

# We Know Washington

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## **INTRODUCTION**

### **YOUR VOICE IN WASHINGTON**

For more than three decades, Bracewell & Giuliani's Washington, D.C. office has helped clients get their voices heard – and heeded – in our nation's capital.

From the halls of Congress and the Executive offices of the White House to the hearing rooms of government agencies, courtrooms and the pressrooms (and chatrooms) of the Fourth Estate, we advise and advocate for our clients on a wide range of issues, including:

- Appropriations matters
- Legislative and regulatory strategies
- Issue positioning
- Executive branch and Congressional advocacy
- Government contracts positioning
- Government investigations
- Regulatory challenges
- Antitrust issues
- Agency comments
- Political counseling
- Strategic communications

From Pennsylvania Avenue to Capitol Hill and beyond,

### **WE KNOW WASHINGTON.**

## CLIENT SERVICE

Bracewell & Giuliani has received high praise for the strength of the firm's client relations. In 2006, we were recognized by *The Survey of Client Service Performance for Law Firms: The BTI Client Service A-Team* for our ability to understand our clients' business, advise on business issues, coordinate national resources and international capabilities, and offer wide-ranging services. We are pleased by this recognition, but even prouder of our long-standing relationships with some of the nation's most prominent companies, business associations and industry coalitions.

## SELECTED CLIENTS

Air-Conditioning, Heating & Refrigeration Institute  
Ameren Corporation  
Cisco Systems  
City of Carrollton  
ClimateMaster, Inc.  
Coalition for Safe and Responsible ATV Use  
Council of Industrial Boiler Owners  
CSX Corporation  
Duke Energy  
Dynegy Inc.  
Energy Future Holdings Corp.  
FBI Agents Association  
Fulcrum BioEnergy  
Gamesa  
Iberdrola, S.A.  
Integrated Waste Services Association  
Johns Hopkins  
L3 Communications  
Lyondell Chemical Company  
MBDA Missile Systems  
Memorial Hermann Healthcare System  
Muscogee Nation of Florida  
Northrop Grumman Corporation  
Phoenix Coal Inc.  
Power Tool Institute  
Progress Energy  
Salt River Project  
San Antonio Water System  
Shell Oil Company  
Southern Company  
Syngenta  
UST Public Affairs, Inc.  
Valero Energy Corporation  
Wachovia Bank, N.A.

## CAPITOL HILL ADVOCACY

On any given day, the U.S. Congress may decide to pass – or not pass – a law that will enhance or complicate a company's business operations. For virtually every company, then, in most every industry, it can be critical to ensure that our nation's lawmakers understand the needs and concerns of the business community.

For many companies and business groups, Bracewell's Government Relations team is their voice on Capitol Hill. Appreciating that every business is unique, our team members develop a comprehensive advocacy strategy that is carefully designed to help each client meet its business objectives.

We manage advocacy issues for clients in such diverse areas as environment and energy, financial services, tax, and international trade and regulation. The broad scope of advocacy services provided by the team includes:

- Advocated for numerous clients in connection with the Energy Policy Act of 2005, including NIETC qualification, enforcement provisions, electric reliability standards, transmission incentives and renewable energy incentives/production tax credits.
- Served as outside counsel for a professional association representing FBI agents. This representation has required legislative advocacy, participation in formal rule-making process, and negotiations with policymakers on Capitol Hill and Executive agencies.
- We manage Capitol Hill public policy on behalf of many industry groups and companies, including utilities, refineries, manufacturers and boiler owners.
- Advocated on behalf of the nation's largest real estate investment trusts for passage of the Terrorism Risk Insurance Act.
- Represented clients with respect to tort reform that places caps on non-economic damages in medical malpractice cases.
- Represent Indian tribes on federal recognition and economic development issues.
- Represented petroleum refiners on issues such as opposition to anti-price gouging legislation and renewable fuels mandates.
- Represented the chemical industry on issues such as tax depreciation, facility security, fuel additives and natural gas price and supply issues.

## EXECUTIVE BRANCH ADVOCACY

From the policy-setting offices of the White House, where many legislative initiatives are conceived and drafted by presidential advisors and Cabinet members, to the rule-making chambers of federal agencies, where the all-important contours of new legislation are drawn, Bracewell's government relations team has been an effective advocate for clients on a wide range of issues affecting their business operations and objectives.

Team members rely on both their legal skills and political savvy to structure a sophisticated advocacy strategy based on each client's specific needs and business goals.

- Represent a coal waste-fired independent power producer in a challenge to recent Clean Air Act regulations and an attempt to achieve necessary changes to the rule to preserve investments in energy recovery technology.
- Advanced the interests of wind power producers before Federal Energy Regulatory Commission (FERC); acted on behalf of American Wind Energy Association with respect to FERC and Department of Energy transmission policies favorable to wind farms and other renewable energy sources.
- Represent textile industry members on a pending rulemaking regarding waste disposal with potential Clean Water Act implications.
- Represent industrial energy users on revisions to Clean Air Act regulations of the Environmental Protection Agency.
- Successfully represented industrial energy users in a challenge to Clean Air Act regulations that penalized energy efficiency measures by improperly categorizing the industrial facilities.
- Advocated for clients before Centers for Medicare & Medicaid Services on issues of pricing, coding, coverage criteria, documentation requirements and quality standards.
- Represented a coalition of school districts regarding federal legislation on education issues, including the Individuals with Disabilities Education Act legislation.
- Represent the solid waste industry on issues such as power generation, classification of biomass as renewable energy, and the recovery of landfill gases.

## APPROPRIATIONS

Bracewell navigates Washington's complex appropriations process to ensure that our clients' concerns are favorably considered when funding decisions are made — matching client needs with the political goals of legislators, their committees and their staff.

The secret of our success? A focused strategy. Access to key decision-makers. A savvy communications plan. All tailored to the client's business goals.

- Worked with the Governor's office, the Texas congressional delegation, and House and Senate appropriators to help the State of Texas secure \$350 million in supplemental appropriations impact aid for Texas schools suffering from Hurricane Rita.
- Through legislative initiatives, arranged the demonstration, testing and validation of a client's radar with the Department of Homeland Security, resulting in the purchase of these radars for use by the Border Patrol.
- Secured over \$100 million in highway, bridge and transit construction funding for several clients in the Transportation Equity Act reauthorization legislation.
- Obtained \$5 million for electronic warfare training pods to be carried by a client's outsourced fighter jet aircraft for advanced fighter and tactics training in the Navy Top Gun program.
- Secured over \$400 million in Corps Construction General and Operations and Maintenance funding to widen and deepen the Houston Ship Channel.
- Secured governmental authorizations and certification under the Natural Gas and Natural Gas Policy Acts, including environmental approvals and transportation and storage compliance.
- Obtained \$3.5 million for Adaptive Networking Protocols for first responder radios.
- Represented nation's second largest port on all appropriations matters, including requests for homeland security funding.
- Obtained funding for Ohio School for the Deaf for virtual reality technology.
- Secured funding for Houston's Texas Medical Center.
- Secured millions of dollars through the Natural Resources Conservation Service for conservation easements for protection of sensitive lands over aquifer recharge zones.

## CONGRESSIONAL OVERSIGHT AND INVESTIGATIONS

The purpose of Congressional oversight is to ensure that government programs operate as authorized. However, oversight and investigation takes place in a far broader context that affects the public image of a corporation, creates risk of criminal and civil prosecution, and sets the stage for further legislative and regulatory activity. Therefore, it is critically important for a corporation that finds itself a target of such Congressional action to be as prepared and well represented as possible.

Our experience has earned us the abiding trust of our clients who have been caught up in Congressional inquiries. Their trust in Bracewell stems not only from our substantive expertise and experience but also from our commitment to guard our client's confidences, reputation and privacy. As a result, we have represented clients across the spectrum of Congressional inquiry, including:

- Private individuals drawn into public investigations of family members.
- Public companies targeted in parallel Congressional, civil and criminal investigations and lawsuits.
- Corporate coalitions and trade associations subjected to oversight investigation.
- Business sectors whose main product is the focus of Congressional inquiry.
- Senior Members of Congress and caucus leadership undergoing non-public or public ethics inquiries.
- Senior leadership in the Executive Branch facing oversight investigation.

## CONSUMER PRODUCTS

Consumer protection is a concern of everyone, not least manufacturers. Bracewell helps consumer product manufacturers keep a proactive pulse on consumer protection issues that resonate within the Consumer Product Safety Commission and the committees of jurisdiction in the U.S. Congress. We also help manage the challenges of unfair competition and safety issues that can arise from overseas importers.

- Manage the Coalition for Safe and Responsible ATV Use. Members include Honda, Yamaha, Kawasaki and Polaris.
- Assist the Power Tool Institute regarding rulemakings currently before the Consumer Product Safety Commission. Members include Black & Decker, Ryobi, Bosch, Dewalt, Hilti, Skil and Hitachi.
- Managed the Coalition for Breathing Safety. Members include Moldex, Mine Safety Appliances and Sperian.
- Develop voluntary standards for industries and leading opposition to standards that would mandate specific product uses.
- Assisted a U.S. product coalition in opposing sub-standard Chinese imports that did not meet U.S. safety standards.
- Represented a coalition of refrigeration and air conditioning companies before government officials and other stakeholders.
- Represented domestic manufacturers in anti-dumping duty matters.
- Provided litigation support to GemSeal, a pavement sealing company.

## ENERGY ADVOCACY

Our team has the relationships and experience to provide effective legislative and agency advocacy for energy clients. We regularly represent utility, transmission and marketing clients in rulemaking proceedings before the Federal Energy Regulatory Commission (FERC), Department of Energy, Public Utility Commission of Texas and other state regulatory agencies.

In Congress, we work closely with the Senate Environment and Public Works Committee, Senate Energy and Natural Resources Committee, and the House Energy and Commerce Committee to advocate for power and gas clients in the drafting of laws and regulatory compliance measures.

- Represent a coal waste-fired independent power producer in a challenge to recent Clean Air Act regulations and an attempt to achieve necessary changes to the rule to preserve investments in energy recovery technology.
- Manage Capitol Hill public policy on behalf of many industry groups and companies, including utilities, refineries, manufacturers and boiler owners.
- Successfully represented industrial energy users in a challenge to Clean Air Act regulations that penalized energy efficiency measures by improperly categorizing the industrial facilities.
- Build coalitions to advance the interests of the energy industry in New Source Review and possible carbon emissions restrictions.
- Create tax and grant benefits for renewable energy projects.
- Helped to secure governmental authorizations and certification under the Natural Gas and Natural Gas Policy Acts, including environmental approvals and transportation and storage compliance.
- Successfully advocated for reform of hydroelectric power plant licensing.
- Represent industrial energy users on revisions to Clean Air Act regulations of the EPA.
- Advise on reciprocal access to power between the U.S. and Canada.

## ENVIRONMENTAL ADVOCACY

The Environmental Strategy practice helps senior corporate leaders shape and address major environmental and energy issues. Our team provides advocacy before federal departments and agencies, congressional relations and media outreach services.

Our longstanding experience with shaping public policy gives us particular insight into the political and policy underpinnings of complex energy and environmental issues such as air quality, climate change, national energy policy, waste management, New Source Review (NSR), renewable energy and new power generation.

- Coordinated a multi-faceted response to NSR by forming a coalition of energy, natural resources and transportation interests. Through this coalition, we managed public relations and implemented regulatory and litigation strategies to mitigate the effects on industry and the availability of reliable, affordable and clean power.
- Obtained state emergency orders for several re-builds necessitated by catastrophic equipment failures at chemical plants.
- Our team has managed cutting-edge air and emissions issues both on behalf of refineries, utilities and manufacturers, including Clear Skies legislation, the Clean Air Mercury Rule and the Clean Air Interstate Rule.
- Handle strategic media advice and counsel on environmental matters for major energy trade associations and companies, including utilities, refineries and wind developers such as the American Wind Energy Association and FPL.
- Prepared an amicus brief on climate change to the U.S. Supreme Court in *Massachusetts v. EPA* on behalf of Unions for Jobs and the Environment.
- Prepared an amicus brief on NSR litigation to the U.S. Supreme Court in *Environmental Defense v. Duke Energy Corporation* on behalf of the Electric Reliability Coordinating Council.
- Represent specialty trade association in climate change litigation, through amicus briefs opposing liability for climate change imposed through judicial challenges.
- Represent industrial energy users on revisions to Clean Air Act regulations of the EPA.

## ETHICS AND POLITICAL LAW

Participation in the political processes of government, including advocacy and campaign financing, can be a highly effective way for a company or organization to have its voice heard and its policy positions considered by the decision makers in Washington. Both the participant and the decision maker, however, must ensure that ethical boundaries are not inadvertently crossed. Indeed, under today's heightened regulatory, media and public scrutiny, prudence requires avoiding even the appearance of impropriety.

With former senior government and political officials on our bipartisan Government Relations team, Bracewell provides clients with sound and practical counsel on an array of ethics issues.

- Senate and House of Representatives gift rules as they pertain to individual, corporate and lobbyist gifts to congressional members and staff.
- Disclosure and advocacy requirements related to lobbying of the executive and legislative branches, including Lobbying Disclosure Act requirements, House and Senate lobbying rules and other legal restrictions.
- Issues involving the federal Ethics and Government Act, the Lobbying Disclosure Act, the Foreign Corrupt Practices Act and related rules and regulations.
- Represent members of Congress before the House Committee on Standards of Official Conduct.
- Establish Political Action Committees (PACs) for corporations, trade associations and interest groups.
- Federal Election Commission (FEC) registration and reporting requirements, including completion of FEC forms.

## FINANCIAL SERVICES

Bracewell provides comprehensive regulatory and legislative counsel in the area of financial services, helping clients ensure compliance with federal laws that govern the industry and maintain a voice amidst the current financial climate. Senior members of our team include former U.S. Comptroller of the Currency Robert Clarke, who served on the boards of directors of the Federal Deposit Insurance Corporation and the Resolution Trust Corporation.

Our senior government relations partner, Gene Godley, was formerly appointed Assistant Secretary of the Treasury for Legislative Affairs, where he received the Alexander Hamilton Award, the highest award of the treasury department. Other Bracewell lawyers, such as Sanford Brown, have held senior counsel positions within financial regulatory agencies and the U.S. Department of Justice.

Our representation of clients involves working closely with representatives of the Comptroller of the Currency, Federal Reserve Board, FDIC, Office of Thrift Supervision, SEC, FTC and the Department of Justice, among others. We are also in regular contact with key regulators and industry governing bodies such as the NASD, and have an in-depth understanding of their goals and perspectives.

- Comprehensive federal government relations services to national banks and thrifts.
- Represented an international energy services company in negotiations with the Department of Treasury's Office of Foreign Assets Control (OFAC).
- Represented international clients in numerous transactions involving reviews by Committee on Foreign Investment in the United States (CFIUS), the Department of Justice and the Federal Communications Commission and other agencies.
- Helped organize the leading international financial settlement system and standards for the wireless industry.
- Our team includes a former top aide on the Senate Banking Committee.
- The team also includes a former vice president at a major Wall Street financial services firm.

## HEALTHCARE

From Fortune 500 corporations and local governments to healthcare providers, trade associations and labor organizations, healthcare issues are a dominant concern, and all are looking to Washington for solutions.

We provide comprehensive services to a diverse group of healthcare clients, including urban and rural healthcare systems, pharmaceutical companies, major medical research centers, medical equipment suppliers, trade and business associations including tort reform associations, medical device manufacturers and biotechnology companies. We also advise major municipalities seeking funding for healthcare infrastructure and services.

- Assisted in representation of one of the nation's largest durable medical equipment suppliers in matters involving the Department of Health and Human Services, the Centers for Medicare and Medicaid Services (CMS), the U.S. Congress and the U.S. Department of Justice.
- Advocated for clients before CMS on issues of pricing, coding, coverage criteria, documentation requirements and quality standards.
- Secured funding for major hospital systems, including the largest medical center in the United States.
- Advocated on behalf of a medical association for enactment of tort reform that places caps on non-economic damages in medical malpractice cases.
- Drafted proposal on behalf of a hospital system responding to a gainsharing demonstration project opportunity.
- Developed comprehensive legislative and tax strategy for a major medical research center.

## INTERNATIONAL TRADE AND TRANSACTIONS

For virtually every company in every industry, the path to success in the global marketplace runs, or perhaps more accurately, winds through Washington. Whether you are an importer or exporter, or a company operating or investing in entities involving cross-border trade, trade policy and trade-related treaties, statutes and regulations can either hone or blunt your competitive edge in the world economy.

Bracewell's government relations and strategic communications teams, complemented by the firm's international, government contracts and national security attorneys, help clients negotiate the complex legislative and regulatory grid – and gridlock – that characterizes much of the international trade arena.

- Represented international clients in numerous transactions involving reviews by Committee on Foreign Investment in the United States (CFIUS), the Department of Justice and the Federal Communications Commission and other agencies.
- Represented an international energy services company in negotiations with the Department of Treasury's Office of Foreign Assets Control (OFAC).
- Provide regular counsel and due diligence on matters involving the Foreign Corrupt Practices Act (FCPA).
- Handled multiple CFIUS notices for both buyers and sellers covering transactions ranging in value from the millions to billions of dollars, and covering a wide variety of assets and business entities.
- Organized and coordinated a coalition of domestic and international companies seeking to challenge the imposition of unfair anti-dumping duties on imported seafood.
- Helped organize the leading international financial settlement system and standards for the wireless industry.
- Serve as outside general counsel to the U.S. Institute of Peace.
- Lecture frequently on international security and telecommunications matters in the United States and abroad.
- Represent a range of companies in compliance with export regulations governing classification and licensing requirements.
- Represent domestic and international companies on tariff, entry and release, and environmental issues related to imports.
- Represent domestic manufacturers in anti-dumping duty matters.
- Represent foreign manufacturers regarding anti-dumping issues in their own countries.

## NATIONAL SECURITY AND CRITICAL INFRASTRUCTURE

From Capitol Hill to the Departments of Defense and Homeland Security, to the CIA, FBI and TSA, Bracewell successfully advocates for policy and funding issues for clients in the national security and critical infrastructure arena. We identify the key decision-makers, arrange briefings and develop a strategic communications plan to ensure that those decision-makers, as well as the public, understand the critical technologies, products and services our clients provide to help protect Americans at home and abroad.

- Facilitated a sole source contract in the Office of Naval Research for a client with a unique radar technology, positioning them in an extremely advantageous position for future Navy procurement opportunities.
- Through legislative initiatives, arranged the demonstration, testing and validation of a client's radar with the Department of Homeland Security (DHS), resulting in the purchase of these radars for use by the Border Patrol.
- Secured additional funding for Air Force Special Operations Command procurement of the AN/PVS-21 Low Profile Night Vision Goggle.
- Successfully lobbied for U.S. Marine Corps (USMC) procurement funding of night vision devices, increasing the client's annual revenue by over 150%.
- Represent a high-tech firm developing innovative portable power solutions for individual soldiers, lessening the weight burden on each while expanding power capabilities. Obtained nearly \$2 million for further research and development within DOD.
- Obtained \$8.5 million in procurement for USMC Tactical Remote Surveillance System.
- Represent a defense firm developing a new generation of guided missiles.
- Represent the largest domestic independent refiner on Maritime Transportation Security Act grant matters.
- Obtained \$3.5 million for Adaptive Networking Protocols (for first responder radios).
- Represent a firm utilizing environmentally sound, innovative techniques to harvest coal for critical homeland security and domestic power supply needs.
- Secured additional \$1 million for the Air Force emergency notification capability through the legislative appropriation process.
- Assist a major engineering, design and construction firm to increase its visibility and capabilities within the Administration and on Capitol Hill.

## RENEWABLE ENERGY

Bracewell helps businesses that develop, finance and market renewable energy take their projects from concept to reality. We have unsurpassed capabilities at facilitating wind energy installations and transactions, are experienced with hydroelectric power generation, and deal regularly with such alternative renewable energy sources as biomass, waste to energy, ethanol, solar and hydrogen power. Our in-depth knowledge and skilled advocacy helps shape legislative programs, regulatory compliance strategies and energy policies to our clients' advantage at all governmental levels.

Our clients include North America's leading developers of wind power projects; major utility and integrated energy company owners of renewable production; the leading wind industry association; Integrated Waste Services Association, the leading waste-to-energy industry association; and numerous companies that provide development expertise, equipment, financing and transmission infrastructure for renewable energy applications.

- We manage a regional wind energy coalition to handle siting and policy challenges.
- We are frequently called upon to build informal coalitions centered on particular issues, such as ethanol development, biofuels mandates, and the fabrics and power tool industries.
- Advise an ethanol company on plants that will convert waste to cellulosic ethanol. The issues involved are cradle to grave: from inventory delivery and management to siting, offtake and other issues.
- On behalf of major wind project developers and the American Wind Energy Association, we build community support for projects in several mid-Atlantic states, as well as counter emotional appeals to pseudo-science, by providing information on wind energy's advantages to economic development officials, targeted legislators and local and national media outlets, including National Public Radio and *The New York Times*.
- We run industry-wide coalitions to address the policy and media aspects of climate change issues.
- Successfully advocated for reform of hydroelectric power plant licensing.

## TAX

When it comes to government regulation of business, perhaps no issue garners more concern than tax policy. The fortunes of virtually every enterprise – from privately owned start-ups and joint ventures to publicly traded domestic and multinational companies – can turn on the laws enacted, and regulations promulgated, by Washington’s legislators and Executive Branch administrators.

Bracewell has advocated for clients in connection with every federal tax bill proposed in the U.S. Congress since 1981, including the Tax Reform Act of 1986 and the Economic Growth and Tax Relief Reconciliation Act of 2001, and obtained beneficial tax credits, deductions and depreciation changes.

Our team includes a former member of Congress, a former Assistant Secretary of Treasury, a former Comptroller of Currency, and a former legislative director to then-Chairman of the Senate Finance Committee Lloyd Bentsen.

- Create tax and grant benefits for renewable energy projects.
- Monitor tax issues related publicly traded partnerships.
- Helped to secure the repeal of the Windfall Profits Tax Act.
- Obtained transition rules for major changes in the law.
- Secured depreciation of national gas gathering lines.
- Achieved favorable tax status for foreign workers critical to U.S. economic needs.
- Secured bonus depreciation for additions to oil refineries.
- Formed a tax coalition of master limited partnerships.
- Worked to secure the repeal of Superfund excise taxes.
- Defeated state legislation that would have destroyed advantages of multi-jurisdictional tax structures.
- Defeated state legislation that would place a disproportionate property tax burden on business owners.

## TRANSPORTATION AND INFRASTRUCTURE

Our team is uniquely suited to provide federal government relations services in the areas of transportation and major infrastructure.

Our transportation team is highlighted by former U.S. Representative Susan Molinari (R-NY), who served on the House Transportation and Infrastructure Committee and was chair of the Committee's Railroad Subcommittee, which passed legislation to overhaul the nation's Amtrak passenger rail service. As chair, she also implemented the transition of the Interstate Commerce Commission to the Surface Transportation Board, and played a key role in fashioning the historic, five-year, multi-billion dollar transportation-funding bill (TEA-21) adopted in 1997.

- Former U.S. Representative Jim Chapman (D-TX), co-head of our government relations practice, was a Member of the House Public Works and Transportation Committee for many years.
- Another team member is a former Congressional staff member who oversaw the federal budgets of key transportation-related departments and agencies, such as the Army Corps of Engineers, Department of Transportation and Federal Aviation Administration.
- Secured over \$100 million in highway, bridge and transit construction funding for several clients in the Transportation Equity Act reauthorization legislation.
- Secured over \$400 million in Corps Construction General and Operations and Maintenance funding to widen and deepen the Houston Ship Channel.
- Secured millions of dollars in transportation improvement funding for the Texas Medical Center (TMC). This funding improves TMC's Emergency Services Access Corridor to its two Level I Trauma Centers; updates its interoperability communications and response network; and enables TMC to better coordinate the flow of traffic from over 175,000 stakeholders.

## STRATEGIC COMMUNICATIONS

News today travels at an ever-faster speed. The relatively recent phenomenon of the 24/7 cable news network now faces a formidable challenge from the often speedier and wider-reaching virtual town square known as the “blogosphere” and even newer global forums such as YouTube.

One result of our dynamic media world is that decision-makers in the corporate arena and across all branches of government are increasingly aware of public debate and sentiment on a host of issues. In this environment, successfully advocating for our clients requires that we be “ahead of the story” to ensure that our client’s voice is clearly and persuasively heard by stakeholders in industry, the investment community, the public sphere and within the halls of government.

We serve major companies in myriad industries, which face complex issues with diverse needs. Our media-savvy Strategic Communications specialists consistently demonstrate their ability to improve the public position of our clients through a variety of integrated services:

- Coalition Support
- Crisis Communications
- Issues Advocacy
- Litigation Support
- Media Relations

A key factor that sets our strategic communications team apart from other world-class public affairs firms is that many of our team members are attorneys. This substantive, in-house legal expertise is often brought to bear when complex legal developments require action and a prompt media response.

The team is co-led by Frank Maisano, a former Congressional press secretary and media consultant, who is a skilled media specialist with a track record of achieving high-profile media and editorial placements in venues such as *The Wall Street Journal*, *New York Times*, *Washington Post* and *USA Today*.

### **Coalition Support**

Often, an issue of concern to a client holds importance for others in the same or a related industry, or to the client’s geographical neighbors. Because much truth resides in the old adage, “there’s strength in numbers,” where appropriate, we assist our clients in obtaining support for their positions by organizing like-minded businesses, industry associations and other parties into one cohesive, powerful voice. We then develop and implement communications strategies that ensure that a unified message is heard by key government officials and in targeted media outlets. Our clients find that our coalition support services add important third-party credibility to their positions.

- Built numerous utility industry coalitions supporting companies across the country in siting new power plants, including the Electric Reliability Coordinating Council.

- Manage the Coalition for Safe and Responsible ATV Use.
- Manage a regional wind energy coalition to handle siting and policy challenges.
- Frequently build informal coalitions centered on particular issues, such as ethanol development, biofuels mandates, and the fabrics and power tool industries.
- Run industry-wide coalitions to address the policy and media aspects of climate change issues.

### **Crisis Communications**

When an unforeseen crisis arises, including "bet the company" situations, we assist clients in taking prompt action to minimize the potential negative impact of media coverage. Our comprehensive crisis communications approach includes creation of a rapid-response team, development of point-by-point rebuttals of inaccurate or slanted media reports and broad-based information distribution strategies. When required, our crisis communications services are a joint effort with the client in which we work hand-in-hand with the client's existing media and communications team.

- Managed communications relating to lawsuits on behalf of utilities for issues such as alleged excess emissions and violations of Clean Air Act rules.
- Handled media relations for a major Canadian company with U.S. operations accused of responsibility for a chemical spill.
- Oversaw communications for refineries following hurricanes and accidents and on security issues such as chemicals and breaches of perimeters.
- Managed crisis communications for major chemical and food business companies relating to genetically modified products.
- Developed and handled media strategy for clients engaged in litigation regarding wrongful dismissal, labor and employment issues, racial discrimination and sexual harassment.

## Issues Advocacy

Fueled by a morass of competitive media and a volatile political climate, discussions of serious policy issues often provide, unfortunately, more heat than light. “Getting it right” the first time is therefore essential to success.

We do our homework – researching the issues and conferring with respected, independent experts – to focus media messages that soundly and persuasively support our client’s position on important, and sometimes controversial, policy matters and effectively rebut counter-arguments.

- On behalf of major wind project developers and the American Wind Energy Association, we build community support for projects in several mid-Atlantic states, as well as counter emotional appeals to pseudo-science, by providing information on wind energy’s advantages to economic development officials, targeted legislators and local and national media outlets, including National Public Radio and *The New York Times*.
- The developers of a unique energy transmission link from Long Island to Connecticut, Cross Sound Cable, faced complex political and regulatory hurdles in bringing the completed infrastructure project to sustained operation. Our team launched an integrated strategy involving public advocacy, energy regulatory negotiations, and permitting strategy at the federal and state levels to dismantle the hurdles and bring the project online.
- Managed cutting-edge air and emissions issues both on behalf of refineries, utilities, and manufacturers, including Clear Skies legislation, the Clean Air Mercury Rule and the Clean Air Interstate Rule.
- Advocated on behalf of air conditioner manufacturers on national energy legislation.
- Manage Capitol Hill public policy on behalf of many industry groups and companies, including utilities, refineries, manufacturers and boiler owners.
- Our team features experts on climate change policy and represents utilities, energy companies and other groups in shaping policy at the federal level, anticipating climate change litigation and risk strategies.

## Litigation Support

As a result of greater public interest and media scrutiny, legal disputes increasingly are being litigated as vigorously in the court of public opinion as they are in the courtroom. In conjunction with our litigation team, we develop communications strategies that illuminate our client’s position and garner understanding and support of key stakeholders and the public. These strategies are always tailored to the unique needs of the client facing litigation.

- Served as the chief strategist and defender before the media for oil companies in more than 150 lawsuits relating to the MTBE fuel additive.

- Managed strategic communications during lawsuits against wind energy companies (relating to wind turbines) and electric power companies (relating to plant development and siting issues).
- Have significant experience representing client interests in Supreme Court cases. Recently, our representation included writing an amicus brief and handling real-time media inquiries as chief spokespersons.
- Provided litigation support to GemSeal, a pavement sealing company.

### **Media Relations**

Obviously, even the best-crafted and most persuasive message is of little value if it is not being heard. Our media relations team identifies appropriate media opportunities, prepares spokespersons and arranges placement of op-eds, articles and press releases to ensure that our client's position reaches its targeted audience. We are well-known to the national trade and regional environmental and energy press.

- Handle strategic media advice and counsel for major energy trade associations and companies, including utilities, refineries and wind developers such as the American Wind Energy Association, Dominion, Southern, CSX, Shell Wind, Tesoro, Iberdrola, Gamesa, and FPL. Such advice is often given to in-house staff to help them better formulate media messages and reach out to reporters.
- Regularly sponsor and participate in events of the Society of Environmental Journalists, a key group in the energy and environmental fields.
- Regularly handle media placements and interviews for refineries and energy companies, keeping our clients' names before the national media.
- Represented numerous utilities before the media, including TXU, FPL, Southern Company, Duke Energy, Sith Global Power, SRP and FirstEnergy.
- Perform media training for a variety of clients, including Fortune 500 companies, refineries and major energy companies.
- Our weekly email updates to media in the environmental and energy sectors are part of an ongoing "conversation" our team maintains with correspondents across the country.

## ENERGY REGULATION AND COMPLIANCE

Bracewell represents energy clients in all aspects of power generation and transmission regulation, licensing and ratemaking. With decades of experience practicing within and before federal, state and international energy regulatory agencies, our lawyers know how to make regulation work for and not against our clients' interests.

Our representation includes:

### Compliance

- Coral, Constellation, Dynegy, DB Energy and Société Générale in the preparation of manuals and training for natural gas and electric power traders on compliance with federal and state regulatory laws and procedures.
- Energy Compliance Network in administering an organization of compliance officers of major energy trading companies and providing speakers and updates on significant issues affecting energy trading and marketing compliance associated with regulation by CFTC, FERC and Texas PUC.
- Lyondell Chemical in the preparation of manuals and training of oil products traders on compliance with Federal and State laws and procedures.
- Several large natural gas marketers and other market participants to perform internal reviews and prepare self reports of violations of FERC's capacity release regulations.
- A large diversified utility to perform internal review of compliance with FERC rules relating to FERC's capacity release regulations.

### Enforcement

- A large natural gas trading firm in a non-public FERC investigation of pipeline capacity allocation issues.
- A large natural gas trading firm in a non-public FERC investigation concerning uses of pipeline capacity.
- A large energy marketing and trading companies in responding to FERC Enforcement staff investigation.
- A large natural gas trading firm in a non-public FERC investigation concerning natural gas market manipulation.

### Electricity

- BC Hydro and Powerex in connection with reciprocal transmission access and market-based rate authorizations.

- Direct Energy in a successful appeal filed by Direct involving the North American Electric Reliability Corporation's decision to impose certain burdensome reliability standards on the power marketer.
- PPL EnergyPlus in litigation and settlement of issues involving the change in contractual rights associated with the proposed roll in of the Maine Electric Power Company transmission line into ISO New England pool transmission facilities.
- Harbinger Capital Partners in precedential proceedings at FERC and the New York Public Service Commission involving fund investments in multiple utility holding companies raising issues of affiliation and control.
- PPL Corporation in litigation and settlement of the controversy relating to the PJM Market Monitoring Unit, in litigation involving the proposed increase to the Cost of New Entry in PJM, and in advocacy regarding wholesale competition in regions with organized electric markets, capacity market design and development and reliability standards development and application.
- Waste Management Corporation in litigation leading to the rerouting of a pipeline proposed to traverse a Waste Management property.
- Elsinore Valley Municipal Water District in application for 500 MW hydroelectric pumped storage project and 30 mile transmission line in Southern California.
- Powerex and Coral in connection with FERC proceedings arising from the California power crisis.
- Powerex in comprehensive redesign of CAISO organized markets
- Sithe Global Power, advising on cost recovery and regulatory issues for transmission.
- South Carolina Electric and Gas Company in joint effort with Duke Energy and Progress to form GridSouth RTO and in various other transmission and ratemaking issues at FERC.
- Entergy, advising on cost recovery and regulatory issues for transmission.

## **Gas and LNG**

- Calais in connection with LNG import terminal and pipeline project in Maine.
- Dynegy Marketing and Trade in connection with various natural gas transportation matters at FERC.
- Apache Corporation in transportation matters at FERC, including interstate and intrastate pipeline rate cases and certificate and abandonment proceedings.
- Shell Energy in connection with various natural gas transportation, capacity release and structured gas transactions and related certificate and tariff proceedings at FERC.

- Constellation Energy Commodities Group in gas transportation matters including various pipeline rate cases at FERC and with respect to capacity release transactions and transportation and storage arrangements.
- 4 Gas in connection with Vista del Sol LNG import terminal and pipeline project in Texas.
- Peoples Gas System and Tampa Electric Company in fuel supply and gas transportation matters at FERC including various pipeline certificate and rate cases and capacity release transactions.
- PetroLogistics Natural Gas Storage in FERC certificate application for new salt cavern natural gas storage facility.

### **Oil and Products Pipelines**

- Kinder Morgan in Interstate Commerce Act advice in the acquisition of crude oil and products pipelines.
- Hilcorp Energy (Arrowhead Gathering, Whiting Petroleum, Nexen U.S.A.) in preparation and filing of common carrier crude and products pipeline tariffs under the Interstate Commerce Act.
- GulfMark Energy in protest and settlement of crude oil pipeline rates at FERC
- PetroLogistics Natural Gas Storage in preparation of ethylene pipeline tariff for notice to the Surface Transportation Board.
- Targa NGL Pipeline Company LLC in preparation of petroleum products tariff under Interstate Commerce Act.

## GOVERNMENT CONTRACTS

Government contractors compete in a world populated with complex procurement, performance and compliance issues. For federal contractors, all roads to success lead to and through Washington, D.C.

We represent bidders, contractors, underwriters, lenders and third-party stakeholders in a wide range of public contracting and privatization matters. Our clients work in many industries, such as: energy and energy-related products; information technology; military products and services; aircraft manufacturing, maintenance and ground support equipment; security services, medical equipment and services; general manufacturing; construction and engineering services; shipbuilding; biotechnology; and real estate development and leasing.

### **Comprehensive Capabilities and Credibility**

We provide a complete and effective package of services to companies and organizations wishing to resolve a contract dispute, needing to handle a bid protest, or seeking guidance on the best ways to establish or expand business with governmental clients. This includes decades of business law and dispute resolution experience involving every aspect of the contracting process:

#### *Getting the Contract*

We help develop bids and proposals for clients that effectively respond to the provisions of government requests for proposals and statements of qualifications.

#### *Bid Protests*

We help clients bring, and defend themselves against, protests over the propriety of the government's contract award process.

#### *Complying with Laws and Regulations*

We provide clients with hands-on familiarity with procurement law procedures and administrative law representations before federal departments and agencies.

#### *Resolving Claims and Disputes*

We help resolve complex, high-level contract disputes and statutory and constitutional claims, and provide effective representation in internal investigations and criminal defense proceedings.

### *Debarment and Suspension*

We represent clients suspended from government contracting or proposed for debarment by the Office of Federal Contract Compliance Programs and other agencies.

### *Investigation and Prosecution*

Our government contracts and white collar criminal defense attorneys vigorously represent clients embroiled in state or federal investigations, including those by the Office of the Inspector General.

### *Foreign Trade and Ownership Concerns*

We represent clients regarding various international trade regulation laws, such as those pertaining to export controls, Foreign Trade Zones, civil penalties and related regulations of the United States Customs Service.

Representative government contracting matters include:

- Ongoing defense of False Claims Act qui tam action.
- Ongoing defense of a proposed contractor debarment.
- Successful use of informal and formal bid protest methods to overcome attempted exclusion of renewable energy producer industry from a series of federal solicitations issued by the Defense Department and the General Services Administration.
- Successful bid protest of a District of Columbia contract award resulting in award of multi million dollar contract to the client.
- Successful resolution of a proposed federal debarment of an international aid institute.
- Successful defense of a client alleged to have violated a Social Security fraudulent mailing statute.
- Various ongoing claims and appeals of claims regarding government contracts.
- *Weidemann Associates v. CFTC*, 04-2-BCA 32, 782, GSBCA. Successful contract claim.
- *Landoll Corporation*, 18 CGEN 111, 427, Comp. Gen. Successful defense of Air Force contract award.
- *McDonnell Douglas Corporation and General Dynamics Corp. v. United States*, 35 Fed. Cl. 358, Fed. Cl., rev'd 182 F.3d 1319, Fed. Cir., cert. denied 120 S. Ct. 1831, (A-12 Litigation). Lead trial counsel for United States in initial liability trials of \$2.3 billion default termination, for which United States prevailed on appeal.
- *Granite Construction Co. v. United States*, 24 Cl. Ct. 735. Lead trial counsel for United States on multi million dollar claim resulting from dam construction contract.

- *Spalding Brothers v. United States*, 24 Cl. Ct. 112, rev'd 28 Fed. Cl. 242. Lead trial counsel and co-counsel on successful appeal in Congressional reference matter involving alleged contract breach in sale of timber.
- *United States v. David Safavian*, Cr. No. 05-0370, D.C., 2006. Testified as expert regarding principles of government contracting process.
- Represent the largest domestic independent refiner on Maritime Transportation Security Act grant matters.
- Successful defense of Air Force contract award.

## INTERNATIONAL FINANCING

Bracewell assists clients in need of international financing and trade facilitation programs that are unique to Washington. These clients are often involved in projects that involve Washington-based export credit agencies and bilateral and multilateral organizations, including the U.S. Export-Import Bank (Ex-Im Bank), Overseas Private Investment Corporation (OPIC), International Finance Corporation, and Inter-American Development Bank (IADB). Our success is based in part on our strong working relationships with legal department representatives and other personnel at these institutions.

- Represent multinational commercial banks in transactions supported by Ex-Im Bank, including transactions under the Working Capital Guarantee Program and short-term supplier or buyer credit, medium- and long-term transactions.
- Represent commercial banks in aircraft finance transactions to foreign airlines.
- Secured \$139 million IADB project financing of Enron Energia Industrial de Mexico S. de R.L. de C.V. for its power project in Mexico. Represented the sponsor and its affiliates, 2001.
- Represented a Latin American power distribution company in credit facilities extended by the IADB for expansion of its network.
- Represented OPIC in several projects, including mortgage-backed loans to borrowers in Central America and loans for a school project and for the acquisition and expansion of flower production in developing countries.
- Represented commercial lenders in syndicated loan facilities secured by pledges of shares and other collateral throughout the world.
- Represented multiple financial institutions in developing and negotiating commodity trading contracts (including ISDAs, EEIs, and NAESBs) for their newly established commodity trading groups.
- Represented U.S.-based banks in loan transactions to international financial institutions in Latin America, in the extension of credit facilities to banks or leasing companies in Mexico, Panama, Costa Rica, Kazakhstan and Russia.
- Represent providers and users of funds in all aspects of trade finance, including pre-export financings, supplier and buyer credit facilities, and structured, project and other specialized financings.
- Handle export credit documentation, including U.S. and international financial instruments and payment mechanisms, forfeiting and securitization of accounts receivable, structuring complex cross-border commodity finance transactions, advising on dispute resolution and contract enforcement.

## AGENCY EXPERIENCE

Bracewell & Giuliani has worked with many government agencies and legislative committees to advance our clients' interests. A sampling of these groups is listed below.

Board of Contracts Appeals  
Bureau of Indian Affairs  
Bureau of Industry and Security  
Centers of Medicare and Medicaid Services  
Central Intelligence Agency  
Civil Division, Department of Justice  
Committee on Appropriations, US House of Representatives  
Committee on Appropriations, US Senate  
Committee on Energy and Commerce, US House of Representatives  
Committee on Energy and Natural Resources, US Senate  
Committee on Finance, US Senate  
Committee on Foreign Investment in the United States  
Committee on Ways and Means, US House of Representatives  
Commodity Futures Trading Commission  
Consumer Product Safety Commission  
Department of Agriculture  
Department of Commerce  
Department of Defense  
Department of Education  
Department of Energy  
Department of Health and Human Services  
Department of Homeland Security  
Department of Housing and Urban Development  
Department of Justice  
Department of Labor  
Department of State  
Department of the Air Force  
Department of the Army  
Department of the Interior  
Department of the Navy  
Department of the Treasury  
Department of Transportation  
Department of Veterans Affairs  
Environmental Protection Agency  
Export-Import Bank of the United States  
Federal Aviation Administration

Federal Bureau of Investigation  
Federal Communications Commission  
Federal Election Commission  
Federal Energy Regulatory Commission  
Federal Highway Administration  
Federal Trade Commission  
General Services Administration  
Government Accountability Office  
International Trade Administration  
Joint Committee on Taxation, US House of Representatives  
Nuclear Regulatory Commission  
Office of Federal Contract Compliance Programs  
Office of Inspector General, Department of Justice  
Office of the Comptroller of the Currency  
Patent and Trademark Office  
Tennessee Valley Authority  
The White House  
United States Customs Service  
United States House of Representatives  
United States Marine Corps  
United States Senate  
United States Supreme Court  
United States Trade Representative

## ABOUT OUR WASHINGTON OFFICE

Since 1975, Bracewell & Giuliani's Washington, D.C. office has been a focal point for the firm's government relations, strategic communications, white collar criminal defense, environmental strategies, energy regulation and compliance, government contracts, antitrust, telecommunications, Indian lands, and labor and employment practices.

While the office is located in the heart of the city in close proximity to the White House, federal agencies and Capitol Hill, the office's clients are largely based throughout the country and the world. Our attorneys and practitioners represent these clients — national and multinational corporations and industry consortia — in the halls of Congress, before regulatory and administrative agencies and the White House, at every level of the justice system and before the global media.

The bipartisan Washington experience of our practitioners prior to joining Bracewell is of particular importance to clients. Our practitioners have served in a variety of roles in government, such as:

- Members of Congress
- Member of the House Appropriations Committee
- Member of the House Budget Committee
- Member of the House Transportation and Infrastructure Committee
- Assistant Administrator of the Environmental Protection Agency with oversight of climate change and environmental policy development
- Acting General Counsel of EPA
- Independent Counsel appointed to investigate Cabinet-level officials
- Federal Energy Regulatory Commission trial attorneys
- Assistant Secretary of Treasury
- Congressional chief of staff
- Congressional legislative director
- Congressional counsel and staffers
- Congressional press secretaries
- Department of Justice lawyers
- Military officers serving the White House and Congress

## ABOUT BRACEWELL

Bracewell & Giuliani LLP is a prominent international law firm with more than 450 lawyers in Texas, New York, Washington, D.C., Connecticut, Dubai, Kazakhstan and London. We serve Fortune 500 companies, major financial institutions, leading private investment funds, governmental entities and individuals concentrated in the energy and financial services sectors worldwide. Bracewell has developed highly regarded concentrations in specific industries and disciplines. Some of these include:

**Energy:** Bracewell delivers sophisticated legal, regulatory and transactional guidance to clients engaged in the exploration, production and delivery of traditional and alternative fuels, throughout the United States, Latin America, Europe and the Caspian region.

**Environmental Strategy:** Bracewell helps senior corporate leaders address major environmental and energy issues such as climate change and air quality, through legislative advocacy, regulatory counseling, corporate governance and litigation.

**Banks and Financial Institutions:** Bracewell represents leading community, national and foreign financial institutions in commercial credit transactions, entity structuring, mergers and acquisitions, S-corporation conversions, IPOs, regulatory compliance and broker-dealer matters.

**Financial Restructuring:** Described by leading international surveys as "involved in numerous high-profile restructurings in both the US and worldwide," "savvy, smart and solutions-oriented" and "brimming with connections in the industry," we represent bondholder, noteholder and lender groups, official committees, asset purchasers, DIP lenders, Chapter 11 trustees and debtors in domestic and international workouts, restructurings and bond exchanges and in-court U.S. and foreign insolvency proceedings.

**Private Investment Funds:** Bracewell provides timely, balanced advice to private investment funds and their portfolio companies on fund formation, regulatory compliance, trading and regulated transactions, investments, acquisitions, special situations and risk management.

**White Collar Criminal Defense and Special Investigations:** Bracewell's team of experienced former prosecutors helps clients conduct internal inquiries, prevent potentially illegal conduct, address compliance and governance issues, respond to regulatory inquiries, and defend against law-enforcement actions.

## FIRM LOCATIONS

### **Houston**

711 Louisiana Street,  
Suite 2300  
Houston, Texas 77002-2781  
**T:** +1.713.223.2300  
**F:** +1.713.221.1212

### **Washington, D.C.**

2000 K Street NW  
Suite 500  
Washington, D.C. 20006-1872  
**T:** +1.202.828.5800  
**F:** +1.202.223.1225

### **Austin**

111 Congress Avenue  
Suite 2300  
Austin, Texas 78701-4061  
**T:** +1.512.472.7800  
**F:** +1.512.472.9123

### **Dallas**

1445 Ross Avenue  
Suite 3800  
Dallas, Texas 75202-2711  
**T:** +1.214.468.3800  
**F:** +1.214.468.3888

### **San Antonio**

106 S. St. Mary's Street  
San Antonio, Texas 78205-3603  
**T:** +1.210.226.1166  
**F:** +1.210.226.1133

### **New York**

1177 Avenue of the Americas  
19th Floor  
New York, New York 10036-2714  
**T:** +1.212.508.6100  
**F:** +1.212.508.6101

### **Connecticut**

225 Asylum Street  
Suite 2600  
Hartford, Connecticut 06103-1534  
**T:** +1.860.947.9000  
**F:** +1.860.246.3201

### **Dubai**

Pearl Building, Suite 1301  
P.O. Box 6750  
Dubai, United Arab Emirates  
**T:** +1.9714 228 3194  
**F:** +1.9714 222 7250

### **Almaty**

57 Amangeldy Street  
Suite 400  
050012 Almaty, Kazakhstan  
**T:** +1.7.3272.581.400  
**F:** +1.7.3272.581.444

### **London**

15 Old Bailey  
London EC4M 7EF  
England  
**T:** +1.44.207.743.6250  
**F:** +1.44.207.743.6251