



2013 Alternative Energy Seminar Innovation: Changing the Future of Alternative Energy

September 18 – September 20, 2013
Phoenix, Arizona

2013 Alternative Energy Seminar

The Program

This seminar focuses on the unique business, tax, and accounting issues that affect companies operating or investing in the alternative energy sector. Seminar participants will gain insights into the future alternative energy landscape and legislative outlook, and ways innovative thinking is making a difference in addressing the challenges and opportunities the sector faces. We will also look at how business strategies are adapting as a result of broader energy industry impacts such as energy management, competing technologies and the changing fuel mix. Elective sessions allow participants to delve into the unique business and technical issues faced by companies operating or investing in alternative energy.

Wednesday, September 18, 2013

We are offering optional pre-seminar sessions on Wednesday afternoon. If interested, please choose one of the following two options during registration. Additional fees apply.

Option 1: 12:00 p.m. - 5:30 p.m.

Abengoa Solar Tour

We are pleased to offer a tour of Abengoa Solar's newly constructed Solana power plant in the Phoenix area. Space is limited to 50 participants and offered on a first-come, first-served basis.

Option 2: 2:00 p.m. - 5:45 p.m.

Elective Session 1 (choose one)

- Introduction to Tax Equity Structures – Part I
- Accounting for Partnership Flip Structures – Introduction

Elective Session 2 (choose one)

- Introduction to Tax Equity Structures – Part II
- Impact of Alternative Energy Projects and Investments on Regulatory Accounting

Elective Session 3 (choose one)

- Investment Tax Credits and Grants – Eligible Costs and Basis
- Beginning of Construction Rules for PTC (and ITC in Lieu of PTC)
- Standard Setting Updates for Alternative Energy Companies

Evening Reception

Thursday, September 19, 2013

Innovation in Alternative Energy – Making the Future Brighter

- Dr. Joseph A. Stanislaw, Independent Senior Advisor, Energy & Sustainability, Deloitte LLP

Federal Energy Legislative Landscape

- Michelle De Blasi, Shareholder, Greenberg Traurig LLP
- Jonathan Traub, Managing Principal, Deloitte Tax LLP

Next Generation Technologies Impacting Alternative Energy

- Dr. Julio Friedmann, Chief Energy Technologist, Lawrence Livermore National Laboratory
- Mary Ann Piette, Commercial Building Systems Group, Lawrence Berkeley National Laboratory

Elective Session 4 (choose one)

- REITs, MLPs and Legislative Landscape
- Tangible Property Regulations
- Observations in Financing Renewable Transactions
- A Twist on Accounting for Investments in Alternative Energy

Keynote Luncheon

- Dr. Anne McEntee, President and CEO, Renewable Energy, GE Power & Water

Elective Session 5 (choose one)

- Partnership Flip Structuring – Tax Perspectives
- Accounting Hot Topics
- Securitization Overview and Accounting/Tax Considerations
- Beginning of Construction for PTC (and ITC in Lieu of PTC)

Elective Session 6 (choose one)

- State Sales and Use Taxes and Incentives
- Property Tax Considerations in Alternative Energy
- Distributed Grid – Understanding the Needs of Industry and Customers
- Finance Executive Roundtable Discussion – Process Considerations

Elective Session 7 (choose one)

- Partnership Flip and IRC Section 467 Loan Modeling Concepts
- Accounting for Power Purchase Agreements, Leases and Derivatives
- Risk Management and Cost Containment Strategies

Dinner and Reception

Friday, September 20, 2013

Alternative Energy – Friend or Foe of States and Utilities?

- Dan Adler, President, California Clean Energy Fund and Co-Chair, ACORE Board of Directors
- Kurt Haeger, Managing Director for Resource Planning, Xcel Energy

New Technologies and Innovations – Perspectives from Leading Companies

- Dr. Lisa Dyson, CEO, Kiverdi
- Sheeraz Haji, CEO, Cleantech Group
- Craig Husa, CEO, 3TIER Inc.
- Sam H. Lee, Founder and CEO, Alta Energy Inc.

Elective Session 8 (choose one)

- Structuring Lease Investments – Tax Perspective
- Accounting for Business Combinations of Alternative Energy Projects and Investments



CPE Credit Amount and CPE Field of Study Subject Area(s) are pending review by the National CPE Compliance Group. Participants can receive up to 16.5 hours of CPE credits for attending the seminar (including optional elective sessions) in multiple subject areas depending on sessions attended.

2013 Alternative Energy Seminar

Elective session details

Abengoa Solar Tour (optional)*

A two and a half hour guided tour of Abengoa Solar's newly constructed Solana power plant. When the project is operational, which is expected in the third quarter of 2013, it will be the largest parabolic trough plant in the world. Abengoa Solar develops and applies technologies to generate electricity from the sun, working to limit climate change and to develop local communities using mostly concentrating solar thermal, but also photovoltaic technologies. Transportation and lunch will be provided for all attendees. Space is limited to 50 participants and offered on a first-come, first-served basis. CPE credit is not available for the tour. Shuttle will leave the hotel at noon and return by 5:30 p.m.

Elective Session 1 (optional)*

Introduction to Tax Equity Structures – Part I

- An introductory overview of tax-equity structuring alternatives, including:
 - Partnership flip, sale-leaseback, pass-through lease
 - Power prepay structures

Accounting for Partnership Flip Structures – Introduction

- Flip structure basics
- Real estate accounting
- Consolidation accounting considerations
- Introduction to the financing, leasing and profit-sharing methods including Hypothetical Liquidation at Book Value (HLBV)

Elective Session 2 (optional)*

Introduction to Tax Equity Structures – Part II

- Continuing the introductory overview of tax-equity structuring alternatives, including:
 - Partnership flip, sale-leaseback, pass-through lease
 - Power prepay structures

Impact of Alternative Energy Projects and Investments on Regulatory Accounting

- Accounting for the impacts of alternative energy in a regulatory environment
- Rate strategies employed to address renewable generation

Elective Session 3 (optional)*

Investment Tax Credits and Grants – Eligible Costs and Basis

- Tax cases and rulings
- Treasury guidance
- Treasury review and audit/inspection experience
- Examples – purchase and developed projects

Beginning of Construction Rules for PTC (and ITC in Lieu of PTC)

- IRS Notice 2013-29 begun construction requirements and the open issues not addressed in the guidance
- Practical considerations, best practices and planning opportunities

Standard Setting Updates for Alternative Energy Companies

- Update on the standard setting process, including current projects of FASB's Private Company Council
- Potential impacts to alternative energy companies
- Regulatory updates and potential impacts



Abengoa Solar Solana power plant.

Elective Session 4

REITs, MLPs and Legislative Landscape

- Discussion of potential alternative financing and structuring options
- Consideration of existing tax law or necessary legislative action

Tangible Property Regulations

- Capitalization rules
- Gains and losses upon dispositions
- Safe harbor guidance for generation property
- Accounting method changes

Observations in Financing Renewable Transactions

A panel of industry investors discuss:

- Can we avoid riding the "solar coaster"?
- Distributed generation financing versus utility scale
- Project buyers and investors consideration in project pricing
- New debt products on the market

A Twist on Accounting for Investments in Alternative Energy

- Modifications and variations that may apply to application of equity method accounting
- Investor and investee accounting considerations for flip structures
- Impact of electing the fair value option
- Accounting for put and call options

*Additional fees apply

2013 Alternative Energy Seminar

Elective session details

Elective Session 5

Partnership Flip Structuring – Tax Perspectives

- Overview of partnership flip and IRS safe harbor
- Equity versus debt, puts and calls
- Partnership allocation issues
- Project level non-recourse debt and minimum gain concepts
- Tax traps and pitfalls in structuring a partnership flip

Accounting Hot Topics

- Latest updates on accounting hot topics impacting alternative energy companies such as:
 - Accounting models for RECs, emission allowances, and verified carbon standards
 - Accounting for forward capacity sales and day ahead sale arrangements
 - Impairment considerations (equity method investments and long-lived assets)
 - Consolidation considerations

Securitization Overview and Accounting/Tax Considerations

- Securitization Fundamentals
 - Overall structural diagram
 - Players and their roles
 - Cash flow mechanics
- Accounting considerations relating to securitizations
- Taxation of securitization transactions

Beginning of Construction for PTC (and ITC in Lieu of PTC)

- IRS Notice 2013-29 begun construction requirements and the open issues not addressed in the guidance
- Practical considerations, best practices and planning opportunities

Elective Session 6

State Sales and Use Taxes and Incentives

- Sales tax collection requirements
- System automation solutions
- Exceptions and exclusions
- Audit strategies

Property Tax Considerations in Alternative Energy

- Tax assessment valuation methodologies
- Asset makeup and remaining economic life of each class of asset
- Property tax incentives include exemptions, exclusions and credits
- Taxable property – tangible versus intangible considerations

Distributed Grid – Understanding the Needs of Industry and Customers

- Developments in distributed grid technologies such as solar, electric vehicle and storage systems
- Insights into how utilities and commercial and industrial organizations are responding to this marketplace, including distributed generation

Finance Executive Roundtable Discussion – Process Considerations

Alternative energy companies face many process challenges from accounting to project financing to human resources in their day-to-day operations. A panel of alternative energy company executives will lead a discussion to share ideas and best practice solutions for managing process challenges and issues.

Elective Session 7

Partnership Flip and IRC Section 467 Loan Modeling Concepts

- Detailed case study illustrating various partnership flip concepts, including:
 - Capital accounts
 - Deficit restoration obligation
 - Non-recourse deductions and minimum gain chargeback
- Detailed case study of a Section 467 loan in sale-leaseback transaction, including:
 - Section 467 rent concepts and examples
 - Tax traps and pitfalls in modeling leasing and transactions

Accounting for Power Purchase Agreements, Leases and Derivatives

- Case studies involving:
 - Leases
 - Derivatives, including Normal Purchase and Normal Sales exception
 - Variable interest assessment
- Discussion of hot topics such as:
 - Sale leaseback considerations for wind projects
 - FASB lease project

Risk Management and Cost Containment Strategies

- Risk management:
 - Overview of key risks in the industry and successful risk mitigation approaches
 - Perspectives on how to identify your most significant risks
 - Update on commodity and energy transacting risks
 - Update on cyber risk
- Cost containment:
 - The problem everyone is trying to solve – ‘how to do more with less’
 - Leading practices for cost containment success

Elective Session 8

Structuring Lease Investments – Tax Perspective

- Sale leasebacks
- Inverted leases
- Leveraged lease safe harbor guidelines

Accounting for Business Combinations of Alternative Energy Projects and Investments

- Accounting for business combinations versus asset sales and acquisitions
- Challenges of allocating the purchase price to assets and liabilities acquired
- Partial sale of real estate accounting considerations

2013 Alternative Energy Seminar

Location

Arizona Biltmore
2400 East Missouri Avenue
Phoenix, AZ 85016
Phone: +1 602 955 6600

Meeting Start: Thursday, September 19, at 8:30 a.m.

*Optional sessions begin Wednesday, September 18, at 12:00 p.m.
for Abengoa Solar Tour and 2:00 p.m. for Elective Sessions.

Meeting End: Friday, September 20, at 12:00 p.m.

Attire: Business Casual

Airport and Ground Transportation

Plan your flight into Phoenix Sky Harbor International Airport.

The Arizona Biltmore is located 10 miles from Phoenix Sky Harbor International Airport. Taxis are available at a cost of approximately \$25.00 one-way and the trip will take approximately 15 - 20 minutes.

Sedans are available through Trans-Style Transportation for a flat fee of \$35.00. Please contact Trans-Style Transportation directly at +1 480 948 6131 to arrange ground transportation.

Cost

- The registration fee is \$895 (\$595 for government and nonprofit employees). Registration fee includes all conference materials, meals and refreshments, a hospitality reception on Wednesday, September 18 and a dinner and reception on Thursday, September 19. There is an additional fee of \$250 for participants of the optional elective sessions or \$100 for the Abengoa Solar Tour on Wednesday, September 18.
- The room rate for the Arizona Biltmore is \$239 per night, plus tax. This rate may be offered for dates prior to and after scheduled conference dates, subject to hotel availability. Attendees are responsible for their room, tax, and incidentals upon departure. Complete the mail-in or online registration to reserve your hotel room. Please do NOT call the hotel directly.
- **Discounts Available:** Companies registering three or more employees will receive a 10% discount. The discount will be reimbursed after the conference, based on attendance.
- **Cancellation Policy:** Registration fees are nonrefundable. Substitutions may be made at any time.
- **Changes:** If your registration is mailed in, any changes to the submitted registration should be sent via email to alternativeenergy@deloitte.com. Online registrations must make changes directly on the registration site.

Registration Information

Please register online at <http://www.deloitteconference.com/profile/web/103342> or complete the registration form below. Registrations by mail should include this form and your check in the amount of \$895 made payable to Deloitte & Touche LLP (credit cards can only be accepted for online registrations). Our tax ID is 13-3891517.

Please mail registrations to: Deloitte Alternative Energy Seminar
Attention: Ms. Sara Blitch
1750 Tysons Blvd, Suite 800
McLean, VA 22102

Questions? Please contact Sara Blitch at:
Telephone: +1 703 251 4331
Fax: +1 703 332 7742
Email: alternativeenergy@deloitte.com

2013 Alternative Energy Seminar

Note: This Seminar is open to clients and future clients of Deloitte, not to other organizations including professional services and consultants.

Registration Mail-in Form

If registering by mail or fax (+1 703 332 7742), please complete the form below and mail it with your check.

_____ First name	_____ Last name
_____ First name for your badge	_____ Title
_____ Company name	_____ Address
_____ City, state, zip	
_____ email address	_____ Telephone number
_____ Special dietary requests	

Please indicate below the sessions that you will attend:

September 18, 2013, Evening Cocktail Reception I will attend I will not attend

September 19, 2013, Dinner and Reception I will attend I will not attend

Elective Sessions:

Please select elective sessions to tailor the seminar to your specific industry focus. Your elective sessions will be confirmed to you a week prior to the seminar via email.

Pre-seminar Optional Session

Additional fees apply.*

Option 1: 12:00 p.m. – 5:30 p.m.

Abengoa Solar Tour

OR

Option 2: 2:00 p.m. – 5:45 p.m. (Please choose one in each elective session)

• Elective Session 1 (choose one)

- Introduction to Tax Equity Structures – Part I
- Accounting for Partnership Flip Structures – Introduction

• Elective Session 2 (choose one)

- Introduction to Tax Equity Structures – Part II
- Impact of Alternative Energy Projects and Investments on Regulatory Accounting

• Elective Session 3 (choose one)

- Investment Tax Credits and Grants – Eligible Costs and Basis
- Beginning of Construction Rules for PTC (and ITC in Lieu of PTC)
- Standard Setting Updates for Alternative Energy Companies

Seminar Elective Sessions

• Elective Session 4 (choose one)

- REITs, MLP and Legislative Landscape
- Tangible Property Regulations
- Observations in Financing Renewable Transactions
- A Twist on Accounting for Investments in Alternative Energy

• Elective Session 5 (choose one)

- Partnership Flip Structuring – Tax Perspective
- Accounting Hot Topics
- Securitization Overview and Accounting/Tax Considerations
- Beginning of Construction Rules for PTC (and ITC in Lieu of PTC)

• Elective Session 6 (choose one)

- State Sales and Use Taxes and Incentives
- Property Tax Considerations in Alternative Energy
- Distributed Grid – Understanding the Needs of Industry and Customers
- Finance Executive Roundtable Discussion – Process Considerations

• Elective Session 7 (choose one)

- Partnership Flip and IRC Section 467 Loan Modeling Concepts
- Accounting for Power Purchase Agreements, Leases and Derivatives
- Risk Management and Cost Containment Strategies

• Elective Session 8 (choose one)

- Structuring Lease Investments – Tax Perspective
- Accounting for Business Combinations of Alternative Energy Projects and Investments

*Additional fees of \$100 for Abengoa Solar Tour or \$250 for Elective Sessions will be added to the registration fee.

Lodging and Other Information

Do you require a hotel room? Yes No

If so, please specify check-in and check-out dates: Check-in date: _____ Check-out date: _____

Room occupancy type: Single Double

Other requests: _____

I have read and agree with the cancellation policy. Yes

Are you an alumnus of Deloitte? Yes No

How did you hear about the seminar?

Invitation email Dbriefs webcasts Deloitte contact name (if applicable)

Other (specify) _____



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For CPE purposes, this is a Group-Live advanced program.

There are no prerequisites or advanced preparation required.
Course Evaluations will be available at the seminar for participant feedback.



Center for Energy Solutions

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The Deloitte Center for Energy Solutions provides a forum for innovation, thought leadership, groundbreaking research, and industry collaboration to help companies solve the most complex energy challenges.

Through the Center, Deloitte's Energy & Resources Group leads the debate on critical topics on the minds of executives—from the impact of legislative and regulatory policy, to operational efficiency, to sustainable and profitable growth. We provide comprehensive solutions through a global network of specialists and thought leaders.

With locations in Houston and Washington, D.C., the Deloitte Center for Energy Solutions offers interaction through seminars, roundtables and other forms of engagement, where established and growing companies can come together to learn, discuss and debate.

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