

Linda N. Cunningham

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With a career at the Firm spanning more than 30 years, Linda Cunningham offers public entities extensive expertise in the structuring, development, finance and operation of large transportation infrastructure projects. Clients seek her skills in developing procurement documents, identifying and allocating risks and negotiating and drafting public-private partnership (P3) and design-build contracts. Her practice also includes contract administration, claims management and dispute resolution.

Beyond the transportation field, Linda advises business clients, local government entities and water agencies on environmental due diligence, compliance issues and cleanups, settlements, and water treatment and distribution projects.

EXPERIENCE

Texas Department of Transportation – I-35E Managed Lanes. Member of the legal team advising on the 2012 procurement of a project to relieve traffic congestion along a 28-mile interstate corridor in Dallas and Denton counties. Nossaman helped negotiate a \$1.4 billion DBM contract with an Archer Western/Granite/Lane Construction Company joint venture. The project, which includes managed and general purpose lanes, bridges and collector-distributor roads, was opened to traffic in mid-2017. Linda is currently assisting TxDOT with contract administration for the project.

Texas Department of Transportation – North Tarrant Express Segments 1 & 2W. Member of the legal team that advised on the first phase of a project to improve mobility in the Dallas/Fort Worth region. Segments 1 & 2W comprise a \$2.05 billion piece of North Tarrant Express public-private partnership – a managed lanes project that rebuilt existing highway infrastructure and doubled existing road capacity. We handled the procurement of a 52-year DBFOM concession agreement to complete Segments 1 & 2W and a pre-development agreement to develop plans and concession agreements for the development of additional segments. The initial segments opened in October 2014 – six months ahead of schedule. Linda is currently assisting TxDOT with contract administration for the project.

Texas Department of Transportation – North Tarrant Express Segments 3A & 3B. Member of the legal team that advised on the second phase of an innovative highway improvement and managed lanes public-private partnership to alleviate heavy congestion in the Dallas/Fort Worth area. We assisted TxDOT in negotiating a 2013 concession agreement for the award-winning \$1.5 billion Segments 3A & 3B portion of North Tarrant Express, which rebuilds general-purpose lanes and doubles the existing roadway. Construction of both segments was completed in 2018.

Texas Department of Transportation – North Tarrant Express Segment 3C. Member of the legal team advising on the negotiation with the NTE Segments 3A & 3B developer to add a \$750 million expansion segment to the public-private partnership agreement. Nossaman advised TxDOT on negotiating strategies, alternatives analysis, and numerous commercial and financial negotiating issues, and assisted with drafting a change order agreement and amended and restated concession agreement. The parties achieved commercial and financial close in 2019, with a

private activity bond and equity financing structure. The project is now under design and construction, and Linda is currently assisting TxDOT with contract administration for the project.

Texas Department of Transportation – LBJ Express. Member of the legal team that advised on a critical project to relieve pressure on a congested 17-mile corridor in the Dallas Metropolitan area. We guided procurement of a DBFOM toll concession for the \$2.7 billion upgrade, one of the largest public-private partnership undertakings in U.S. history. The award winning LBJ Express, the first transportation upgrade to receive federal tolling authorization under the Express Lanes Demonstration Program, reached financial close ahead of schedule in 2010 and completion in 2015. Linda is currently assisting with contract administration for the project.

Texas Department of Transportation – DFW Connector. Leader of the legal team that advised on an award winning 14.4-mile managed lanes project, which rebuilt portions of four highways, two interchanges and five bridges along SH-114 and SH-121. We helped negotiate procurement of a \$1.1 billion design-build contract, which provided faster and safer access to Dallas-Fort Worth International Airport. We continue to assist with contract administration issues. Linda is currently assisting with contract administration for the project.

Texas Department of Transportation – SH130 Segments 5 & 6. Key member of the legal team who advised on the first toll concession agreement in Texas history – a \$1.36 billion 41-mile stretch of tolled lanes and frontage roads between San Antonio and Austin. The award-winning roadway, which opened ahead of schedule in late 2012, extended the SH 130 portion of the Central Texas Turnpike Project to Austin-Bergstrom International Airport. Linda is currently assisting TxDOT with contract administration for the project.

Orange County Transportation Corridor Agencies (TCAs) – Orange County Public Toll Roads. Member of the legal team advising these agencies on all aspects of planning, developing and operating their toll road system since 1990. The TCAs were formed by the California Legislature in 1986 to plan, finance, construct and operate Orange County's public toll road system. The system was primarily financed with proceeds from toll revenue bonds, reducing the need for taxpayer investment in roadway development.

Alameda Corridor Transportation Authority – Mid-Corridor Project. Member of the legal team that advised on procurement of a \$780 million design-build contract with a Tutor Saliba/Parsons/HNTB joint venture covering the 10-mile middle section of the Alameda Corridor rail/grade separation project in Los Angeles. The entire \$2.4 billion, 20-mile project, linking the Ports of Los Angeles and Long Beach with the national freight rail system, opened on time and under budget in 2002. Improvements included a series of bridges, underpasses and overpasses separating freight trains from street traffic and passenger trains. The Firm oversaw procurement strategy, contract documents, right-of-way acquisitions, utility agreements and federal funding compliance. The line, which opened on time and under budget in 2002, captured more than a dozen industry honors.

Los Angeles Metropolitan Transportation Authority – Joint Development Program. Key member of the legal team serving as outside counsel to MTA on several transactions in its joint development program, including development of telecommunications facilities and mixed-use redevelopment projects in downtown Los Angeles. Linda's role included negotiation and drafting of fiber optics installation and easement agreements and negotiation of redevelopment project modifications.

Main San Gabriel Basin Watermaster – Water Supply and Groundwater Remediation Project. Member of the legal team that represented the Watermaster in negotiating and drafting project documents for an innovative public/private \$300 million water supply and groundwater remediation project in the San Gabriel Valley.

COMMUNITY & PROFESSIONAL

International Right of Way Association, Past President of Los Angeles Chapter

Women's Transportation Seminar

American Bar Association

Texas Bar Association

Washington State Bar Association

California State Bar Association

PRACTICES

Infrastructure
Procurement & Contracting
Dispute Resolution
Legislation & Policy
Project Financing
Regulatory & Compliance Matters

INDUSTRIES

Transportation
Water

EDUCATION

University of California, Hastings College of the Law, J.D., 1986
University of Nevada, Reno, B.A., 1980

ADMISSIONS

Texas
California
Washington