

SOLAR POWER

Finance & Investment Summit 2011

March 21-24, 2011 | Paradise Point Resort & Spa | San Diego, CA

SOLAR POWER PROJECT FINANCE & INVESTMENT SUMMIT 2011

March 23-24, 2011

Wednesday, March 23, 2011

7:00 - 8:00 *Networking Breakfast & Registration*

8:00 – 8:15 **Welcome and Introduction by Chairman**
Todd Glass, *Partner*, WILSON SONSINI GOODRICH & ROSATI

8:15 – 9:30 **Solar Project Market Outlook 2011**
The burst of project approvals by the California Energy Commission and BLM is welcomed news to the solar industry. Many challenges remain to moving projects through development and financing to operation. What's more, the prospects for expansion of the solar market are far from clear. How is it likely to evolve in the upcoming year? What are the key factors that will shape its direction?
»» What is the market for the next 3 to 5 years?
»» Is the market reaching saturation?
»» What impact will the current government policy and landscape incentives have on the industry?
»» What impact will low gas prices, transmission constraints, and environmental concerns have on industry expansion?
»» Will we continue to see further industry consolidation and, if so, what will be the impact on players across the value chain?

Moderator:

Jerry Bloom, *Partner & Chair, Energy, Project Development, and Finance Practice Group*, WINSTON & STRAWN LLP

Panelists:

Daniel Alcombright, *Vice President, North America*, SOLON CORPORATION

Tristan Grimbert, *President & Chief Executive Officer*, ENXCO

Mac Irvin, *Chief Financial Officer*, SUNGEVITY; *Formerly Managing Director*, SUNPOWER CORP.

Carmine A. Tilghman, *Director – Renewable Energy Resources*, TUCSON ELECTRIC POWER COMPANY

9:30 – 10:00 *Networking Break and Private Meetings Sponsored by NANOSOLAR*

10:00 – 11:00

Price Competition and Project Viability: “Houston, we have a problem”

On paper, the solar industry boasts a healthy pipeline of projects— nearly 24,000 MW. However, it is commonly believed to obtain PPAs and to gain market share, many projects were priced or conceived in a way that make them uneconomic and unfinanceable. Since these projects are absorbing capacity and figure into fulfilling RPS requirements, they create a roadblock to moving to a more realistic pipeline of projects, close off opportunity for viable projects, and undermine industry growth and credibility. This panel will discuss the issues related to the current project pipeline and what steps can be taken to mitigate this problem in the future.

Moderator:

Tony Toranto, *Partner*, LUCE, FORWARD, HAMILTON & SCRIPPS LLP

Panelists:

David R. Lewis, *Director - Renewable Transactions*, PACIFIC GAS & ELECTRIC

Tim Hemig, *Vice President, Development*, NRG SOLAR

Todd Glass, *Partner*, WILSON SONSINI GOODRICH & ROSATI

Mark McLanahan, *Senior Vice President*, FOTOWATIO RENEWABLE VENTURES

Pamela J. Stevens LEED AP, *Senior Vice President, Project Development*, OPDE GROUP

11:00 – 12:00

Developing and Financing Utility Scale Solar Projects

The first wave of utility scale solar projects has obtained critical approvals. The developers sponsoring these projects will report on their sector’s progress and the remaining challenges in moving these projects to completion.

»» Do recent California Energy Commission and BLM approvals really clear the way for projects to go forward or are there other development hurdles still to be overcome? How do these differ between CSP and PV projects?

»» What is the status of efforts to arrange financing?

»» Are DOE loan guarantees essential for CSP projects to go forward?

»» How can critical financing relationships with EPC contractors and equipment suppliers be created?

»» Where are the future opportunities for growth?

Moderator:

Howard E. Susman, *Partner and Solar Initiative Chair*, STOEL RIVES LLP

Panelists:

Steve Ihnot, *Chief Financial Officer*, JUWI SOLAR INC.

Chris Bailey, *Managing Director, Project Finance & Corporate Development*, SUNEDISON LLC

Matthew Meares, *Director of Project Finance*, AMONIX, INC.

Ali Mirza, *Vice President, Head of Project Finance*, SOLAR MILLENNIUM

12:00 – 1:30

Group Luncheon

1:30 – 2:30

Growing and Financing the Commercial Distributed Solar Market

Once primarily a California market, opportunities in distributed solar are rapidly expanding across the country. The major challenge facing this sector is in attracting the necessary financing. The panelists will evaluate the prospects for distributed solar growth and report on efforts to provide the much needed financing to the sector.

»» What are the size and scope of distributed solar opportunities opening up in states across the country?

»» What does it take to be successful in these markets?

»» What business models are needed to be successful in these markets and to attract sufficient financing?

Moderator:

Scott Smith, *Clean Tech Leader*, DELOITTE & TOUCHE LLP

Panelists:

Ed Feo, *Managing Partner*, USRG RENEWABLE FINANCE

David Kunhardt, *Vice President Structured Finance*, SOLAR POWER PARTNERS, INC.

Daniel Siegel, *Assistant Vice President - Renewable Energy Investments*, US BANCORP
COMMUNITY DEVELOPMENT CORPORATION

Michael L. Streams, Jr., *Senior Vice President, Business Development/General Counsel*,
PERPETUAL ENERGY SYSTEMS

2:30 – 3:45 **Tax Equity's Perspectives on Investing in the Solar Market**

Tax equity in the financing of solar deals is as vital as it is scarce. Understanding the minds of tax equity investors is an essential requirement for those seeking and arranging financing. This session has assembled just such a group of investors to provide their latest viewpoints.

»» What deal criteria make a transaction work for tax equity?

»» What challenges has it seen with the deals that have come to market?

»» What level of volume does it expect in the coming year?

»» How do they view investments in PV distributed, PV utility scale, CSP, and the residential sectors?

Moderator:

Mark Weitzel, *Partner*, ORRICK, HERRINGTON & SUTCLIFFE LLP

Panelists:

Brian Adam, *Managing Director*, CORNERSTONE FINANCIAL ADVISORS, LLC; *Formerly, Vice President, Structured Leasing*, SUNTRUST LEASING CORP

John Eber, *Managing Director, Energy Investments*, JP MORGAN CAPITAL CORPORATION

Timothy S. Howell, *Managing Director, Power and Renewable Energy*, GE ENERGY FINANCIAL SERVICES

Lance Markowitz, *Senior Vice President*, UNION BANK N.A.

George Revoek, *Director*, CITIGROUP

3:45 – 4:15 *Networking Break and Private Meetings*

4:15 – 5:00 **Regulatory and Operational Considerations for the Integration of Solar Power**

As the amount of renewable generation interconnected to the system has increased, so have system instability, generation curtailment and problems delivering available power to customers. Both the Federal Energy Regulatory Commission (FERC) and state regulators have recognized the potential negative impacts of distributed variable assets on system reliability and have launched rulemakings that could have serious impacts on energy markets, system operations, investment in the grid and energy storage. Additionally, utilities are increasingly hesitant to take on operational risks given the exposure to penalties associated with the North American Electric Reliability Corporation (NERC) mandatory reliability standards. While wind is currently on the forefront of these issues, solar power will increasingly face these issues as utility scale projects come on line and market penetration begins to shift load patterns.

- Overview of key regulatory and operational considerations
- How those issues may affect project economics
- Key federal rulemakings addressing markets, Variable Energy Resource (VER) integration costs, and transmission expansion
- Reconciling reliability with the need for additional solar energy development

Moderator:

Matt McVee, *Partner*, TROUTMAN SANDERS LLP

Panelists:

Ty Jagerson, *President*, HELIOPOWER, INC.

André Templeman, *Senior Vice-President*, MACQUARIE ENERGY

5:00 – 6:00 *Solar Power Finance & Investment Summit Reception Sponsored By: SOLFOCUS*

7:00 - 8:00 *Networking Breakfast*

8:00 - 8:45 **What's New in the Solar Industry?**

There is a wider variety of financing structures on offer as the market heads into 2011 than in any recent year. Tax equity rates are 270 to 400 basis points above where they were when the market bottomed in August 2007. The new 100% depreciation bonus is the equivalent of an extra 5.2% investment tax credit on solar projects in 2011, but it could put upward pressure on the cost of tax equity. A leaked White House memo in late October has spurred the Department of Energy to pick up the pace on writing loan guarantees. Solar companies continue to face questions from Treasury about the tax basis claimed on solar projects for calculating cash grants, and the Treasury inspector general is now in the picture. This session will focus on what's new in the solar project financing market.

Keith Martin, *Partner*, CHADBOURNE & PARKE LLP

8:45 - 9:45 **Providing Debt to the Solar Market**

As a new wave of solar deals comes to market, do commercial bankers and institutional lenders have the capacity and appetite to meet the needs of the industry? The panelists will report on the current state of the debt market and how lenders will evaluate deals coming to market in 2011.

- »» What sources of debt will be available?
- »» What project characteristics will affect whether a project is financeable?
- »» How will risk considerations drive lending decisions?
- »» What is the outlook for loan terms—pricing, term, leverage, and covenants?
- »» What is the availability of construction financing in the market?

Moderator:

Martin Klepper, *Partner*, SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

Panelists:

Jorge Camiña, *Head of Project & Acquisition Finance North America*, SANTANDER GLOBAL BANKING & MARKETS

Erica Egan, *Senior Vice President*, HELABA

Richard Garcia, *Regional Head of Project Finance, Americas*, NATIXIS

Bill Harrison, *Head of Renewable Energy Team, Structured and Project Finance – North America*, BBVA SECURITIES INC.

9:45 - 10:150 *Networking Break and Private Meetings*

10:15 – 11:15 **Growing and Financing the Residential Solar Market**

Solar companies have continued to make progress in penetrating the residential solar market. The solar lease and PPA continue to be the driving financial paradigm. This session will explore further expansion and discuss the strategies and business models for growing and financing further residential market growth.

- »» What have been the key developments and lessons learned in the residential market over the past year?
- »» What are the leading goals for the coming year?
- »» What approaches are being taken to branding, sales efficiency, installation and operations?
- »» What types of financing relationships are residential companies looking to establish with the financial community?

Moderator:

Clyde E. Rankin III, *Partner*, BAKER & MCKENZIE LLP

Panelists:

Benjamin Cook, *Vice President, Project Finance*, SOLAR CITY

Edward Fenster, *Chief Executive Officer*, SUNRUN, INC.

Charles Ferer, *President and Chief Financial Officer*, SUNGEVITY

Brian Steel, *Vice President, Corporate Development*, PG&E CORPORATION

Darren Van't Hof, *Director of Renewable Energy Investments*, US BANCORP
COMMUNITY DEVELOPMENT BANK

11:15 – 12:15

International Solar Company Plans and Strategies for the U.S. Market

International investors have played a considerable role in U.S. renewable development and the domestic solar market is attracting an ever-growing group of international players. From equipment supply and financing to project pipeline purchases and M&A, these players are becoming a significant feature of the market. This panel of international companies will share their perspectives on the U.S. market, discuss the types of opportunities they are looking for and describe the types of relationships they are seeking to establish.

»» What goals do international companies have within the U.S. solar market?

»» What strategies and business models are they pursuing and what role(s) do they plan to play in the value chain?

»» What approaches are they taking to building relationships?

»» What has surprised them about the U.S. market and what lessons have they learned so far?

Moderator:

Richard Shortz, *Partner*, MORGAN, LEWIS & BOCKIUS

Panelists:

Paul Breslow PhD, *Projects Director*, AUO GREEN ENERGY AMERICA CORP.

Jimmy Chuang, *Director, Head of Structured Finance*, GCL SOLAR ENERGY, INC.

Wim Goethals, *Chief Financial Officer*, ENFINITY AMERICA CORPORATION

Pablo Otin, *Country Manager*, GA-SOLAR NORTH AMERICA

12:15 – 1:45

Group Luncheon

1:45 – 2:45

Financing Opportunities with Supply Chain Partners

Solar developers and players in the supply chain are increasingly exploring the potential for establishing mutually beneficial relationships. This panel of supply chain representatives will share their perspectives about the promise of such relationships, the types of opportunities that work for them and their viewpoints on the financial aspects on these relationships.

»» Under what circumstances do partnerships with solar developers make sense for supply chain players?

»» What factors come into play when evaluating specific opportunities?

»» What kinds of relationships are they currently exploring with project companies and how are they prepared to play a financial role in these relationships?

»» What are the challenges they have experienced so far in trying to establish these relationships and what possible solutions do they see?

Moderator:

Paul Astolfi, *Partner*, MAYER BROWN LLP

Panelists:

Richard Haddon, *Business Development - Finance*, BP SOLAR

Marty Olson, PE, *Director, Renewable Energy*, SNC-LAVALIN THERMAL POWER

Perry Rosensweig, *Business Development Manager*, MITSUBISHI ELECTRIC & ELECTRONICS
USA, INC., PHOTOVOLTAIC DIVISION

2:45 – 3:15

Networking Break and Private Meetings

3:15 – 4:15

Opportunities for Accessing the Capital Markets for Project Debt

What are the opportunities for accessing the public finance and private placement markets for project debt? The panelists will discuss the activity in these markets and the viability of accessing them as sources of project debt.

»» What is the capital market's appetite for solar project debt?

»» What type and size of solar projects will have access to these markets?

»» What are the spreads, tenors and leverage terms available—and are they competitive with other sources of capital?

»» What are the opportunities for financing with muni bonds, pollution control bonds, industrial revenue bonds, etc.?

Moderator:

James Tynion III, *Partner*, FOLEY & LARDNER, LLP

Panelists:

Chris Diaz, *Senior Vice President, Renewable Energy*, SEMINOLE FINANCIAL SERVICES LLC

Raymond Wood, *Managing Director, Co-Head of U.S. Power Group & The Global Alternative Energy Group, Investment Banking Division*, CREDIT SUISSE

Miriam Wrobel, *Vice President, Municipal Securities Division*, CITICORP CAPITAL MARKETS

4:15 – 4:30

Closing Remarks by Summit Chairman

Todd Glass, *Partner*, WILSON SONSINI GOODRICH & ROSATI