



Bradley J. Nowak

Partner

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Brad Nowak represents clients throughout the U.S. on corporate transactions, acquisitions, dispositions, project financing and development. He is the co-chair of the firm's Renewable Energy Practice and leads the firm's Public-Private Partnership (P3) and Infrastructure Practice.

He devotes a significant portion of his practice to advising on renewable energy transactions (solar, energy storage, wind and other types), as well as guiding clients through the project development process. Brad advises on energy regulatory issues and negotiates asset purchase agreements (APAs), membership interest purchase agreements (MIPAs), power purchase agreements (PPAs), offtake agreements, engineering, procurement and construction (EPC) agreements, interconnection agreements, O&M agreements, build-transfer agreements and joint development agreements. In addition, Brad advises clients on Virginia permitting and regulatory matters, including Permit by Rule (PBR) applications and Certificates of Public Convenience and Necessity (CPCN) for utility scale solar and energy storage projects. Active in the solar industry, Brad is a member of the Board of Directors for the Chesapeake Solar & Storage Association (CHESSA) (formerly MDV-SEIA).

He has more than 16 years of experience helping companies negotiate and close mergers and acquisitions in numerous industries, and he has extensive experience negotiating and drafting asset, stock and membership interest purchase agreements.

Brad also frequently advises developers and municipalities on the procurement, structuring and negotiation of design-build public infrastructure and P3 projects, including energy, solid waste, water, wastewater, stormwater and social infrastructure. He has significant experience negotiating performance-based agreements for development and operation and maintenance of P3 facilities.

In addition to his energy and infrastructure work, Brad spends a portion of his time serving as outside general counsel to private companies. He advises on corporate transactions, business planning, shareholder disputes, operations, capital raising, debt financing and exit strategies.

Brad earned his Juris Doctor degree from Wake Forest University School of Law, and he earned his Bachelor of Science degree, *summa cum laude*, from the State University of New York at Buffalo.

Practice Areas

- Energy
- Renewable Energy
- Solar & Energy Storage
- Wind Energy
- Solid Waste Management and Resource Recovery
- Corporate
- Public-Private Partnerships
- Infrastructure
- Construction
- Commercial Contracts
- Outside General Counsel

Experience

Solar and Wind Energy

- Representation of a solar developer in the sale of an approximate 215 MW utility-scale solar project in Texas to a developer.
- Representation of a solar developer in the sale of several community solar projects in Illinois to a public utility company.
- Representation of a solar developer in the sale of several solar projects in Georgia to a public utility company.
- Representation of a solar developer in the sale of several rooftop solar projects to a public utility company.
- Representation of a solar developer in the sale of several utility-scale solar projects totaling approximately 400 MW in Virginia to a developer.
- Representation of a solar developer in connection with the master EPC contract for several solar projects in Illinois.
- Representation of a solar developer in connection with the master EPC contract for several solar

projects in Georgia.

- Representation of a solar developer in connection with several EPC contracts for the construction of several solar projects in New York to a public utility company.
- Representation of a solar developer in connection with the master EPC contract for several solar projects in Georgia.
- Representation of an owner in the procurement and contracts for construction and power purchase agreements from several solar projects.
- Representation of several owners in solar power purchase agreements for rooftop solar projects.
- Representation of a solar installer in contracts for solar rooftop power purchase agreement.
- Representation of municipalities involving the Virginia pilot program for third-party power purchase agreements for renewable generation.
- Representation of a solar developer on contracts involving the Duke Energy Competitive Procurement of Renewable Energy (CPRE) program.
- Representation of a solar developer in the development and sale of solar power projects under the Georgia Power Advanced Solar Initiative.
- Representation of a solar developer on matters before the Virginia State Corporation Commission (SCC) and the Virginia Department of Environmental Quality (DEQ) on a certificate of public convenience and necessity (CPCN) and a permit by rule (PBR).
- Representation of a solar developer on interconnection matters involving PJM Interconnection, LLC.
- Representation of a private investment firm in diligence for acquisition of a wind development project.
- Representation of a solar developer and installer in the sale of several portfolios of Virginia rooftop and ground-based solar projects to a utility.
- Representation of a municipality in the development of a solar power purchase agreement and leases for rooftop, ground-based and other solar projects.
- Representation of a solar developer in the sale of several utility-scale solar projects in Maryland.

Infrastructure and P3

- Representation of a developer on a public-private partnership for development, financing, and construction of student housing at a public university in North Carolina.
- Representation of a Virginia regional public authority in the procurement and contracts for processing and disposal of municipal solid waste.
- Representation of a Virginia regional public authority in the procurement and contracts for construction and operation of an alternative waste-to-energy project.
- Representation of a Pennsylvania regional public authority in contracts for processing and disposal of municipal solid waste.
- Representation of a Florida municipality in contracts for operation and maintenance of its waste-to-energy facility.
- Representation of a Maryland municipality in connection with procurement and contracts for a \$100

million public-private partnership for development, financing, and maintenance of green stormwater infrastructure.

- Representation of a Hawaii municipality in contracts for the expansion of a waste-to-energy facility and long-term operation and maintenance.
- Representation of a Virginia regional public authority in connection with a competitive procurement for the \$150 million sale of its waste-to-energy facility and a long-term performance-based service agreement for waste disposal.
- Representation of a developer in the development, operation, and maintenance of a material recovery facility.
- Representation of a Virginia municipality in the proposed exercise of its purchase option to acquire a waste-to-energy facility.
- Representation of a Pennsylvania public authority regarding the construction of an ash recycling and resource recovery facility and long-term operation and maintenance of such facility by a private operator.
- Representation of a Florida municipality in the procurement and contracts for retrofit and long-term operation and maintenance of a waste-to-energy facility.

Corporate/ M&A/ Private Equity

- Representation of a real estate management company in an approximate \$55 million investment.
- Representation of a private equity firm in senior and mezzanine acquisition financing for a \$210 million platform acquisition of a cloud-based archiving solution business.
- Representation of a private equity firm in a \$23.5 million senior financing.
- Representation of a national hospitality company in the acquisition of three resorts.
- Representation of a senior housing private investment firm in connection with a \$205 million mezzanine loan facility.
- Representation of two public business development companies in connection with their initial establishment and revolving credit facilities with multiple lenders.
- Representation of owners of a military defense contractor to a private equity firm.
- Representation of an owner of a military defense contractor to a private equity firm.
- Representation of large Mexican bank in its acquisition of a Texas-based bank holding company and acquisition and regulatory approval of two national money transmitters.
- Representation of a U.S.-based investor group in the sale of one of Poland's largest car parking operators to a large multi-national parking facility operator.
- Representation of an international security company in the establishment of an offshore subsidiary.
- Representation of a large public U.S. distributor/retailer in connection with the acquisition of a trading company based in China.
- Representation of a mezzanine lender in connection with various secured loans to a manufacturing company.
- Representation of a large senior housing private investment management firm in its restructuring

and debt refinancing.

- Representation of a seller group in the sale of a multi-state pharmacy services business.
- Representation of a large concierge services company in its general corporate matters.
- Representation of an automobile dealer association in connection with the formation of a joint venture with a global market intelligence and research company.
- Representation of a seller in the sale of a government contracting business.

Education

- Wake Forest University School of Law (J.D.)
- State University of New York at Buffalo (B.S.)
summa cum laude

Professional Affiliations

- Maryland, DC, Delaware and Virginia Solar Energy Industries Association (MDV-SEIA) ? Board of Directors
- American Bar Association ? Section of Business Law, Section of Environmental, Energy and Resources
- Virginia Bar Association ? Business Law Section, Construction Law & Public Contracts Section
- Design Build Institute of America ? Member of Legislative and Legal Committee (Former Member)
- Local Government Attorneys of Virginia ? Member
- Environment, Natural Resources and Energy Law ? VBA Section
- Energy Bar Association - Member

Awards

- *National Law Journal* ? Trailblazer ? Energy & Environment (2015)
- *Washington SmartCEO* ? "Legal Elite" (2010)