



Brogan T. Sullivan

Partner

Kansas City
+1.816.627.3004

Brogan.Sullivan@klgates.com

OVERVIEW

Brogan Sullivan is a partner and practice group coordinator for the Power practice group, concentrating on mergers and acquisitions and tax equity finance. He has worked with energy industry clients for over 25 years, handling engagements for the purchase, sale, co-ownership, and financing of power plants by both regulated utilities and independent power producers. Over the last decade, Brogan has focused on the renewable power sector, including the acquisition, joint ownership, and tax equity financing of numerous utility-scale wind and solar projects.

Brogan has worked closely with energy industry clients for over 25 years. He has represented clients in the purchase and sale of regulated gas and electric utilities in over a dozen U.S. states and in Australia, Canada, England, and New Zealand. His deep experience in the energy sector extends to power generation, and he has handled numerous engagements for the purchase, sale, and co-ownership of power plants by both regulated utilities and independent power producers. He also has significant expertise with acquisitions and joint ventures involving natural gas and power infrastructure assets, including electric transmission lines and natural gas gathering systems, pipelines, and storage facilities.

Over the last decade, Brogan has increasingly focused on the renewable power sector. He has assisted clients in the acquisition, joint ownership, and tax equity financing of utility-scale wind and solar projects across the U.S. His work includes groundbreaking tax equity financing and customer-partnered development transactions undertaken by regulated public utilities or their subsidiaries.

Brogan's experience with asset-intensive energy companies led to work with heavy manufacturing clients, and he has represented companies in the purchase, sale, and joint ownership of manufacturing plants in the U.S., Europe, and Asia.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Brogan was a partner in the energy and natural resources group at a large U.S. law firm. For six years in his early career, Brogan worked as in-house transactions counsel for a diversified, multinational energy company, focusing on domestic and international mergers, acquisitions, and divestitures.

ACHIEVEMENTS

- *Ingram's magazine*, 40 Under Forty, 2010

PROFESSIONAL / CIVIC ACTIVITIES

- Board member and President, Summerfest Concerts
- Board member, Te Deum Choral Arts
- Board member, Kansas City Platform Tennis Association

EDUCATION

- J.D., The University of Chicago Law School, 1995
- B.A., University of Virginia, 1992 *with distinction*

ADMISSIONS

- Bar of Missouri

NEWS & EVENTS

- 18 August 2022, More Than 350 K&L Gates Lawyers Named Among 2023 Best Lawyers in America, Ones to Watch
- 24 May 2022, K&L Gates Adds Four-Partner, Multi-Office Premier Renewable Energy Team

AREAS OF FOCUS

- Power
- Energy Finance
- Energy Storage and Distributed Resources
- ESG - Sustainability and Renewable Energy
- Mergers and Acquisitions
- Renewables

INDUSTRIES

- Energy

- Power Generation and Transmission

EMERGING ISSUES

- Hydrogen

REPRESENTATIVE EXPERIENCE

Utilities

- Represented Aquila Inc. in sales of gas and electric utility businesses in Colorado, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska and West Virginia.
- Represented Liberty Utilities Co. in acquisitions of gas and electric utility businesses in Georgia, Illinois, Iowa, Massachusetts, Missouri, New Hampshire and New York.
- Represented Aquila Inc. in purchases and sales of gas and electric utility businesses in Alberta, British Columbia, England, Australia and New Zealand.

Power Generation

- Represented Black Hills Corp. in the sale of a 49.9% interest in a 200 MW gas-fired power plant in Pueblo, Colorado for \$215 million, including joint venture and operating agreements.
- Represented Black Hills Corp. in three sales of partial ownership interests in 85 MW and 110 MW coal-fired power plants in Wyoming, including co-ownership agreements, plant operating agreements, coal supply agreements, power purchase agreements and energy management services agreements.
- Represented Black Hills Corp. in sale of 40 MW natural gas-fired power plant in Wyoming, including long-term operating and energy management services agreements.
- Represented Aquila Inc. in stalking horse bid to acquire 580 MW gas-fired Aries power plant in Missouri.
- Represented Aquila Inc. in sale of 643 MW portfolio of independent power projects for \$300 million.
- Represented Aquila Inc. in the \$250 sale of merchant energy loan portfolio.
- Represented Onward Energy in sales of three natural-gas fueled power plants in California.

Renewable Power

- Represent Algonquin in connection with the US\$60 million tax equity financing of the 87.6 MW Sandy Ridge 2 wind power facility in Pennsylvania.
- Served as development counsel, borrower's counsel, and sponsor's counsel in the development, debt, and tax equity financing of the Deerfield 2 Wind Project in Michigan.
- Served as development counsel, borrower's counsel, and sponsor's counsel in the development, debt, and tax equity financing of the Sandy Ridge 2 Wind Project in Pennsylvania.

- Represented Algonquin Power in the tax equity financing of 20 MW Bakersfield I solar energy facility in California.
- Represent Algonquin Power in tax equity financing of 75 MW Great Bay Solar energy facility in Maryland.
- Represented Algonquin Power in multi-stage acquisition, joint venture ownership, and tax equity financing of a 400 MW, three-project portfolio of wind power facilities in Illinois, Pennsylvania, and Texas.
- Represented client in a groundbreaking transaction with customer for the partnered development of a 20 MW solar energy facility.
- Represented Algonquin Power in the tax equity financing of its 80 MW Altavista Solar Project in Virginia.
- Represented Liberty Utilities and its regulated electric utility subsidiary The Empire District Electric Company in the joint venture ownership, build-transfer acquisition, construction financing, and tax equity financing of the 150 MW Kings Point and 150 MW North Fork Ridge wind projects in Missouri.
- Represented Liberty Utilities and its regulated electric utility subsidiary The Empire District Electric Company in the joint venture ownership, build-transfer acquisition, construction financing, and tax equity financing of the 301 MW Neosho Ridge wind project in Kansas.
- Represented Liberty Utilities Co. in connection with the acquisition and tax equity financing of 50 MW Luning Solar facility, the first significant third-party tax equity financing transaction undertaken by a regulated public utility for a rate-based facility.
- Represented Liberty Utilities Co. in connection with the acquisition and tax equity financing of 10 MW Turquoise Solar facility.
- Represent Austin Energy in purchase of the Nacogdoches Generating Facility, a 115 MW wood waste biomass-fueled power plant in East Texas, for \$460 million.

Energy Infrastructure

- Served as transaction counsel for CorEnergy Infrastructure Trust, Inc. (NYSE: CORR) in the sale of its MoGas and Omega pipeline systems to Spire Inc. (NYSE: SR) for approximately US\$175 million.
- Represented client in sale of interest in transmission line in New Mexico.
- Represented client in its formation of a 50/50 joint venture with Con Edison to own, develop, and operate Crestwood's natural gas pipeline and storage business located in northern Pennsylvania and southern New York, with cash proceeds of approximately \$975 million.
- Represented client in purchase of a subsea, midstream pipeline system and related onshore facilities in Louisiana for \$245 million, including related leaseback transaction.
- Represented client in purchase of MoGas Pipeline LLC, an interstate natural gas pipeline company, for \$125 million.
- Represented client in formation of joint venture to acquire a liquids gathering system for \$224 million.
- Represented client Infrastructure Trust in purchase of crude oil terminal facility.

- Represented client in formation of joint venture for the development and operation of a crude oil rail terminal in Wyoming, including storage and transloading facilities.
- Represented client in acquisition of a controlling interest in an 18 bcf depleted reservoir gas storage project in Texas.

Miscellaneous Energy Industry

- Represented client in the purchase of investment tax credits attributable to construction of commercial building coated with electrochromic glass.
- Represented Aquila Inc. in sale of its minority interest in the Intercontinental Exchange.
- Represented Aquila Inc. in complex settlement agreement to unwind hundreds of commercial contracts with post-bankruptcy Enron.
- Represented client in acquisition of minority interests in multiple ethanol plant project companies and related \$750 tender offer.

Non-Energy Mergers & Acquisitions

- Represented Vestas Aircoil A/S in its acquisition of the membership interests of Applied Cooling Technology, LLC. Vestas Aircoil A/S is an advanced technology partner with unique and patented manufacturing capabilities facilitating the manufacturing of integrated engine cooling solutions, EGR coolers, charge air coolers, intercoolers, and cooling towers headquartered in Denmark. U.S.-based Applied Cooling Technology, LLC offers a wide range of heat transfer products and related services.
- Represented FBB Holdings in acquisition of Falcon Broadband fiber optic telecommunications company in Colorado Springs, Colorado.
- Represented Novelis Inc. in sale of its North American consumer foil business for \$33.75 million, including related metal supply and scrap metal purchase agreements.
- Represented Novelis Inc. in purchase of minority interests in its Korean subsidiary for \$350 million.
- Represented Novelis Inc. as lead international due diligence counsel in \$6 billion sale of Novelis to Hindalco Industries Ltd.
- Represented Novelis Inc. in sale of 50% interest in rolled aluminum manufacturing plant in Ulsan, South Korea for \$315 million and related joint venture transaction.
- Represented Aquila Inc. in sale of Everest telecommunications company for \$85 million.
- Represented Novelis Inc. in purchase of rolled aluminum manufacturing plant assets in Sierre, Switzerland for €200 million and formation of related service joint venture.
- Represented owners of Unite Private Networks, LLC, a fiber optic networks company, in sale of the company for \$88 million.
- Represented client in sale of North American micronutrient business for \$60.25 million.

- Represented client in \$45 million equity investment in fire retardant company.
- Represented Novelis Inc. in sale of 90% of its equity ownership in early-stage business related to the use of aluminum-integrated passive devices in semiconductor and electronic systems.