



David L. Benson

Practice Area Leader - Energy, Infrastructure, and Resources

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OVERVIEW

David Benson is a partner in the firm's Seattle office and is a practice area leader of the firm's energy, infrastructure and resources practice. Prior to joining the firm, David was a corporate partner at a Seattle law firm. He focused his practice in energy project development and financing, including debt and cash equity financings, tax equity financings, merger and acquisition transactions, joint ventures and other strategic alliances both in the U.S. and abroad. He represents investors and companies developing and financing wind, solar, biomass, thermal, transmission, energy storage and other energy projects. David has also represented energy clients in negotiating joint development agreements, EPC agreements, energy services agreements, operation and maintenance agreements and related project documents. He also advises companies in commercializing and financing clean energy technology, including energy storage, smart grid and energy efficiency technologies.

ACHIEVEMENTS

- Selected as a "Pivotal Leader" (service providers and leaders from businesses developing alternative transportation, smart grid, energy efficiency, green building and renewable energy solutions), 2012
- Appointed to Washington State Smart Grid Advisory Panel, 2013
- Appointed by Governor Chris Gregoire to the Washington Clean Energy Leadership Council, 2009-2010
- Appointed by the Washington State Department of Commerce to the State Energy Strategy Advisory Committee, 2010-2011
- Named a Top Energy Lawyer in Washington in 2008 by Washington CEO and Avvo
- Named one of Washington's "Rising Stars" by Washington Law & Politics

PROFESSIONAL / CIVIC ACTIVITIES

- Executive Committee and Board Member, CleanTech Alliance
- Vice Chair, Spark Northwest

- Board Member, Institute for Energy Studies, Western Washington University
- Board Member, Clean Energy Institute, University of Washington
- Past Chair, Privately Held Companies Subcommittee, Committee on Corporate Counsel of the American Bar Association
- Past Board Member and Vice President of Sponsorships, Association for Corporate Growth, Seattle Chapter
- Member, Business Law Section, Washington State Bar Association
- Past Member, Board of Trustees, Seattle Repertory Theatre
- Former Chair and Member, Board of Directors, Boys & Girls Club of King County, Southwest Branch
- Former Partner and Member, Environmental Grant Committee, Social Venture Partners

SPEAKING ENGAGEMENTS

- Presenter, "How to Build a Better (C&I) Portfolio," Solar Power International/Energy Storage International, Salt Lake City, Utah, September 25, 2019
- Moderator, "Renewable Energy Project Finance for Angel Investors," Element 8 Symposium, Seattle, Washington, May 18, 2017
- Moderator, "Financing Biogas, Biofuel & WTE Industry Growth," Waste to Bio: Energy, Fuels, Gas & Chemicals Summit, Chicago, Illinois, July 8-10, 2014
- Chair, "Buying And Selling Solar Projects," Solar Finance & Investment Summit, San Diego, February 27, 2013
- Workshop Chair and presenter, "Debt Financing," Waste to Energy Development & Finance Pre-Summit Workshop, Chicago, March 27, 2012
- Moderator, "Raising Equity and Debt to Finance Transmission Development in the West," Transmission West 2011, San Francisco, September 2011
- Moderator, "Storage Providers Respond," Storage Week 2011, San Diego, July 2011
- Panelist, "The Role of EES in California's Clean Energy Future," 2nd Annual UC Hastings Cleantech Roundtable: Hot Topics in Cleantech Law, UC Hastings College of the Law, San Francisco, April 2011
- "Developing and Financing Baseload Renewable Energy Projects," Renewable Energy World Conference & Expo North America 2011, Tampa, Florida, March 2011
- Moderator, "Doing Business in the United States: The Business and Legal Environment," US-China Wind 2010, San Francisco, December 2010
- Conference Chair, Biomass as a Renewable Energy Source, Seattle, September 2010

- Presenter, Electricity Generation: Making It Work: Lessons Learned in the Trenches, 2010 Southeast BIOMASS Conference & Trade Show
- Presenter, Review of the State of Renewable Energy in the Pacific Northwest, the Western U.S., and Around the Globe, Financing Renewable Energy Projects Seminar, Seattle, 2010
- Panelist, " Smart Grid and Energy Storage," RETECH 2010: The Renewable Energy Technology Conference and Exhibition, Washington D.C., January 2010
- Presenter, Novel Approaches to Financing the Clean Energy Technology Revolution, National Renewable Energy Laboratory Annual Growth Financing Conference, Denver, 2007
- Panelist, Critique business plans, National Renewable Energy Laboratory Annual Growth Financing Conference, Denver, 2007
- Presenter, "Capital Stress Points in Renewable Energy Projects," FRA Renewable Summit, Phoenix, 2007
- Presenter, "Corporate Compliance Issues in the U.S., Asia and Latin America," R.E. Lee International Underwriting and Reinsurance Forum, November 2002
- Presenter, "Securities Law Issues in Mergers and Acquisitions," University of Washington Continuing Legal Education Program, November 2000
- Presenter, "Choice of Business Entity," Garage.com Boot Camp follow-up seminar, May 2000

EDUCATION

- LL.M., Georgetown University Law Center, 1993 (*with distinction*)
- J.D., Michigan State University, College of Law, 1992 (*summa cum laude*)
- B.S., Arizona State University, 1989

ADMISSIONS

- Bar of Michigan
- Bar of Washington

THOUGHT LEADERSHIP POWERED BY HUB

- 24 June 2020, Keeping "PACE" in Commercial Real Estate Improvements: A Primer on the New Washington Commercial Property Assessed Clean Energy and Resiliency (C-PACER) Program (*Alerts/Updates*)
- 6 May 2020, Trump Administration to Consider Whether Imports Pose a Threat to the U.S. Energy Infrastructure (*BlogPost*)
- 30 August 2017, Puget Sound Energy Solicits Proposals for Green-Powered Electricity Resources (*BlogPost*)

- 12 June 2017, Energy Department Seeks Input on Regulatory Reform (*Alerts/Updates*)
- 26 May 2016, New Treasury Guidance Significantly Expands Field of Renewable Energy Projects That May Qualify for the PTC or ITC (*Alerts/Updates*)
- 30 July 2015, A New Model for Clean Energy: Community Solar Gardens (*Alerts/Updates*)

OTHER PUBLICATIONS

- Co-author, "Section 6 – Financing" *Case Study: A Wind Development Project in the State of California*, *Stoel Rives LLP*, June 2011 (PDF available in English and Chinese)
- Co-author, "Biomass Supply for Electricity Generation," *North American Clean Energy*, 2010
- Co-author, "Post Cash Grants, Developers Mull Financing Options," *North American Windpower*, 2010
- Co-author, "Financing Your Biofuels Project," *The Law of Biofuels, Second Edition*, 2008
- Co-author, "Next-Generation Biofuels," *The Law of Biofuels, Second Edition* 2008
- Co-editor, *The In-House Counsel's Essential Tool Kit*, *American Bar Association*, 2007
- Contributor, *M&A Process: A Practical Guide for the Business Lawyer*, *American Bar Association*, 2005

NEWS & EVENTS

- 20 August 2020, U.S. Energy Storage Association Recognizes K&L Gates with Brad Roberts Outstanding Industry Achievement Award (*Rankings & Recognitions*)
- 10 July 2020, K&L Gates Energy, Infrastructure and Resources Practice Ranked by The Legal 500 United States 2020 Guide in Eight Categories with 28 Lawyers Recommended (*Rankings & Recognitions*)
- 24 June 2020, K&L Gates Advises Unico Solar Investors on Commercial and Industrial Solar Projects Joint-Venture Partnership (*Noteworthy Work*)
- 3 August 2018, K&L Gates Advises innogy on Acquisition of More Than 2,000 MW Onshore Wind Projects (*Noteworthy Work*)

AREAS OF FOCUS

- Power
- Construction and Infrastructure
- Construction and Infrastructure Project Funding
- Corporate Energy Sourcing and Sustainability
- Corporate, Acquisition, and Asset-Based Finance

- Energy Storage and Distributed Resources
- Major Infrastructure: Projects and Public-Private Partnerships
- Maritime
- Offshore Wind Energy
- Oil and Gas
- Rail and Roads
- Renewables
- Water and Wastewater

INDUSTRIES

- Energy
- Power Generation and Transmission

EMERGING ISSUES

- Opportunity Zones (OZs)

REPRESENTATIVE EXPERIENCE

- Advising a provider of life insurance products in the restructuring of its international operations, including the formation and operation of its offshore and Hong Kong-based subsidiaries.
- Advised Taco Bell franchisee management in buyout of all equity holders and the refinancing of all debt.
- Advising the largest wholesale life insurance broker in the United States in the sale of all of its domestic operations through a combination of asset sale, share sale and merger transactions.
- Advising a provider of software tools for wireless communications on general corporate matters and the private placement of approximately \$10 million of equity securities.
- Advising a provider of electro-optical materials for optical telecommunications and data networks and its publicly traded parent in the subsidiary's private placement of \$24 million of equity securities.
- Represented power producer in renegotiating and extending the terms of two wind power projects in California and negotiating options to acquire another wind power project and hydro-storage project.
- Advised biomass fuel producer on structuring and financing of biomass projects, including offtake contracts for feedstock and sale of feedstock to biomass plant.
- Advised manufacturer of specialty brushes on recapitalization of preferred stock holder.

- Advised software company with respect to development, acquisition and protection of IP rights.
- Advised Hong Kong-based financial services company on acquisition of another Hong-Kong based financial services company.
- Advised minority equity holder in taking control of fishing company and its crab fishing rights under the NMFS.
- Advised energy developer on structure and negotiation of geothermal power plant in Nevada.
- Advised wholesale/retail distributor of specialty bakery products with regard to securities compliance and corporate governance matters.
- Advised biodiesel company on structuring and acquisition of facility and EPC contract; advised company in redemption of interests held by minority equity holder.
- Advised energy technology company on commercialization of new turbine technology and private placement of convertible notes.
- Advised client on acquisition of all outstanding shares of brewing company from parent brewery in the United Kingdom.
- Advised client on investment in series of companies owning and operating a winery and vineyard property.
- Advised publicly held energy producer on the acquisition of a wind energy developer and on all projects under development throughout North America.
- Advised financial services company on structuring joint venture in Dubai.
- Advised company developing commercial scale production of algae for biofuels in private placement.
- Advised client on the sale of a 137 MW wind farm located in Washington to California utility.
- Advised publicly-held company on acquisition of an approximately 150 MW wind energy project in Texas.
- Advised publicly held company on acquisition of wind energy project in Texas with approximately 300 MW of aggregate nameplate capacity.
- Advised biofuels company based in Canada on private placement and initial public offering in U.S.
- Advised natural gas technology and distribution company in private equity financings of \$15 million.
- Advised publicly held client in the acquisition and development of a 102 MW wind energy project in California.
- Advised solar developer, a subsidiary of a publicly held company, in the development of 43 small commercial scale solar PV projects in Nevada.
- Advised wind energy developer in the sale of a 150 MW wind energy development project in Ohio to NextEra.
- Advised Dublin-based Mainstream Renewable Power in the sale of the 106.5 MW Shady Oaks wind farm project in Illinois to Goldwind USA, the U.S. subsidiary of the world's fifth largest wind turbine manufacturer Xinjiang Goldwind Science & Technology Company

- Advised Boston-based biogas developer in the acquisition of green waste collection and processing facility in California
- Advised publicly-held Mumbai-based power company in the sale of a wind project in Idaho to a New York-based private equity fund.
- Advised Swiss-based private equity fund in the tax equity financing of a portfolio of solar projects in New Jersey and Massachusetts
- Advised Swiss-based private equity fund in the acquisition of portfolio of solar projects in New York
- Advised Swiss-based private equity fund in the tax equity financing of a portfolio of solar projects in New York
- Advised client in making tax equity investment in 106MW wind project
- Advise publicly-held Canadian energy company in arranging debt and tax equity financing for portfolio of solar projects in New Jersey
- Advised Swiss-based private equity fund in the tax equity financing of a portfolio of solar projects in California and Massachusetts
- Represented a solar energy developer in the acquisition of a five (5) MW solar energy project in Connecticut.
- Represented a major US energy company in due diligence on, and the strategic acquisition of, a wind project developer with wind projects under development in Texas, California and Kansas
- Representation of the developer of the 46MW Oldman 2 wind farm in Alberta, Canada in connection with its sale to Ikea, the world's largest furniture retailer
- Innogy Renewables US: Represented the US subsidiary of a German utility in its acquisition of a large portfolio of wind development assets
- Representation of Montana-Dakota Utilities in the purchase of the 107.5 MW wind generation facility Thunder Spirit Wind from ALLETE Clean Energy. The facility has 43 turbines in commercial operation near Hettinger, North Dakota. It can provide power for 35,000 homes. Montana-Dakota Utilities is a division of MDU Resources Group, Inc., a NYSE company.
- EcoPower Development: Represented a solar energy developer in the acquisition of a solar project located in Jacksonville, Florida.
- EcoPower Development: Represented a solar energy developer in the development and tax equity financing of a California solar project.
- Represented EcoPower Development, LLC in the development and tax equity financing of a 1MW roof top and carport solar project located in Walnut Creek, CA.
- MDU CSG (Pahrump Solar Project): Advised client in the development and sale of a 17.5MW solar project in Nevada to a Japanese financial services company.

- Starbucks: Advised corporate client in a \$55 million tax equity transaction with Cypress Creek Renewables for multiple solar projects located in Texas.
- Hudson Clean Energy: Represented a clean energy private equity firm in the sale of Eagle Creek, a developer, owner and operator of small hydro projects.
- MDU Resources Group: Advised MDU Resources, Inc. on acquisition of 50MW North Dakota wind project.
- Represented Portland, Oregon-based Element Power US, LLP, a developer of utility-scale solar and wind power projects, in the sale of its project portfolio to Capital Power (TSX: CPX), a power producer located in Edmonton, Canada. The portfolio included approximately 1.9 GW of wind and solar energy development projects located throughout the United States, including the operating wind project, Macho Springs in New Mexico.
- BYD: Represented an electric vehicle manufacturer in connection with the structuring of its joint venture with a clean-energy finance company to lease electric buses.
- Representation of Apex Clean energy in the acquisition of 11 wind energy projects in development from a Duke Energy affiliate.