ECKERT SEAMANS

Energy

OVERVIEW

Eckert Seamans' Energy Group provides clients with a broad array of legal skills and government/business experience to help them successfully achieve their project objectives and business goals from inception to operation and all steps in between. The Energy Group represents every segment of the natural resources industry, including renewable energy companies, traditional utilities, domestic energy companies, foreign energy companies, mineral companies, exploration and extraction companies, financial institutions, private equity firms, government entities, and other companies associated with the natural resource industry. We counsel our clients on local, state, federal and international regulatory matters, as well as commercial and transactional, antitrust, intellectual property, labor and employment, environmental and complex litigation matters. We practice before state public utility commissions and other federal and state agencies.

As the domestic and international market for energy becomes more diverse and globally connected, it is important to select counsel that has the depth of knowledge, understanding and multidisciplinary experience to provide efficient and cost-effective representation. Eckert Seamans is a comprehensive law firm of more than 360 attorneys with a national practice. Eckert Seamans has a number of practice areas that serve its corporate, institutional, governmental and industrial clients.

Eckert Seamans' Energy Group includes experienced attorneys who understand the complex issues that confront today's energy companies, including:

- Business strategy
- Energy markets
- Construction challenges
- Environmental requirements
- Regulatory requirements
- Financing needs and financing resources
- Generating technologies
- Transmission and distribution issues
- Fuel choices
- Energy efficient buildings and factories
- Fuel transportation
- Government representation and government relations
- Regulatory/Administrative hearings
- Counsel regarding tax credits
- Representation regarding Intellectual Property
- Permitting
- Land use
- Board governance
- Project-related policies and procedures
- Energy conservation
- Renewable resources
- Emission, Carbon and Green House Gas credits creation, trading and advice
- Renewable Energy Credits
- Electric & Natural Gas Utility Tariffs
- Restructuring
- Rate counseling
- Mergers and Acquisitions

- Contract Negotiations

Federal Energy Regulatory Commission (FERC)

Eckert Seamans' energy attorneys counsel clients on complex legal issues related to energy policies and regulations imposed by the Federal Energy Regulatory Commission (FERC) and state commissions.

We represent and advise utilities, power marketers, and market participants on a range of issues related to FERC statutes, rules, regulations, and orders, including representing clients in compliance, investigations, and enforcement proceedings. Members of the group routinely advise clients on licensing, compliance, and regulatory approval matters before FERC. Additionally, we counsel clients on FERC rate and tariff issues, as well as litigate rate, interconnection, and tariff dispute issues before FERC, civil courts, and appeals to the United States Courts of Appeals.

Our work on behalf of clients also includes advising retail electric distribution utilities, competitive energy providers, municipalities, and commercial customers in matters that involve the interplay of regulations promulgated by FERC and the various state public utility commissions that regulate client undertakings.

Several members of the team, before joining private practice, served in senior positions in state government, such as public utility commissions and offices of the consumer advocate in Pennsylvania and Virginia, respectively. As a result of our collective experience working in and with the state government and related agencies, we provide valuable insight and a vast network of contacts that we put to work on behalf of our clients in the many aspects of regulatory and legislative processes and the interplay between state and federal jurisdictions.

REPRESENTATIVE MATTERS

Conventional Energy

- Coal. Counsel and representation in mergers and acquisitions, financing matters, supply contracts, transportation agreements, contract mining agreements, equipment purchase agreements, construction contracts, labor matters, environmental matters and insurance claim and commercial litigation.
- Electric energy providers. Counsel regarding federal and state regulation, including market-based and cost-based ratemaking, tariff design and implementation, regulatory compliance audits and investigations, power purchase and marketing agreements, regional transmission structures, transmission access and pricing, regulatory aspects of power plant interconnection agreements, facilities and asset leases, right-of-way and line extension agreements and energy sales or purchase contracts, corporate restructuring alternatives, litigation, acquisition of power generating facilities and environmental compliance. We actively participated in the development of electric utility restructuring legislation and electric utility restructuring proceedings in Pennsylvania as well as other mid-Atlantic states.
- Oil and natural gas providers. Counsel regarding federal and state regulatory issues, mergers and acquisitions, private placements for syndicated ventures, contracts and lease negotiations (including storage), intellectual property licensing, exports and imports, ratemaking, tariff design, investigations, environmental requirements and trial and appellate litigation. We represent the largest municipal gas company in the United States in rate proceedings and other matters before the state regulatory commission.
- Water utility providers. Counsel regarding rate application, complaint, rulemaking and certificate proceedings before state public service commissions, related litigation before state courts, as well as mergers and acquisitions.

Alternative Energy

- Ethanol. Counsel regarding underwriting for new facility siting, land acquisition, land use and zoning, state and federal grant and credit procurement.
- Renewable and sustainable energy providers. Counsel these providers (including wind and solar energy providers and ethanol and land fill gas facilities) regarding development and procurement, intellectual property protection, project finance, tax strategies and environmental and land use

issues. We also provide strategic counseling regarding finance, regulatory issues, mergers and acquisitions and various contractual matters, including power purchase, marketing, construction, equipment purchase and sale, licensing, and maintenance agreements.

- Assistance on the federal tax treatment of solar and renewable investments and identifying clean energy opportunities.
- Serve as Pennsylvania counsel for the construction of wind power facilities.
- Advise alternative energy companies in connection with regulatory matters before state PUCs, including rules for Alternative Energy Credits.
- Provide assistance to a company in establishing a biomass facility in New Jersey.
- Provided legal advice and assistance to an industry leader in the field of alternative energy resources concerning regulatory issues raised by a potential landfill gas project in Pennsylvania.
- Advise a solar leasing company that is seeking to offer solar installations on a net-metered basis to residential homeowners in Southeastern Pennsylvania.
- Draft and negotiate carbon credit trading agreements which served as the basis for trading carbon credits on the Chicago Climate Exchange.

Federal Energy Regulatory Commission (FERC)

- Counseled a wholesale energy market trading company through every aspect of a FERC audit, leading to the closure of the audit by FERC with no recommendations and no findings
- Represented one of the nation's largest energy utilities on FERC compliance matters
- Served as multi-jurisdictional litigation counsel to the owner of a FERC-licensed hydropower project in numerous state, federal, appellate, and agency cases regarding administration and operation of the project, environmental impacts, and personal injury claims
- Represented a generation and transmission cooperative (supplying power to distribution electric cooperatives in Virginia, Maryland, and Delaware) in several FERC proceedings involving wholesale electricity issues
- Advised an interstate natural gas pipeline on issues involving FERC's regulation of transportation and delivery of natural gas to wholesale customers