

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

Request to Approve Project for a Sales and Use Tax Exclusion¹

**BHE Renewables, LLC and its Subsidiaries, Magma Power Company
And Morton Bay Geothermal LLC
Application No. 24-SM003**

Tuesday, July 16, 2024

Prepared By: *Matthew Newman, Technical Consultant, Blue Sky Consulting Group*

SUMMARY

Applicant – BHE Renewables, LLC and its Subsidiaries, Magma Power Company and Morton Bay Geothermal LLC

Location – Calipatria, Imperial County

Industry – Geothermal Brine and Steam Production

Project – New Geothermal Brine and Steam Production Facility (Alternative Source)

| Value of Qualified Property | Estimated Sales and Use Tax Exclusion (“STE”) Amount ² |
|-----------------------------|---|
| \$236,966,824.64 | \$20,000,000 |

| Estimated Net Benefit ³ | Dollar Value | Points Earned ⁴ |
|---|---------------------|----------------------------|
| Estimated Fiscal Benefits | \$25,971,425 | 1,299 |
| Estimated Environmental Benefits | \$9,829,063 | 491 |
| Additional Benefits | N/A | 185 |
| Total | \$35,800,488 | 1,975 |
| Estimated Quantifiable Net Benefit | \$15,800,489 | |

Competitive Criteria Score – 225

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

² This amount is calculated based on the average statewide sales tax rate of 8.44%.

³ Applications that earn a Total Score of at least 1,000 points and an Environmental Benefits Score of over 20 points may be recommended for approval. (California Code of Regulations Title 4, Division 13, Section 10033(c)(6).)

⁴ Dollar values and point values in the staff summary may not add up correctly due to rounding in the Application worksheet.

Staff Recommendation – Pursuant to the per-Applicant cap provisions, Applicants requesting more than \$10 million in STE in the first application period of the calendar year from the large project pool set aside of \$15 million in STE are considered in the order in which they ranked based on the Program’s Competitive Criteria.⁵ Based on this Applicant’s Competitive Criteria Score, Staff recommends approval of an award for the purchase of up to \$236,966,824.64 in Qualified Property anticipated to result in an approximate sales and use tax exclusion of \$20,000,000.

THE APPLICANT

BHE Renewables, LLC and its subsidiaries, Magma Power Company and Morton Bay Geothermal LLC (collectively the “Applicant”) are all subsidiaries of Berkshire Hathaway Inc., a publicly traded company on the NYSE under the ticker symbol BRK.A. BHE Renewables, LLC is a Delaware limited liability company that formed in 2011; Magma Power Company is a Nevada corporation that formed in 1981; and Morton Bay Geothermal LLC is a Delaware limited liability company that formed in 2022. The Applicant has its corporate headquarters in Urbandale, Iowa.

On June 21, 2022, the CAEATFA Board granted BHE Renewables, LLC and its subsidiaries Magma Power Company and CE Generation, LLC a sales and use tax exclusion (“STE”) award for the purchase of up to \$188,422,290 in Qualified Property for an estimated STE value of \$16,015,895 to build a new geothermal steam production facility located in Calipatria. As of January 2023, the Applicant has not made any Qualified Property purchases.

On June 21, 2022, the CAEATFA Board granted BHE Renewables, LLC and its subsidiaries Magma Power Company, BHER Minerals, LLC, and CE Generation, LLC an STE award for the purchase of up to \$21,434,530 in Qualified Property for an estimated STE value of \$1,821,935 to build a new lithium recovery and processing facility located in Calipatria. As of January 2023, the Applicant has reported approximately \$3.7 million in Qualified Property purchases (17% of the total Qualified Property amount approved).

On July 18, 2023, the CAEATFA Board granted BHE Renewables, LLC an STE award for the purchase of up to \$239,233,728 in Qualified Property for an estimated STE value of \$19,999,940 to build a geothermal brine and steam production facility in Calipatria. As of January 2023, the Applicant has not made any Qualified Property purchases.

The ownership structure of the Applicant is as follows:

Magma Power Company owns 100% of
Morton Bay Geothermal LLC
CE Generation, LLC owns 100% of Magma
Power Company

The corporate officers of the Applicant are:

Jake S. Anonson, VP
Eric Bowen, VP - Wind & Gas Ops
Alan Brown, VP
Jennifer L. Cavanagh, VP
Kristina Williams, SVP & CFO

⁵ California Code of Regulations Title 4, Division 13, Section 10032(a)(5)(B)

BHE Geothermal, LLC owns 100% of CE Generation, LLC
BHE Renewables, LLC owns 100% of BHE Geothermal, LLC
Berkshire Hathaway Energy Company owns 100% of BHE Renewables, LLC
Berkshire Hathaway Inc. owns 92.03% of Berkshire Hathaway Energy Company

Jeffery B. Erb, Secretary
James C. Galt, VP & Assistant Treasurer
Robert. D Garman, VP, Assistant General Counsel
Jonathan D. Hale, VP of Taxation
Alicia Knapp, President & CEO & Manager
Matt A. Mitchell, VP
Todd A. Anliker, VP & Treasurer
Eric J. Smith, VP
James W. Dougherty, SVP Operations
Bryan Loveless, VP - Solar Operations
Steven C. Rowley, VP Energy Marketing & Trading

THE PROJECT

The Applicant is requesting an STE award to construct a new geothermal brine and steam production facility located in Calipatria (the “Project”). The Applicant plans to construct a steam Resource Production Facility (RPF), which will use production and injection wells to produce geothermal brine from the Salton Sea Known Geothermal Resource Area (SSKGRA) in Imperial County. The RPF will use a flash steam design to produce both geothermal brine and steam. Once extracted, the steam will be used as an alternative source fuel to generate electricity at a Power Generator Facility (PGF). The geothermal brine will be transported from the RPF via cross-country pipelines to injection wells to recharge the geothermal reservoir in the Salton Sea. According to the Applicant, BHE Renewables, LLC holds the appropriate minerals rights and surface rights for the RPF and PGF.

ANTICIPATED COSTS OF QUALIFIED PROPERTY

The anticipated Qualified Property purchases are listed below:

| | |
|---------------------------|------------------------------|
| Vessels and Tanks | \$81,536,519.00 |
| Pumps | \$8,395,859.00 |
| Electrical & Instrument | \$17,623,080.64 |
| Valves | \$15,527,316.00 |
| Cross-Country Piping | \$30,234,487.00 |
| Geothermal Well Equipment | \$83,649,563.00 |
| Total | <u>236,966,824.64</u> |

Note: The Qualified Property purchases reported in the Application and shown here in staff’s report are estimated costs. In accordance with the Regulatory Agreement, a finalized Project equipment list will be prepared detailing the value of the Project equipment actually acquired, and the estimated 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, those costs may vary after closing due to increased costs, as well as common design and equipment

modifications during construction, differences in equipment due to future changes in statute or regulation, or for other reasons.

TIMELINE

According to the Applicant, biological and archeological field studies are complete along with permit application submissions. The Applicant states that power purchase agreement meetings are currently taking place. The Applicant has submitted an interconnection request to the Imperial Irrigation District and a transmission service request was submitted in January 2022. The Applicant states Qualified Property, especially long-lead equipment, will be purchased starting in November 2024 and continue through July 2027. Construction is planned to start in 2026 with the facility being operational in the second half of 2029.

STATUS OF PERMITS/OTHER REQUIRED APPROVALS

According to the Applicant, the Project will require multiple certifications and permits, including an application for certification from the California Energy Commission, a permit from the Imperial County Air Pollution Control District, a conditional use permit from Imperial County, and a Water Quality Control Board Waste Discharge Permit. The Applicant expects to have all permits by the Q2 of 2025.

COMPETITIVE CRITERIA SCORE

The Applicant received 225 Competitive Criteria points as follows:

1. **Environmental Benefits (100 of 100 points).** The Application has a Project that produces an Alternative Source product, component, or system, and, therefore, 100 points are awarded.
2. **Unemployment (50 of 50 points).** The Applicant's Facility is located in Imperial County, which has an average annual unemployment rate of 16.9%.⁶ When compared to the statewide average annual unemployment rate of 4.6%, the Project location earned the Applicant 50 points.
3. **Job Creation (0 of 75 points).** The Applicant anticipates the Project will support a total of 31 production-related jobs at its Facility. CAEATFA estimates that approximately 3.41 of these jobs will be attributable to a marginal increase in jobs created due to the STE. Based on the amount of STE per estimated number of jobs created, the Applicant earned zero points.
4. **California Headquarters (0 of 15 points).** The Applicant does not have a California Corporate Headquarters, and, therefore, zero points are awarded.

⁶ Unemployment rates are based on data available in December 2023.

5. **Natural Disaster Relief (0 of 50 points).** The Project is not to rebuild or relocate the Applicant's Facility due to a fire, flood, storm, or earthquake identified in a state of emergency proclaimed by the Governor within two years of the time of application, and, therefore, zero points are awarded.
6. **Eligibility for Manufacturing and Research and Development Equipment Exemption (0 of 50 points).** The Applicant is eligible to use one or more of the exemptions established pursuant to Section 6377.1 of the Revenue and Taxation Code, and, therefore, zero points are awarded.
7. **Emerging Strategic Industry (75 of 75 points).** The Project's industry, geothermal steam, is in an Emerging Strategic Industry, and, therefore, 75 points are awarded.

PROJECT EVALUATION

PROJECT BENEFITS

The Project received a Total Score of 1,975 points, which exceeds the required 1,000-point threshold, and a total Environmental Benefits Score of 491 points, which exceeds the 20-point threshold.

- A. **Fiscal Benefits (1,299 points).** The net present value of the total fiscal benefits over the lifetime of the Qualified Property is derived from the Applicant's sales and use taxes, personal income taxes paid by the firm's employees, firm taxes on profits, property taxes, and other indirect fiscal benefits of the Applicant. The total fiscal benefits amount to \$25,971,425, resulting in a Fiscal Benefits score of 1299.
- B. **Environmental Benefits (491 points).** The Project is anticipated to result in \$9,829,063 of total pollution benefits over the life of the Project, resulting in an Environmental Benefits Score of 491 points. These benefits derive from the capture and production of geothermal brine and steam.
- C. **Additional Benefits (185 points).** Applicants may earn additional points for their Total Score. The Applicant received 185 additional points.
 1. **Production Jobs (0 of 75 points).** The Applicant anticipates the Project will support a total of 31 production-related jobs at its Facility. CAEATFA estimates that approximately 3.41 of these jobs will be attributable to a marginal increase in jobs created due to the STE. Based on the amount of STE per estimated number of jobs created, the Applicant earned zero points.
 2. **Construction Jobs (20 of 75 points).** The Applicant anticipates the Project will support a total of 162 construction jobs at its Facility. CAEATFA estimates that approximately 18 of these jobs will be attributable to a marginal

increase in jobs created due to the STE. Based on the amount of STE per estimated number of jobs created, the Applicant earned 20 points.

3. **Unemployment (50 of 50 points).** The Applicant’s Project is located in Imperial County, which has an average annual unemployment rate of 16.9%. When compared to the statewide average annual unemployment rate of 4.6%, the Project location earned the Applicant 50 points.
4. **Workforce Partnerships (25 of 25 points).** The Applicant has a partnership with Imperial Valley College for the purpose of assisting in the training of potential future workers.
5. **Industry Cluster (25 of 25 points).** The industry associated with this Application has been identified by State of California as a Lithium Valley industry cluster of the region of the Project’s location.
6. **Benefits and Fringe Benefits (25 of 25 points).** The Applicant states it provides medical, health, dental, and vision benefits, bonuses, retirement contributions, education reimbursement, employee discounts, and paid leave to its employees, earning the Applicant 25 points.
7. **Emerging Strategic Industry (40 of 40 points).** The Project’s industry, geothermal steam, is in an Emerging Strategic Industry, and, therefore, 75 points are awarded.

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.

FINDINGS OF EXTRAORDINARY CIRCUMSTANCES AND OF PUBLIC INTEREST

Due to the long-term nature of the Applicant’s geothermal steam project in the Lithium Valley, the Applicant is requesting to extend the 15% purchase requirement timeframe by 18 months and is requesting to extend the initial term of the Regulatory Agreement (“Agreement”) by 30 months.

The CAEATFA Board can extend the 15% purchase requirement timeframe upon a finding of extraordinary circumstances and that an extension is in the public interest and advances the purposes of the STE Program.⁷ The CAEATFA Board can extend the initial term of the

⁷ California Code of Regulations Title 4, Division 13, Section 10035(b)(1)(A)

Agreement upon a finding that an extension is in the public interest and advances the purposes of the STE Program.⁸

Unlike other geothermal resources, the Project consists of hot, mineral rich brine, the harsh characteristics of which involve unique regulatory and engineering challenges. Additionally, the Applicant anticipates the current supply-chain requires long lead times, thus its purchasing timeline will extend through 2027. As a result, the timeframe for construction is prolonged and the geothermal plant will not come online until Q3 of 2029, which is longer than the Program's standard requirements.

Based on the information presented, and in light of the anticipated benefits of the Project, Staff believes these are extraordinary circumstances and that granting the extensions is in the public interest and advances the purposes of the STE Program.

CAEATFA FEES

In accordance with STE Program regulations,⁹ the Applicant has paid CAEATFA an Application Fee of \$10,000 and will pay CAEATFA an Administrative Fee of up to \$350,000.

RECOMMENDATION

Staff recommends the approval of Resolution No. 23-SM003-01 for BHE Renewables, LLC and its subsidiaries, Magma Power Company and Morton Bay Geothermal LLC's purchase of qualifying tangible personal property in an amount not to exceed \$236,966,824.64, anticipated to result in an approximate STE value of \$20,000,000.

Staff recommends that the Board approve the Applicant's request to extend the 15% purchase requirement timeframe by 18 months, until July 16, 2027, as the Applicant has demonstrated extraordinary circumstances, and it is in the public interest and advances the purposes of the STE Program.

Staff recommends that the Board approve the Applicant's request to extend the initial term of the Agreement by 30 months, until January 16, 2030, as it is in the public interest and advances the purposes of the STE Program.

⁸ California Code of Regulations Title 4, Division 13, Section 10035(b)(1)(B)

⁹ California Code of Regulations Title 4, Division 13, Section 10036

**RESOLUTION APPROVING AND AUTHORIZING EXECUTION OF A
REGULATORY AGREEMENT WITH BHE RENEWABLES, LLC AND
ITS SUBSIDIARIES, MAGMA POWER COMPANY AND
MORTON BAY GEOTHERMAL LLC**

July 16, 2024

WHEREAS, the California Alternative Energy and Advanced Transportation Financing Authority (the “Authority”) has received the Application of **BHE Renewables, LLC and its subsidiaries, Magma Power Company and Morton Bay Geothermal LLC** (the “Applicant”) for financial assistance under the Sales and Use Tax Exclusion Program, as established in Public Resources Code Section 26011.8; and

WHEREAS, the Applicant qualifies as a Participating Party under Public Resources Code Section 26011.8 and Revenue and Taxation Code Section 6010.8; and

WHEREAS, the Applicant’s qualifying tangible personal property meets the requirements of a Project under Public Resources Code Section 26011.8 and Revenue and Taxation Code Section 6010.8 (the “Project”); and

WHEREAS, after the Authority approves an Application, the Authority enters into a Regulatory Agreement, as described in Authority Regulations Section 10035(a), with the Applicant for the Project; and

WHEREAS, within 18 months of approval by the Authority, the Applicant must purchase or execute purchase orders for at least 15% of the total amount of Qualified Property listed in the approval resolution (STE Program regulations Section 10035(b)(1)); and

WHEREAS, upon a finding of extraordinary circumstances and that it is in the public interest and advances the purposes of the Program, the Authority may waive the requirement that the Applicant must purchase or execute purchase orders for at least 15% of the total amount of Qualified Property within 18 months of Application approval (STE Program regulations Section 10035(b)(1)(A)); and

WHEREAS, the Applicant has requested a waiver of the requirement to purchase or execute purchase orders for at least 15% of the Qualified Property amount within 18 months, extending the term by 18 months to July 16, 2027; and

WHEREAS, the Applicant has demonstrated extraordinary circumstances as to why it cannot meet the 18-month 15% purchase requirement timeframe; and

WHEREAS, the Applicant has stated the Project has an estimated cost not to exceed \$236,966,824.64 over a period of five (5) years and six (6) months to January 16, 2030; and

WHEREAS, the Applicant asserts 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 Project pursuant to Revenue and Taxation Code Section 6010.8; and

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

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

Section 1. The Regulatory Agreement includes a Project within the meaning of Public Resources Code Section 26003(a)(8)(B).

Section 2. The 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 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 Authorized Signatories deem appropriate, provided that the amount of the qualifying tangible personal property to be purchased for the Project may not be increased above the amount approved by the Authority.

Section 5. The proposed form of the Regulatory Agreement between the Applicant and the Authority, as filed with the Authority prior to this public meeting, is hereby approved. For, on behalf and in the name of the Authority, the Authorized Signatories are hereby authorized and directed to execute, acknowledge, and deliver to the Applicant the Regulatory Agreement in substantially the form filed with or approved by the Authority.

The Regulatory Agreement may contain insertions, deletions or changes as the Authorized Signatories executing the Regulatory Agreement may require or approve, including particular information inserted in substantial conformance with the staff summary and in the Application to the Authority. The approval of the Regulatory Agreement will be conclusively evidenced by the execution and delivery of the final Regulatory Agreement.

The Authority understands and agrees that, pursuant to the terms of the Regulatory Agreement, the obligations of the Applicant, under some circumstances, may 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 to consummate the Regulatory Agreement and otherwise effectuate the purposes of this Resolution.

Section 7. The Applicant shall ensure that all of the qualifying tangible personal property acquired as part of the Project that is listed in the semi-annual reports provided to the Authority pursuant to the Regulatory Agreement will be installed, maintained and operated in compliance with all applicable local, state and federal laws.

Section 8. The Regulatory Agreement shall only apply to qualifying tangible personal property acquired as part of the Project that the Applicant certifies will be installed, maintained, and operated at facilities physically located within the State of California.

Section 9. Neither the adoption by the Authority of this Resolution for the Applicant nor the Regulatory Agreement may be referred to in any application before any governmental agency as evidence of the feasibility, practicality or suitability of the Project and may not be referred to in any application for any required permission or authority to acquire, construct or operate the Project.

Section 10. The Authority finds these are extraordinary circumstances and that it is in the public interest and advances the purposes of the Program to extend the Applicant's deadline to meet the 15% purchase requirement to July 16, 2027.

Section 11. 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 16, 2030.

Section 12. This Resolution is effective immediately and will remain in full force and effect unless the Regulatory Agreement is not executed within thirty (30) days of the date of this Resolution. The Executive Director may extend the thirty (30) days if necessary.