

Infrastructure

Across Canada, the United States and beyond, we help sponsors, lenders, public authorities and contractors throughout the life cycle of infrastructure assets and services.



Overview

Involved in over 275 major projects across Canada and the United States, our team brings technical skills and robust asset-class knowledge to help clients in their infrastructure work. In an industry where projects can be subject to risk, adjustment and delay, clients value our quick, practical thinking; we devise tailored solutions on complex and pathfinder transactions that span PPP models, concessions and other structures.

Our involvement in the industry gives us 360-degree insight into the business, political and legal challenges each project stakeholder may face, and how to best facilitate successful outcomes on multi-party projects. Clients benefit from our unique North American platform; we offer integrated Infrastructure advice to clients on both sides of the Canada-U.S. border.

PRIMARY CONTACT



Mark W.S. Bain

Areas of Service

Project Development

We help plan, procure, build and finance major capital projects across North America, advising on everything from strategic planning, permitting and financing advice, to M&A, regulatory, environmental, real estate and Indigenous matters.

Public-Private Partnerships

We understand the delivery models with which public authorities are most comfortable and facilitate collaboration among parties in infrastructure projects. We advise on all forms of project structures (e.g., BF, DBF, O&M, DBFM, DBFOM) and broader redevelopment initiatives.

Procurement

Our team has rich experience in public procurement law, and we regularly act in both negotiated and competitive procurement processes for public authorities, developers, construction contractors, service providers and lenders.

Project Finance

With experience across all major infrastructure sectors, we have acted as counsel on some of the largest and most complex project finance transactions, regularly advising both lenders and developers.

Construction

We have extensive experience drafting and negotiating design and construction contracts for both linear and vertical projects. This gives us market awareness to advise our clients on complex and sophisticated projects.

M&A

Our leading M&A services and deep history in the infrastructure sector make us go-to counsel to advise buyers, sellers, investment funds, lenders and governments in infrastructure secondary transactions, including privatizations, concessions and other structures.

Energy Regulatory

Our work covers regulatory processes relating to approvals for the development, generation, transmission, distribution and sale of energy. We also advocate for our clients in regulatory proceedings which often involve complex financial and operational issues.

Government and Crown Corporations

Our practice has nuanced understanding of the public institutions landscape, helping governments to execute strategic projects, and advising private sector clients as they cultivate effective partnerships with public-sector players.

No matter the asset class, region or complexity, we bring *multidisciplinary insight* into every stage of your project.

275+

Infrastructure and energy projects

Market-leading experience.

We are known for our work helping plan, procure, build and finance major capital projects. Our team has been active on over 275 infrastructure and energy projects in Canada and the U.S.

North American platform.

From our offices in Canada and New York, we give clients the unique benefit of cross-regional perspective on their Canadian and U.S. projects.

20

U.S states we have worked in

Featured Work

Rogers C\$7 billion innovative equity financing

Torys acted as counsel to Rogers Communications in an innovative C\$7 billion equity financing transaction with an investor group led by Blackstone to finance a portion of its wireless network and materially reduce its leverage

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Prince George's County Public Schools

Torys acted as counsel to Prince George's County Education and Community Partners (Fengate/Gilbane/Stantec/Honeywell) as the successful proponent for the US\$400 million Prince George's County Public Schools (PGCPS) PPP project to design, build, finance and maintain six new schools in Prince George County, Maryland

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Detroit River Tunnel Partnership sale

Torys acted as counsel to OMERS Infrastructure in the US\$312 million sale of its interest in Detroit River Tunnel Partnership and its related assets to Canadian Pacific Railway Limited

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New Western Memorial Regional Hospital

Torys acted as counsel to Government of Newfoundland and Labrador and Western Regional Health Authority as the public authorities for the C\$750 million Corner Brook Acute Care Hospital (now the new Western Memorial Regional Hospital) PPP project to design, build, finance and maintain a new acute care hospital in Corner Brook, Newfoundland and Labrador, a project which won the *IJGlobal's* 2019 North America Social Infrastructure Deal of the Year, the 2020 Silver Award for Innovation and Excellence in Project Development from the Canadian Council for Public-Private Partnerships (CCPPP) and the 2024 Gold Award for Innovation and Excellence in P3 Design & Construction also from CCPPP

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Representative Work

Brookfield Infrastructure announces at-the-market equity issuance program for up to US\$400 million

Brookfield Infrastructure in cross border at-the-market (ATM) offering program for up to US\$400 million of Class A exchangeable subordinate voting shares

Brookfield Infrastructure completes C\$700 million offering of medium term notes

Brookfield Infrastructure in its C\$700 million public offering of medium term notes, including C\$375 million of 3.7% Series 15 notes due 2031 and C\$325 million of 4.526% Series 16 notes due 2035

St. John's New Adult Corrections Facility

Government of Newfoundland and Labrador as the public authority for the C\$692.8 million New Adult Corrections Facility PPP project to design, build, finance and maintain a new 21,000 square metre facility to replace Her Majesty's Penitentiary in St. John's, Newfoundland and Labrador

Rogers closes C\$7 billion equity investment

Rogers Communications in an innovative C\$7 billion equity financing transaction with an investor group led by Blackstone to finance a portion of its wireless network and materially reduce its leverage

Lambton College New Residence

Fengate as the successful proponent, in partnership with Tilbury Properties Corporation, for the Lambton College New Residence PPP Project to design, construct, finance, operate and maintain a new student residence on the college's campus in Sarnia, Ontario

Sociedad Aeroportuaria Kuntur Wasi in proceedings to recognize and enforce an ICSID award against Peru

Fengate as part of the EllisDon Infrastructure consortium the successful proponent for the P3 Schools Bundle #5 project to design, build, finance and maintain six new schools in Alberta

407 International issues C\$350 million of medium term notes

407 International in its C\$350 million public offering of 4.45% senior secured fixed rate notes, Series 25-A1, due 2052

the lenders to Ontario Science Partners (John Laing/Sacyr Infrastructure/Amico Major Projects) as a shortlisted proponent for the new Ontario Science Centre Facility PPP project to design, build, finance and maintain a new state-of-the-art facility on the mainland at Ontario Place in Toronto, Ontario

Brookfield Infrastructure completes reorganization of Brookfield Infrastructure Corporation

Brookfield Infrastructure in the reorganization of the capital structure of Brookfield Infrastructure Corporation



Torys is able to expertly communicate complex matters in a straightforward manner and present sound advice that is tailored to our risk tolerance levels.

— CHAMBERS CANADA, 2023

Latest Insights

CanREA Clean Power Finance Canada Summit

Partner and co-head of Torys' Indigenous practice Valerie Helbrunner will speak at the CanREA Clean Power Finance Canada Summit on May 5 in Toronto.

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Canada's LNG opportunity

Canada is positioned to become a leading global supplier of LNG. Major market and policy forces are driving this and creating new incentives and opportunities to accelerate production.

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Private capital investment opportunities: mobilizing capital for Canada's energy supercycle

Private capital investors will want to move early and stay agile to leverage the opportunities emerging from Canada's energy sector growth.

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Canadian oil and gas M&A: what comes next for Canada as an energy superpower

As Canada positions itself as a global energy superpower, the opportunities to expand the oil and gas industry through investment and dealmaking are immense.

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Canada's Arctic moment: realizing critical mineral development in Canada's North

We review the policy and legislative initiatives creating a generational opportunity to advance critical mineral development in Canada's North.

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Funding Canada's next wave of nuclear development

New nuclear projects in Canada require private capital to succeed. We examine the conditions needed to make these investments happen.

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Recent Recognition

[Band 1 in Projects: PPP & Infrastructure \(Chambers Canada\)](#)

[Tier 1 in Infrastructure Projects \(The Legal 500\)](#)

[Tier 1 in Project Finance \(IFLR1000\)](#)

Recent News

Torys advises OPG on innovative \$3 billion equity investment

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Torys named one of Canada's Best Law Firms by *The Globe and Mail*

The firm was recognized across 18 practice areas, highlighting our strong industry presence and reputation among our peers and clients.

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Claire Seaborn named a Forward 40 emerging lawyer in ESG and sustainability

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Improving Canada's projects approval process

The CBC references a *Torys Quarterly* article as part of a discussion around the government's plans to expedite national projects.

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Legislative changes needed to achieve government's two-year approval goal for projects

Partner Michael Fortier speaks with *The Globe and Mail* about opportunities to accelerate government approvals of major resource projects.

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An energy-based economy requires "commercially reasonable" approval timelines

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