

Government & Regulatory

Government regulations and oversight present businesses and business leaders with some of the greatest challenges they face today. The ever-changing political and regulatory environment and the tendency of federal and state agencies to impose more — and more complicated — regulations, leaves decision makers in business guessing and uncertain. It is a fact of corporate life that organizations must understand, and comply with or challenge when necessary, regulations covering a vast and growing range of topics. Companies need experienced counsel who can advise and litigate when the public policy and business conduct overlap.

Cozen O'Connor has been providing government and regulatory counsel to sophisticated clients for more than 40 years. We represent public and private companies, family businesses, corporate boards and committees, directors and officers, investors and investment funds, nonprofits, and trade associations in a wide range of industries. With more than 750 attorneys in 27 cities on two continents, we routinely handle matters that cross borders and cross legal jurisdictions. Our attorneys are deeply knowledgeable about the regulatory requirements and decision-making processes at the federal, state, and local level.

We have experience in all major areas of oversight, including antitrust and trade regulation, transportation and logistics, health care, energy and environment, and consumer protection and privacy. Our attorneys have held high level government positions at the state and federal level. We represent private clients in matters adverse to administrative agencies, in response to congressional inquiries and investigations and provide counsel on regulatory compliance. In addition, we advise government officials, companies and individuals on government ethics, freedom of information act, lobbying compliance and campaign finance.

In addition, our government and regulatory lawyers work closely with Cozen O'Connor Public Strategies — a bipartisan government relations firm that advocates for clients before all branches of the federal government and before state decision makers around the country. Our skilled professionals, many of whom are former government officials and campaign veterans, provide legislative and executive branch advocacy, policy analysis, government procurement and funding program assistance, political strategy and crisis management. We help navigate the complex maze of governmental policy, politics, and process, and make sure that our clients' voices are heard.

Experience

Represented a leading dietary supplement company in an investigation by 34 state AGs and federal regulators regarding the labeling and marketing of its leading product.

Represented k1 Ventures Ltd. in \$470 million acquisition of Helm Holding Corporation (locomotive and railcar leasing company).

Represented Delphi Midstream Partners, LLC in its \$200 million acquisition of the rights to construct and operate a 31-mile natural gas pipeline in the Marcellus Shale region in New York and Pennsylvania.

Represented several large U.S. importers and manufacturers in NAFTA, CAFTA, and Singapore Free Trade Agreement and U.S. CBP audit and regulatory matters.

Represented several large U.S. importers in U.S. Customs and Border Protection Field Audits and regulatory matters.

Represented Securus Technologies, Inc. in change of control proceedings involving equity funds.

Represented Aqua Pennsylvania, Inc. in increasing its Distribution System Improvement Charge



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Related Practice Areas

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(DSIC) from 5% to 7.5% of billed revenues (PA PUC Docket No. R-2008-2079310) and drafted the Statement of Policy.

Represented Peoples Natural Gas Company LLC in General Base Rate Proceedings and Purchased Gas Cost Proceedings.

Represented SUEZ Water Bethel Inc. in its 2011 General Base Rate Proceeding (PA PUC Docket No. R-2011-2270261).

Represented ACR Energy Partners in the construction and financing of a heating, air conditioning, and electric supply facility to service the Revel casino/hotel complex in Atlantic City, NJ, along with others. The transaction included an energy sales agreement, a bond financing secured by leaseholder mortgages and a pledge of the revenues from energy sales, and a net lease of the parcels from two landlords.

Advised a client on environmental due diligence associated with its bid for various generation assets of a mid-Atlantic electric generation company which ultimately sold for approximately \$1.6 billion. Conducted environmental due diligence and drafted a "fatal flaw" analysis of two hotly-contested biomass-fired power plants under development in Florida.

Resolved underground storage tank litigation with the EPA on behalf of Fortune 500 company involving alleged failure to conduct monthly release detection monitoring at three retail gasoline locations.

Represented a leading technology company in the negotiation of a commercial agreement to deploy the largest privately funded network of electric vehicle charging infrastructure in the world at the time.

Represented a biofuel refiner in connection with the registration of a biofuel additive with the EPA pursuant to the Clean Air Act §211(b). We worked with health effects consultants in developing Tier 1 and Tier 2 information on combustion, evaporative emissions, and toxicity in support of registration.

Represented a biofuel refiner in waiver petition filed with the EPA demonstrating pursuant Clean Air Act §211(f) that a biofuel-gasoline blend was "substantially similar" to a prior EPA waiver, and therefore did not cause or contribute to a failure of any vehicle emission control device or system.

Represented a petroleum refiner in the negotiation of a Hurricane Sandy emergency administrative order and consent agreement with EPA and state/local permitting agency allowing for temporary suspension of Clean Air Act Title V permit limits on fluid catalytic cracking units to allow for increased refinery production to respond to the Northeastern United States petroleum supply shortage.

Filed a petition on behalf of water utility to implement the Pennsylvania Public Utility Commission's Statement of Policy on "Acquisitions of Viable Water and Wastewater Systems."

Represented Pennsylvania-American Water Company in two civil disputes with municipal authorities involving service territory and the ability of municipal authorities to compete with private enterprise under the Pennsylvania Municipality Authorities Act.

Filed an *amicus curiae* brief for the Energy Association of Pennsylvania with the Commonwealth Court of Pennsylvania regarding a Right to Know Request to the Pennsylvania Public Utility Commission by *The Wall Street Journal*.

Represented EnerPenn USA, LLC d/b/a YEP Energy in obtaining its Pennsylvania electric generation supplier license.

Represented Peoples Natural Gas Company LLC in obtaining affiliated interest agreement approvals for debt issuances and the formation of a service company (PA PUC Docket Nos. G-2010-2168478 & G-2012- 2290014).

Represented The Trustees of the University of Pennsylvania and the University of Pennsylvania Health System in various steam, electricity, and natural gas matters, including the arbitration and negotiation of their long-term steam service agreements with Veolia Energy Philadelphia, Inc. and the related long-term lease of the campus steam distribution system.

Represented Superior Water Company Inc. in connection with General Base Rate Proceedings.

Represented NRG Energy Center Harrisburg LLC and NRG Energy Center Pittsburgh LLC in defending against a takeover attempt by Exelon Corporation.

Represented SUEZ Water Pennsylvania Inc. in its 2009, 2011, 2015, and 2018 General Base Rate Proceedings (PA PUC Docket Nos. R-2009-2122887, R-2011-2232985, R-2015-2462723, R-2018-3000834).

Represented Peoples Natural Gas Company LLC in its 2010 and 2011 General Base Rate Proceedings and 2011 and 2012 Purchased Gas Cost Proceedings (PA PUC Docket Nos. R-2010-2201702, R-2012-2285985, R-2011-2228694 & R-2012-2292082).

Represented SteelRiver Infrastructure Fund North America LP in its acquisition of Peoples Natural Gas Company LLC (formerly Dominion Peoples) and Peoples TWP LLC (formerly T. W. Phillips Gas & Oil Company).

Represented a Fortune 500 company in the complete revamping of a corporate environmental compliance program for facilities located throughout North America. We developed the recommended principles of an environmental compliance program, drafted corporate environmental policies, and structured an environmental auditing program and protocols.

Represented a potentially responsible party at the Former Macon Naval Ordnance Plant Site in connection with the EPA's proposed addition of the site to the Superfund National Priorities List. We developed and submitted technical arguments demonstrating that mercury contamination in a local stream did not originate from the site, but was more likely derived from other local sources.

Represented renowned climate scientist Dr. Michael Mann in state court litigation *American Tradition Institute v. University of Virginia and Dr. Michael Mann*, 287 Va. 330 (Va. April 17, 2014) holding that correspondence of public university faculty in furtherance of research may be withheld from disclosure under the Virginia Freedom of Information Act (FOIA).

Negotiated the financing for a two megawatt solar installation on an industrial facility in New Jersey.

Represented the developers of a major thermal energy plant in the negotiation of comprehensive energy sales agreement and other transaction documents and the securing of project finance.

Served as local counsel for a major oil and gas company in a \$4.3 billion acquisition of natural gas resources primarily located in Pennsylvania's Marcellus Shale region.

Represented multiple electric generation facilities in a regulated New Jersey Board of Public Utilities proceeding involving a large New Jersey gas company and achieved a discontinuation of alleged discriminatory rates.

Represented Marina Energy, a subsidiary of South Jersey Industries, in the \$45 million financing for the construction and operation of an energy supply system for the Borgata Hotel Casino & Spa in Atlantic City, NJ.

Represented a number of hedge funds providing analysis related to antitrust issues in the PBM industry.

Represented a midstream pipeline company in its \$150 million acquisition of another pipeline and gathering company and associated rights to construct a major natural gas pipeline through New York and Pennsylvania.

Developed and managed the regulatory strategy that secured liability protection and a covenant-not-to-sue for Pennsylvania's largest brownfield site.

Defended a Fortune 100 company in U.S. EPA underground storage tank litigation involving three National Park Service locations.

Negotiated the first multi-party, multi-site agreement in Pennsylvania involving three major petroleum companies, the Pennsylvania Turnpike Commission and the Pennsylvania Department of Environmental Protection to remediate 21 properties with current and former gasoline service station operations.

Settled a regulatory proceeding involving an increase in revenues of approximately \$40 million for New Jersey American Water Company.

Settled a regulatory proceeding involving an increase in revenues of approximately \$68 million for South Jersey Gas Company.