

Transportation and Logistics

Overview

Schiff Hardin represents participants throughout the transportation industry, from car manufacturers to bus, trucking and storage companies, railroads and their suppliers, manufacturers of aircraft and automotive component parts, and high-tech enterprises related to the aerospace industry.

Our clients also include a broad range of companies doing business with the industry, including financial institutions, energy companies, heavy equipment manufacturers, and lenders, lessors and lessees.

We provide an array of services for our clients, from managing contracts between school bus industry clients and various governmental entities to preparing transportation contracts for warehousing and energy clients. We have represented aircraft component parts manufacturers in financial transactions, defended a major U.S. airline in nationwide class action lawsuits, and successfully tried to judgment an aircraft-crash case against the federal government.

Our services also include legal counsel in regard to:

- Railcar acquisitions and leasing, including applicable tax analysis
- Railroad operating and service agreements
- Aircraft financing and leasing
- Federal Aviation Administration (FAA) maintenance regulation
- Class-action litigation defense
- Mergers and acquisitions
- Labor and employment counseling and litigation
- Employee benefits and executive compensation plans and compliance
- Trademarks and copyrights
- Patents
- Land use and rights-of-way
- Real estate transactions
- Change-in-control arbitrations
- Initial public offerings and other offerings of debt and equity
- Securities compliance
- Facilities construction
- Transportation contracts for coal
- Environmental compliance, permitting and litigation
- Antitrust counseling and litigation for automotive manufacturers and suppliers
- State and local tax counseling and litigation for automotive manufacturers

Automotive

- Represented both manufacturers and their suppliers, both as plaintiffs and defendants, in different antitrust class actions
- Served as go-to state and local tax attorneys for multiple manufacturers
- Counseled several manufacturers and their associations on antitrust compliance regarding parts pricing and distribution, connected vehicles and labor negotiations
- Represented a leading industry supplier, Modine, in major personal injury, warranty, environmental and IP litigation

Aviation

- Obtained summary judgment for a major U.S. airline in three high-stakes, nationwide class action lawsuits alleging millions of dollars in damages based on changes to frequent-flyer program benefits
- Represented the purchasers of the senior tranche of notes in connection with the \$330 million securitization of lease payments under 50 aircraft engine leases for an international aircraft engine lessor
- Represented institutional investors in their purchases of \$140 million of senior secured notes issued by an international aircraft operating lessor and secured by airframes, engines, spare parts, leases and other assets
- Represented institutional investors in their purchases of approximately \$135 million of enhanced equipment trust certificates (EETCs) issued in connection with the leveraged lease of ten Boeing B717 aircraft by a domestic air carrier
- Represented taxpayers in connection with alleged personal use of corporate aircraft

Bus, Trucking and Ambulance

- Represented Laidlaw (now First Group), an international transportation company, in regard to multiple, strategic acquisitions, including:
 - • A \$1.2 billion tender offer for American Medical Response, Inc., and \$400 million tender offer for Dallas-based EmCare Holdings, two companies engaged in the emergency medical transportation business
 - • The acquisition by cash-out merger of the Indianapolis-based Mayflower Group, Inc., the second largest provider (behind Laidlaw) of school bus transportation services in North America, in a transaction valued at \$250 million
 - • The acquisition of Greyhound Lines, Inc., the largest provider of inter-city bus transportation services in North America, in a transaction valued at \$700 million
- Represented the owners of Arens Controls Company, L.L.C., a leader in the production of control system solutions for industrial vehicles, in the sale of 100% of the membership interests in Arens for \$98 million in cash to Curtis-Wright Corporation
- Vindicated patent rights of sellers of automotive air-conditioning condensers against competitor, in federal court litigation and in the International Trade Commission, and in Federal Circuit.
- Defended manufacturer of heavy-truck suspension systems in declaratory judgment action asserting that competitor's patents were invalid and not infringed, resulting in successful resolution.
- Defended telematics company against claims of infringement of a patent on electronic communications with vehicles, resulting in successful resolution.

Rail

- Represented debt participants holding approximately \$600 million in equipment trust certificates under 14 separate leveraged lease transactions and one single investor lease transaction in connection with the sale and assignment of the lease portfolio of a U.S. subsidiary of a Canadian railcar manufacturer to an international railcar operating lessor
- Represented a Class I Railroad in its public issuance of approximately \$150 million of pass through trust certificates issued in connection with the leveraged lease of locomotives
- Represented debt participants in their purchases of approximately \$100 million of equipment notes issued in connection with the leveraged lease of railcars by a U.S. subsidiary of a Japanese conglomerate which lease payments are guaranteed by its U.S. and Japanese parent companies

Facilities Construction

- In our *Transportation Infrastructure Practice*, worked on projects including the New York City Transit Authority's Subway System as well as Israel's Ben Gurion International Airport and the finance, design, build and own of rail facilities in the Middle East
- In our Failure and Collapse Program, worked on failure and collapse matters including the Schoharie Bridge collapse on the New York State Thruway
- Assisted lenders in \$100 million structured financing of automotive assembly line equipment
- Represented institutional investors in connection with their purchases of approximately \$35 million of senior secured notes issued to upgrade a jet fuel storage facility at a major U.S. airport

Industrial Equipment

Represented a private equity family portfolio company that manufactures cabs and attachments for heavy duty tractors in many distribution and supply agreements.

AWARDS & HONORS

- BTI "Innovation Builder"

We were singled out by corporate counsel as one of only 28 percent of law firms clients view as a BTI "Innovation Builder," which recognizes firms that bring change to the legal market through new technology, services, strategies, or structures.