

# Stephanie Kam

Associate | San Francisco

skam@nossaman.com

415.438.7247

50 California Street, 34th Floor  
San Francisco, CA 94111



Stephanie Kam is a projects attorney and has worked on infrastructure development and structured financing transactions in North America, Latin America, Western Europe, Africa and Asia. Her experience spans various industries and sectors, including: transportation, power, renewable energy, aerospace and oil and gas.

Stephanie drafts and reviews procurement and contract documents for the design, construction, financing, operations and/or maintenance of infrastructure utilizing alternative delivery methods such as design-build and public-private partnerships. She is also keenly interested in alternative solutions to traffic congestion. She brings a commercial perspective to her work from her prior training in financial modeling and analysis with the largest international focused project finance team in Canada.

Stephanie is actively involved in leading the firm's pro bono work for Community Engineering Corps, an alliance of Engineers Without Borders – USA, the American Society of Civil Engineers and the American Water Works Association.

## EXPERIENCE

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**San Francisco County Transportation Authority (SFCTA).** Member of the legal team serving as general counsel to SFCTA. Nossaman provides advice on the Brown Act and administration code matters at public agency and committee meetings. Stephanie has participated in the negotiations of contracts on behalf of SFCTA and provided advice on the Bay Area County Traffic and Transportation Funding Act.

**Santa Clara Valley Transportation Authority (VTA) – BART Silicon Valley Extension Phase II.** Member of the legal team advising VTA in connection with the development of construction contracts for the BART Silicon Valley Phase 2 Program and legal advisory services for the entire BART Silicon Valley Phase 2 Program. This \$6.8 billion program will extend BART service six-miles from the Berryessa Transit Center into downtown San José and terminating in Santa Clara. The project will include an approximately five-mile-long, 48-foot exterior diameter single-bore tunnel, with three underground stations, one at-grade station, and a maintenance and storage yard. Stephanie's services included advising on the public-private partnership agreement with Google concerning VTA's Diridon Station site.

**Zoox, Inc.** Member of the legal team assisting Zoox, Inc. in the California Public Utilities Commission rulemaking proceeding authorizing deployment of driverless autonomous vehicle passenger service.

**Los Angeles County Metropolitan Transportation Authority – MicroTransit Pilot Project.** Lead associate advising on a pre-development agreement (PDA) for pilot microtransit projects under which the selected private partners are now developing software/technology platforms for a network of small transit vehicles to provide on-demand rides between bus and transit stops and customer origin/destination locations. The authority awarded contracts for the first phase in

2018. Stephanie assisted LA Metro with drafting contract terms and provisions in the procurement documents and in developing a supplemental contract form for the operations phase of the project.

**Los Angeles County Metropolitan Transportation Authority – Congestion Pricing Program.** Lead associate assisting the client in analyzing legal authority to adopt various approaches to improve mobility in the region and obtain funding for transit projects. Assignments include researching California and federal law as it relates to corridor tolling, cordon pricing and vehicle miles traveled fee programs. Stephanie is assisting with the review of pertinent California legislation and outlining steps needed to implement a vehicle miles traveled fee program.

**Hyperloop One – Regulatory Matters.** Key member of the legal team advising on federal, state and local regulatory matters for potential development and operation of a high-speed passenger and freight intercity transit facility that would deploy H1's proprietary hyperloop technology. Stephanie liaised with the U.S. Department of Transportation's Build America Bureau and provided advice on Federal Railroad Administration jurisdiction and eligibility for federal credit assistance under the RRIF and TIFIA loan programs.

**Metro Gold Line Foothill Extension Construction Authority – Metro Gold Line Phase 2B Foothill Extension.** Lead associate advising the Authority on Phase 2B of the 24-mile Foothill Extension, which will extend the light rail system east to Montclair. The contract includes an \$805.6 million base scope for the first nine miles of the project from Glendora to Pomona. Stephanie assisted on the design-build procurement and contract for the Phase 2B alignment.

**California High-Speed Rail Authority.** Member of the legal team advising on key elements of the high-speed train system connecting the state's major urban centers. Among many assignments, we advise on the procurement of track and systems using a performance-based design-build-maintain method and administration of the design-build civil contracts. Among many assignments, Stephanie assisted in providing advice on the procurement of facilities relating to the electrification of the high-speed train system.

**Texas Department of Transportation (TxDOT) – North Houston Highway Improvement Segment 3 Project.** Lead associate advising on the procurement of this proposed \$450 million design-build-maintain project to mitigate congestion in downtown Houston. The project provides a unique opportunity to enhance safety and develop civic enhancements to support economic development and community goals. Stephanie's duties involve assisting with drafting procurement documents, including contract documents, as well as advising TxDOT in connection with meetings with proposers, responding to proposer questions and negotiating agreements with key stakeholders.

**Indiana Finance Authority (IFA)/Indiana Department of Transportation (INDOT) – I-65/I-70 North Split Project.** Lead associate advising on a \$316 million project to improve the safety and operations of the I-65/I-70 North Split interchange in Indianapolis. The Project includes new or replacement of 42 bridges, rehabilitation of six bridges, replacement of 27.6 lane miles of pavement and a non-tolled highway. An RFQ and contract were issued in April 2019 and June 2020 respectively. Stephanie's role includes drafting procurement and contract documents, advising on federal and state requirements, participating in one-on-one meetings and negotiations and carrying out day-to-day matters with respect to the project.

**Arizona Department of Transportation – Phoenix Metropolitan Area Freeway Lighting Project.** Member of the legal team that advised on the development, procurement and financing of an availability payment DBFOM project to upgrade more than 19,000 luminaires from high-pressure sodium to LED technology covering approximately 300 miles of controlled access highway throughout the greater Phoenix area. The project contemplated an anticipated two-year construction/installation period and a 15-20 year term for performance-based operations and maintenance. Stephanie's role has included drafting procurement documents, including sections of the project agreement and evaluating statements of qualification from proposers.

**Illinois Department of Transportation – South Suburban Airport Project.** Member of the legal team helping the Department procure a contractor to develop a new airport in the Chicago metropolitan area. The projected cost of the initial phase is approximately \$700 million. The Department is in the process of acquiring right of way and developing procurement and contracting strategies for the 5,800-acre airport. Stephanie's services include reviewing the enabling legislation and preparing a memorandum on the P3 procurement process.

**Orange County Transportation Corridor Agencies (TCAs) – Orange County Public Toll Roads.** Member of the legal team advising these agencies on their procurements and contracts. Formed by the California Legislature in 1986, the TCAs plan, finance, construct and operate Orange County's public toll road system. Proceeds from toll revenue bonds primarily financed the system thus reducing the need for taxpayer investment in roadway development. Nossaman

advised on all of TCA's contracts, including more than \$2 billion in design-build contracts and operation and maintenance contracts for toll roads, facilities and systems. Stephanie's assignments have included legal research as well as review and drafting of procurement and contract documents.

**Puerto Rico Public-Private Partnerships Authority – Energy Storage Systems Project.** Member of the legal team that advised on the procurement of a utility-scale energy storage system in multiple locations throughout the Commonwealth of Puerto Rico. The system would provide on-demand energy capacity and support Puerto Rico's recovery efforts in the wake of the devastation to the island brought by Hurricanes Irma and Maria in the fall of 2017. The contractor will be responsible for financing, furnishing, installing, operating and maintaining the battery storage system and will be paid monthly capacity payments. Stephanie reviewed the Puerto Rico Electric Power Authority's standard power purchase agreement and participated in drafting the project agreement and direct agreement.

**Philippine National Railways and Department of Transportation – North-South Railway Project South Line.** Primary member of the technical team that advised on the largest P3 project ever tendered by the Government of the Philippines. The World Bank highlighted the \$3.8 billion DBFOM availability and revenue payment project as one of 15 key projects for ASEAN connectivity. The NSRP South Line will connect Metro Manila to underserved areas in Southern Luzon and provide a link to Metro Manila's existing urban rail systems, bus rapid transit and integrated transport system. Stephanie participated in one-on-one meetings with potential bidders, attended the lenders' conference and assisted with the drafting of procurement and contract documents.

**Republic of Rwanda, Republic of Burundi and the United Republic of Tanzania – Dar es Salaam-Isaka-Kigali/Keza-Musongati Railway Project.** Leader of the legal team that advised on the construction of a new international standard gauge railway linking the three countries. The \$5.2 billion approximately 1,661km railway line may unlock the vast mineral resources in the hinterland by providing lower transport costs to the port of Dar es Salaam. Stephanie researched and prepared memoranda for the Rwanda Transport Development Agency and drafted procurement and contract documents for the Tanzanian segments between Dar es Salaam and Isaka.

**Kenya National Highways Authority – Nairobi Southern Bypass Toll Road.** Primary member of the legal team for the concession of the operation and maintenance of one of the first toll roads in Kenya consisting of a 4-lane dual carriageway is 28.6km in length, with 12km slip roads and 8.5km service roads. The NSB has been identified as a high priority by the Government of Kenya to alleviate traffic congestion in its capital and the second largest city in East Africa. Stephanie's services included reviewing enabling P3 legislation, assessing project risk and producing procurement and contract documents.

**Federal Ministry of Agriculture & Rural Development – Concession of 33 Silo Complexes in Nigeria.** Leader of the legal team that advised on the concession of the operation and maintenance of 33 grain silo complexes ranging from 11,000 to 100,000 metric tons with a total combined storage capacity of 1.3 million metric tons. These silo complexes have acted as storage infrastructure of the Strategic Grains Reserve Department to minimize post-harvest losses and provide the first line of defense during food crises. Stephanie's services included producing the P3 procurement and contract documents.

**Zambia Electricity Supply Corporation – Kafue Gorge Lower Hydro Project.** Key member of the legal team for the design and construction of a 750MW hydroelectric power station. The project will increase electricity production in the country by 38% and address the growing demand for electricity in the country. The EPC contract was awarded to Sinohydro Corporation in 2015 and is being financed by the Zambian government and foreign financial institutions including the Exim Bank of China. Stephanie reviewed the enabling legislation and assessed the project risks.

**CPCS Development International Ltd – Jigawa Solar Park.** Primary member of the legal team on the development of an 80MW AC grid connected solar PV project to provide stable, clean power to over 200,000 households. Following the signing of a 20-year power purchase agreement with the Nigerian Bulk Electricity Trading Plc, the project company entered into a joint development agreement with Scatec Solar. Stephanie served as general counsel on all legal matters arising from the project, including drafting and negotiating contract documents.

**Export Development Canada – BioAmber Sarnia.** Key member of both the legal and underwriting teams for the lead lender of a CA\$20 million commercial project finance facility. The limited recourse non-revolving term loan was used to complete the construction of the world's largest bio-based succinic acid production facility and fund its startup and commissioning. Stephanie assisted with the negotiation of credit documents and developed a cash flow model to validate financial projections and evaluate coverage ratios using sensitivity analysis.

## INSIGHTS

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### SPEAKING ENGAGEMENTS

Speaker, "Contracting for Timely Project Completion," 4th UITP Indian Urban Rail Seminar 2021, 02.25.2021

Speaker, "Identifying and Developing a P3 Project," National Council for Public-Private Partnerships' P3 Bootcamp, Los Angeles, CA, 09.25.2019

Panelist, "Contracting for Innovative Transport Services," International Association of Public Transport's 2019 Global Public Transport Summit, Stockholm, Sweden, 06.11.2019

Moderator, "Innovative Project Delivery Models Worldwide," Metro Assembly 2018 and International Rail Forum Meeting, Los Angeles, CA, 10.11.2018

Speaker, "Innovative LRT Delivery Methods in Canada," Railway Age Conference, Baltimore, MD, 04.27.2018

Speaker, "Learning the Basics," P3 Fundamentals: A One-Day Seminar on P3 Basics, Canadian Council for Public-Private Partnerships, Toronto, Canada, 11.14.2016

Speaker, "Infrastructure – Private Sector Investment in the African Power Sector," International Bar Association's 2nd Annual Investing in Africa Conference, London, United Kingdom, 07.01.2016

### PUBLICATIONS

Co-Author, "Risk Sharing & Transfer Using Alternative Project Delivery Methods & Contracting," *TR News*, 08.17.2018

Co-Author, "LRT, the P3 Way," *Railway Age*, 04.2018

Author, "NSRP South Line: A Landmark Project for PPPs in the Philippines," *Construction Law International*, 09.2015

### HONORS & RECOGNITIONS

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Member, *Law360* Practice Group of the Year, Transportation, 2017-2020

Member, *Law360* Practice Group of the Year, Project Finance, 2018

### COMMUNITY & PROFESSIONAL

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American Bar Association, Infrastructure and Regulated Industries Section

Community Engineering Corps, Legal Review Committee

Engineers Without Borders USA, San Francisco Professional Chapter

State Bar of California, International Law and Public Law Sections

### PRACTICES

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Infrastructure

Procurement & Contracting

Project Financing

Legislation & Policy

Regulatory & Compliance Matters

Dispute Resolution

### INDUSTRIES

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Government & Public Sector

Transportation

## EDUCATION

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Osgoode Hall Law School of York University, J.D., 2011  
University of Toronto, B.Sc., 2007

## ADMISSIONS

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California  
New York  
Ontario, Canada  
England and Wales