



Eric E. Freedman

Partner

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OVERVIEW

Eric Freedman represents a wide variety of clients, in both the private and public sectors, on energy and electric utility law issues. His practice emphasizes energy, utilities and infrastructure transactional matters such as the preparation and negotiation of agreements relating to power project and other infrastructure development, mergers and acquisitions, alliances and joint ventures, power purchases and sales, natural gas purchases and sales, commodity derivatives transactions, renewable energy credits and certificates transactions, carbon removal purchase transactions, emissions reduction transactions, electric and gas transmission, and energy services. His practice also includes counseling concerning commercial, regulatory, risk management, contracting and contract interpretation issues.

ACHIEVEMENTS

- *Chambers USA - Washington*, Energy & Natural Resources, Band 1 (2024)
- Listed, *Best Lawyers in America*®, Energy Law (2012-2024)
- Listed, *Best Lawyers in America*®, Utilities Law (2018-2024)
- Listed, *Best Lawyers in America*®, Environmental Law (2020-2024)
- Named 2020 Seattle Energy Law Lawyer of the Year, *Best Lawyers in America*®

ADDITIONAL BACKGROUND

- Research Student, Peterhouse, Cambridge University, 1976-77

EDUCATION

- J.D., Yale Law School, 1981 (*Articles and Book Reviews Editor The Yale Journal of International Law*)
- M.A., University of California, Berkeley, 1976

- B.A., University of California, Berkeley, 1975 (*with highest honors; awarded University Medal; Phi Beta Kappa, junior year; awarded three-year National Science Foundation Graduate Fellowship*)

ADMISSIONS

- Bar of California
- Bar of New York
- Bar of Washington

THOUGHT LEADERSHIP POWERED BY HUB

- 22 April 2021, Carbon Quarterly – Volume 3
- 31 March 2020, Court of Chancery Finds Deal Price Exceeded Fair Value, but Company Nonetheless Not Entitled to Refund for Prepayment of Deal Price to Dissenting Stockholders
- 22 October 2019, Failure To Make Demand On Board Prior To Commencing Derivative Action Not Excused When Plaintiff Did Not Demonstrate That Demand Would Have Been Futile Because Directors Acted In Bad Faith By Knowingly Breaching Their Oversight Responsibilities
- 16 November 2018, Minding the Gap: FERC Issues Proposed Rule To Address Treatment of Income Taxes Following Change in Tax Rates
- 3 July 2017, In Statutory Merger Appraisal Proceeding, Chancery Court, Using Discounted Cash Flow Analysis, Finds Fair Value of Shares to be Below Merger Transaction Price
- 18 February 2016, Chancery Court Allows Breach of Fiduciary Duty Claims to Proceed Against Board of Directors of Windstream Holdings, Inc.
- Winter 2016, Environmental Policy Quarterly

NEWS & EVENTS

- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 18 August 2022, More Than 350 K&L Gates Lawyers Named Among 2023 Best Lawyers in America, Ones to Watch
- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch
- 17 August 2020, K&L Gates Advises Tokyo Gas America on Two Acquisitions

AREAS OF FOCUS

- Power
- Capital Markets
- Construction and Infrastructure
- Construction and Infrastructure Project Funding
- Corporate and Acquisition Finance
- Corporate Governance
- Corporate Sustainability
- Debt Capital Markets
- Energy Finance
- Energy Storage and Distributed Resources
- Maritime Transactions and Finance
- Mergers and Acquisitions
- Offshore Wind Energy
- Public Companies
- Rail and Roads
- Renewables
- Securitization and Structured Finance

INDUSTRIES

- Energy
- Power Generation and Transmission
- Utilities

REPRESENTATIVE EXPERIENCE

- Represent a global technology company in the preparation and negotiation of contracts for the procurement of carbon dioxide removals from a wide variety of nature-based and engineered carbon dioxide removal projects in North America, South America, Europe, Africa, and Asia

- Represented a global technology company in the preparation and negotiation of a long-term carbon-free energy purchase agreement with a Washington public utility district for the supply of incremental hydropower to serve the technology company's headquarters campus
- Represented global energy company in the preparation and negotiation of long-term contract for the procurement of carbon dioxide removals from tropical forests in West Africa
- Represented Tokyo Gas America Ltd. in the acquisition of Ramsey Energy Holdings LLC from Hecate Energy NAF LLC
- Represented Municipality of Anchorage in the US\$986 million sale of Municipal Light & Power to Chugach Electric Association, Inc.
- Represented Gulf Pacific Power, LLC in the acquisition of an indirect 80% cash equity interest in Rocky Caney Wind, LLC, the owner of a 200 MW wind project in Kansas and a 150 MW wind project in Oklahoma
- Represented Gulf Pacific Power, LLC in the acquisition of ownership interests of Sumitomo Corporation of Americas in Desert Sunlight Investment Holdings, LLC, the owner of a 550 MW solar power project in Riverside County, California
- Represented Gulf Pacific Power, LLC in its acquisition of a partial ownership interest in a 550 MW natural gas-fired combined-cycle generating facility located in Astoria, Queens
- Represented ENGIE North America in the preparation and negotiation of an operation and maintenance agreement and master energy agreement for a district energy heating and cooling system on Long Island, New York
- Represented ENGIE Development, LLC in proposed acquisition of Oklahoma wind farm
- Represented ENGIE Cofely Inc. in the acquisition of Systecon, LLC
- Represented ENGIE Contracting Services LLC in the acquisition of Donnelly Mechanical Corp.
- Represented ENGIE Contracting Services LLC in the acquisition of Unity International Group, Inc.
- Represented ENGIE Energy Services Holdings Northeast LLC in the acquisition of subsidiaries of Talen Energy Services Northeast, Inc.
- Represented ENGIE North America Inc. in the acquisition of OpTerra Energy Group, Inc.
- Represented GDF SUEZ Energie Services S.A. in the acquisition of Ecova, Inc.
- Represented GDF SUEZ Energy North America in the sale of the 520 MW Chehalis natural gas-fired combined-cycle generating facility to PacifiCorp
- Represented a Washington municipality in the sale of the output of the municipality's hydroelectric project and waste-to-energy project to an investor-owned utility
- Represented TransAlta Corporation in the acquisition of a 122 MW portfolio of solar power projects located in North Carolina from a fund managed by Copenhagen Infrastructure Partners K/S

- Represented TransAlta Corporation in the acquisition from Calpine Wind Holdings, LLC of a portfolio of wind projects located in Indiana, Illinois, Oklahoma, and Texas
- Represented TransAlta Corporation in the acquisition from Rockland Capital of distributed solar power projects in Massachusetts and the 50 MW Lakeswind wind project in Minnesota
- Represented TransAlta Corporation in the acquisition of a 144 MW wind project in Wyoming from a subsidiary of NextEra Energy Resources, LLC
- Represented TransAlta Corporation in the preparation and negotiation of long-term coal transition power purchase and sale agreement with Puget Sound Energy, Inc.
- Represented Hancock Natural Resource Group, Inc. and John Hancock Life Insurance Company (U.S.A.) in investments in Enviva Wilmington Holdings, LLC and Enviva JV Development Company, LLC
- Represented Recycled Energy Development LLC in its acquisition of a 28 MW wood waste biomass combined heat and power facility in Scotia, California
- Represented PPL Sundance Energy, LLC in the sale to Arizona Public Service Company of a 450 MW natural gas-fired peaking facility in Arizona
- Represented PPL Southwest Generation Holdings, LLC in the sale to LS Power Generation II, LLC of a 50% ownership interest in Griffith Energy Center, a 600 MW natural gas-fired combined-cycle generating project in Arizona
- Represented Capital Power Income L.P. in its US\$1.11 billion acquisition by Atlantic Power Corporation
- Represented Capital Power Corporation in its acquisition of Tiverton Power Inc., the owner of a 265 MW natural gas-fired combined-cycle generating facility in Tiverton, Rhode Island, and Rumford Power Inc., the owner of a 265 MW natural gas-fired combined-cycle generating facility in Rumford, Maine
- Represented Capital Power Corporation in its acquisition of Bridgeport Energy LLC, the owner of a 500 MW natural gas-fired combined-cycle generating facility in Bridgeport, Connecticut
- Represented Capital Power Corporation and EPCOR Utilities Inc. in the spin-off of all of EPCOR's power generation and energy marketing assets and related operations in Canada and the United States to Capital Power
- Represented EPCOR Utilities Inc. in the acquisition of Primary Energy Ventures LLC
- Represented EPCOR Utilities Inc. in the sale of a 67 MW natural gas-fired combined cycle generating facility in Castleton, New York
- Represented EPCOR Utilities Inc. in the sale to Puget Sound Energy, Inc. of a nearly one-half interest in a 250 MW natural gas-fired combined-cycle generating facility in Frederickson, Washington