

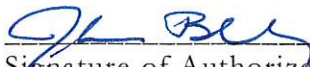
RFP Cover Sheet

Offeror's Name:	DarrowEverett LLP
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RFP Information	
Title of RFP:	Rhode Island Energy Efficiency and Resources Management Council - DE Qualification and Proposal for Legal Services
RFP Number:	

Offeror Information	
Legal Name of Offeror:	DarrowEverett LLP
Type of Entity (i.e. corporation, partnership, sole proprietorship):	Limited Liability Partnership
Mailing Address of Primary Place of Business:	DarrowEverett LLP One Turks Head Place, Suite 1200, Providence, RI 02903
Phone Number:	(401) 453-1200
Website:	www.darroweverett.com

Contact Person for the Offeror	
Name:	Ryan J. Holt, Esq.
Title:	Associate Attorney
Mailing Address:	DarrowEverett LLP c/o Ryan J. Holt One Turks Head Place, Suite 1200 Providence, RI 02903
Phone Number:	(401) 453-1200
Email Address:	rholt@darroweverett.com



 Signature of Authorized Person

2/7/18

 Date

Joshua A. Berlinsky, Managing Partner

 Printed Name, Title

RYAN J. HOLT, ESQ.
RHOLT@DARROWEVERETT.COM

PROVIDENCE OFFICE:
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Suite 1200
Providence, RI 02903
Tel: (401) 453-1200
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February 7, 2018

VIA HAND DELIVERY:

Rhode Island Office of Energy Resources
Attn: Becca Trietch
One Capitol Hill, 4th Floor
Providence, RI 02908

Dear Ms. Trietch,

I write to express DarrowEverett, LLP's ("DE" or "The Firm") interest in providing legal services to the Rhode Island Energy Efficiency and Resources Management Council (the "EERMC") pursuant to its request for proposals dated January 10, 2018 ("RFP"). DE's attorneys are experienced and well versed in the broad range of matters that regularly come before public bodies such as the EERMC, including the R.I. Open Meetings Act and the R.I. Access to Public Records Act ("APRA"), and issues pertaining to energy, particularly renewable energy. DE is committed to serving its clients' interests in an ethical, efficient, and effective manner while providing the highest level of responsiveness and customer service.

The enclosed response to the RFP further details DE's diverse and extensive experience and range of services it intends to provide to the EERMC if selected. The Firm welcomes the opportunity to discuss this response with you throughout your decision making process.

In the event that a request for information is made pursuant to APRA regarding this response, DE respectfully requests the EERMC inform it of such request and afford the Firm the opportunity to redact portions exempt from disclosure under APRA.

Thank you for the opportunity to present this response. DE looks forward to working with you on the next steps in this process.

Sincerely,



Ryan J. Holt, Esq.

RHODE ISLAND ENERGY EFFICIENCY AND RESOURCES MANAGEMENT COUNCIL

Qualifications & Proposal for Legal Services

DarrowEverett LLP (“DE” or the “Firm”) is pleased to submit this Qualifications and Proposal for Legal Services (the “Proposal”) to the Rhode Island Energy Efficiency and Resources Management Council (the “EERMC”) in response to the EERMC’s recent “Request for Proposals” (the “RFP”) covering the period of twelve (12) months from the time of the issuance of a professional service contract. The information contained in this Proposal is in response to the specific criteria set forth in the RFP.

ZACHARY G. DARROW, ESQ. AND RYAN J. HOLT, ESQ. WILL BE THE PRIMARY CONTACTS FOR DE’S RELATIONSHIP WITH THE EERMC. THEIR CONTACT INFORMATION IS AS FOLLOWS:

Zachary G. Darrow, Esq.

DarrowEverett LLP
One Turks Head Place
Suite 1200
Providence, RI 02903

Telephone: (401) 453-1200
Facsimile: (401) 453-1200
Email: zdarrow@darroverett.com

Ryan J. Holt, Esq.

DarrowEverett LLP
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Facsimile: (401) 453-1200
Email: rholt@darroverett.com

A. FIRM OVERVIEW

DE has the experience which uniquely qualifies it to provide the wide range of legal services that the EERMC requires. Our attorneys have a strong history of providing services to government bodies in areas of land use, contracts, real estate, state and local legislation, litigation and general counsel services to public boards.

DE has built enduring relationships with public officials and bodies, providing a diverse range of legal services and legislation analysis and advocacy. Our attorneys have served as counsel to the City of Providence, the Providence Redevelopment Agency, the I-195 Commission, the City of Central Falls (including its Zoning Board, Planning Board and Redevelopment Agency), the City of Fall River and the Fall River Community Development Agency. Further, the Town of North Kingstown has engaged DE as special litigation counsel.

DE has also amassed significant experience in the energy sector, primarily in renewable energy. The Firm has advocated for clients regarding property tax issues for properties utilizing solar power and has provided due diligence and overall advisory services on several large-scale multi-municipality solar energy portfolios that, collectively, have a nameplate capacity in excess of 200MW DC. Working with several municipalities throughout Rhode Island, DE has been instrumental in securing financing deals for various solar farms and resolving outstanding solar net metering credit issues.

DE's attorneys frequently serve as municipal attorneys and consultants to municipalities and government agencies; therefore, we understand the issues, concerns and needs of municipalities and their government agencies. With this depth of experience, DE will be able to advise the EERMC on all legal matters pertaining to its statutory obligations, as well as to prepare and provide legal interpretations on all legislative mandates including, but not limited to, energy efficiency, renewable energy and distributed generation, upon request.

Our proposed team for the EERMC consists of six attorneys, all of whom are licensed to practice law in the State of Rhode Island and the Commonwealth of Massachusetts. All are members in good standing with the Rhode Island and Massachusetts States Bars, with no history of disciplinary actions. This proposed team is committed to high standards of service and has significant experience working with municipalities and government agencies. Each team member's specific experience is detailed later in this Proposal.

B. WORK PLAN

If this Proposal is selected, DE's attorneys will be regularly available by phone and email during and beyond business hours, ensuring that services that the EERMC requires will be addressed. If desired by the EERMC, the Firm will arrange a monthly conference call to provide increased communication and coordination among the EERMC and the Firm regarding all EERMC matters.

DE will advise the EERMC on legislative issues, from legal evaluation to impact analysis of pending legislation and will instruct the EERMC on its statutory obligations. DE will evaluate policies, plans and programs developed by the EERMC, making recommendations as necessary to ensure that the EERMC is fulfilling its contractual and legal obligations.

DE will work with the EERMC to ensure that it continues to optimize operations to the fullest extent of its statutory authority to develop, recommend and monitor implementation plans, programs and standards for energy conservation, energy efficiency and diversification of energy resources, along with the EERMC's submission of regular reports to both distributors and government entities assessing the State of Rhode Island's energy issues, the status of system reliability, energy efficiency and conservation procurement and providing recommendations to achieve least cost procurement.

DE will provide regular policy evaluation, monitoring and verification on a range of issues germane to the EERMC's mission to provide integrated, comprehensive stakeholder feedback about energy decisions, in addition to attending the EERMC's Meetings, Executive Committee Meetings, Demand Collaborative Subcommittee Meetings, System Reliability Subcommittee Meetings and any other ad-hoc committees that may be formed.

DE will also provide representation to the EERMC, when necessary, in its regular interactions with relevant state and regional entities. As such, DE will represent the EERMC at all relevant regulatory proceedings conducted by the PUC, and will also assist in the preparation, development and delivery of testimony, data requests and other regulatory support materials necessitated by relevant PUC proceedings.

DE will review policies developed on a range of issues germane to the EERMC's statutory authority, as needed, including, but not limited to: triennial and annual energy efficiency and system reliability plan development and implementation; efficiency and system reliability

standards development; energy efficiency savings targets; program budget and financing; cost effectiveness; evaluation, monitoring and verification; financing; and performance incentives.

When required, DE will provide written responses to any information requests from third parties and will attend EERMC Meetings, Executive Committee Meetings, Demand Collaborative Subcommittee Meetings, System Reliability Subcommittee Meetings and any other ad hoc committees that may be formed, at the request of the EERMC.

DE will serve as the EERMC's legal representative before any and all regional entities, at the request of the EERMC, and as the EERMC's legal representative on all matters necessary to advance the EERMC's statutory responsibilities. In this capacity, DE will act as the legal bridge between the EERMC and the PUC, for example, by representing the EERMC at all relevant regulatory proceedings conducted by the PUC including, but not limited to, evidentiary hearings, technical sessions and open meetings, as needed.

DE will provide legal assistance to the EERMC in the preparation, development and delivery of testimony, data requests and other regulatory support materials necessitated by relevant PUC proceedings, as needed.

Furthermore, DE will also provide such additional legal services as may be requested by the EERMC including, but not limited to, providing legal memoranda, legal interpretations, advice and/or reviews, as well as providing assistance regarding email communications, legal testimony and information requests.

DE, likely through an affiliated entity, Capitol Communications, LLC ("Cap Com"), will be responsible for fulfilling any and all lobbying requirements that may arise during the term of DE's contract with the EERMC, by interpreting pending legislation and how it impacts and/or pertains to the EERMC's particular needs, advocating for or against legislation when necessitated and contributing to the EERMC's dedication to promote public awareness and understanding of energy efficiency. Cap Com is owned by Zachary Darrow and Nicholas Hemond, both of whom are DE attorneys. Ryan Holt, a DE attorney, also provides lobbying services for several clients as an employee of Cap Com.

In addition to providing legal support and representation to the EERMC, DE will be responsible for providing any other legal services that the EERMC may require. Without limitation, this includes drafting memoranda or reports, providing legal interpretations, advice and/or reviews, providing written responses to any third-party information requests, providing legal testimony and representation to the EERMC before relevant public and private entities and representing the EERMC before any and all pending litigation, should the need arise.

C. COMPANY PROFILE

DE is a full-service business law firm with its principal office located in Providence, Rhode Island. DE currently employs over twenty (20) attorneys, practicing on the East Coast with a particular focus on real estate, economic development, renewable energy, and municipal and administrative law. DE is committed to providing its clients with the highest level of service and attention to detail, as well as with consistent and effective legal advice. DE prides itself on a proactive and affirmative approach to counseling clients, with a strong emphasis on prompt response, execution, and follow-through. DE has committed itself to assisting its clients in making well-informed, productive and, ultimately, successful decisions on all issues that come before them. DE takes great pride in its ability to provide each client with the attention to detail and high level of service that their situations require, while at the same time providing practical, business-oriented advice and solutions. Several members of the Firm have not only served as partners at highly regarded regional law firms, but also as municipal solicitors, government attorneys, business executives and/or in-house counsel at premier regional and national real estate and finance companies. DE's attorneys, collectively, have experience in each area of law addressed below:

- **APPROACH**
Sophisticated yet practical
- **EMPHASIS**
Prompt response, execution and follow-through
- **COMMITMENT**
Assist our clients in making well-informed, productive and, ultimately, successful decisions

- Banking and Financial Services
- Commercial Lending
- Commercial Litigation
- Corporate & General Business Law
- Creditors' Rights & Collections
- Environmental Law & Litigation
- Hotel, Hospitality & Resort
- Renewable Energy
- Land Use & Planning
- Leasing
- Legislative Drafting and Advocacy
- Municipal Law
- Nonprofit Law
- Private Equity & Venture Capital
- Public-Private Partnerships
- Real Estate (all aspects)
- Securities Law
- Taxation

D. RELEVANT EXPERIENCE

Over the past decade, DE has become one of the region's leading law firms in the fields of economic development, real estate, finance, corporate, municipal and administrative law practice. While each DE attorney has significant experience providing firm clients with effective advice covering a broad spectrum of legal and business matters, counselors within the Firm's multidisciplinary governmental affairs team have participated in tremendous successes emanating from well-coordinated development and redevelopment ventures, land-use planning, litigation matters, coastal matters and policy development. Our professionals are experienced and well versed in the variety of matters that regularly come before municipalities and are committed to serving our client's interests in an ethical and effective manner, while providing the highest level of responsiveness and customer service. Such ventures handled properly and expeditiously are a cornerstone for creating jobs, fostering economic prosperity and reducing tax burdens for taxpayers and government entities alike.

A number of municipalities and other public bodies, such as the City of Providence, the City of Central Falls, the Central Falls Redevelopment Agency, the City of Fall River, the Fall River Community Development Agency and the Providence Redevelopment Agency regularly seek counsel from DE attorneys. DE clients benefit from the in-depth knowledge and experience regarding the inner workings and challenges facing municipalities and similar bodies throughout New England that our attorneys have gained through a dedication to municipal service.

DE's representation of public entities has ranged in scope from contentious litigation and eminent domain proceedings to structural- and procedure-oriented transactional work, real estate tax policy, financings, tax matters, open meetings law compliance, formation and internal governance matters. DE's multifaceted experience enables it to provide swift and effective counsel to public bodies regarding implementation and realization of goals and objectives. DE attorneys understand the importance of coordinated efforts and policies and are committed to executing successful strategies with both public and private participants.

DE regularly works on complex economic development and commercial real estate transactions throughout Rhode Island and Massachusetts. Its attorneys have provided legal counsel to many developers, lenders and businesses of all sizes, as well as several municipalities in connection with such matters, hence giving it a well-rounded approach to ensure things get done. DE has participated in some of the largest, and most impactful, projects and initiatives throughout the state of Rhode Island. DE's attorneys regularly appear throughout Rhode Island and Massachusetts before statewide agencies, town/ city councils, zoning, licensing and planning boards. The attorneys at DE have worked with all branches of state government on behalf of private companies, municipalities and their respective goals.

E. EXAMPLES OF PRIOR WORK

DE's attorneys have served as counsel to several municipalities in the area. Over the past several years, the firm has been retained as special counsel by the City of Providence on litigation matters and currently serves as General Counsel to the Providence Redevelopment Agency, which handles an array of economic development and real estate matters throughout the City of Providence. DE's attorneys also handle litigation matters for the City of Cranston, serve as Special Counsel for the City of Fall River and serve as counsel for the Fall River Office of Economic Development and Community Development Agency.

Just recently, DE was retained by the Town of North Kingstown to defend them in litigation against the Town Council and Planning Commission regarding the planned construction of a mixed-use village at the intersection of routes 2 and 102.

DE attorneys also possess significant experience in the renewable energy sector. Attorney Nicholas Bernier was the lead attorney on a precedent-setting case regarding solar energy and property taxes. He, along with Attorney Keith Phillis continue to successfully advocate for several clients and provided due diligence and overall advisory services. In this capacity, Attorneys Phillis and Bernier have been at the forefront of DE's efforts to negotiate municipal taxes, structure ownerships and acquisitions, secure financing, and regulatory work regarding metering and feed-in tariffs for over 400 MW of solar projects through Rhode Island.

Attorneys Nicholas J. Hemond and Ryan J. Holt have represented the City of Central Falls on zoning, planning and criminal prosecution matters, as well as serving the Central Falls Redevelopment Agency ("CFRA") as general counsel, which handles an array of economic development and real estate matters throughout the City of Central Falls.

Since 2011, Attorney Hemond has served on the Providence School Board and now serves as its President. The entity is responsible for overseeing the operations of the state's largest school system. Attorney Hemond also led the research and communications departments for the Democratic nominee for Governor of Rhode Island in 2010. After the campaign, he continued to remain politically active by co-founding Cap Com, a full-service government and public affairs firm, with Attorney Zachary G. Darrow, DE's founder and chairman.

Through their work with Cap Com, Attorneys Darrow, Hemond and Holt have extensive experience advocating for or against pending legislation and interpreting how it impacts and/or pertains to each particular client's needs. Furthermore, they have been involved in providing numerous candidates for State Representative and State Senate with campaign services, including grassroots organization building, campaign finance and public relations.

SAMPLE RELEVANT EXPERIENCE

- A. Tax Policy Stabilization Programs
- B. Drafting Lending Documents for First Time Homebuyers Program, Investors Home Programs
- C. Government Matters & Legislative Support
- D. Collecting Defaults on Subsidized Loans
- E. Drafting & Accepting RFPs
- F. Labor Negotiations, Arbitration & Mediation
- G. PILOT Programs
- H. Liquor Licensing
- I. Eminent Domain
- J. Negotiate Multi Property Master Solar Power Purchase Agreement
- K. Permitting, Zoning & Contracting
- L. Commercial Real Estate Development
- M. Criminal Prosecution
- N. General Litigation
- O. Major Event Contracting

DE Attorneys have worked with all branches of state government on behalf of private companies as well as municipalities.

Additionally, Attorney Holt has worked on several local, statewide and a national campaigns. Notably, Attorney Holt served as a researcher and speechwriter for Democratic nominee for Governor of Rhode Island in 2010 and as a Deputy Voter Protection Director for President Obama's re-election campaign in 2012.

Attorney Zachary G. Darrow, co-founder of DE and Cap Com, has extensive government affairs experience, having represented a diverse range of clients before state and local bodies across Rhode Island and Massachusetts. As a former Special Advisor to the Mayor of Providence, Attorney Darrow has counseled city officials on landmark legislation relating to the development and regulation of the Providence "Knowledge District". In 2012, he also advised the Mayor's office during negotiations with some of the largest tax-exempt institutions in Providence as part of a plan to restore financial stability to Providence.

In recent legislative sessions, Attorney Darrow has represented a coalition of real estate developers on numerous issues surrounding economic development in the State of Rhode Island. In the course of this representation, he authored a piece of legislation to restore and improve the State's Historic Tax Credit Program, as well as legislation creating a program to reuse abandoned credits and put them back into use for current projects.

Attorney Joshua A. Berlinsky has extensive experience representing several highly regarded real estate developers, landlords, financial institutions and businesses throughout Rhode Island and Massachusetts. Attorney Berlinsky served for more than a year as the assistant General Counsel for the Massachusetts Housing Partnership Fund, a self-supporting state agency that promotes more-stable and -diverse neighborhoods through the development and preservation of affordable housing.

Attorney Nicholas D. Bernier has cultivated his expertise in all aspects of the renewable energy sector and now advises clients as their tax counsel, on federal tax credit syndication and on local zoning and permitting matters, as well as renewable energy project acquisitions. Attorney Bernier was instrumental in the successful application of a twenty-year tax exemption, through litigation before the Massachusetts Appellate Tax Board. His efforts invalidated several Massachusetts Department of Revenue administrative opinions and letter rulings that ran contrary to law, which saved his clients twenty years' worth of taxes. In connection with his success in the solar industry, Attorney Bernier currently represents several highly regarded renewable energy developers and financiers.

Attorney Keith E. Phillis has experience managing a successful practice focusing on resolving tax disputes with federal, state and local taxing authorities, on behalf of individuals and not-for-profit entities, as well as debt settlement with private creditors. Since joining DE, he has spearheaded its due diligence project for a large-scale solar development. Working with several municipalities throughout Rhode Island, Attorney Phillis has extensively reviewed and negotiated numerous solar energy contracts (including net metering credit agreements, payment in lieu of tax agreements and solar portfolio acquisition agreements), secured financing deals for over twenty solar projects and resolved outstanding issues related to tax-equity financing of solar developments. He also serves as a member of the Planning Board for the Town of Warren, where he brings his experience and dedication to economic growth to the public sector.

Furthermore, the attorneys at DE are well versed in the Rhode Island Open Meetings Law, the Access to Public Records Act and the Procedural Rules of Order, which are essential to ensuring

the smooth and legal operation of government entities. Additionally, DE has extensive experience performing private Freedom of Information and Access to Public Records requests for state contractors and other private entities, which experience has been used in representing numerous private and public entities.

We look forward to assisting the EERMC with the important tasks and exciting opportunities before it.

F. REFERENCE INFORMATION

Arnold "Buff" Chase
President, Cornish
Associates, LP
Providence, RI
(401) 421-0254

James J. Karam
President, First
Bristol Corporation
Fall River, MA
(501) 679-1180

Richard P. Baccari II
President & CEO, Churchill &
Banks Companies, LLC
Providence, RI 02903
(401) 273-8010

G. IDENTIFICATION OF STAFF

DE's attorneys possess the experience and legal expertise necessary to effectively represent the EERMC in all legal and business matters set forth in the RFP.



ZACHARY G. DARROW, ESQ. *Chairman & Co-Founder*

Attorney Darrow is the founder and chairman of DE. He has served as lead counsel on several successful public and private economic development projects in the State of Rhode Island over the past decade. Mr. Darrow has extensive experience in all aspects of real estate development and financing, commercial lending, public and private financing, private equity and venture capital and corporate law. He has served as legal counsel to many developers, lenders and businesses of all sizes, as well as several municipalities in connection with such matters, participating in some of the largest, and most impactful, projects and initiatives throughout the State of Rhode Island. Mr.

Darrow regularly appears throughout Rhode Island and Massachusetts before statewide agencies, town/ city councils, zoning, licensing and planning boards, working with all branches of state government on behalf of private companies as well as municipalities.

Specifically, he currently serves as special counsel to the City of Providence, general counsel to the Providence Redevelopment Agency and has served as lead counsel on several other prominent redevelopment projects throughout Rhode Island and Southeastern Massachusetts, including his instrumental role in formulating a number of redevelopment strategies aimed at revitalizing Downtown Providence and encouraging the strategic development of the former 195 Land, the Jewelry District and the Hospital District. Mr. Darrow has also drafted landmark tax stabilization agreements for numerous projects in the City of Providence. Mr. Darrow is admitted to practice in the States of Rhode Island, Massachusetts, New Hampshire and New York.

JOSHUA A. BERLINSKY, ESQ. *Managing Partner*

Attorney Berlinsky's practice concentrates in the areas of commercial real estate and general business law. He has expertise in all aspects of those practice areas, including all facets of real estate and business acquisitions and dispositions, lending and work-outs, commercial leasing, real estate development, condominium law, design and construction contracts, zoning and permitting matters, affordable housing and business/entity formation (including joint ventures).



In connection with these practice areas, Mr. Berlinsky currently represents several highly-regarded real estate developers, landlords, financial institutions and businesses throughout Rhode Island and Massachusetts. Mr. Berlinsky served for more than a year as the assistant General Counsel for the Massachusetts Housing Partnership Fund, a self-supporting state agency that promotes more stable and diverse neighborhoods through the development and preservation of affordable housing. Prior to joining DarrowEverett, Mr. Berlinsky was a partner at a highly regarded Providence- and Boston-based law firm. Mr. Berlinsky is admitted to practice in Rhode Island, Massachusetts and Illinois.

The other DE attorneys who would provide legal services to the EERMC are listed below, along with a summary of each attorney's relevant legal experience. Each attorney would be available to serve the EERMC in his or her respective area of expertise, as a requested by the Agency.



NICHOLAS J. HEMOND, ESQ. *Associate*

Attorney Hemond concentrates his practice in the areas of municipal law, government relations and litigation. He possesses a comprehensive background in municipal economic development matters, government service and municipal law matters, working with local executive leaders on a daily business. He has extensive experience in municipal redevelopment incentive programs. He serves as an Assistance Solicitor for the City of Central Falls, prosecuting the City's misdemeanor criminal cases in District Court and serving as legal counsel to the Central Falls Zoning Board and Planning Board. Mr. Hemond is currently the President of the Providence School Board. He also serves on the Executive Board of the Rhode Island Association of School

Committees. Through his practice, he has developed a deep understanding of Public Entity Net Metering Financing Agreements used by Rhode Island municipalities.

As co-founder of Cap Com, he also has extensive lobbying experience including interpreting pending legislation (and how it impacts and/or pertains to each particular client's needs) and advocating for or against legislation on behalf of clients. Through Cap Com, he has been involved in providing numerous candidates for State Representative and State Senate with campaign services including grassroots organization building, campaign finance and public relations. He has also served as an advisor and campaign consultant for members of the Providence City Council and the Rhode Island General Assembly. He also led the research and communications departments for the Democratic nominee for Governor of Rhode Island in 2010. Mr. Hemond is admitted to practice in Rhode Island and Massachusetts.

RYAN J. HOLT, ESQ. *Associate*

Attorney Holt concentrates his practice in the areas of finance, corporate law, tax and government affairs. He possesses a comprehensive background in financial services, legislative matters and public policy. Prior to joining DE, Mr. Holt served as corporate counsel for a financial services company focusing on municipal securities (529 Plans) and worked on implementation of newly created ABLE (disability savings) plans, working with government entities from many different states. Mr. Holt also has worked on several local, state, and national political campaigns. This includes research, communication and speechwriting for the Democratic nominee for Governor of Rhode Island in 2010 and research, campaign finance and election law for the 2012 Presidential campaign. Furthermore, Mr. Holt has represented the City of Central Falls on zoning, planning and criminal prosecution matters, as well as served as general counsel to the Central Falls Redevelopment Agency ("CFRA"), which handles an array of economic development and real estate matters through the City of Central Falls. He also has extensive lobbying experience with Cap Com, where he brings his skills as a regulatory attorney to help shape legislation and guide policymakers to a result that benefits his clients and fits seamlessly within the statutory scheme then-currently in place. Attorney Holt regularly uses his municipal experience to advice clients regarding renewable energy-related ordinances enacted in Rhode Island municipalities.





NICHOLAS D. BERNIER, ESQ. *Of Counsel*

Attorney Bernier's practice concentrates in the areas of corporate taxation, tax controversy and general business law, with a unique focus in renewable energy projects. He has cultivated his expertise in all aspects of the renewable energy sector and now advises clients as their tax counsel and on federal tax credit syndication, local zoning and permitting matters, as well as the acquisition and sale of renewable energy projects. Mr. Bernier's success as a litigator is highlighted by the case he brought before the Massachusetts Appellate Tax Board that challenged several Massachusetts Department of Revenue administrative opinions and letter rulings regarding renewable energy property taxation across the Commonwealth of Massachusetts. In connection with his success in the solar industry, Mr. Bernier currently represents several highly-regarded renewable energy developers and financiers. Prior to joining DE, Mr. Bernier worked as a tax and bankruptcy attorney at a well-regarded boutique Providence- and Boston-based tax law firm.

KEITH E. PHILLIS, ESQ. *Associate*

Attorney Phillis concentrates his practice in the areas of tax, renewable energy and general business law. He assists clients in tax-efficient transaction planning, tax code compliance and resolving tax disputes with taxing authorities at all levels, including through negotiation of payment in lieu of tax agreements for personal and real property taxes on solar facilities in the Commonwealth of Massachusetts. Mr. Phillis uses his extensive experience as a regulatory attorney to assist clients in understanding and interpreting utility-related ordinances and tariffs, including net metering tariffs and feed-in tariffs in Rhode Island and Massachusetts. Mr. Phillis has spearheaded DE's due diligence projects for large-scale solar development in Rhode Island and Massachusetts. Working with several municipalities throughout Rhode Island, Mr. Phillis has extensively reviewed numerous solar energy contracts, secured financing deals for various solar farms and resolved outstanding solar tax credit issues. Prior to joining DarrowEverett LLP, Mr. Phillis managed a successful practice focusing on resolving tax disputes with federal, state, and local taxing authorities, on behalf of individuals and not-for-profit entities, as well as debt settlement with private creditors. He also serves as a member of the Planning Board for the Town of Warren, where he used his extensive experience in the renewable energy industry to advise the Town Council on the practical and legal effects of the renewable energy zoning ordinances that come before town councilmembers.



DISCLAIMER: The Rhode Island Supreme Court licenses all lawyers in the general practice of law. The Court does not license or certify any lawyer as an expert or specialist in any field of practice.

H. STAFF RESPONSIBILITIES

DE is a full-service business law firm with its principal office located in Providence, Rhode Island. DE currently employs over twenty (20) attorneys, practicing on the East Coast with a particular focus on real estate, economic development, renewable energy and municipal and administrative law.

Attorneys Zachary G. Darrow, Ryan J. Holt and Nicholas J. Hemond will be the primary day-to-day points of contact for the EERMC and will be responsible for aiding the EERMC on legislative issues, from legal evaluation and impact analysis of pending legislation, to advising the EERMC on statutory obligations. Furthermore, they will bring to the EERMC their extensive experience with open meetings laws and the Rhode Island and Federal Rules of Civil Procedure to ensure that the EERMC is always in full compliance.

Mr. Holt and Mr. Hemond will also be primarily responsible for reviewing the policies developed by the EERMC and for attending the EERMC's Meetings, Executive Committee Meetings, Demand Collaborative Subcommittee Meetings, System Reliability Subcommittee Meetings, and for serving as the legal bridge between the EERMC and the PUC. If necessary, Mr. Holt and Mr. Hemond will also provide legal support and representation to the EERMC before state and regional entities, including the PUC. Both will be responsible for reviewing the EERMC's policies as they are developed.

Attorneys Zachary G. Darrow and Joshua A. Berlinsky will lend their financial and business expertise to the EERMC, as well as providing general oversight and serving in an advisory capacity for all matters pertaining to the EERMC and DE's representation of it.

Attorneys Nicholas D. Bernier and Keith E. Phillis will provide their extensive experience from working with renewable energy developers and financiers during the course of DE's representation of the EERMC. Their subject matter expertise will be vital to the interpretation of public policy and the advice provided by DE during this engagement.

I. STAFF EXPERIENCE

Please find resumes for Attorneys Zachary G. Darrow, Joshua A. Berlinsky, Ryan J. Holt, Nicholas J. Hemond, Nicholas D. Bernier and Keith E. Phillis attached hereto as Appendices A through F, respectively.

J. CONFLICT OF INTEREST

Conflicts of interest, whether actual, potential or perceived, are taken very seriously by the Firm and its attorneys. The Firm is committed to working with the EERMC to identify, avoid, mitigate and/or resolve any conflicts of interest that may arise from DE attorneys performing legal work for the EERMC. In addition to having its own internal policies and procedures in place with respect to such conflicts, DE anticipates working with the EERMC to establish procedures and best practices to ensure that the issue of conflicts of interest is given the utmost consideration from the onset of its representation of the EERMC and on an ongoing basis thereafter. DE attorneys would prefer that we err on the side of caution when it comes to this important issue.

K. LITIGATION

DE has, since its inception in 2008, always strived to serve all of their clients to the utmost of its ability. In doing so, it has performed all duties and obligations to which it has been contractually accountable. Furthermore, the attorneys of DE hold themselves to the highest standard of professional excellence and take great efforts to ensure that their deliver on all products and services to which they have committed themselves. There are no litigations, disputes, claims or complaints, or events of default or other failure to satisfy contractual obligations (including failure to deliver products or involving an offeror or affiliate of an offeror) relating to providing services similar to those being solicited in the RFP.

L. INVESTIGATION

DE hereby confirms that, to the best of its knowledge, no employees or agents of the firm, including those listed in this proposal, are currently under any investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by state or federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract. Furthermore, all of DE's attorneys are in good standing with the boards to which they are admitted.

APPENDIX A

(See Section I)

Zachary G. Darrow's Resume

ZACHARY G. DARROW, ESQ.

zdarrow@darroverett.com | W: 401.453.1200 | C: 401.529.7085 | One Turks Head Place, 12th Floor, Providence, RI

Admitted in RI, MA, NY, NH

PROFESSIONAL EXPERIENCE

January '07 – Present

DarrowEverett LLP

Chairman & Co-Founder

Providence, RI
Boston, MA; New York, NY; Ft. Lauderdale, FL
Chairman and Co-Founder of a full service business, land use and government relations law firm principally located in Providence, RI. Practice is particularly focused on all aspects of real estate development, economic development, commercial lending, commercial leasing, public and private financing and venture capital and corporate law. Regularly appears before state and municipal boards and agencies throughout Rhode Island and Massachusetts to gain approval of large scale redevelopment and land use projects. Presently serves as general counsel to the Providence Redevelopment Authority and has served as special counsel to other municipalities on large scale commercial real estate development initiatives, including, without limitation, drafting of tax stabilization and other economic incentive programs designed to revitalize historic properties and spur new construction.

2012 – Present

Capitol Communications Group, LLC

CEO & Co-Founder

Providence, RI
Boston, MA
Chief Executive Officer and Co-Founder of one of the fastest growing, full service government relations firms in the State of Rhode Island. Represents a diverse array of clients before the General Assembly and Executive branch on issues including, without limitation, economic development, public safety, labor relations, education, traffic safety and general business issues. Works with clients to develop a strategic plan for achieving legislative goals. Maintains a daily presence at the State House in order to appear before legislative committees, effectively advocating for clients' priorities and secure passage of legislation.

2009 – Present

Waldorf Capital Management LLC

CEO & Founder

Providence, RI
New York, NY
Founder of a private real estate investment manager and real estate operator that is focused on value-add and opportunistic investments in commercial real estate assets in markets across the Northeast. Brings an expansive network of relationships with executives, capital sources, and investment managers both locally and nationally. The firm's investment philosophy is to acquire, redevelop and reposition underperforming assets, providing superior investment returns for our private and institutional investors. Waldorf and its managers have assembled an outstanding track record of successful investments, completing and advising on over \$3 billion of real estate transactions in the last fifteen years.

2009 – Present

Acropolis Management Services LLC

CEO & Founder

Providence, RI
Boston, MA
CEO and founder of a national asset management firm that actively manages residential and commercial real estate properties. AMS provides property and asset management and consulting services and strives to handle all phases of management, including leasing, accounting, maintenance and residential relations. Has established the best practices to enhance property value, effectively monitor and control operating expenses, and maximize various revenue sources. AMS's successful business model allows them to manage over 40 properties in the northeastern area.

May '05 – January '07¹

Burns & Levinson LLP

Partner

Providence, RI
Boston, MA
Partner at a premier law firm with a well-established national commercial law practice, particularly focused on real estate development and finance. Practice consisted primarily of acquisitions, leasing, entitlement/land use, dispositions, all phases of due diligence review, finance matters, including secondary market financing transactions, as well as other tax and cash-flow incentive matters. Practice also included a significant volume of sophisticated condominium projects (residential, commercial, and mixed-use). Responsibilities included managing several attorneys and other legal professionals in connection with a high volume of complex commercial real estate transactions and land use matters.

¹ 2/06 – 11/06 accepted position as President and CLO for a hedge fund subsidiary engaged in the finance and development of retail real estate projects (particular focus on franchise concepts). Lead recapitalization and restructuring of company. Upon completion of recapitalization and replacement of senior management team, returned to practice of law with company as client.

PROFESSIONAL EXPERIENCE (CONT'D)

January '02 – May '05²

HinckleyAllenSnyder LLP
Associate

Providence, RI

Associate in the Real Estate Practice Group of a highly regarded law firm. Practice consisted of local and national commercial real estate acquisitions, leasing, land use/entitlement, condominium creation, project financing, and secondary market dispositions. Particular focus on retail development projects, from land control negotiation and documentation, through entitlement and closing. Practice also included projects that pursue tax and cash-flow incentives, such as like-kind complex multi-party land use, master planning, and development agreements, such as multi-party/tenant retail center RESs/CC&Rs.

April '00 – January '02

CVS Pharmacy/CVS Realty Co.
Sr. Real Estate Deal Manager

Woonsocket, RI

Managed a national pipeline of 200+ fee-for-service, self-development, and turnkey real estate projects for a Fortune 100 retailer, reporting directly to the VP of Real Estate. Analyzed proposed sites and performed risk assessments for project viability; managed the due diligence and permitting processes, including the coordination of in-house and outside professionals; managed overall project budgets; negotiated various documents, including but not limited to, leases, purchase agreements, easement/restriction agreements, development agreements, and other agreements addressing such matters as environmental contamination, tenant holdovers/buyouts, and project opposition settlements; assisted with sale-leaseback program and other property disposition programs. Participated in over \$600MM in real estate transactions.

EDUCATION

Syracuse University College of Law
Juris Doctor

Syracuse, NY
Cum Laude

Fitchburg State University
B.S. History; Minors – Economics & Political Science

Fitchburg, MA
Magna Cum Laude

Center for the Study of the American Presidency
Center Fellow

New York, NY

INTERESTS & ACTIVITIES

- Member: ABA; RIBA; MBA; NYSBA; NHBA; ICSC; UMASS Club; University Club (Providence, RI); The Carnegie Abbey Club (Portsmouth, RI); The Core Club (New York, NY)
- Outside Interests: Finance and Investment, Public Policy, Music Composition, Urban (Re) Development, Golf, Snowboarding, Boxing, Weight Lifting and Basketball

CONTRIBUTIONS & VOLUNTEER WORK

- Board Member: Read to Succeed; PeaceLove Foundation; Downtown Providence Parks Conservancy
- Regular Donor: Woman & Infant Hospital; Jeffrey Osbourne Charity Foundation; The Met School; Downtown Providence Parks Conservancy; American Heart Association; Save the Bay; YMCA of Greater Providence; Boys & Girls Club; Providence College Athletics; ALS Association; American Cancer Society; PinkTie.org
- Former Adjunct Professor at Roger Williams University School of Law

² 2/03-11/03 accepted position as Associate General Counsel and Vice President and New Market Development for a national retail real estate development firm. Lead expansion of operations into MN as a "Preferred Developer" for a national retailer in the greater St. Paul area. Upon opening of MN office, returned to the private practice of law with developer as a client.

APPENDIX B

(See Section I)

Joshua A. Berlinsky's Resume

JOSHUA A. BERLINSKY, ESQ.

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Admitted in RI, MA, IL

PROFESSIONAL EXPERIENCE

February '07 – Present

DarrowEverett LLP

Managing Partner

Providence, RI
Boston, MA; New York, NY; Ft. Lauderdale, FL
Managing Partner of a full service business, land use and government relations law firm principally located in Providence, RI. Practice is particularly focused on all aspects of real estate development, economic development, commercial lending, commercial leasing, public and private financing and venture capital and corporate law.

April '03 – February '07

Tillinghast Licht LLP

Associate - Partner

Providence, RI
Associate with promotion to partner at one of the oldest law firms in Rhode Island. Acted as lead permitting attorney and managing counsel for 17 acre mixed-use development in Providence, Rhode Island. Negotiated Master and Sub-Condominium Documents for 190 unit residential leasehold property in Providence, Rhode Island. Negotiated construction loan documents, anchor leases, and eventual sale documents for retail shopping center in Pawtucket, Rhode Island. Represented developers in connection with negotiation of joint venture and corporate formation documents, purchase and sale agreements, management agreement, and leases. Frequently appeared before zoning and planning boards on behalf of numerous clients.

January '02 – March '03

Massachusetts Housing Partnership Fund

Assistant General Counsel

Boston, MA
Acted as lead attorney for all aspects of loans for multi-family rental properties, including drafting and negotiation of loan documents, review of borrower formation documents, zoning opinions, title survey, and other property-related due diligence. Counseled and worked closely with in-house asset management department to provide guidance on a variety of portfolio issues including condominium conversions, loan restructures, and potential default situations. Updated program loan documents, drafted pre- and post-purchase counseling contracts, and addressed individual borrower issues for Soft Second Loan Program Department.

August '99 – December '01

Goulston & Storrs, P.C.

Associate

Boston, MA
Represented Mortgage Fund with regard to Section 42 low income housing tax credit mortgage loans for various projects. Acted as lead attorney for several construction loan projects, including zoning analysis, negotiation of affordable housing covenants with regard to development of a cohousing facility in Cambridge, Massachusetts, and permitting analysis, drafting, and negotiation of loan documents on behalf of various lenders. Represented various clients in acquisition and depositions of real estate, including \$175 million purchase/\$150 million acquisition loan of Boston office building. Drafted and negotiated multiple commercial leases, including an entire industrial warehousing complex in Franklin, Massachusetts.

August '97 – May '99

D'Ancona & Pflaum, LLC

Associate

Chicago, IL
Represented national investment advisors in the acquisition and disposition of industrial and commercial properties in various states. Drafted and negotiated commercial and retail leases. Assisted borrowers in securitized loan transactions, including drafting and negotiating loan documents.

EDUCATION

Northwestern University School of Law

Juris Doctor

Chicago, IL

- Staff Member, Northwestern Journal of Criminal Law and Criminology
- Teaching Assistant for Professor Martin Redish (Civil Procedure), Fall 1995
- Teaching Assistant for Professor Steven Goldberg (Negotiations), Spring 1997
- Dean's Award for Academic Excellence

Colgate University

B.A. – Political Science & English

Hamilton, NY

Cum Laude

- Chairman, Colgate Community Action Committee
- Dean's Award for Academic Excellence

APPENDIX C

(See Section I)

Nicholas J. Hemond's Resume

NICHOLAS J. HEMOND, Esq.

nhemond@darroweverett.com | W: 401.453.1200 | C: 401.316.3895 | One Turks Head Place, 12th Floor, Providence, RI
Admitted in RI, MA

LEGAL EXPERIENCE

April 2014- Present

DarrowEverett LLP

Providence, RI

Associate Attorney

Developed a diverse practice in the areas of municipal law, economic development and civil and criminal litigation. Wide-ranging background representing clients before municipal zoning and licensing boards on complex issues of real estate and economic development, historic preservation and intricate land use issues. Extensive knowledge of statutory and case law relative to the licensing and permitting of business in the hospitality industry. Negotiated, drafted and successfully presented numerous tax stabilization agreements and extensions of previously approved tax stabilization agreements before the Providence City Council. Appear in court on a daily basis on behalf of private litigation clients in criminal, domestic relations and civil litigation matters.

February 2012 – Present

City of Central Falls

Central Falls, RI

Assistant City Solicitor

Contract attorney for the City of Central Falls since its exit from bankruptcy and receivership. Responsible for prosecution of voluminous caseload of misdemeanor criminal cases in the City each week in Providence County District Court. Since assuming the position, the sentence and conviction rate each year have increased each year. Successfully defended the City against numerous motions to dismiss or suppress evidence in criminal matters. Established strong lines of communication with leadership of the City's Police Department, as well as patrol officers appearing in court for trial. Additional duties include representation of the City's Zoning and Planning Boards.

November 2012- April 2014

Law Office of Caprio & Caprio

Providence, RI

Associate Attorney

Management of firms personal injury and criminal case, including over three dozen cases pending in litigation in both the Rhode Island and Massachusetts District and Superiors Courts. Prepared for and conducted dozens mediations and arbitrations for personal injury matters in Massachusetts and Rhode Island. Represented criminal defendants in District and Superior Court, with particular focus on researching and defending against charges of Driving Under the Influence, Assault, Disorderly Conduct and Domestic Violence.

January 2011- August 2012

Law Office of K. Joseph Shekarchi

Warwick, RI

Law Clerk/ Lobbyist

Managed personal injury cases, including preparing demand packages and negotiations with insurance companies. Prepared and present Tax Abatement Hearings before municipal boards of tax assessors. Lobbied the Rhode Island General Assembly on behalf of the RI Fraternal Order of Police. Prepared eviction cases for litigation on behalf of a large municipal public housing authority. Drafted zoning and land use opinion letters.

February 2011- August 2012

Law Office of Caprio & Caprio

Providence, RI

Law Clerk/ Lobbyist

Boston, MA

Conducted legal research for personal injury, business, divorce, and criminal defense clients. Drafted memorandums of law pertaining to various motions before the court in tort cases on behalf of the partners. Researched and drafted appellate briefs for Breathalyzer Refusal appeals before the Appellate Panel of the Rhode Island Traffic Tribunal. Prepared for and attend depositions. Assisted attorneys in preparing for trials and oral arguments.

POLITICAL AND PROFESSIONAL EXPERIENCE

August 2012- Present

Capital Communications Group, LLC

Providence,

Partner – Vice President of Government Relations

Co-founded a full service government relations firm with Attorney Zachary Darrow. Conduct statutory and policy research, draft legislation on behalf of clients, advocate at the Rhode Island General Assembly to advance clients issues and priorities in an effective and ethical manner. Since its inception, the execution of an aggressive business development strategy has made the firm one of the fastest growing lobbying firms in the State of Rhode Island representing a broad array of clients including commercial real estate developers, public and private sector labor unions, healthcare, trade associations and the largest regional automobile club in the region.

April 2014- Present

The Hamilton Group, LLC

Co-Founder/ Principal Strategist – Government Relations/ Political Communications

Co-founded a full service political consulting firm representing local and state wide candidates for elected office. The firm provides clients with professional services including campaign finance consulting, public relations, opposition research and strategy. Managed or consulted on over two dozen campaigns in the 2012 and 2014 election cycles.

Providence, RI

September 2011 - Present

Providence School Board

President

Appointed by Providence Mayor Angel Taveras to the board that governs the 23,000 students and 2,500 employees of the Providence Public School District. Elected Chairman of the Committee on District Policy which is charged with collaborating with district leaders to develop and improve district policies. Elected Vice President of the Board in January 2012 and led two national searches to hire a new superintendent of the school district. Preside over all Board level union grievances and employee discipline and termination hearings.

Providence, RI

September 2009- November 2010

Frank Caprio for Governor

Communications Director

Developed and implemented public relations plan for the campaign. Oversaw the policy and opposition research departments of the campaign and authored a strategic plan for effectively disseminating the information gathered. Wrote and reviewed scripts for campaign advertisements. Handled all press inquiries including radio, television and print interviews.

Providence, RI

EDUCATION

Roger Williams School of Law

Juris Doctor- cum laude

Bristol, RI
Cum Laude

Providence College

Bachelor of Arts in Political Science- Cum Laude

Pi Sigma Alpha – Political Science Honors Society

Providence, RI

APPENDIX D

(See Section I)

Ryan J. Holt's Resume

RYAN J. HOLT, ESQ.

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Admitted in RI, MA

PROFESSIONAL EXPERIENCE

2017 – Present

DarrowEverett LLP
Associate Attorney

Providence, RI

- Advocate for a diverse range of corporate and individual clients both in court and in other settings;
- Prepare documents for and attend closings for residential and commercial loans;
- Draft documents in advance of client presentations and submissions to state and municipal boards;
- Serve as counsel to municipal boards, including the Central Falls Planning Board and Central Falls Redevelopment Agency.

2017 – Present

Capitol Communications Group, LLC
Director of Legislation

Providence, RI

- Conduct extensive statutory and policy research, draft legislation on behalf of clients, advocate at the Rhode Island General Assembly to advance clients issues and priorities.
- Meet with elected officials, staff, and clients to discuss merits of pending legislation and strategy relating to it.
- Successfully advocated for the passage of several pieces of legislation in the 2017 legislative session.

2014-2017

Ascensus College Savings (f/k/a Upromise Investments)
Corporate Counsel

Newton, MA

- Negotiated and drafted complex contracts including MSAs, SOWs, NDAs, and investment management agreements relating to over \$20M in annual revenue and over \$5M in annual spend.
- Developed a 529A (disability savings plan) solution that complies with applicable statutes and regulatory guidance, one of the first four plans to launch in the country, which will include a first of its kind checking account interface.
- Present the firm's comments to proposed financial regulations to U.S. Treasury Department, which lead to Treasury amending its Proposed Regulations for 529A.
- Meet with Congressional staff and advocate for legislation favorable to the firm and the financial services industry, which lead to the passage of HR 529 in December 2015.

2013-2014

Analysis Group
Conflicts and Compliance Analyst

Boston, MA

- Drafted and revised MSAs, SOWs, and engagement letters to minimize business risk and simplify compliance.
- Performed due-diligence corporate research to reveal potential financial, ethical, and legal red-flags.
- Created and enforced access and engagement policies that adhered to the firm's legal and contractual obligations.

2012

Obama for America
Deputy Voter Protection Director, Pennsylvania

Philadelphia, PA

- Ran the out-of-state attorney program for Pennsylvania and managed a team of six.
- Recruited, trained, and organized over 1,300 attorneys and legal professionals from surrounding states, primarily through in-person meetings and presentations, exceeding a campaign-set goal of 1,000.

2012

Democratic National Committee
Vetting and Compliance Associate, Obama Victory Fund

Chicago, IL

- Advised compliance staff on risks pertaining to campaign finance regulations.
- Extensively examined the backgrounds of major donors and other various public aspects of campaign fundraising.

EDUCATION

Northeastern University School of Law
Juris Doctor

Boston, MA
2012

Providence College
Bachelor of Arts, Political School and Business Studies

Providence, RI
2009

APPENDIX E

(See Section I)

Nicholas D. Bernier's Resume

NICHOLAS D. BERNIER, ESQ.

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Admitted in RI, MA

PROFESSIONAL EXPERIENCE

2016 – Present

DarrowEverett LLP
Counsel

Providence, RI
Boston, MA; New York, NY; Ft. Lauderdale,
FL

Energy Regulatory & Policy Advising in Massachusetts & Rhode Island – Represented clients developing/acquiring large portfolios of renewable energy generation projects in Massachusetts and in Rhode Island. Notably advised clients with portfolios of renewable energy generation plants located in Massachusetts as to the application of the “single-parcel rule” to individual solar fields during due diligence and advised a client developing a portfolio of renewable energy generation plants in Rhode Island as to how the underlying policy considerations of the “single-parcel rule” may be handled by Rhode Island energy regulators.

Solar Industry Lobbying – Drafted legislation introduced by the Massachusetts Senate Majority Whip impacting the valuation and taxation of solar projects in Massachusetts.

Tax Law and Policy Regarding Renewable Energy – Negotiated payment in lieu of taxation (PILOT) agreements in communities across Massachusetts while selectively litigating solar taxation cases at the Massachusetts Appellate Tax Board and obtaining another precedent setting verdict in favor of the renewable energy industry: Quabbin Solar, LLC et al. v. Barre Assessors, ATB 2017-480, 487 (November 2, 2017) (ruling that the three large commercial solar generation projects were exempt from the *ad valorem* taxation of solar equipment).

2016– 2017

Fall River Housing Authority (FRHA)
Attorney

Fall River, MA

Energy Contracts & Procurement of Energy – Served as the FRHA’s Staff Attorney while working in an “Of Counsel” contract capacity with DarrowEverett LLP advising the FRHA’s executive staff as to the enforceability of contracts previously signed with an affiliate of SunEdison after the parent company filed for Chapter 11 Bankruptcy and as to what procedures the FRHA needed to follow in order to procure a new energy contract to be compliant with federal and state public procurement laws and regulations.

2015 – 2016

McLaughlin & Quinn, LLC
Attorney

Providence, RI

Precedent Setting Renewable Energy Taxation Case – Represented corporate clients on various tax appeals including the successful argument for the application of a twenty-year tax exemption before the MA Appellate Tax Board in a precedent setting case that invalidated numerous MA Department of Revenue administrative opinions and letter rulings: KTT, LLC v. Swansea Assessors, ATB 2016-426 (October 13, 2016 Opinion and June 1, 2015 Decision).

Renewable Energy Developer Representation – Represented numerous solar developers with regard to their use of Solar Renewable Energy Certificates, compliance with state energy regulations, and with all manner of taxation issues.

2013 – 2014

Bristol County District Attorney’s Office
Assistant District Attorney

New Bedford, MA

Financial Crimes & Trial Practice – Prosecuted cases related to financial crimes while gaining trial experience.

Summers of 2008 & 2009; 2011-2013

LaPlante Sowa Goldman
Attorney of Counsel

Providence, RI

State and Local Tax Disputes – Challenged the property tax rate structure for a municipality in Rhode Island.

August 2010- December 2010

Securities Exchange Commission (SEC)
Full Time Legal Intern

Washington, DC

Foreign Corrupt Practices Act (FCPA) Unit – Prepared Action Memoranda analyzing common corporate practices that constitute violations of the FCPA and administrative practices that would reduce incidents of noncompliance while working in the FCPA Unit of the SEC’s Enforcement Division.

Credit Derivatives Enforcement – Assisted investigations related to Credit Default Swaps and similar financial products.

August 2007- May 2008

Citibank
Banker

Boston, MA

EDUCATION

Washington University School of Law

Master of Laws (L.L.M.) in Taxation

Juris Doctor

Boston College

Bachelor of Arts (B.A.); Minors – Economics & Political Science

cum laude, History; GPA 3.67, Scholar of the College Title, Dean's Scholar Award

St. Louis, MO

Awarded 2011

Awarded 2011

Chestnut Hill, MA

Awarded 2007

APPENDIX F

(See Section I)

Keith E. Phillis' Resume

KEITH E. PHILLIS, ESQ.

kphillis@darroweverett.com | W: 401.453.1200 | C: 401.527.9940 | One Turks Head Place, 12th Floor, Providence, RI
Admitted in RI, MA, CT

PROFESSIONAL EXPERIENCE

2016 – Present

DarrowEverett LLP Providence, RI
Associate Boston, MA; New York, NY; Ft. Lauderdale, FL
Providing energy regulatory advising and planning for clients in the renewable energy industry. As and in Rhode Island. Advising clients with portfolios of renewable energy generation plants located in Massachusetts and Rhode Island. Assisting clients with tax-advantageous structuring of holding entities that own and operate solar farms and real estate developments. Assisting clients with tax-advantageous trust and estate planning. Assisting clients with all matters of regulatory work, from navigating the complex landscape of distributed generation regulations to updating corporate organizational documents to reflect changes of law created by the new Tax Cuts and Jobs Act.

2015– 2016

Carreiro Phillis PLLC Swansea, MA
Managing Partner
Managing Member of a practice focusing on resolving tax disputes with federal, state and local taxing authorities, on behalf of individuals and not-for-profit entities, as well as debt settlement with private creditors. In charge of maintain small practice staffing and operations. Conducted legal research and attended hearings for bankruptcy clients. Negotiated payment in lieu of taxation (PILOT) agreements in communities across Massachusetts while selectively litigating solar taxation cases. Settled debts owed to private creditors and taxing authorities on behalf of individuals and businesses.

2014 -2015

Law Offices of Attorney Nick Yousif Brockton, MA
Law Clerk
Assisted homeowners in obtaining modifications of their mortgages. Assisted debtors in resolving credit card debts. Assisted attorney Yousif with preparing bankruptcy cases for filing and hearings.

2014

Bankruptcy Court for the District of Rhode Island Providence, RI
Judicial Extern
Provided general legal research regarding matters under the bankruptcy code, and associated regulations and cases. Attended hearings and reviewed documents submitted by debtors and creditors.

POLITICAL AND PROFESSIONAL EXPERIENCE

2017-Present

Warren Planning Board Warren, RI
Member

2016-Present

Rhode Island Society of CPAs Cranston, RI
Member

2017

Warren Economic Development Board Warren, RI
Member

EDUCATION

Boston University Boston, MA
Master of Laws (L.L.M.) in Taxation

Roger Williams School of Law Bristol, RI
Juris Doctor – magna cum laude

Central Michigan University Mount Pleasant, MI
Bachelor of Arts (B.A.) in French, German and European Studies – magna cum laude
Bachelor of Science (B.S.) in Comparative Politics; Minor in Business Administration – magna cum laude