

HUSCH BLACKWELL

Wind Energy

Members of our Wind Energy team draw on an extensive history representing electric utilities and independent power producers in all facets of their business, bringing targeted knowledge to the full range of matters affecting wind projects, including land acquisitions and regulation, local and state approvals, federal and state incentives, procurement, supply and sales contracts, construction, power purchase agreements and interconnection and transmission agreements. With a long-standing commitment to the energy industry, and offices across the emerging wind energy belt, we are where our clients need us to be.

Our clients include public utilities and some of the largest domestic and international wind project developers that are active in the United States as well as lenders to the industry. Members of our Wind Energy team combine a broad array of energy, environmental, construction, project finance, tax and capital markets experiences to meet the specific needs and challenges of our wind energy clients.

Our attorneys maintain an active knowledge of legislative, regulatory and commercial matters affecting the development of wind energy projects, including state siting procedures and federal and state legislative developments concerning development incentives. Our attorneys are members of multiple wind energy associations and regularly sponsor and participate in local and regional wind energy programs. Through our work with our clients and a continuous review of the wind energy deal and contracting landscape, we maintain a leading edge with respect to industry developments.

We have formed a strategic alliance with Hoecker Energy Law & Policy PLLC (HELP) (www.helppllc.com), which was founded principally to support a national trade organization of electric transmission providers and customers, including transmission-dependent wind and solar energy firms. HELP educates policymakers about the importance of strengthening the grid and reforming how it is regulated. James J. Hoecker, an attorney in Husch Blackwell's Washington, D.C., office and former chairman of the Federal Energy Regulatory Commission, is the founder, outside counsel and principal spokesperson for HELP.

Our Wind Energy team assists clients in connection with all aspects of wind energy projects, including:

Project Development and Structuring

We have assisted clients with the full range of wind project development, including the acquisition of real estate property rights, siting and permitting, environmental compliance, avian and other wildlife and aesthetic issues, joint development arrangements and joint ventures, and renewable energy credits.

Regulatory and Legislative

Our energy regulation attorneys assist our clients in connection with federal and state regulatory compliance, FERC and other regulatory filings and proceedings, interconnection and transmission reliability and compliance matters, wholesale generator determinations, market-based rate tariffs, and transfers of jurisdictional facilities. Our Wind Energy team and members of our Governmental Affairs group advise clients with respect to evolving legislative developments affecting the development, purchase and use of wind energy.

Power Purchase Agreements

We bring decades of experience and specific knowledge of wind energy assets to the preparation and negotiation of power purchase and sale agreements, power marketing agreements, and interconnection and transmission agreements.

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Project Financing

We have helped clients raise billions of dollars for the development, construction and acquisition of energy assets, including financing structured as non-recourse and limited recourse project or acquisition debt, corporate debt, and equity financings. We are intimately familiar with the tax and credit structures commonly used to support wind project-based financing, and are well-versed in the wide array of power, credit, weather and financial hedges, swaps, and other derivatives.

Construction and Operation

Members of our team have negotiated a wide array of equipment supply and construction agreements, including EPC contracts, for both traditional and renewable energy projects, and maintain a working knowledge of industry practice with regard to wind turbine purchase and warranty agreements. We also have significant experience in the negotiation of operation and maintenance agreements throughout the energy industry.

Acquisition and Sale

We have merger and acquisition attorneys with a significant focus in the energy industry, giving clients the benefit of industry-specific deal expertise. We regularly structure, negotiate and complete acquisitions, divestitures and joint ventures throughout the country and internationally, in transactions ranging from several million to several billion dollars.

Experience

- Represent investor in \$145 million tax equity investment for a 60 MW wind project in Nebraska and Kansas
- Represent one of the largest electric power companies in the acquisition of a 131 MW wind project in southwestern Kansas
- Represent a leading national wind developer on 200 MW wind project, including obtaining renewable energy export approval from Nebraska state power review board
- Represent wind energy developer in the acquisition of 100 MW wind project in Kansas and developer's negotiation of power purchase agreement with related utility
- Represent a leading independent power producer and wholesale energy marketer in various aspects of project development, including wind energy lease and easement agreements and state siting and permitting, for three large wind projects under development in Kansas and Missouri
- Represent lenders on the project financing for a 150 MW wind project to be built in the Midwest
- Represent two U.S. operations of a leading global renewable energy firm in all aspects of project development for three large wind projects in Kansas and Nebraska, including assistance with Nebraska's community-based energy development statute
- Represent lender in its participation in a \$170 million pre-construction bridge loan facility to fund the payment obligations under the project's Turbine Supply Agreement for a 150 MW wind project to be built in California
- Represent U.S. developer in various aspects of project development, including wind energy lease and easement agreements, state and federal siting and permitting, and avian, wildlife and environmental compliance, for two large Midwest wind projects under development, each consisting of up to 400 MW
- Represent several subsidiaries of a lender in origination and servicing of over \$5 billion of agricultural loans, including negotiation and documentation of wind energy lease and easement agreements for more than 10 large wind projects located throughout the Midwest
- Represent electric utility in the negotiation of a power purchase agreement and interconnection agreement with a wind project in Oklahoma
- Counsel the nationally dominant wind trade association and a non-profit working group of electric transmission owners, investors and customers in North America on transmission policy and transmission issues
- Represent three landowner groups in Nebraska organizing to seek wind energy development on their lands
- Advise Nebraska's Unicameral Natural Resources Committee through an Advisory Group and Technical Working Group on legislative proposals to foster wind development

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- Represent early-stage community wind developers in all aspects of wind project development. Clients include developers involved in community wind projects in Nebraska and North Dakota
- Handle commercial contracting matters for wind component manufacturers and general contractors serving the wind industry
- Advise developer of high voltage long-haul transmission lines connecting renewable energy sources to population centers