sponsors are currently awaiting decision by the federal government's Railroad Rehabilitation & Improvement Financing program on a $5 billion loan, expected in mid-2012.

New Hampshire

Nothing to report.

New Jersey

Trenton River Line
The rail line connects Camden and Trenton, New Jersey. The contract was awarded in 1999 and the capital cost was estimated at $1.1 billion. The line opened in March 2004 and is operated by Southern New Jersey Rail Group, originally composed of Bechtel and Bombardier. After construction, Bechtel left the consortium and now only Bombardier remains. The train uses

diesel engines to avoid the need for electrification, which kept down initial capital costs though operating costs are higher. In terms of ridership, the project was very successful, with average daily ridership reaching 7,350 compared to a projected 5,500. The project was publicly financed under a Design Build Operate Maintain (DBOM) structure.

Hudson-Bergen Light Rail

The Hudson-Bergen Light Rail (HBLR) is a light rail transit system currently encompassing 23 stations. It runs north-south on the Hudson River waterfront in Hudson County, New Jersey. The eventual length of the approved system is planned for 20.6 miles. The contract for the $2.2 billion project was awarded in 1996 and the project became operational in 2000. The private partner is 21st Century Rail Corporation: URS Washington Division (70%), Itochu Rail Car and Kinkisharo USA (30%). The project was publicly financed under a DBOM structure.

New Mexico

Nothing to report.

New York

Tappan Zee Bridge

In December 2011, NYDOT selected advisors to explore a potential P3 for the replacement of the Tappan Zee Bridge, expected to cost more than $5 billion. In October 2011, FHWA named the bridge as one of 14 projects whose environmental approval process would be expedited to support job creation.

Goethals Bridge

The Port Authority of New York and New Jersey (PANYNJ) decided to pursue the $1.4 billion replacement of the 80-year-old Goethals Bridge through a Design Build Finance Maintain (DBFM) P3. Three consortia were short-listed for the project in August 2011: NYNJ Link Partnership (Kiewit-Macquarie), Metro Bridge Partners (Skanska-Meridiam), and Goethals Bridge Development Group (ACS-Dragados). Construction is expected to begin in 2013 and be completed in 2017.

JFK Terminal 4

John F. Kennedy International Airport (JFK) Terminal 4, the only non-airline, privately-operated terminal at JFK, is a model for 21st Century air travel. The 1.5 million-square-foot Terminal 4 opened in May 2001 after undergoing a 4-year, $1.4 billion redevelopment, transforming the former International Arrivals Building (IAB) into a first class, efficient air terminal. The concession extends for 53 years from the award date in 1997. The private consortium originally consisted of Schiphol USA, LCOR and Lehman Brothers.

JFK AirTrain

AirTrain JFK is an 8.1-mile people mover system in New York City that connects John F. Kennedy International Airport (JFK) to the city's subway, commuter trains and airport parking lots. The contract to build the $1.9 billion line was awarded to Skanska/Bombardier team in 1998. It became operational in 2003. The project was publicly financed under a DBOM structure.

Stewart International Airport

The New York State Department of Transportation leased the airport to the British National Express Group in 2001. In 2007, PANYNJ bought the remaining 93 years of the lease, effectively ending the privatization.

North Carolina

Mid-Currituck Bridge

The proposed project is a $700 million, 7-mile bridge connecting the mainland to the Outer Banks near the beach community of Corolla. The project is being developed under a Pre-Development Agreement (PDA). Responses to the RFQ were received in June 2008. The following teams were short-listed: Sound Connector Group (Hochtief-Bilfinger-Flatiron), Skanska Infrastructure Development (Skanska-Parsons), and Currituck Development Group (ACS-Dragados-Iridium). The PDA was executed with Currituck Development Group in April 2009. Construction is expected to begin in 2012 with the bridge open to traffic in 2017.

I-77 HOT Lanes

NCDOT is studying the possibility of converting Charlotte-area HOV lanes on I-77 into HOT lanes through a P3 and may select a contractor for the project as early as October 2012. The cost of the project is estimated at $200 million. The extent of the HOT lanes and access from the HOT lanes to uptown exits has yet to be determined.

North Dakota

Nothing to report.

Ohio

Ohio Turnpike Lease

Ohio DOT is studying the possibility of privatizing or leasing the Ohio Turnpike to private investors. The proceeds would be used to fund a range of state transportation projects. The issue has become controversial, and the Obama Administration withdrew funds to support studying privatization/leasing options in October 2011 then reinstated them in November 2011. A decision on the matter is likely in 2012.

Oklahoma

Nothing to report.

Oregon

Portland Airport MAX
TriMet's Metropolitan Area Express (MAX) connects downtown Portland with the Portland International Airport. Bechtel contributed an estimated $28 million to the $125 million capital cost in exchange for rights to develop a business, shopping, and hotel complex on 120 acres adjacent to the airport. The contract was awarded in 1999 and the project became operational in 2001.

Pennsylvania

Pennsylvania Turnpike
Pennsylvania Transportation Partners (Citigroup-Abertis) was chosen as the preferred bidder in May 2008 to lease the Pennsylvania Turnpike for 75 years for $12.8 billion. The consortium's offer expired in September 2008 after the state legislature failed to act on it.

Scudder Falls Bridge
The project aims to expand the existing Scudder Falls Bridge on I-95 between Pennsylvania and New Jersey as daily traffic is expected to increase from 58,000 vehicles per day in 2010 to 76, 500 by 2030. Capital costs are estimated at $322 million. The Delaware River Joint Toll Bridge Commission, a bi-state agency, has authority over the bridge. At the end of 2011, the agency was evaluating P3 options for the project.

Puerto Rico

Luis Munoz Marin International Airport
The FAA approved the airport's participation in the pilot airport privatization program in December 2009. Twelve teams responded to the Puerto Rico P3 Authority's RFQ in August 2011. Six teams were short-listed and the procurement process was in progress as of the end of 2011 with selection of a private partner for a 50-year concession expected in 2012.

PR-22 & PR-5
Autopistas Metropolitanas de Puerto Rico (Abertis-Goldman Sachs) submitted the winning bid for the PR-22 and PR-5 40-year highway concession in June 2011, beating the OHL-Morgan Stanley consortium. Out of a total investment of more than $1.4 billion, $56 million will be

spent over the next three years to rehabilitate and improve safety on the two highways. An estimated $350 million will be spent on improvements over the life of the concession.

Tren Urbano

The Tren Urbano is a 10.7-mile (17.2 km) fully automated rapid transit that serves the metropolitan area of San Juan. It is the first rapid transit system in the Caribbean. The contract for the $2.3 billion project was awarded in 1996 and the project became operational in 2004. It is run by a Siemens consortium.

Rhode Island

Nothing to report.

South Carolina

Nothing to report.

South Dakota

Nothing to report.

Tennessee

Nothing to report.

Texas

North Tarrant Express

This $2.0 billion project will rebuild 13 miles of the existing four-six main lanes, add four managed lanes plus frontage roads, and add auxiliary lanes to approximately double the existing capacity. The project also includes two additional non-tolled lanes that will be added no later than 2030 at no additional cost. The contract was awarded in 2009 and the project is expected to be operational in 2015. The term is 52 years, ending in 2061. The private partner is North Tarrant Express Mobility Partners (Cintra-Meridiam) including the Dallas Police and Fire Pension Fund as a 10 percent equity investor. This is the first project in which a U.S. pension fund participated as a direct equity partner. The project also featured the first unwrapped transportation PAB.

Texas LBJ-635 Corridor

This is a 52-year concession of 13 miles of the LBJ-635 corridor in North Texas, including the addition of managed HOT lanes. The capital cost is estimated at $1.5 billion. The concession was awarded in February 2009 to LBJ Development Partners (Cintra-Macquarie-Ferrovial-Meridiam). The consortium won the concession over its rival, LBJ Mobility Group (Dragados-Zachry-ING). Operations are expected to begin in 2014.

SH-130 Segments 5 & 6

Segments 5 & 6 of State Highway 130 will form a 40-mile link through Travis, Caldwell and Guadalupe counties to I-10 near Seguin. This was the first deal to close under the Texas Comprehensive Development Agreement (CDA) program. The 55-year project was awarded in 2006 to SH-130 Concession Company (Cintra-Zachry). Capital costs are estimated at $1.4 billion.

Utah

Nothing to report.

Vermont

Nothing to report.

Virginia

Midtown Tunnel

The $2.1 billion project is comprised of a new two-lane tunnel under the Elizabeth River parallel to the existing Midtown Tunnel, maintenance and safety improvements to the existing Midtown Tunnel, minor modifications to the interchange at Brambleton Avenue/Hampton Boulevard in Norfolk, maintenance and safety improvements to the existing Downtown Tunnel, and extension of the MLK from London Boulevard to Interstate 264 (I-264). Elizabeth River Crossings LLC (Skanska-Macquarie) and Virginia Department of Transportation (VDOT) reached commercial close in December 2011.

US 460

The project entails the new construction of approximately 55 miles of four-lane divided limited access highway between Petersburg and Suffolk. The project will extend from the existing U.S. Route 460 near its interchange with Interstate 295 (I-295) in Prince George's County to the U.S. Route 58 bypass just south of the existing US Route 460 in the City of Suffolk. VDOT issued Solicitation for Conceptual Proposals in May 2010 and three private teams responded. VDOT issued Request for Detailed Proposals in July 2011, due in the first quarter of 2012.

I-95 HOT Lanes

The $1.0 billion project includes various improvements on I-95 HOV/HOT lanes from the Edsall Road area in Fairfax County to Garrisonville Road in Stafford County. VDOT and Fluor-Transurban reached an agreement in principle on major business terms in November 2011. Commercial close is expected in Spring 2012 and financial close is expected in Summer 2012. Construction is expected to begin in Summer 2012 and be completed in 2015. The private partner is expected to finance $840 million of project costs with nearly $300 million in equity as well as debt financing. Virginia will contribute $97 million to the project.

Port of Virginia

In 2009, Goldman Sachs and CenterPoint Properties submitted unsolicited outline proposals to lease the port. In 2010, Virginia's Secretary of Transportation announced that the bids were no longer under consideration because they were received during an economic downturn that impacted valuation of the port's assets and because the port's value had increased since its negotiation of a 20-year lease of APM Terminals in Portsmouth. The Commonwealth holds out the prospect of a future P3 deal for the port.

I-495 HOT Lanes

The $2.0 billion project includes introduction of 14 miles of HOT lanes from the Springfield interchange to just north of the Dulles Toll Road, replacement of aging infrastructure and connection with I-95's HOV network. VDOT awarded an 85-year concession to a Fluor-Transurban consortium in 2005 and is expected to begin operation in 2013.

Dulles Greenway

The Dulles Greenway is a privately owned 14-mile toll road that extends the Dulles Toll Road from Dulles International Airport to Leesburg. It opened in 1995 and offers commuters a non-stop alternative to Routes 7 and 28. This was the first private toll road in VA since 1816. Capital costs were approximately $350 million. The original owners (Bryant/Crante Family LLC, Franklin L. Haney Co, andKellogg Brown & Root) defaulted on the original loan due to lower than expected volumes. Macquarie bought the road in 2005 for $617.5 million.

Pocahontas Parkway

Located southeast of Richmond, Virginia, the Parkway is an 8.8-mile toll road, including a 73-foot bridge with 672 feet of horizontal clearance. The Fluor-Morrison Knudsen consortium built the road for approximately $324 million and opened it in September 2002. Transurban acquired the road in 2006 for $611 million. This was the first road constructed under Virginia's Public-Private Transportation Act of 1995.

Washington

Nothing to report.

West Virginia

Nothing to report.

Wisconsin

Nothing to report.

Wyoming

Nothing to report.

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