

Renewable Energy

We navigate a complex mix of renewable energy markets, resources and regulations nationwide and beyond. Our skilled energy attorneys know every segment of the industry—wind, solar, biomass, biofuels and hydro. We understand emerging energy markets and how the assets underlying those markets are developed and operated. Known for our ability to finesse complex energy transactions encompassing the entire spectrum of development, financing, acquisition and disposition of energy resources, we work with independent power producers, electric generation and transmission utilities, public power agencies, developers, contractors, energy funds, lenders and investors.

REGULATORY

Our market-leading team combines former in-house counsel to independent power producers with energy transactional lawyers focused on FERC and related federal and state regulations, making us uniquely qualified to handle all aspects of renewable energy transactions and project development, including energy incentive programs. Our attorneys practice before state agencies that oversee utility rates and regulatory compliance, siting, routing and permitting of energy facilities, representing key players in natural gas-fired, wind, solar, biomass and hydro energy generation and transmission. We have diverse experience navigating regulatory complexities before such agencies as the Commodity Futures Trading Commission in our representation of renewable energy developers and energy funds focused on renewable energy investments. From cooperation with regulatory staff to communicating effectively with key government decision makers, we help clients make the right human connections for their projects.

LITIGATION

The intensely competitive energy industry leads to equally fierce disputes, with renewables often at the heart of the debates involving the competitive restructuring of electric utilities. We have represented coalitions of state public utility commissions in the Northeast and the Midwest in cases related to the formation of regional transmission organizations (RTOs), worked on numerous cases related to the design of California electric markets, and advised on disputes concerning state renewable portfolio standards (RPS).

Renewable Energy

ENVIRONMENTAL

As new laws relating to climate change continue to evolve at all levels of government, we help our clients apply new developments in the law and the specific impacts to the development and operation of wind energy farms and other forms of renewable energy, negotiate power purchase agreements, and lobby legislatures and state agencies with respect to climate change issues.

EXPERIENCE

Our renewable energy counsel spans policy, state and federal regulation, finance, transactions, intellectual property, environmental and litigation, including:

- Project development, electric generation and transmission.
- Mergers and acquisitions for companies and projects.
- Energy project finance, including tax equity, private equity and corporate finance.
- Operational and trading agreements.
- Environmental permitting and compliance, including conservation programs.
- In-depth experience on tax and financing issues.

WIND

Our wind energy attorneys adeptly navigate the legal complexities of building, operating and managing successful wind energy projects. We represent wind industry participants and the entities that finance them, in the formation, development, financing and construction of large-scale wind projects, and the purchase and sale of energy. Working closely with our real estate, environmental and corporate law teams, our attorneys help wind developers handle site assessment, permitting, transmission, regulatory compliance, construction, design, power sale agreements, operations and maintenance, asset purchase and sale, and finance. We also help with issues that come up during wind project development such as intellectual property and environmental matters.

Our wind energy clients include Fortune 500 companies, private equity and venture capital firms, strategic investors, public entities, utilities and wind turbine manufacturers throughout the United States. Their transactions and cases tell our story:

- Negotiated power purchase agreements and joint development agreements for wind developers, including a recent power purchase agreement for a 240-MW wind farm in Texas.
- Represented clients that developed wind facilities and subsequently sold such projects through asset and equity sales.

STINSON

STINSON LLP \ STINSON.COM

Renewable Energy

- Represented a national wind energy company in post-construction financing transactions associated with two wind farms in North and South Dakota totaling more than 100-MW.
- Represented Wind Capital Group in connection with its \$350 million, 201-MW Post Rock Wind Energy Project in Kansas as local real estate counsel in its construction loan, term loan financing and letter of credit facility.
- Served as lead counsel concerning obtaining approval of Westar's agreement for a 20-year wind generation power agreement and reviewing permits related to endangered species for Prairie Wind, a joint venture involving a 180-mile electric transmission line to transport wind-generated energy.
- Represented a wind developer in a joint venture connected with an offshore wind project on Lake Michigan.
- Represented a joint venture between a wind developer and a solar developer to develop approximately 600-MW of hybrid wind/solar projects in Texas, with such representation encompassing all aspects of the development of the projects; including lease and easement negotiations, interconnection agreements, equipment and construction arrangements, tax credit structuring matters, financing and divestiture.
- Assisted wind energy project developers in addressing generator interconnection and queue issues in the Midwest ISO, ERCOT and other regional transmission operators and have negotiated Large Generator Interconnection Agreements on behalf of such developers.
- Assisted clients in compliance with federal regulations associated with qualifying facilities, exempt wholesale generators and market-based rate authority.
- Evaluated incentives for wind energy production in several states, including community energy programs and tax and production incentives, as well as incentives from the federal government.
- Represented a national wind energy company in all aspects of project development, including representation in certificate of need and permitting proceedings, as well as land use and real estate issues.
- Served as lender's local real estate counsel for the acquisition of a 165.6-MW wind farm in southwest Kansas by Nextera Energy Resources.
- Served as lead real estate counsel for a major utility company in connection with a \$500 million wind energy project on a 20,000-acre parcel of land across multiple counties in western Kansas.

SOLAR

Stinson's attorneys have extensive experience representing industry participants and financing sources in the formation, development and operation of solar projects, including environmental and energy regulatory, transactional, real estate and corporate legal issues. We have:

STINSON

STINSON LLP \ STINSON.COM

Renewable Energy

- Served as outside general counsel for a U.S. solar module manufacturer, encompassing all corporate, financing and transactional legal matters.
- Represented lenders in loans to finance solar projects.
- Drafted and negotiated solar letters of intent, leases and easements, interconnection agreements, equipment purchase and construction contracts and purchase power agreements.
- Advised a client on the formation of an investment fund to provide sponsor equity to commercial scale (
- Represented a solar investment fund concerning investments in commercial scale solar energy projects.
- Advised solar project developers on development issues associated with the development and subsequent “shovel ready” sale of various utility scale photovoltaic solar projects, including projects in Hawaii (5-MW) and Massachusetts (6.5-MW).
- Advised solar project developers on tax credit and related matters.
- Advised solar project owners on operational and financing matters.
- Advised clients on legal issues concerning the acquisition, development, financing, construction, ownership and operation of commercial scale solar projects.
- Advised a client in the negotiation and drafting of operative agreements for a Missouri solar farm.
- Drafted and negotiated solar letters of intent and purchase power agreements.
- Advised clients on issues arising under FERC’s large and small generator interconnection agreements and procedures guidelines, as well as state issues relating to the interconnection of renewable energy projects to the electric grid.
- Lobbied tax writing committees in the U.S. House and Senate on issues including permanent production tax credits for solar energy clients.
- Advised clients on the establishment of various international joint ventures for the development of solar power projects in various countries, including India and the Dominican Republic.
- Advised clients on intellectual property matters such as preparing patent applications relating to silicon ingots for solar applications and silicon ingots pulling techniques.

BIOMASS

Our energy attorneys have experience in all aspect of biomass projects, including ownership structuring, site assessment, permitting, regulatory compliance with government agencies, construction, design, feedstock purchase arrangements, power sale agreements, operations and maintenance, disposition of renewable energy attributes (including renewable energy certificates), asset purchase and sale, leasing and sub-leasing arrangements, tax credits and other incentives, grant applications and project financing. We have represented:

Renewable Energy

- Client in a \$3 million Series B preferred stock investment in a biomass development company.
- Client in a joint venture for conversion of a cogeneration plant to a biomass facility, including the negotiation of a limited liability company agreement, the obtainment of release of assets under credit facility, and the transfer of assets from existing partnership to joint venture.
- Engineering and construction firm concerning a 100-MW biomass-fired power plant project to be constructed in Texas, including contract work for the design, supply and delivery of a steam turbine generator as well as for the engineering, design and supply of a bubbling fluidized bed boiler and associated equipment, and the engineering/procurement/construction contract for the facility.
- Power income fund in its equity investment in a company that is developing a pipeline of biomass projects in the Southeast, including power purchase agreement and fuel supply due diligence.
- Developer in its efforts to acquire a California 18-MW biomass plant, shut down since the late 1990s, and repower it using various types of wood waste—our representation has included all aspects of acquisition and development, including negotiation of the purchase agreement and related ground lease, analysis of production tax credits, investment tax credits and grants available under existing regulations and under the American Reinvestment and Recovery Act, and advice with respect to power purchase agreements, permitting, interconnection and equity or debt financing.
- Joint venture in the early stage development of a 50-MW biomass project in Minnesota.
- Wisconsin Native American Tribal enterprise in its evaluation of a biomass project as part of its lumber mill operations.
- Commercial dairy operator developing an anaerobic-digester project with respect to debt financing, grant applications, the power purchase agreement, tax matters, equipment contracts and regulatory compliance.
- Client re-developing livestock production operations in a tribal area with respect to debt and equity financing, leasing and sub-leasing arrangements, regulatory and environmental compliance, grant applications and renewable-energy strategies.
- Municipal power agency in the development, tax credit financing, construction and interconnection of a 7.5-MW biomass digester to an electricity project.

BIOFUELS

Stinson's team is a trusted partner and advisor to leaders in the biofuels industry and its stakeholders—producers, project coordinators, builders, lenders, marketers, commodity suppliers, equipment manufacturers, investors, agricultural cooperatives, federal and state regulatory agencies, local counsel and biofuels production plants. With deep experience in clean tech and renewable energy, we provide our clients with a full spectrum of legal services and pragmatic and creative solutions to meet their unique legal needs and business challenges.

STINSON

STINSON LLP \ STINSON.COM

Renewable Energy

We counsel on capital structures, financing and corporate governance matters, the negotiation of supplier, marketing and transportation agreements, environmental matters, tax compliance and labor relations. Our purview includes joint venture structuring, technology, construction, real estate, land use, water, transportation, environmental concerns and regulatory matters related to fuel transportation and transmission, and other energy regulations to help clients manage their most critical legal and business needs. We have:

- Coordinated strategic venture capital transactions (typically coupling an equity investment in a biofuels company with intellectual property development agreements and various commercial agreements).
- Represented clients as creditors in bankruptcy matters.
- Represented prospective purchasers of assets held by bankrupt producers and suppliers.
- Negotiated and documented contractual agreements concerning the purchase and sale of ethanol, biodiesel and distillers grains; ethanol plants, including corn origination; ethanol and biodiesel marketing and merchandising.
- Acquired biofuels assets and developed joint ventures with biofuels companies, ethanol plants, and grain handling facilities, including purchasing assets held by bankrupt producers and suppliers.
- Served as securities counsel in the private placement construction of an ethanol plant.
- Acted as lead counsel in the formation of Lansing Ethanol Services, LLC, a joint venture between Lansing Trade Group, LLC and a subsidiary of Macquarie Bank Limited (Australia) created to provide ethanol marketing services for ethanol producers, trade physical ethanol, and develop synergies between a leading commodity-focused financial institution and a progressive trading company.
- Served as outside general counsel to a major biofuels marketing organization.
- Been lead counsel in structuring the exchange sale of biogas for industrial boiler firing.
- Served as lead counsel in the acquisition and permitting of grain elevators for projects key to commodity delivery for biofuels production.
- Negotiated and documented risk management contracts, such as ethanol and biodiesel marketing/merchandising agreements.
- Served as lead counsel in negotiating and documenting a joint venture involving a grain handling facility and an ethanol plant.
- Advised a project developer in the development, construction and operation of a landfill gas to pipeline quality natural gas processing facility, including in connection with the long-term biogas processing agreement and project-related construction contracts.
- Negotiated oil pipeline transportation agreements, tariffs, ethanol tariffs and leases; and represented clients in the negotiation and drafting of operative agreements for renewable energy projects, including a Missouri solar farm and various biofuel projects involving landfill gas, methane extraction from

Renewable Energy

wastewater treatment facilities and dairy farms.

HYDRO

Stinson attorneys have helped clients obtain and maintain regulatory authorization to construct and operate hydroelectric facilities. We have:

- Represented state agencies in hydroelectric proceedings before FERC involving relicensing, transfer to licenses, pumped-storage, preference power issues and the division of state and federal jurisdiction concerning projects in the Northeast.
- Reviewed and developed environmental assessments and Final Environmental Impact Statements (FEIS), as well as the enforcement of conditions involving compliance with state permits.

CONTACT: Guy C. Smith | 612.335.1762 | guy.smith@stinson.com

TEAM

Volha (Olga) Andreyeva

James J. Bertrand

Jack Bowling

David D'Alessandro

Aimee Guzman Davenport

Robert F. Devolve

Quint C. Doan

Nathaniel Donoghue

David Ezrilov

Zimei Fan

Robert B. Harry

Dwight A. Larson

Peyton F. Lindley

Steven B. Mayeron

John E. McCaffrey

STINSON

STINSON LLP \ STINSON.COM

Renewable Energy

David G. Parry

Jill R. Radloff

Harvey L. Reiter

Patrick J. Respeliens

Micah J. Revell

Thomas B. Smallwood

Guy C. Smith

Robert L. Striker

Zachary D. Taylor

Claire M. Williams

M. Denyse Zosa

RELATED CAPABILITIES

Energy

Oil & Gas

Utilities

NEWS

Despite District Court Challenge, CTA Still Relevant, Zack Taylor Says in *Kansas City Business Journal* Article

03.11.2024

Leadership Council on Legal Diversity Names Glasnovich a 2024 Fellow, Araujo and Williams as Pathfinders

02.28.2024

Zack Taylor Featured in *Minnesota Lawyer's* Breaking the Ice Series

02.23.2024

Six Attorneys Elected to Partnership at Stinson in 2024

01.09.2024

STINSON

STINSON LLP \ STINSON.COM

Renewable Energy

McCaffrey, Reiter Examine Right of First Refusal Rulings, Outlook for Transmission Companies in *Law360*
01.08.2024

Jack Bowling Named to Inaugural *Legal 500* M&A Powerlist
11.03.2023

Law360 Highlights Larson's Return to Stinson
08.29.2023

Dwight Larson Returns to Private Practice, Joins Stinson in Minneapolis
08.22.2023

Stinson Welcomes Energy Associate to New York Office
08.02.2023

Stinson's Respeliers One of 30 Named to M&A POWER List in Missouri
04.12.2023

Landmark Power Supply Partnership for CORE Electric Steered by Stinson Attorneys
01.30.2023

Stinson Partners Micah Revell and Aalok Sharma Recognized as Up & Coming Attorneys by *Minnesota Lawyer*
08.02.2022

Micah Revell and Kevin Savory Examine Renewable Energy Tax Credit Proposals in *Bloomberg Tax* Article
03.25.2022

Stinson Establishes Infrastructure Task Force to Support Clients
03.08.2022

Guy Smith Addresses Supply Chain Concerns in *Solar Power World*
12.29.2021

PUBLICATIONS

Council on Environmental Quality Publishes Phase 2 NEPA Rule
05.06.2024

Energy Credits Extended for Wind and Solar Facilities
12.22.2020