2017 Deloitte Renewable Energy Seminar
Innovating for tomorrow

November 13–15, 2017
Phoenix, AZ

The program
As the renewable energy industry accelerates toward the future, there are many promising catalysts and some obstacles in its way. Deloitte's Renewable Energy Seminar explores the specific business, tax, accounting, and technology issues facing the companies that are operating, expanding, and investing in the renewable energy sector. Plenary sessions will examine industry trends and innovations from battery storage to blockchain. Elective sessions allow participants to delve deeper into high-priority business and technical issues including tax-equity structures, financing, regulation, digitalization, and many more.

Join Deloitte Energy & Resources leadership and an impressive roster of speakers from across the industry for two days of innovative ideas, practical insights, and meaningful peer networking. Register today to secure your spot.

Who should attend?
Executives, board members, investors, developers, industry analysts, utilities, and entrepreneurs interested in learning more about the unique business, tax, and accounting issues affecting companies operating in or investing in the renewable energy sector.

Location: Sheraton Grand at Wild Horse Pass
5594 West Wild Horse Pass Blvd.
Chandler, AZ 85226

Meeting start: Tuesday, November 14, 2017, 8:30 a.m.
*Optional pre-seminar sessions begin Monday, November 13, 2017, 2:00 p.m.

Meeting end: Wednesday, November 15, 2017, 12:20 p.m.

Attire: Business casual

Airports: Please plan your flight into Phoenix Sky Harbor International Airport (PHX). The Sheraton Grand at Wild Horse Pass is located 11 miles from the airport.

Registration information
Please register online at www.deloitte.com/us/reseminar
Questions? Please contact usrenewableenergy@deloitte.com
Agenda at a glance

We are offering optional pre-seminar elective sessions on Monday afternoon. Additional fees apply.

Monday, November 13, 2017

2:00 p.m.–5:50 p.m.

Elective session 1
• Introduction to tax-equity structures
• Tax controversy trends, tax litigation, changes to IRS audits of partnerships
• Useful lives and asset repowering to qualify for tax credits

Elective session 2
• Accounting for PPE impairments and AROs
• Building the digital organization of the future
• Traps for the unwary when purchasing projects before, during, or after construction

Elective session 3
• Accounting for ASC 606, revenue from contracts with customers
• Integrating DER into the grid: The third-party perspective
• Navigating DC: Regulatory developments, guidance, and process

Hospitality reception

Tuesday, November 14, 2017

8:30 a.m.–5:55 p.m.

Progress and promise: Renewable energy industry overview
• Jeff Shapiro, Partner, Peck Madigan Jones
• Greg Wetstone, President and CEO, American Council On Renewable Energy (ACORE)

The industry impact of battery storage developments
• Chris Calavitta, Senior Vice President, Infrastructure Development, Macquarie Capital
• Brian Cassutt, Vice President, Finance, AES Distributed Energy
• Mark Frigo, Vice President, Head of Energy Storage, North America, E.ON Climate & Renewables North America, LLC

Integrating the grid: Variable and distributed energy resources
• Alex Rojas, Director, Distributed Technologies, Ameren
• John Sterling, Senior Director, Advisory Services, Smart Electric Power Alliance (SEPA)

Elective session 4
• Energy market update
• Partnership flip structures: Tax perspective
• Renewable project financing alternatives

Keynote luncheon

Elective session 5
• Controllership of the future
• Modeling partnership flip structures
• Renewable energy project considerations when transacting with regulated utilities

Elective session 6
• Digging in: Beginning of construction for energy credits
• Digital transformation: Cloud, automation, blockchain...and beyond!
• Lease tax-equity structures: Tax perspective

Elective session 7
• Accounting for ASC 842, leases
• Accounting hot topics
• Advanced HLBV modeling

Dinner and reception

Wednesday, November 15, 2017

8:00 a.m.–12:20 p.m.

Wind and solar: A deep dive
• Tom Festle, CFO, E.ON Climate & Renewables North America, LLC
• Abigail Ross Hopper, President and CEO, Solar Energy Industries Association (SEIA)

Embracing corporate technology innovations
• Amy Francetic, Managing Director, Invenergy Future Fund
• João Metelo, CEO, Principle Power
• Rick Thielke, Senior Vice President, Product, Ayata

Blockchain: Disruptive innovation for the renewable energy industry
• Scott Kessler, Director, Business Development, LO3 Energy
• Glen Mackey, CRO, NRG Energy, Inc.
• Robert Trinnear, Managing Director, The Energy Authority (TEA)

Solar commercial and industrial: Challenges and opportunities for growth
• David Feldman, Senior Energy Analyst, National Renewable Energy Laboratory (NREL)
• David McIlhenny, Managing Director, Project Finance, SunPower Corporation
• Jon Peeples, Business Development Officer, US Bank
Elective session details

Optional pre-seminar elective sessions 1–3 | Monday, November 13, 2017

Elective session 1

**Introduction to tax-equity structures**
- Partnership flip
- Pass-through lease
- Sale-leaseback
- Power prepay

**Tax controversy trends, tax litigation, changes to IRS audits of partnerships**
- Recent renewable energy project tax controversy trends
- Alta Wind update
- New regulations governing IRS audits of partnerships
- Partnership-level tax and other considerations

**Useful lives and asset repowering to qualify for tax credits**
- Overview of opportunities for asset repowering
- Potential tax issues related to asset repowering
- Valuation considerations for 80/20 rule for asset repowering

Elective session 2

**Accounting for PPE impairments and AROs**
- Considerations of impairment triggers for property, plant, and equipment (PPE)
- Overview of Step 1 and Step 2 impairment analysis
- Asset retirement obligation (ARO) considerations for renewable energy projects

**Building the digital organization of the future**
- Discussion on the top issues identified by the renewable sector in the Deloitte 2017 Human Capital Trends report including:
  - The organization of the future, talent acquisition, and careers and learning
  - How addressing these can help infuse digital DNA into your current organization

**Traps for the unwary when purchasing projects before, during, or after construction**
- How different tax equity structures impact ITC-eligible basis determinations
- ITC-eligible basis considerations that should be taken into account when purchasing projects pre-COD
- Recent acquisition trends in M&A
- Accounting and purchase price allocation implications

Elective session 3

**Accounting for ASC 606, revenue from contracts with customers**
- Background on ASC 606, revenue from contracts with customers
- Updates on industry considerations and application for common arrangements
- Disclosure requirements
- Implementation challenges and best practices

**Integrating DER into the grid: The third-party perspective**
- Panel discussion on vendor perspective of achieving distributed service organization including seamless integration of distributed energy resources (DER) to include both the utility customer and third-party-owned DER
- Topics will include interconnection, protection, economics, and DER financials—as well the potential role of either partner or competitor to utilities

**Navigating DC: Regulatory developments, guidance, and process**
- Discussion on how to navigate DC from a tax regulatory perspective in the current administration:
  - Insight into the latest IRS guidance and the IRS process of issuing published guidance and PLRs
  - Impact of White House actions including executive orders on tax guidance
  - Current players and decision makers at Treasury and IRS
Elective session details

Elective sessions 4–7 | Tuesday, November 15, 2017

**Elective session 4**

Energy market update
- Recent trends in supply, demand, and other fundamentals that can shape the forward price curve

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

Renewable project financing alternatives
- Overview of renewable energy financing trends
- Perspective on benefits/costs of available financing options
- Accounting view of available financing options

**Elective session 5**

Controllership of the future
- Changing role of controllership including:
  - Challenges associated with advances in technology
  - Opportunities to offer greater value by leveraging innovation and technology
  - Overview of emerging technologies including robotic process automation (RPA)

Modeling partnership flip structures
- Detailed case study
- Illustration of how crucial elements of the typical partnership flip structure are modeled, including:
  - Capital accounts
  - Deficit restoration obligations
  - Non-recourse deductions and minimum gain chargebacks

Renewable energy project considerations when transacting with regulated utilities
- Ratemaking basics—setting a revenue requirement
- Normalization requirements and developments
- To own or not to own
- Financial reporting practices

**Elective session 6**

Digging in: Beginning of construction for energy credits
- Overview of beginning of construction standard for PTCs and ITCs
- Analysis of issues relating to recent PTC and forthcoming solar ITC guidance
- Current issues and hot topics including project repowering eligibility and diligence items in M&A and tax-equity transactions

Digital transformation: Cloud, automation, blockchain... and beyond!
- Discussion of digital transformation, which is the ability to leverage ever-changing digital technologies to transform business activities, processes, competencies, and models including:
  - The development of new competencies revolving around an ability to:
    - Be more agile, people-oriented, innovative, streamlined, and efficient
    - Induce/leverage opportunities to create change, disrupt the mainstream, and innovate a competitive advantage
  - The use of digital technologies such as cloud, blockchain, robotic and cognitive automation—coupled with the challenges of cybersecurity

Lease tax-equity structures: Tax perspective
- Sale leaseback and inverted lease structures
- Scenarios in which these structures are typically used
- Leverage lease safe harbor guidelines, recent market trends, and any current IRS or court guidance and opinions
Elective session details

Elective sessions 4–7 | Tuesday, November 15, 2017

**Elective session 7**

**Accounting for ASC 842, leases**
- Overview of ASC 842, leases
- Expected impacts to current lease accounting for the industry
- Targeted implementation considerations, including operational challenges and approach/best practices

**Accounting hot topics**
- Accounting for development/success fee
- Accounting for build and transfer arrangements
- Clarification of the definition of a business and potential industry impacts
- Disclosure of member equity for limited liability companies

**Advanced HLBV modeling***
- Detailed case study
- Illustration of the mechanics of a standard HLBV calculation within a typical partnership flip structure
- How alternative liquidation provisions affect the HLBV computations

*This is an advanced course. If you are not familiar with HLBV we recommend you participate in elective session 5: Modeling partnership flip structures.
Meeting information

Cost

The registration fee is

$1,200
($695 for government and non-profit employees)*

The optional pre-seminar sessions fee is

$500

The registration fee includes all seminar materials, meals and refreshments, a hospitality reception on Monday, November 13, and a dinner and reception on Tuesday, November 14.

*Deloitte LLP has organized this event, making a good faith effort to meet the requirements of a “Widely Attended Gathering” as defined in federal government ethics regulations applicable to executive agency employees and officials. It is recommended that government employee invitees consult their applicable agency ethics official regarding attendance at this event and obtain, if required, an agency interest determination in accordance with any applicable government employee ethics regulations. Additional information on the event can be obtained by contacting Annette Proctor at amproctor@deloitte.com.

Room rate:

$225 per night, single occupancy, plus 13 percent tax. This rate may be offered for dates prior to and after the scheduled seminar dates, subject to hotel availability. Attendees are responsible for their room, tax, and incidentals upon departure. Please do not call the hotel directly. Deloitte's National Meeting Services will manage all reservations based on your online registration.

Ground transportation

• Taxis are available at a cost of approximately $40 one way. The trip will take approximately 25 minutes.

• Shuttle service is available at a cost of approximately $22 per person. The trip will take approximately 30–40 minutes. Reservations are encouraged. Please call (800) 258-3826 to reserve space.

• Private car service is available from the airport to the hotel through Carey International at a rate of $100 one way, plus tax and gratuity. For reservations, please contact Carey International at 1-800-868-5042 and apply the Deloitte account code WA779066.
The Deloitte Center for Energy Solutions (the “Center”) 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.

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Deloitte Center for Energy Solutions

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