



Energy Practice

Powerful solutions

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Chambers USA, 2008

“Responsive, timely, high-quality work” and “excellent strategic planning” characterize the Energy Practice. “They quickly grasp the technical aspects...[and they have] the ability to do what they say they will, and do it within budget.”

For further information:

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Dickstein Shapiro's multiservice Energy Practice offers a complete range of services to companies that develop, finance, operate, acquire, sell, restructure, or manage large energy infrastructure projects, including renewable and conventional power plants, transmission lines, pipelines, and water desalination plants. The Practice has second-to-none capabilities and experience, particularly with respect to federal and state electric and gas regulation, domestic and international energy transactions, litigation, compliance, and enforcement matters. The Firm's clients include competitive power producers, integrated utilities, financial institutions, natural gas pipelines, gas storage providers, LNG developers, energy marketers, trade groups, energy consumers, and governmental entities. Dickstein Shapiro also represents suppliers and purchasers of water, water treatment services, and desalinated water in connection with project permitting and financing, construction, contract negotiations, and ongoing operational issues.

Energy Experience

Regulatory Support

We view the regulatory function as not only a necessary component of the comprehensively regulated energy sector, but also as a means to advance the business objectives of our clients. Our Firm's comprehensive energy regulatory practice assists clients on a wide variety of both complex and routine regulatory issues before the Federal Energy Regulatory Commission (FERC), the Department of Energy (DOE), and other federal and state regulatory and permitting agencies. These matters include obtaining approval of transmission and sales tariffs; requests for proposals; rate cases; market power studies and triennial updates; asset purchases and sales; negotiation and regulatory approval of reliability must-run (RMR) contracts; affiliate sales issues; negotiating and drafting engineering, procurement, and/or construction (EPC) contracts, generator interconnection and other project agreements; station power delivery service issues; tariffs for reactive power compensation; exempt wholesale generator (EWG) and qualifying facility (QF) certification and compliance issues; regulation of distributed generation; construction of transmission, generation, pipeline, and gas storage facilities; utility bypass and stranded cost recovery questions; franchise exclusivity; eminent domain and utility rights-of-way; retail access rules; public notice and electronic bulletin board requirements; standards of conduct; codes of conduct; interlocking directorates; and prudence issues. By virtue of our decades-long experience in representing existing and new participants in the energy industry, Dickstein Shapiro is uniquely positioned to help clients negotiate the full range of electric and natural gas supply, transportation, interconnection, and other commercial arrangements. Additionally, our practice has experience navigating the ever-changing regulatory environment, and the new, complex, and uncertain rules and structures in today's energy industry.

“Dickstein Shapiro’s energy attorneys have a comprehensive knowledge of the industry and our business. They provide invaluable advice, and a proactive and creative approach to solving complex problems.”

Irving Yoskowitz
Former Executive Vice
President and
General Counsel
Constellation Energy

Transactions

Our Energy Practice represents energy companies, lenders, and investors in the development, acquisition, sale, and financing of energy companies and energy assets; structuring and developing energy projects; drafting and negotiating all types of energy-related contracts; and obtaining governmental approvals for the development, construction, operation, and restructuring of energy and other infrastructure projects. Our clients include the many different types of parties engaged in the generation, transmission, and distribution of electricity; the production, storage, transmission, and distribution of natural gas; the liquefaction, storage, shipment, and regassification of LNG; and the treatment, processing, and desalination of potable and process water.

Renewable Power

Dickstein Shapiro is in the vanguard of the burgeoning wind power sector, counseling an ever-increasing number of clients in the development, construction, financing, operation, and sale of wind energy projects. We also advise the American Wind Energy Association, the industry’s national trade association. Our renewable energy professionals have significant experience in wind power and other renewable generation, including corporate structuring, project development and financings, as well as with transmission and interconnection service issues, power markets, and the unique business and regulatory challenges confronted by project developers, owners, and operators of renewable energy projects. We also provide counsel regarding federal, regional, and state emission trading regimes; state and federal renewable portfolio standards; and other market initiatives.

Nuclear Power

The Firm has unique experience regarding the purchase and sale of operating nuclear power plants, the transfer of nuclear plant licenses, and spent nuclear fuel disposal. A number of our lawyers worked previously at the Nuclear Regulatory Commission (NRC) or the DOE, and we represent a broad range of parties engaged in the nuclear power industry. The Firm represents clients in litigation against DOE concerning spent nuclear fuel disposal, and on a variety of initiatives concerning the development of new domestic nuclear power plants, including permitting and regulatory matters. Firm attorneys assisted on the first successful auction of a nuclear power facility in the United States and have represented buyers or sellers in the valuation and/or sale of more than a dozen other nuclear facilities. Firm attorneys also have extensive experience in nuclear prudence litigation before the FERC and in plant construction, management, quality assurance, and public safety issues.

Compliance, Investigations, and Enforcement

Dickstein Shapiro is at the forefront of the energy industry’s response to improper market practices and implementation of rigorous compliance programs. We have unsurpassed experience representing clients in internal and regulatory investigations, as well as auditing, designing, implementing, and improving compliance programs and codes of conduct that conform to industry best practices. We have conducted internal investigations of alleged noncompliance with market rules and trading and price reporting practices, and have represented clients and obtained favorable settlements in investigations by the FERC, the North American Electrical Reliability Corporation (NERC), the Securities & Exchange Commission, the Commodity Futures Trading Commission, the U.S. Department of Justice, and other federal, state, and regional enforcement authorities.

Market Development and Implementation

Our Firm is a leader in energy industry restructuring, with active involvement in every region of the United States. On behalf of our clients (including trade associations and individual clients), we also have been a leader in developing the rules governing power pools, power and ancillary services markets, transmission planning and operations, independent system operators, and regional transmission organizations. We represent clients in both regulatory and judicial proceedings on all types of energy

matters, including the entire gamut of issues related to the transition of the energy sector from a tightly regulated and vertically integrated industry to one of unbundled and competitive markets, as well as in the development of “hybrid” regulatory models or “re-regulation” initiatives.

System Reliability and Operations

We represent clients on FERC, NERC, state, and regional matters pertaining to system reliability, planning, and operations, including transmission planning, system dispatch, and power procurement matters. Our Firm assists in contracting for interconnection and transmission reliability studies, the formation and operation of control areas, developing and implementing national and regional electric and gas reliability standards, negotiating local area and other reliability agreements, and using distributed generation and demand-side management to maintain reliability.

Litigation

We have unmatched experience in energy-related litigation and settlement negotiations. The FERC and state regulatory commissions rely increasingly on administrative litigation and evidentiary hearings to resolve complex energy industry issues, including traditional rate cases, proposed market design changes, and allegations of non-compliance with market rules. Our Firm represents parties in every type of energy-related litigation at the FERC, including hearings over RMR rates for units in New England, PJM, California hearings on proposed new capacity market designs throughout the country, hearings on the 2000-2001 California energy crisis, hearings on the allocation of facility costs for new generator connections, and station power netting rules, to name a few. In addition to complex regulatory litigation before agencies and in trial and appellate courts, we represent clients in securities claims, class action suits, antitrust actions, bankruptcy proceedings, environmental matters, takings claims, contract disputes, construction litigation and arbitration, insurance coverage, and stockholder litigation.

Taxes

We have represented regulated utilities, independent generators, and other energy clients with regard to all of the tax issues that arise in connection with the purchase, sale, financing, and operation of electric generating facilities, natural gas pipelines, “midstream” natural gas processing facilities, and natural gas storage and distribution facilities, both in the United States and abroad. In addition, Dickstein Shapiro’s experience in the area of contributions-in-aid-of-construction (CIAC) is second to none. We have advised both utilities and generators in connection with the drafting and negotiation of the tax provisions in numerous interconnection and other agreements. In addition to obtaining numerous IRS private letter rulings with respect to CIAC matters, our Firm has represented parties in securing rulings dealing with the tax treatment of transmission and energy credits and allowances.

Government Affairs

Our Firm’s Public Policy & Law Practice represents numerous companies in energy-related legislative matters before federal and state governments. Our attorneys and advisors have led coalitions of energy producers and consumers in matters including electric energy industry restructuring, Federal Power Act and Clean Air Act amendments, and Public Utility Holding Company Act reforms. Dickstein Shapiro’s attorneys and public affairs professionals, who have a collective background that comes from years of highly varied public service, include former U.S. Senators and Congressmen—such as a former Speaker of the House, a former Chief Counsel for Oversight and Investigation for the U.S. House Committee on Energy and Commerce, and others who have held senior positions at the White House, the DOE and other Cabinet departments, on congressional staffs, and in state government.

“Dickstein Shapiro’s energy team has consistently provided critical and timely counsel on a host of project infrastructure, regulatory, and finance issues, enhancing our ability to effectively serve our customers.”

Eric Baker
President and CEO
Wolverine Power Supply Cooperative, Inc.

Representative Energy Practice Clients

Agua Caliente	Leucadia National
Alberta Northeast Gas, Ltd.	Liberty Electric Power
American Wind Energy Association	LS Power
ArcLight Capital Partners	Magnolia Energy
Calpine	Maxim Power Corp
Citadel Investment Funds	MidAmerican Energy
Competitive Power Ventures	Milford Power
Constellation Energy Group, Inc.	National Grid US (f.k.a. KeySpan)
Cottonwood Energy	NatureEner USA, LLC
Covert Generating Company	New Athens Generating Company
CPV Renewable Energy	New Harquahala Generating Company
Deutsche Bank Securities	New York Power Authority
Dogwood Energy	NorthWestern Energy
Duke Energy	NRG Energy
E.ON Climate & Renewables, US	PEPCO Holdings
Electric Power Supply Association	Poseidon Water
FirstLight Power Resources, Inc.	Powerex
Floridian Natural Gas Storage	PSEG Energy Resources and Trade
Fortis Energy Marketing & Trading GP	Reliant Energy, Inc.
Horizon Wind Energy	Renewable Energy Systems Americas Inc
Iberdrola Renewables	St. Anselm Exploration
International Power America, Inc.	Spectra Energy
Invenergy	Strategic Energy
Islander East Pipeline Company	Union Fenosa
Jordan Cove Energy Partners	UniStar Nuclear Energy
Kelson Energy	Warburg Pincus
KGen Power	Wolverine Power Supply Cooperative, Inc.

“The depth of experience on Federal Energy Regulatory Commission matters represented by the Dickstein Shapiro team is a tremendous asset in dealing with and adapting to the rapidly evolving regulatory environment in which we function.”

Mike Jines
Senior Vice President, General Counsel, and Corporate Secretary
Reliant Energy, Inc.

About the Firm

Dickstein Shapiro LLP, founded in 1953, is a multiservice law firm with more than 400 attorneys in Washington, DC, New York, and Los Angeles. The Firm's clients include more than 100 of the *Fortune* 500 companies, start-up ventures and entrepreneurs, multinational corporations, leading financial institutions, major motion picture studios, charitable organizations, and government officials. Dickstein Shapiro's core practice groups—Antitrust & Dispute Resolution, Business & Securities Law, Corporate & Finance, Energy, Government Law & Strategy, Insurance Coverage, and Intellectual Property—involve the Firm in virtually every major form of counseling, litigation, and advocacy.



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