

Legal Issues in Renewable Energy Development in Utah
Utah Renewable Energy Conference
April 19, 2011
Proposed 4 hours CLE

Overview: This seminar will examine the broad range of legal topics that a renewable energy developer and its advisors must understand in order to successfully develop and finance a renewable energy project.

1. Overview of renewable energy technologies, a discussion of the relationships between central generation, transmission, distribution, distributed generation and load, and a primer on renewable energy jargon. Then we'll turn to a discussion of the policies and issues that have contributed to the growth of renewable energy in the United States.

1:30-2:00 p.m.

Faculty: Ryan Lambert, VP Community Energy, REDCO

2. **Site Control** - First step in any renewable energy project: obtaining site control, whether through a lease, easement, right of way or other agreement with the land owner. We will consider key issues to consider when negotiating these agreements with private landowners or agencies controlling public lands.

2:00-2:30 p.m.

Faculty: Michael Christopherson, Stoel Rives LLP
Adrienne Bell, Stoel Rives LLP

3. **Siting and Permitting** - After learning about the legal and business issues involved in obtaining site control, we'll discuss the various state and federal processes for obtaining the permits required to build, own and operate a renewable energy project.

2:30-3:00 p.m.

Faculty: Michael Malmquist, Parsons Behle & Latimer

4. **Power Purchase Agreements, Interconnection and Transmission** - For electricity generating projects, one of the most important project documents is the power purchase agreement (PPA), sometimes referred to as an "offtake" agreement. Renewable energy projects also generate renewable energy certificates (RECs), which represent a separate element of value that can be "bundled" with electricity or "unbundled" and sold separately. We will also discuss some subtle and important distinctions among wind, geothermal and solar PPAs. Finally, we'll discuss interconnection agreements, the interconnection queue process, transmission arrangements, federal regulatory issues, and the nagging problems of "intermittency" and "integration."

3:00-3:35 p.m.

Faculty: Julia Pettit, Stoel Rives LLP

BREAK – 3:35-3:45 P.M.

5. **Design, Engineering, Construction and Equipment Procurement** - Once a developer has assembled a land position, permits, and other key project documents, the next task is to build the project. We'll discuss the legal and contractual issues commonly encountered in major equipment procurement and construction contracts for renewable energy projects.

3:45-4:30 p.m.

**Faculty: Ryan Lambert, VP Community Energy, REDCO
Sean McBride, VP and General Counsel, REDCO**

6. **Financing Renewable Energy Projects** - The developer might want to build the project and continue to own and operate it—but how does the developer come up with the “financing” to pay for the enormous capital cost of a large renewable energy facility or for distributed generation projects? We'll discuss various options for balance sheet, debt and tax equity financing, sale/leaseback, government programs, as well as the legal and business issues each raises.

4:30-5:10 p.m.

**Faculty: Darin Lowder, Ballard Spahr LLP
Theresa Foxley, Ballard Spahr LLP**

7. **Buying and Selling a Renewable Energy Project** - When a project reaches a certain point, the developer may want to sell it. We'll review various structures including an asset sale, equity sale and early stage investment/mergers, along with key terms and conditions to develop a better understanding of the legal and business issues that buyers and sellers should be thinking about when conveying a renewable energy project to another party.

5:10-5:30 p.m.

Faculty: Julia Pettit, Stoel Rives LLP