

# ENERGY SYNERGY

## MELDING THE GREEN ECONOMY AND THE LAW

**Alternative energy issues aren't just for the mega-firms and Fortune 500 Companies any more. With that in mind, this seminar is designed for attorneys, CPAs and businesses – from small to large. A myriad of issues that touch all of these businesses –**

INTELLECTUAL PROPERTY  
CORPORATE GOVERNANCE  
TAX ISSUES  
POLICY DECISIONS

LEGISLATIVE OUTLOOKS  
INVESTMENTS  
PUTTING THE DEAL TOGETHER

**will be presented by talented speakers who are attorneys, bankers, entrepreneurs, scientists, venture capitalists, and policy analysts and who are – or want to be – turning green.**



Minnesota State Bar Association  
Continuing Legal Education  
*Your State Bar at Work for You*

**Tuesday, December 8, 2009**  
Minnesota CLE Conference Center  
Seventh Street & Nicollet Mall  
Third Floor City Center, Minneapolis

# ENERGY, BUSINESS AND THE LAW

8:30 – 9:00 A.M. CHECK-IN & CONTINENTAL BREAKFAST

9:00 – 9:15 A.M.

## What's the "Energy Synergy"?

Seminar Chair Brad Lehrman of Lommen Abdo will offer a bird's eye view of what's happening on the national and state fronts with the green economy – and what that information means for energy related businesses and those who represent them.

– *Bradley H. Lehrman*

9:15 – 10:25 A.M.

## Wind Energy

### Part I: Wind Energy Development – the Ultimate "Chicken and Egg" Process

This irreverent and fast-paced presentation will cover, in top line fashion, many of the especially challenging "chicken and egg" issues that wind developers face. Several of the key wind development steps are intertwined and dependent on other steps, necessitating changes and accommodations during the process. This presentation will offer helpful advice as to how to make the best of these challenging situations and how to prioritize resources and activity.

– *Jeff Wright*

### Part II: The Anatomy of a Wind Deal – Panel Discussion

With a panel of wind experts from development, construction, finance and legal, this panel will explore in depth many of the critical aspects of successfully completing a wind project. The panel will review such early stage steps as land control, environmental issues and local and state permitting. Later stage development steps to be discussed will include interconnections, Power Purchase Agreements, and turbine selections. Project finance will be covered with a special emphasis on lender and investor requirements. Finally, post-construction issues such as operations and maintenance will be discussed.

– *Sean Flannery, Thomas P. Harlan & Clayt Tabor*  
– *Mason V. Sorenson, moderator*

10:25 – 10:40 A.M. RE-ENERGIZING TIME! (15-MINUTE BREAK)

10:40 – 11:10 A.M.

## Federal Cap and Trade: Macro Overview and Primer on the Elements

A title-by-title summary of the federal cap and trade legislation, describing the components and their possible impacts. Ms. Hamilton will also provide a compilation of the best analyses of the legislation and outline the leading items being negotiated by the United States and 192 other nations at the international climate change conference of parties in Copenhagen, December 6 – 16.

– *J. Drake Hamilton*

11:10 – 12:00 P.M.

## Funding Sustainable Development: Avoid the Top 10 Mistakes Others Make

From green jobs to smart grids and from solar incentives to energy efficiency, there may be a financial program out there for your clients. Federal, state, and local policy makers are focusing on initiatives to promote the creation of sustainable development practices and renewable energy adoption. We will present strategies on how to package a project, where to look for financial support and provide a "top ten" list of common mistakes that clients are making as they pursue government support.

– *Jeremy Kalin & Teresa Kittridge*  
– *Richard G. Overmoyer, Jr., moderator*

12:00 – 1:00 P.M. RE-FUELING TIME! (LUNCH – ON YOUR OWN)

1:00 – 1:55 P.M.

## Clean and Green: A Sensible Approach to IP Protection for New Energy Innovation

The need for clean and green energy has driven technical innovation – and the new technologies are bearing fruit. While these improvements surely benefit society with more efficient power generation, management and delivery, companies generating the tech (whether startup or major utility) need cost-effective and nimble strategies to protect the resulting intellectual property. We will walk through common sense patent strategies for energy tech initiatives and look at real world stats in the areas of wind, solar and smart grid IP protection.

– *Ernest W. Grumbles III & Robert A. Kalinsky*

1:55 – 2:35 P.M.

## Governing Green – The Use of "Green Policies" in Corporate Strategy

### (Or...Did Your Client Make the *Newsweek* 100 Green Rankings?!)

Companies both large and small are engaging in efforts to look at their environmental footprint and are adapting board level "green policies" to demonstrate their commitment to energy efficient practices. This discussion will highlight the benefits and challenges of these eco-friendly policies and provide tips for implementing an organization wide sustainability strategy.

– *Robert P. Abdo & Bradley H. Lehrman*

2:35 – 2:50 P.M. RE-ENERGIZING TIME! (15-MINUTE BREAK)

2:50 – 3:35 P.M.

## Cleantech Investments – The Role of Private Equity

The purpose of this panel discussion will be to address investments in clean technology and renewable energy from three different perspectives: that of the entrepreneur and business person, that of the venture capitalist, and that of the investment banker. Panelists will each offer their thoughts, followed by questions from the moderator and then questions from the audience.

– *Doug Cameron, Mike Jerstad & Jim Millis*  
– *Bradley H. Lehrman, moderator*

3:35 – 4:30 P.M.

## Taxing Alternative Energy Investments

This presentation will provide an overview of the American Recovery and Reinvestment Act of 2009 with an emphasis on the tax aspects of alternative energy investments. What qualifies, what are the limits, what guidance is available and what are the open issues? A case study incorporating the application of these issues will also be presented.

– *Thomas F. Dougherty & Lawrence H. Mohr*

## **Bradley H. Lehrman, Course Chair**

*Lommen Abdo; Minneapolis*

Brad Lehrman is an "entrepreneurial venture attorney" focusing on business law, venture management, corporate finance services for private emerging growth companies, and investor relation services. After many years as a business advisor (Portage Capital), a venture fund capital fund manager (Portage Equity Investments), a board member and a business lawyer, Mr. Lehrman now leverages his unique business and legal perspectives to counsel and advocate for his clients.

## **Robert P. Abdo**

*Lommen Abdo; Minneapolis*

Bob Abdo is the co-chair of Lommen Abdo's Business Law group. He concentrates his practice in securities, real estate, estate planning and business and corporate law matters, including mergers and acquisitions, employment, contracts, venture and other financing. Mr. Abdo's clients include individuals and small and medium public and privately held businesses. He is perennially included on the list of Minnesota's *Super Lawyers*.

## **Doug Cameron**

*Piper Jaffray; Minneapolis*

One of the leading figures in renewable energy and clean technology, Doug Cameron is the managing director and chief science advisor for Piper Jaffray. His work involves building the firm's global franchise in clean technology and renewable energy. Mr. Cameron, a prominent scientist and key force in the field of alternative energy, works with the firm's industry-leading clean technology and renewable investment banking team in the origination and diligence of global opportunities.

## **Thomas F. Dougherty**

*Lommen Abdo; Minneapolis*

Tom Dougherty provides advice on managing all of the legal needs of his clients including advice on enterprise formation and structure, business organization, financing, business real estate, and business tax matters. Mr. Dougherty focuses his practice on the needs of closely held businesses and entrepreneurs and brings this expertise to his business clients while serving as "outside" general counsel and providing prompt, responsive and cost effective advice.

## **Sean Flannery**

*Tetra Tech EM, Inc.; Bloomington*

Sean Flannery is a Project Manager and Environmental Consultant with Tetra Tech, Inc. Tetra Tech is a \$2 billion environmental and engineering consulting firm that extensively supports renewable energy projects through the development, construction, and operational phases of a project life cycle. Mr. Flannery has over eight years of experience working on public and private sector projects, including wind energy development projects, NEPA reviews, sustainable planning initiatives, due diligence assessments, brownfield redevelopments and brownfield reviews for the U.S. EPA.

## **Ernest W. Grumbles III**

*Merchant & Gould; Minneapolis*

Ernest Grumbles is a trial attorney and has handled numerous intellectual property disputes in federal courts around the United States. IP/Innovation counseling and portfolio development are also important parts of Ernest's practice. Current technology focuses include interactive web applications, location- and mobile-based services, green-tech food/drug coating and IC/wafer inspections. Mr. Grumbles is currently working on an initiative to promote innovation in Minnesota.

## **J. Drake Hamilton**

*Fresh Energy; Saint Paul*

J. directs the Global Warming Solutions program of Fresh Energy, where her responsibilities include scientific analysis, policy development, and advocacy of clean energy solutions to global warming that will maximize economic opportunities in the Midwest. Each year, J. gives more than 100 invited presentations on climate change science, impacts, and solutions at the scale of the problem. She serves on the boards of the U.S. Climate Action Network and the U.S. Green Building Council, Mississippi Headwaters Chapter.

## **Thomas P. Harlan**

*Madigan, Dahl, & Harlan, P.A.; Minneapolis*

Tom Harlan, a founding partner of Madigan, Dahl, & Harlan, P.A., has an active practice in commercial law and litigation focusing on business, construction and real estate law. He serves as counselor to a variety of small to medium-size businesses advising them on all aspects of business law from choice, formation, and capitalization of entities, to consulting and negotiating various contracts and agreements, and finally representing these clients and their needs in courts across the country.

## **Mike Jerstad**

*PrairieGold Venture Partners; Sioux Falls*

Mike Jerstad is a Partner at PrairieGold Venture Partners where he oversees all aspects of the firm's investment activities, from sourcing, structuring and negotiating investments to serving as a board member for portfolio companies. He currently serves on the boards of Grand Prairie Foods, Chronix Biomedical, PetMedicus Labs, and Orasi Medical. Prior to joining PrairieGold, Mike worked for Piper Jaffray's Healthcare Investment Banking Group and at Briggs and Morgan, P.A.

## **Representative Jeremy Kalin**

*State Legislator; North Branch*

Jeremy Kalin is a 2nd term state legislator from North Branch, Minnesota. His signature legislative achievements include chief-authoring in his first term the nation's strongest Energy Efficiency and Conservation standard – the cornerstone of the historic Next Generation Energy Act of 2007 – and chief-authoring the most comprehensive Military and Overseas Voting Act in the country. For his work on the Minnesota House Energy Committee, Rep. Kalin has been named a Legislative All Star by Fresh Energy Minnesota and earned the Inspiring Efficiency Leadership Award from the Midwest Energy Efficiency Alliance.

## **Robert A. Kalinsky**

*Merchant & Gould; Minneapolis*

Rob practices intellectual property law, including both patent prosecution and litigation. He helps clients of all sizes strategically grow their patent portfolios and develop patent strategies. Mr. Kalinsky has particular expertise in preparing and prosecuting software and business method patents. He has helped many clients patent Internet-based and financial innovations and understands the unique issues surrounding these business processes.

## **Teresa Kittridge**

*MNREM Renewable Energy Marketplace; Marshall*

Teresa Kittridge is the Executive Director of MNREM Renewable Energy Marketplace. She has a background in both the private and public sector. She most recently served as an Executive at Coughlan Companies as President of two publishing companies, was the director of National Policy Programs in Washington D.C. for RUPRI Rural Policy Research Institute, and served as an Officer in the Minnesota House of Representatives for twenty years. Teresa lives in Waconia and is Chair of the School Board.

## **Jim Millis**

*Chemurgix, LLC; Plymouth*

Jim Millis is a consultant in industrial biotechnology and biobased chemicals. He previously served as CEO of Draths Corporation, a venture-backed biobased chemicals company until early 2009. Prior to joining Draths, Mr. Millis served in several technical and business leadership roles at Cargill, Maxygen, Bio-Technical Resources and Novozymes.

## **Lawrence H. Mohr, CPA, MBT**

*Baker Tilly Virchow Krause, LLP; Minneapolis*

Larry Mohr, Tax Partner in the Commercial Services Group, has been with Baker Tilly Virchow Krause, LLP since 2007. Larry has public accounting experience since 1986 and he is a trusted advisor who works closely with owners, investors, and executive management to develop and implement corporate strategies that enhance business growth. He identifies business and tax planning opportunities for clients with an emphasis on strategic planning and risk management.

## **Richard G. Overmoyer, Jr.**

*GSP Consulting Corporation; Pittsburgh*

A Principal of GSP Consulting and Director of GSP's Economic Architecture practice, Rich Overmoyer is a thought-leader and veteran of technology based economic development. Having served as the Deputy Secretary for Technology Investment in the Commonwealth of Pennsylvania, his depth of experience across academia, venture capital, economic development, government and business is unparalleled.

## **Mason V. Sorenson**

*Midwest Wind Finance, LLC; Minneapolis*

Mason joined the Midwest Wind Finance Team in 2007 as its Director of Legal Affairs and Projects. Mason has had a passion for wind energy for years and worked for a wind power development company in 1993-94. He has a great experience working with growing, entrepreneurial companies, serving in a project management and operations management role. Mr. Sorenson is also a licensed attorney and provides project management for Midwest Wind Energy's active projects, much of which includes legal due diligence work.

## **Clayt Tabor**

*Midwest Wind Finance, LLC; Minneapolis*

Clayt Tabor joined MWF in 2008 and brings a wealth of structured finance background to the firm. Mr. Tabor has 23 years of experience in corporate, structured finance, and fixed-income trading. His responsibilities at Midwest Wind Finance include working with financial sources to obtain funding for developers and landowners, working closely with project development staff to meet project benchmarks.

## **Jeff Wright**

*Midwest Wind Finance, LLC; Minneapolis*

Jeff Wright, President of Midwest Wind Finance, joined MWF in 2006. He has over 25 years of senior level experience in marketing, advertising and sales. Mr. Wright has been President of three successful advertising/marketing agencies in Minneapolis, including Periscope. In addition to his marketing experience, Jeff has a solid financial and accounting background. He manages Midwest Wind Energy, works with several portfolios projects, and leads MWF's capital raising activities.



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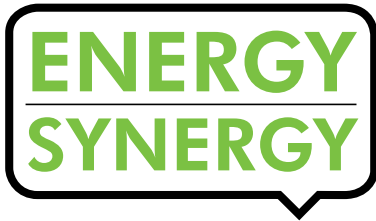
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Tuesday, December 8, 2009  
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DATE & LOCATION

Minneapolis – Tuesday, December 8, 2009  
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Seventh Street & Nicollet Mall  
Third Floor City Center

CREDITS

Minnesota CLE is applying to the Minnesota State Board of CLE for **6.0 standard CLE credits**. The maximum number of total credits attendees may report is **6.0**.

ACCOMMODATION

If you have a disability and need an accommodation in order to attend this seminar, please contact us as soon as possible at 2550 University Avenue West, Suite 160-S, Saint Paul, MN 55114 or call us at 651-227-8266 or 800-759-8840.

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