

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

***Request to Approve a Time Extension for the
Initial Term of the Regulatory Agreement¹***

**Five Points Pipeline LLC
Application No. 20-SM006**

Tuesday, January 17, 2023

Prepared By: *Stefani Wilde, Program Analyst*

SUMMARY

Applicant – Five Points Pipeline LLC

Location – Riverdale, Fresno County

Industry – Dairy Biogas Production

Project – New Cluster of Dairy Biogas Production Facilities (Alternative Source)

Total Amount Qualified Property Approved– \$15,017,114

Estimated Sales and Use Tax Exclusion Amount at Approval² – \$1,255,431

Amount of Time Requested –

- Requesting a two-year extension, until January 21, 2025, for the Initial Term of the Regulatory Agreement (a total of five years from the date of initial CAEATFA Board approval of January 21, 2020)

Staff Recommendation – Approval

¹ All capitalized terms not defined in this document are defined in the Sales and Use Tax Exclusion Program’s statutes and regulations.

² This amount is calculated based on the average statewide sales tax rate at the time of initial approval, which was 8.36%.

REQUEST

On January 21, 2020, the CAEATFA Board approved a Sales and Use Tax Exclusion (“STE”) award for Five Points Pipeline LLC (the “Applicant”) for the purchase of up to \$15,017,114 in Qualified Property to build a dairy digester cluster in Fresno County (the “Project”). The Regulatory Agreement (“Agreement”) initial term provided the Applicant with three years from the date of CAEATFA Board approval to utilize its STE award.³

As of September 2022, the Applicant has used the STE award to purchase approximately \$11.3 million of Qualified Property (75% of the total Qualified Property approved). The Applicant is requesting to extend the Agreement initial term by two years to accommodate pandemic related supply chain delays and labor shortages.

The Applicant states that since the approval of the award in January 2020, before the full extent of the pandemic was known, it has been plagued by numerous pandemic related delays . The Applicant explains that it experienced regulatory, construction, and supply chain delays that derived from labor shortages because of mandatory increased safety protocols. Despite the challenges, the Applicant completed Phase 1 of the Project.

The CAEATFA Board can extend the initial term of the Agreement upon a finding that an extension is in the public interest and advances the purposes of the STE Program.⁴

THE APPLICANT

Five Points Pipeline LLC is a California limited liability company that formed in 2017 to capture dairy biogas and convert it into renewable biomethane.

The major shareholders (10.0% or greater) of the Applicant are:

- Elkhorn Renewables LLC (45%)
- The Eric A. teVelde and Katelyn J. teVelde Revocable Family Trust (50%)
- The David and Alice teVelde Revocable Family Trust (50%)
- Flyers Sustainable Energy LLC (45%)
- David Dwelle FLP (25%)
- Eclipse Investments FLP (25%)
- Speed Investments FLP (25%)
- TAD FLP (25%)

The company officers of the Applicant are:

- Daryl Maas, Manager
- Ken Dwelle, Manager
- Eric teVelde, Manager

³ California Code of Regulations Title 4, Division 13, Section 10035(b)(1)

⁴ California Code of Regulations Title 4, Division 13, Section 10035(b)(1)(B)

THE PROJECT

Five Points Pipeline LLC received an STE to build a dairy digester cluster in Fresno County. The Applicant has contracted with five neighboring dairy facilities to build covered lagoon digester systems on each farm to capture the methane emissions from the dairy manure. The captured biogas will be scrubbed to remove H₂S and compressed and chilled to remove excess water. The Applicant explains that the dry biogas from each dairy will then be injected into a private pipeline to be constructed as part of the Project, and sent to a centralized biogas conditioning facility to produce renewable biomethane that will be injected into the Pacific Gas & Electric natural gas pipeline for use as transportation fuel.

The Project has received grant funding from the California Energy Commission under the Alternative and Renewable Fuel and Vehicle Technology Program for the centralized biogas conditioning facility. The Applicant also received grant funding through the California Department of Food and Agriculture’s Dairy Digester Research and Development Program for the dairy digesters.

AGREEMENT INITIAL TERM EXTENSION REQUEST

The Applicant has requested that the initial term of the Agreement be extended from January 21, 2023 to January 21, 2025 to accommodate pandemic related supply chain delays and labor shortages.

STAFF EVALUATION

According to the Applicant, it experienced significant pandemic related delays. Some of the delays experienced by the Applicant include regulatory issues, construction, and supply chain delays caused by labor shortages felt across many industries. However, the Applicant states despite incredible delays, it was able to complete Phase 1 of its buildout, which includes four digesters, 10 miles of pipeline, and a biogas conditioning facility. According to the Applicant, all equipment with long lead times has already been ordered, all construction contracts are complete, and the majority of the required permits have been secured or are already in process. The Applicant has provided a schedule of the new purchasing timeline, which is expected to come to a close at the end of 2024.

Based on this information, Staff believes extending the initial term of the Agreement will allow for the Project to be completed, and is, therefore, in the public interest and advances the purposes of the STE Program.

LEGAL QUESTIONNAIRE

Staff reviewed the Applicant’s responses to the questions contained in the Legal Status portion of the Application. The responses did not disclose any information that raises questions concerning the financial viability or legal integrity of this Applicant.

CAEATFA FEES

In accordance with STE Program regulations,⁵ the Applicant has paid an additional fee of \$2,000 because extending the initial term qualifies as a modification to the Applicant’s Agreement.

RECOMMENDATION

Staff recommends that the Board approve the Applicant’s request to extend the initial term of the Agreement by two years to January 21, 2025, as it is in the public interest and advances the purposes of the STE Program.

ATTACHMENTS

- Attachment A: Five Points Pipeline LLC’s letter requesting waiver (December 29, 2022)
- Attachment B: Five Points Pipeline LLC’s staff summary at the time of approval

⁵ California Code of Regulations Title 4, Division 13, Section 10036(c)(1)(B)

**RESOLUTION APPROVING A TIME EXTENSION FOR
FIVE POINTS PIPELINE LLC’S INITIAL TERM FOR
THE REGULATORY AGREEMENT**

January 17, 2023

WHEREAS, on January 21, 2020, 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 \$15,017,114 of Qualified Property for **Five Points Pipeline LLC** (the “Applicant”); and

WHEREAS, within three (3) years of approval by the Authority, the Applicant must make all Qualified Property purchases (STE Program regulations Section 10035(b)(1)); and

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 (3) years of Application approval (STE Program regulations Section 10035(b)(1)(B)); and

WHEREAS, the Applicant has requested a waiver of the requirement to purchase all of the Qualified Property by within three (3) years, due to unexpected delays in the Project timeline, extending the term by two (2) years to January 21, 2025; 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 Program to extend the Applicant’s initial term of the Regulatory Agreement to January 21, 2025.

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

Attachment A: Five Points Pipeline LLC’s Letter Requesting Waiver (December 29, 2022)



1730 South Street
Redding, CA 96001
www.maasenergy.com

California Alternative Energy and Advanced
Transportation Financing Authority (CAEATFA)
915 Capitol Mall, Room 538
Sacramento, CA 95814

RE: Five Points Pipeline LLC – Sales and Use Tax Exclusion Program

CAEATFA Board,

Five Points Pipeline LLC (The Company) received notification indicating that our sales and use tax exclusion for the purchase of up to \$15,017,114 in Qualified Property is due to expire on January 21, 2023. According to the program regulation section 10035(b)(1)(B), the CAEATFA Board may extend the initial term upon a finding that the extension is in the public interest and advances the purposes of the program. This letter is in response to the notification and our desire to formally request an extension. The Company believes that this extension is in the public interest and advances the purposes of the program.

Specific amount of time requested:

The Company is requesting a two-year extension in order to purchase the remainder of the Qualified Property. This two-year extension would cause the exemption to expire on January 21st, 2025.

An explanation of why the extension is necessary (i.e. why the initial term deadline will not be met):

The project was approved by the CAEATFA Board on January 21st 2020, which was right before the COVID pandemic began. This pandemic caused numerous regulatory, construction and supply chain delays, due to labor shortages caused by increased safety protocols. While the project was able to complete Phase 1 of its buildout which includes four digesters, 10 miles of pipeline, and a 1,250 SCFM biogas conditioning facility; the remaining digester, 3 miles of pipeline, and increased capacity of the biogas facility to 1,925 SCFM and also tie into virtual pipeline facilities is still underway and requires two additional years to complete.

An explanation of what assurances there are that the new timeline will be met:

After detailed conversations with vendors, regulatory agencies, and construction management personnel, the project team is confident that all remaining aspects of the project can be completed with a two-year extension. All long lead time equipment has been ordered, all construction contracts have been executed, and the majority of regulatory permits have been obtained or are in process.

DECEMBER 29, 2022



1730 South Street
Redding, CA 96001
www.maasenergy.com

Amount of Qualified Property purchased to date:

Through June 2022, the Company has reported \$11,174,921.24 of the approved Qualified Property of \$15,017,114. Since June 2022, the Company has purchased an additional \$132,344.87 of Qualified Property through September 2022, and these additional purchases will be included in the next reporting cycle.

Anticipated schedule for purchasing the remaining Qualified Property and reporting to CAEATFA is shown in the table below by reporting period:

	7/1/22 – 12/31/22	1/1/23 – 6/30/23	7/1/23 – 12/31/23	1/1/24 – 6/30/24	7/1/24 – 12/31/24	Total
Amount	\$1,000,000	\$1,000,000	\$1,000,000	\$500,000	342,192.76	\$3,842,192.76

Information on whether the scope of the project has changed:

The scope of the project has not changed.

Five Points Pipeline LLC is very grateful for the support of the CAEATFA Board and appreciates the consideration of this extension request. The Legal Status Questionnaire, and ownership information is being provided with this request for extension, and a \$2,000 fee check has also been mailed on November 18th, 2022.

Sincerely,

A handwritten signature in black ink, appearing to read "Stephen Hatley", is written over a light blue horizontal line.

Stephen Hatley
CFO of Maas Energy Works, Manager

DECEMBER 29, 2022

Attachment B: Five Points Pipeline LLC’s Staff Summary at the Time of Approval

The original award staff summary can be found [on the CAEATFA website](#).

**Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006**

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

Request to Approve Project for Sales and Use Tax Exclusion (STE)¹

**Five Points Pipeline LLC
Application No. 20-SM006**

Tuesday, January 21, 2020

Prepared By: *Ashley Emery, Program Manager*

SUMMARY

Applicant – Five Points Pipeline LLC

Location – Riverdale, Fresno County

Industry – Dairy Biogas Production

Project – New Cluster of Dairy Biogas Production Facilities (Alternative Source)

Value of Qualified Property – \$15,017,114

Estimated Sales and Use Tax Exclusion Amount² – \$1,255,431

Estimated Quantifiable Net Benefits – \$2,774,417

Application Score –

Fiscal Benefits Points:	3,040
<u>Environmental Benefits Points:</u>	<u>170</u>
Net Benefits Score:	3,210

<u>Additional Benefits Points:</u>	<u>70</u>
Total Score:	3,280

Staff Recommendation – Approval

¹ All capitalized terms not defined in this document are defined in the Program’s statute and regulations.

² This amount is calculated based on the average statewide sales tax rate of 8.36%.

Agenda Item – 4.B.5
Resolution No. 20-SM006-01

Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006

THE APPLICANT

Five Points Pipeline LLC (“Five Points Pipeline” or the “Applicant”), a wholly owned subsidiary of Maas Energy Works Inc., is a California limited liability company that formed in 2017 to capture dairy biogas and convert it into renewable biomethane.

The major shareholders (10.0% or greater) of Maas Energy Works Inc. are: Daryl Maas	The corporate officers of Maas Energy Works Inc. are: Daryl Maas, Chief Executive Officer Stephen Hatley, Chief Financial Officer
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THE PROJECT

Five Points Pipeline is requesting a sales and use tax exclusion to build a dairy digester cluster in Fresno County (the “Project”). The Applicant has contracted with five neighboring dairy facilities to build covered lagoon digester systems on each farm to capture the methane emissions from the dairy manure. The captured biogas will be scrubbed to remove H₂S and compressed and chilled to remove excess water. The Applicant explains that the dry biogas from each dairy will then be injected into a private pipeline to be constructed as part of the Project, and sent to a centralized biogas conditioning facility to produce renewable biomethane that will be injected into the Pacific Gas & Electric natural gas pipeline for use as transportation fuel.

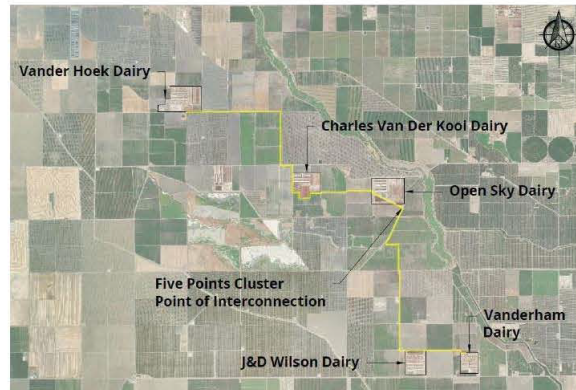


Figure 1: Five Points Pipeline Dairy Digester Cluster Map

The Project has received grant funding from the California Energy Commission under the Alternative and Renewable Fuel and Vehicle Technology Program for the centralized biogas conditioning facility. The Applicant also received grant funding through the California Department of Food and Agriculture’s Dairy Digester Research and Development Program for the dairy digesters.

Agenda Item – 4.B.5
Resolution No. 20-SM006-01

Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006

ANTICIPATED COSTS OF QUALIFIED PROPERTY

The anticipated Qualified Property purchases are listed below:

Digester Liners, Covers, and Mixers	\$ 2,701,288
Manure Piping, Pumps, and Separation Equipment	712,580
On-Dairy Biogas Conditioning Equipment	1,053,800
Biogas Piping Materials	4,306,011
Central Hub Biogas Conditioning Equipment and Controls	5,621,250
Concrete and Earth Work Equipment	<u>622,185</u>
Total	<u>\$15,017,114</u>

Note: The Qualified Property purchases reported in the Application and shown here in staff's report are estimated costs. At the termination of the master regulatory agreement a finalized project equipment list will be prepared detailing the value of the Project equipment acquired and the actual tax benefit realized pursuant to Revenue and Tax Code Section 6010.8. Variance 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) over 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

The Applicant states the design for each digester has been completed and is being engineered. The Applicant plans to begin purchasing long-lead time equipment beginning March 2020 and commencing construction in May 2020. The Applicant anticipates to begin production with the first digester in February 2021 and with the final digester to be online and producing in October 2021.

PROJECT EVALUATION

NET BENEFITS

The total cost of the Qualified Property purchases is anticipated to be \$15,017,114 and the total quantifiable net benefits are valued at \$2,774,417 for the Project. The Project received a Total Score of 3,180 points, which exceeds the required 1,000-point threshold, and a total Environmental Benefits Score of 164 points, which exceeds the 20-point threshold.

- A. Fiscal Benefits (3,040 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 \$3,816,474, resulting in a Fiscal Benefits score of 3,040 points for the Project.

**Agenda Item – 4.B.5
Resolution No. 20-SM006-01**

**Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006**

- B. Environmental Benefits (170 points).** The Project will result in \$213,374 of total pollution benefits over the life of the Project, resulting in an Environmental Benefits Score of 170 points for the Project. These benefits derive from the production of dairy biogas, which offsets the need for use of fossil methane.
- C. Additional Benefits (70 points).** Applicants may earn additional points for their Total Score. The Applicant submitted information and received 70 additional points.
- 1. Production Jobs (0 of 75 points).** The Applicant represents that the Project will support a total of seven production-related jobs at its Facility. Zero points were awarded because the marginal increase in jobs does not meet the required threshold.
 - 2. Construction Jobs (20 of 75 points).** The Applicant represents that the Project will support a total of 26 construction jobs at its Facility. CAEATFA estimates that approximately two of these jobs will be attributable to a marginal increase in jobs created due to the approved STE, resulting in a Construction Jobs Score of 20 points for the Project.
 - 3. Unemployment (50 of 50 points).** The Applicant’s Project is located in Fresno County which has an average annual unemployment rate of 9.0%. This is above 110% of the statewide average annual unemployment rate which was 5.1% in 2017, the dataset used in the Application. This results in an Unemployment Score of 50 points for this Project.

STATUS OF PERMITS/OTHER REQUIRED APPROVALS

The Applicant states it plans to apply for building permits with Fresno County in March 2020, and anticipates receiving permits by May 2020. The Applicant states several digesters have already received Authority to Construct from the San Joaquin Valley Air Pollution Control District, and it anticipates having all air permits by February 2020 and Permission to Operate for each phase of the Project upon commission. The Applicant states it is in the process of submitting its application for a waste discharge permit from the Central Valley Regional Water Quality Control Board, and anticipates receiving the permit by September 2020.

LEGAL QUESTIONNAIRE

Staff reviewed the Applicant’s responses to the questions contained in the Legal Status portion of the Application. The responses did not disclose any information that raises questions concerning the financial viability or legal integrity of this Applicant.

Agenda Item – 4.B.5
Resolution No. 20-SM006-01

Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006

CAEATFA FEES

In accordance with CAEATFA Regulations,³ the Applicant has paid CAEATFA an Application Fee of \$7,508.56 and will pay CAEATFA an Administrative Fee of up to \$60,068.46.

RECOMMENDATION

Staff recommends approval of Resolution No. 20-SM006 for Five Points Pipeline LLC's purchase of Qualified Property in an amount not to exceed \$15,017,114, anticipated to result in an approximate sales and use tax exclusion value of \$1,255,431.

³ California Code of Regulations Title 4, Division 13, Section 10036

Agenda Item – 4.B.5
Resolution No. 20-SM006-01

Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006

**RESOLUTION APPROVING AND AUTHORIZING EXECUTION OF A MASTER
REGULATORY AGREEMENT WITH FIVE POINTS PIPELINE LLC**

January 21, 2020

WHEREAS, the California Alternative Energy and Advanced Transportation Financing Authority (the “Authority” or “CAEATFA”) has received the Application of **Five Points Pipeline LLC** (the “Applicant”), for financial assistance in the form of a master regulatory agreement (the “Agreement”) regarding tangible personal property utilized in an Advanced Manufacturing process or 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 to acquire Project equipment with an estimated cost not to exceed \$15,017,114 over a period of three years; 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(a)(8)(B).

Section 2. The requested master regulatory agreement constitutes “financial assistance” within the meaning of Public Resources Code Section 26003(a)(6).

Section 3. The Applicant is a “participating party” within the meaning of Public Resources Code Section 26003(a)(7).

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.

Agenda Item – 4.B.5
Resolution No. 20-SM006-01

Agenda Item – 4.A.5
Resolution No. 20-SM006
Application No. 20-SM006

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. 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 7. The Applicant shall assure CAEATFA that all Qualified Property listed in the semi-annual reports pursuant to the Agreement shall be installed, maintained and operated in compliance with all applicable local, state and federal laws.

Section 8. 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 9. 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, practicality or suitability of the Project or in any application for any required permission or authority to acquire, construct or operate the Project.

Section 10. 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.