

**CALIFORNIA ALTERNATIVE ENERGY AND  
ADVANCED TRANSPORTATION FINANCING AUTHORITY**

*Consideration of CE Obsidian Energy LLC's Request to Approve a Time Extension for the  
Four Year Initial Term of the Title Conveyance Agreement*

**CE Obsidian Energy LLC**  
**Application No. 11-SM012**

**August 18, 2015**

Prepared By: *James Shimp*

**Applicant** – CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC

**Location** – Calipatria, Imperial County

**Industry** – Geothermal

**Project** – New Geothermal Brine Extraction, Handling and Injection Facility

**Value of Qualified Property** – \$174,453,978

**Estimated Sales and Use Tax Exclusion Amount**<sup>1</sup> – \$14,689,025

**Amount of Time Requested:**

- Four years, four months, and eight days (December 31, 2019) for the Term of the Title Conveyance Agreement (Eight years, four months, and eight days from the date of initial CAEATFA Board approval)

**SUMMARY**

In August 2011, the CAEATFA Board approved a sales and use tax exclusion (“STE”) for CE Obsidian Energy LLC and its Affiliates (“CE Obsidian” or the “Applicant”) for the purchase of \$174,453,978 of Qualified Property for the geothermal brine extraction, handling, and injection portion of a larger geothermal power generation facility (the “Project”). The Master Regulatory and Title Conveyance Agreement (“Agreement”) initial term provided the Applicant with four years from the date of Board Approval to utilize its STE award. The initial term of the Agreement can be extended by the Board upon a finding that an extension is in the public interest and advances the purposes of the Program.<sup>2</sup>

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<sup>1</sup> This amount is calculated based upon the average statewide sales tax rate of 8.42%.

<sup>2</sup> Regulation Section 10035(b)(1)(A)

As of August 1, 2015, CE Obsidian has not conveyed any Qualified Property. In July 2015, CAEATFA staff sent the Applicant a courtesy reminder of the end of the four-year Agreement. CE Obsidian responded by requesting an extension of the Agreement to December 31, 2019 to accommodate difficulties in securing a power purchase agreement (PPA). The Applicant cited unfavorable market conditions in geothermal power generation as the primary reason for their failure to secure a PPA. However, the Applicant also noted that, given pending legislation to increase California’s renewable energy goals to 50%, interest for geothermal power generation has been renewed amongst utilities and policymakers. The Applicant represents that, in light of this fact, the California Energy Commission (CEC) has extended the Project’s license to construct until December 31, 2019. The Applicant is requesting that the term of the Title Conveyance Agreement be extended by approximately four years, in order to coincide with the Applicant’s license to construct.

Due to unique conditions associated with this type of project – including the high temperature, pressure, and corrosiveness of the brine – the Applicant asked for, and was granted, a longer initial term in their Master Regulatory Agreement (four years instead of the typical three). Additionally, the Applicant asked for, and received, a waiver of the 25% purchase requirement, whereby Applicants are required to purchase 25% of the approved Qualified Property within one year of Board approval. The 25% purchase requirement has subsequently been removed from the program. Since executing its Master Agreement the Applicant has made no additional waiver requests.

### **About the Applicant**

CE Obsidian Energy LLC was incorporated on October 24, 2001 in Delaware and is headquartered in Calipatria, California. CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC plan to construct a geothermal power project in Imperial County.

### **Project Description**

The Project involves only the brine extraction, handling, and injection portions of a larger Geothermal Power facility known as the “Black Rock Project.” Upon extraction, brine is converted into steam suitable for subsequent electric generation. In its entirety, the Black Rock Project was originally estimated to be a 235 megawatt geothermal electrical power generation facility in the Salton Sea Known Geothermal Resource Area (SSKGRA) in Imperial County, California.

### **Agreement Term Extension Request**

CE Obsidian has requested that the initial term of the Agreement be extended from August 23, 2015 to December 31, 2019 in order to allow the company additional time to secure a power purchase agreement. The date was selected to correspond to an extension of the Applicant’s license to construct, which was recently granted by the California Energy Commission.

**Staff Evaluation**

CE Obsidian has indicated that renewed interest in geothermal energy, prompted by developments in California’s energy policy, will allow them to execute a PPA and thereby continue with their project as planned. The Applicant was originally granted a longer than typical initial term, and was exempted from the requirement to purchase and convey 25% of their Qualified Property within the first year after Board approval. These modifications reflect the fact that the Applicant has had a longer planned timeframe for execution of their Project. Geothermal energy generation is one of a suite of technologies that can assist the state in reaching its energy goals. Additionally, the proposed project will be located in Imperial County, which currently has the highest rate of unemployment in the state. If successful, the jobs and ancillary economic activity driven by the project would be important for the region in which it would be situated. Based on this information, staff believes that extending the term of the Agreement is in the public interest and advances the purpose of the program.

**Staff Recommendation**

Staff recommends that the Board approve CE Obsidian’s request to extend the initial term of the Agreement to December 31, 2019 as it is in the public interest and advances the purpose of the program.

**Attachments**

- Attachment A: CE Obsidian’s Letter Requesting Waiver (June 17, 2015)
- Attachment B: Staff Summary on August 23, 2011

**A RESOLUTION OF THE  
CALIFORNIA ALTERNATIVE ENERGY AND ADVANCED TRANSPORTATION  
FINANCING AUTHORITY APPROVING A TIME EXTENSION FOR  
SORAA INCORPORATED’S INITIAL TERM FOR THE MASTER REGULATORY  
AND TITLE CONVEYANCE AGREEMENT**

**August 18, 2015**

WHEREAS, on August 23, 2011 the California Alternative Energy and Advanced Transportation Financing Authority (the “Authority”), a public instrumentality of the State of California, approved a Sales Tax Exclusion (“STE”) in the amount of \$174,453,978 of Qualified Property for **CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC** (the “Applicant”); and

WHEREAS, within four years of the approval by the Authority, the Applicant must make all purchases of the total amount of Qualified Property listed in the approval resolution (Regulations Section 10035(b)(1));

WHEREAS, upon a finding that it is in the public interest and advances the purposes of the Program, the Authority may waive the requirement that all purchases of Qualified Property be made within three years of Application approval (Regulations Section 10035(b)(1)(A));

WHEREAS, the Applicant has requested a waiver of the requirement to purchase all of the Qualified Property within four years, due to unfavorable market conditions leading to an inability to secure a power purchase agreement, and requests extension of the term from August 23, 2015 to December 31, 2019; and

WHEREAS, granting the waiver will allow the Project to proceed and the state to receive the anticipated environmental and economic benefits that justified the initial approval of the Project in accordance with the law, thereby advancing both the public interest and the purposes of the Program.

NOW THEREFORE BE IT RESOLVED by the California Alternative Energy and Advanced Transportation Financing Authority, as follows:

Section 1. The Authority finds that it is in the public interest and advances the purposes of the Authority to extend the initial term of the Agreement to December 31, 2019.

Section 2. This resolution shall take effect immediately upon its passage.

**Attachment A: CE Obsidian’s Letter Requesting Waiver**



June 17, 2015

Ms. Deana Carrillo  
Executive Director  
California Alternative Energy and Advanced Transportation Financing Authority  
915 Capital Mall, Room 457  
Sacramento, CA 95814

Re: SB 71 Alternative Source and Advanced Transportation Manufacturing Sales and Use Tax Exclusion Program – Four-Year Purchase Requirement Compliance for CE Obsidian Energy LLC.

Dear Ms. Carrillo;

Please accept this communication as CE Obsidian Energy LLC’s (“CEOE”) intention to formally request a waiver for an extension of the above referenced project under the guidelines of the California Alternative Energy and Advanced Transportation Financing Authority (“CAEATFA”).

Under the current Sales and Use Tax Exclusion Program that enables CalEnergy Operating Corporation to purchase Qualified Property (“QF”) for its CEOC project until August 23, 2015, to date we have conveyed no dollars towards the project.

Although the CAEATFA exemption provided a significant beneficial component to the project financing structure, the market conditions for geothermal energy generation in California has not yielded any Power Purchase Agreements from utilities that are critical to the development of such a large project as CEOC. However, CalEnergy is seeing that with Governor Brown’s public announcement to increase renewable energy goals to 50%, new interests and discussions among utilities and policymakers are taking place.

CEOE’s California Energy Commissions license to construct has recently been extended to December 31, 2019 in part to enable our project to capture market conditions described above. With this changing market in mind, we are optimistic that along with the authority’s extension of our CAEATFA certification to the same date of December 31, 2019 to begin construction, we could be successful in obtaining the vital Power Purchase Agreements.

Development of a project such as CEOE’s new geothermal facilities has many ancillary benefits not afforded other renewable technologies that are much needed for the impoverished local economy of Imperial Valley. The values and attributes that accompany a project of such size with respect to construction and permanent jobs, along with the tax revenue stream provided will greatly benefit the communities and residencies where this project is being proposed.

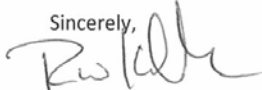
**CALENERGY**  
OPERATING CORPORATION  
A Berkshire Hathaway Energy Business  
7030 Gentry Road, Calipatria, California 92233  
Phone: 760-348-4200 Fax: 760-348-2714 [www.berkshirehathawayenergyco.com](http://www.berkshirehathawayenergyco.com)

**Agenda Item – 4.B.1**  
**Resolution No. 11-SM012**  
**Application No. 11-SM012**

*CAEATFA waiver extension*  
*June 17, 2015*  
*Page 2 of 2*

CalEnergy requests CAEATFA Board approval of a waiver of the Expenditure Obligation for our CEOC geothermal project to December 31, 2019 to coincide with our California Energy Commission license. Should you have any questions or need further clarification please feel free to give me a call at (760) 485-8845.

Sincerely,



Randy Keller  
Director of Development  
CalEnergy Operating Corporation

**CALENERGY**  
OPERATING CORPORATION  
A MIDAMERICAN ENERGY HOLDINGS COMPANY AFFILIATE  
7030 Gentry Road, Calipatria, California 92233  
Phone: 760-348-4200 Fax: 760-348-2714 [www.midamerican.com](http://www.midamerican.com)

**Attachment B: CE Obsidian Staff Summary at Time of Board Approval**

**CALIFORNIA ALTERNATIVE ENERGY AND  
ADVANCED TRANSPORTATION FINANCING AUTHORITY**

***Request to Approve Project for SB 71 Sales and Use Tax Exclusion (STE)<sup>3</sup>***

**CE OBSIDIAN ENERGY, LLC  
Application No. 11-SM012**

**Monday, August 29, 2011**

Prepared By: *Heather Williams*

**SUMMARY**

**Applicant** – CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC

**Location** – Calipatria, Imperial County

**Industry** – Geothermal

**Project** – New Geothermal Brine Extraction, Handling and Injection Facility

**Value of Qualified Property** – \$174,453,978

**Estimated Sales and Use Tax Exclusion Amount<sup>4</sup>** – \$14,130,772

**Estimated Net Benefits** - \$5,053,640

**Application Score -**

Fiscal Benefits Points:	828
<u>Environmental Benefits Points:</u>	<u>530</u>
<b>Net Benefits Score:</b>	<b>1,358</b>
<u>Additional Benefits Points:</u>	<u>40</u>
<b>Total Score:</b>	<b>1,398</b>

**Staff Recommendation** – Approval

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<sup>3</sup> All capitalized terms not defined in this document are defined in the Program’s statute and regulations.

<sup>4</sup> This amount is calculated based upon the average statewide sales tax rate of 8.1%.

**THE APPLICANT**

CE Obsidian Energy LLC was incorporated on October 24, 2001 in Delaware and is headquartered in Calipatria, California. CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC (“Obsidian” or “Applicant”) plan to construct a geothermal power project in Imperial County.

The ownership structure of Obsidian is described in Attachment A.

**THE PROJECT**

The Project is the portion of the equipment within the overall Black Rock 1, 2, 3, and 4 Geothermal Power facility (“Black Rock Project”), which is directly related to brine extraction, handling, and injection of extracted geothermal brine. After extraction, the brine as an alternative source fuel is later converted to a form of steam suitable for subsequent electric generation. In its entirety, the Black Rock Project is a 235 megawatt (“MW”) geothermal electrical power generation facility in the Salton Sea Known Geothermal Resource Area (SSKGRA) in Imperial County, California. The Application under consideration is specific to the production of geothermal brine as a useable alternative source fuel, a component of the larger Black Rock Project.

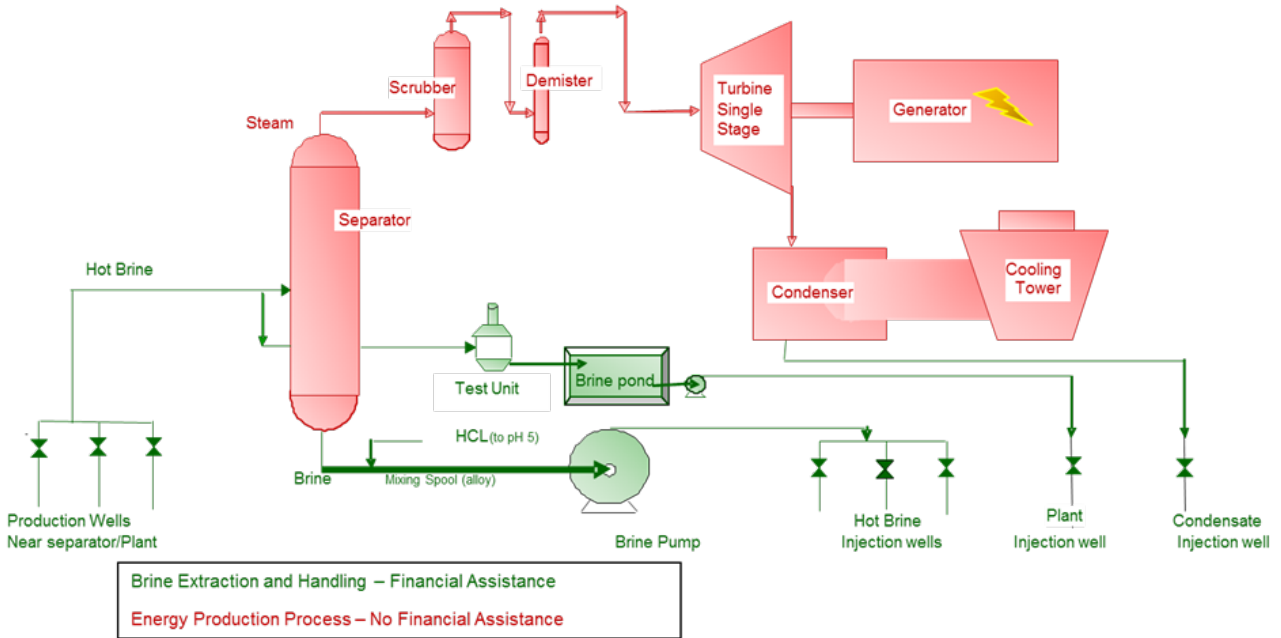
The process to extract geothermal fluids from the SSKGRA involves several different activities. The first involves extraction of the hot, high-pressure hyper-saline geothermal fluid from deep within the geothermal reservoir geologic structure in the SSKGRA. The extraction method consists of a geothermal production well at a depth over 6,000 feet, and well head piping to safely control the brine flow. From the well head piping, the hot, hyper-saline brine is transported via alloy pipelines to the brine/steam processing equipment. This equipment takes the feed of the hot brine from the production pipelines and then flashes and conditions the steam to a quality acceptable for injection to a geothermal steam turbine. The equipment to flash and condition the steam is not included in this Application as that part of the process is considered to be utilizing the Alternative Source fuel. The equipment included in this Application is entirely for the purpose of producing an Alternative Source fuel.

Also included in the Application and integral to the extraction and fuel production processes is the handling of the balance of the brine. The spent brine, which is not flashed to steam, is transported via alloy pipelines to injection wells by using high pressure, high volume specially designed pumps. The injection wells have alloy well head piping and controls to manage the flow of brine to each injection well. The injection wells will have alloy casing to a depth of approximately 2,500 feet and wells to over 6,000 feet deep. Both the production and injection wells are required for the geothermal fluid extraction process as there is no discharge permitted, so all spent brine (remaining liquid) must be injected back into the reservoir as part of the overall process. This process is what allows the energy source to remain a renewable source.



According to the Applicant, due to harsh characteristics (high temperature, high pressure, excessive corrosive properties, and hyper-salinity) of the geothermal hot-brine extracted from the Applicant’s wells in the SSKGRA, the best available technology to economically and physically utilize the brine is to implement the processes and final conditioning as outlined in the Application.

**Single Flash Geothermal Power Plant Flow Diagram**



**ANTICIPATED COSTS OF QUALIFIED PROPERTY**

The anticipated Qualified Property purchases are listed below:

Injection pumps: 12 brine injection pumps	\$ 7,186,909
Production test unit: three atmospheric flash vessels	1,497,273
Rock mufflers: three re-enforced structural concrete mufflers	2,994,546
In-plant piping, valves and controls	5,602,439
Production brine piping	26,000,000
Injection brine piping	17,000,000
Aerated and condensate injection piping	6,500,000
Isolation valves, metering and controls	12,069,655
Production brine casing	50,362,470
Injection brine casing	20,518,043
Aerated and condensate casing	2,797,915
Wellhead assembly and master valves	6,528,468
Geothermal well field drill rig	18,390,805
<b>Total</b>	<b><u>\$174,453,978</u></b>

**Agenda Item – 4.A.3**  
**Resolution No. 11-SM012**  
**Application No. 11-SM012**

*Note: The Qualified Property purchases reported in the Application and shown here in staff's report are estimated costs. At the termination of the conveyance/reconveyance agreement a finalized Project equipment list will be prepared detailing the value of the Project equipment conveyed and reconveyed and detailing the actual tax benefit realized pursuant to Revenue and Tax Code Section 6010.8. Variations from the costs shown in the Application and in this report may occur prior to the closing due to increased costs of certain components of the Project from original estimates, and other reasons. In addition, such costs may vary after closing due also to increased costs, as well as common design and equipment modifications during construction, differences in equipment due to future changes in law or regulation, or for other reasons.*

## **TIMELINE**

Obsidian anticipates it will begin purchasing Qualified Property as early as May 2012 with the equipment expected to be placed in service beginning in January 2015. Black Rock 1, 2, 3 and 4 are expected to be placed in commercial operation in January 2015, March 2014, May 2015 and June 2016, respectively.

## **PROJECT EVALUATION**

### **NET BENEFITS**

The total cost of the Qualified Property purchases is anticipated to be \$174,453,978 and the total net benefits are valued at \$5,053,640 for the Project. The Project received a Total Score of 1,398 points, which exceeds the required 1,000 point threshold and a total Environmental Benefits Score of 530 points, which exceeds the 100 point threshold.

- A. Fiscal Benefits (828 points).** The net present value of the total fiscal benefits over the lifetime of the Qualified Property is derived from the Applicant's sales taxes, personal income taxes paid by the firm's employees, firm taxes on profits, property taxes and other indirect fiscal benefits of the Applicant which amounts to \$11,697,269, resulting in a Fiscal Benefits Score of 828 points for the Project.
- B. Environmental Benefits (530 points).** The Project will result in \$7,487,143 of total pollution benefits over the life of the Facility resulting in an Environmental Benefits Score of 530 points for the Project. These benefits derive from the extraction of geothermal brine, which offsets the need for fossil fuel derived sources of energy.
- C. Additional Benefits (40 of 200 points).** Applicants may earn up to 200 additional points for their Total Score. The Applicant submitted information and received 40 additional points.
  - a. Permanent Jobs (0 of 40 points).** The Applicant's Project will support a total of 31 permanent jobs at its Facility. CAEATFA estimates that approximately three of these jobs will be attributable to a marginal increase in jobs created due to the

approved STE. Zero points were awarded because the marginal increase in jobs does not meet the required threshold.

- b. Construction Jobs (0 of 20 points).** The Applicant’s Project will support a total of 350 construction jobs at its Facility. CAEATFA estimates that approximately 36 of these jobs will be attributable to a marginal increase in jobs created due to the approved STE. Zero points were awarded because the marginal increase in jobs does not meet the required threshold.
  
- c. Unemployment (40 of 40 points).** The Applicant’s Project is located in Imperial County, which has an unemployment rate of approximately 29 percent. Since this is above 110 percent of the statewide unemployment average, which is currently at 12.4 percent, the Project was awarded an additional 40 points.

## **FINDING OF PUBLIC INTEREST**

### **A. Minimum Purchase Compliance.**

Per CAEATFA regulations<sup>5</sup> an Applicant is required to purchase at least 25 percent of the Qualified Property within one year of the Authority’s approval of the Application and complete all purchases within three years. However, per the CAEATFA Regulations, upon a finding that it is in the public interest and advances the purposes of the Program, the Authority may waive these standard requirements.<sup>6</sup>

Obsidian has requested that CAEATFA waive these requirements. Unlike other geothermal resources the SSKGRA consists of hot brine, the harsh characteristics of which involve unique regulatory, engineering, financial and other challenges. As a result the timeframe for developing geothermal resources within the SSKGRA is anticipated to be longer than the Program’s standard requirements.

The Project is in the public interest and advances the purpose of the program as it is developing geothermal brine as an Alternative Source to be used to generate power; geothermal power is specifically listed as an Alternative Source for which CAEATFA is authorized to provide assistance. The Black Rock Project will, according to the Applicant, be one of the largest geothermal facilities in the United States and will assist in diversifying California’s renewable energy portfolio. The Project will assist the Black Rock Project in contributing to California’s Renewables Portfolio Standard (RPS) requirements and in providing base load power to critical markets in Southern California.

Therefore, as authorized by the Regulations, the Executive Director requests that the Authority find that this Project is in the public interest and advances the purposes of the Program and waive the requirements of Sections 10035(c)(1) pursuant to sections 10035(c)(1)(i-ii).

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<sup>5</sup> 4 CCR 10035(C)(1)

<sup>6</sup> 4 CCR 10035(C)(1)(i-ii)

## **STATUS OF PERMITS/OTHER REQUIRED APPROVALS**

All necessary permits have been granted by applicable state and local government agencies for Black Rock 1, 2 and 3 units, except for the US Army Corps of Engineers Part 404 permit (discharge of dredged or fill material) and the Colorado River Basin Water Quality Control Board Part 401 Permit (water quality certification). The Part 404 and Part 401 permits are expected to issue by September 2011.

The Applicant anticipates the permitting for Black Rock 4 unit will be submitted in the first quarter 2012, and expects approval within 19 months following submittal.

## **LEGAL QUESTIONNAIRE**

Staff has reviewed the Applicant's responses to the questions contained in the Legal Status portion of the Application. The Executive Director, in consultation with legal counsel, has determined that the legal issues disclosed do not affect the financial viability or legal integrity of the Applicant.

## **CAEATFA FEES**

In accordance with CAEATFA Regulations,<sup>7</sup> the Applicant has paid CAEATFA an Application Fee of \$5,000 and will pay CAEATFA an Administrative Fee of up to \$350,000.

## **RECOMMENDATION**

Staff recommends approval of:

- pursuant to 4 CCR 10035(C)(1)(i), a finding that it is in the public interest and advances the purposes of the Program to waive the requirement that the first year purchases of Qualified Property are at least twenty-five percent of the total amount listed in the approved resolution in order to accommodate the completion of the Project;
- pursuant to 4 CCR 10035(C)(1)(ii), a finding that it is in the public interest and advances the purposes of the Program to waive the requirement that all purchases of Qualified Property be made within three years of the Application approval in order to accommodate the completion of the Project; and
- Resolution No. 11-SM012 for CE Obsidian Energy LLC's purchase of Qualified Property in an amount not to exceed \$174,453,978 anticipated to result in an approximate sales and use tax exclusion value of \$14,130,772.

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<sup>7</sup> California Code of Regulations Title 4, Division 13, Article 2, Section 10036

**RESOLUTION APPROVING AND AUTHORIZING EXECUTION OF A TITLE  
CONVEYANCE AGREEMENT WITH CE OBSIDIAN ENERGY, LLC**

August 29, 2011

WHEREAS, the California Alternative Energy and Advanced Transportation Financing Authority (the “Authority” or “CAEATFA”) has received the Application of **CE Obsidian Energy LLC and its Affiliates: CE Black Rock Holdings LLC, CE Obsidian Holdings LLC, Black Rock 1 LLC, Black Rock 2 LLC, Black Rock 3 LLC and Black Rock 4 LLC** (the “Applicant”), for financial assistance in the form of a conveyance/reconveyance of title agreement (the “Agreement”) regarding tangible personal property for the design, manufacture, production, or assembly of Advanced Transportation Technologies or Alternative Source products, components, or systems (“Qualified Property”) as more particularly described in the staff summary and in the Applicant’s Application to the Authority (collectively, the “Project”); and

WHEREAS, the Applicant has requested the Authority to enter into the Agreement transferring title of Project equipment with an estimated cost not to exceed \$174,453,978 over a period of four years; and

WHEREAS, the Agreement will provide that the Applicant will, prior to any use of the Qualified Property, transfer title at no cost to the Authority from time to time as purchases of Qualified Property are made and the Authority will then transfer title back to the Applicant without having taken possession of the Qualified Property; and

WHEREAS, the Applicant believes that this form of financial assistance will enable it to avail itself of the benefits of an exclusion from sales and use taxes relative to the Qualified Property pursuant to California Revenue and Taxation Code Section 6010.8; and

WHEREAS, approval of the terms of the Agreement and authority for the Executive Director, Deputy Executive Director, or Chair of the Authority to execute the necessary documents to effectuate the Agreement is now sought;

NOW, THEREFORE, BE IT RESOLVED by the California Alternative Energy and Advanced Transportation Financing Authority, as follows:

Section 1. The Project constitutes a “project” within the meaning of Public Resources Code Section 26003(g)(2).

Section 2. The requested conveyance agreement constitutes “financial assistance” within the meaning of Public Resources Code Section 26003(e)(2).

**Agenda Item – 4.A.3**  
**Resolution No. 11-SM012**  
**Application No. 11-SM012**

Section 3. The Applicant is a “participating party” within the meaning of Public Resources Code Section 26003(f).

Section 4. The Executive Director, Deputy Executive Director, or Chair of the Authority (the “Authorized Signatories”) are hereby authorized for and on behalf of the Authority to approve any changes to the Project as the Executive Director shall deem appropriate, provided that the amount of the Qualified Property to be purchased may not be increased above the amount approved by the Authority.

Section 5. The proposed form of the Agreement between the Applicant and the Authority, as filed with the Authority prior to this meeting, is hereby approved. The Authorized Signatories are hereby authorized and directed, for and on behalf and in the name of the Authority, to execute, acknowledge and deliver to the Applicant the Agreement in substantially the form filed with or approved by the Authority, with such insertions, deletions or changes therein as the Authorized Signatory executing the same may require or approve, and with particular information inserted therein in substantial conformance with the staff summary and in the Applicant’s Application to the Authority, such approval to be conclusively evidenced by the execution and delivery thereof. The Authority understands and agrees that pursuant to the terms of the Agreement, the obligations of the Applicant may, under some circumstances, be carried out or assumed by a successor or assignee entity, or by an affiliate of the Applicant.

Section 6. In Approving the Project, the Board finds that due to the unique nature of the project and the anticipated benefits, it is in the public interest and will advance the purposes of the Program to waive the regulatory requirement that the Applicant utilize at least twenty-five (25) percent of the sales and use tax exclusion within one year of the date of this resolution. Similarly, the Board finds that it is in the public interest and will advance the purposes of the Program to extend the regulatory requirement that the entire approved amount be utilized within three years of the date of this resolution and instead require the entire amount to be utilized within four years of the date of this resolution.

Section 7. Each of the Authorized Signatories, acting alone, is hereby authorized and directed to do any and all ministerial acts, including (without limitation) the execution and delivery of any and all documents and certificates they may deem necessary or advisable in order to consummate the Agreement and otherwise effectuate the purposes of this resolution.

Section 8. The Applicant shall assure CAEATFA that all Qualified Property conveyance pursuant to the Agreement shall be installed, maintained and operated in compliance with all applicable local, state and federal laws.

Section 9. The Agreement shall only apply to Qualified Property that the Applicant certifies will be installed, maintained and operated at facilities within the State of California.

Section 10. The adoption by the Authority of this Resolution for the Applicant shall not be referred to in any application before any governmental agency as evidence of the feasibility,

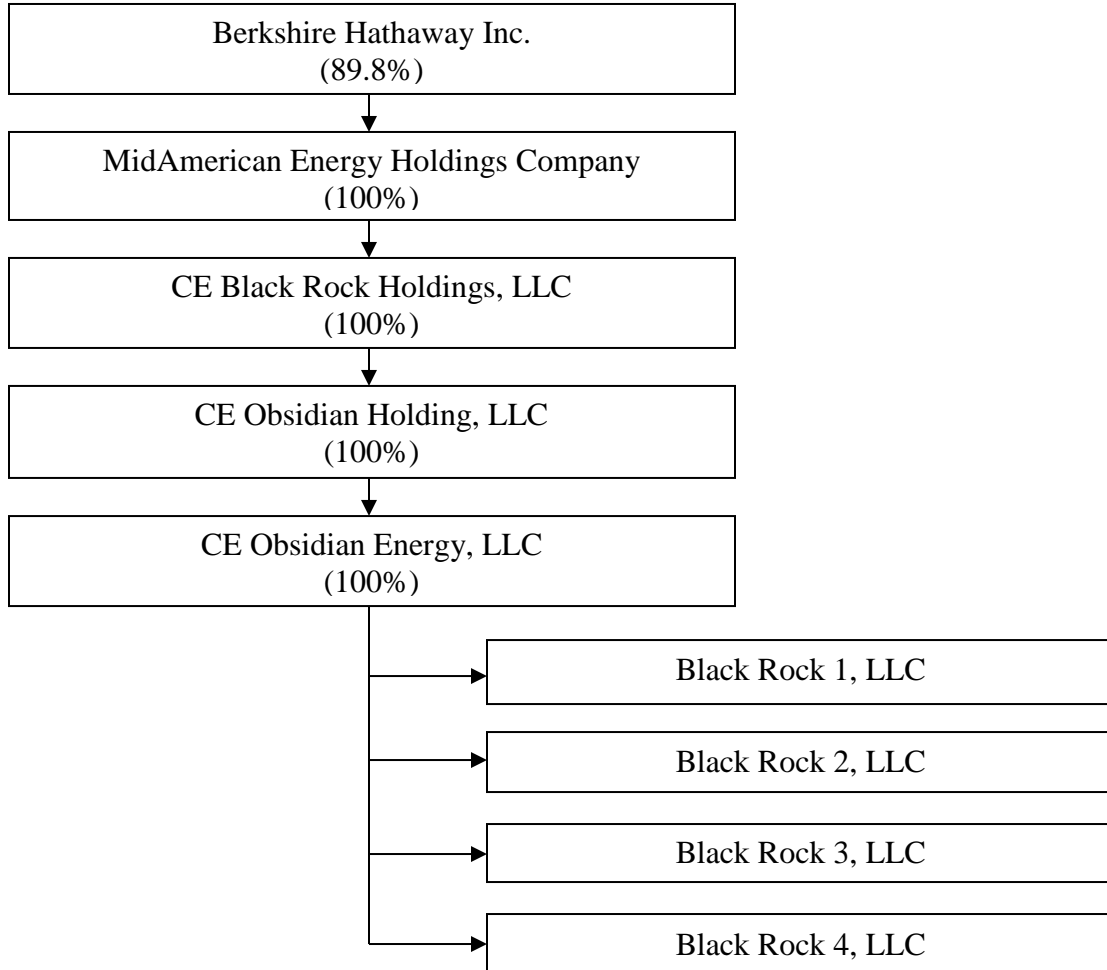
**Agenda Item – 4.A.3**  
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practicality or suitability of the Project or in any application for any required permission or authority to acquire, construct or operate the Project.

Section 11. This Resolution is effective immediately and will remain in full force and effect unless the Regulatory Agreement, as defined in CAEATFA Regulations Section 10035(A), is not executed within thirty (30) days of the date of this Resolution. The Executive Director may extend the thirty days if necessary.

ATTACHMENT A

The ownership structure of CE Obsidian Energy, LLC is as follows:



The corporate officers of Berkshire Hathaway Inc. are:

- Warren E. Buffet, Chairman and Chief Executive Officer
- Charles T. Munger, Vice Chairman
- Marc D. Hamburg, Senior Vice President and Chief Financial Officer
- Sharon L. Heck, Vice President
- Daniel J. Jaksich, Vice President and Controller
- Mark D. Millard, Vice President
- Forrest N. Krutter, Secretary
- Rebecca K. Amick, Director of Internal Auditing