Holland & Hart



PRACTICES

Corporate
Mergers and Acquisitions

INDUSTRIES

Conventional Power
Energy and Resources
Renewable Energy and Storage
Data Centers

EDUCATION

The Ohio State University Moritz College of Law, J.D., 2005
cum laude
Note and Comment Editor, *Ohio State Journal on Dispute Resolution*
Dean's Excellence Scholarship

Syracuse University, B.A., 1999
magna cum laude
Sports Reporter, *The Daily Orange*

BAR ADMISSIONS

Colorado
Ohio

Rochelle Rabeler

Partner

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Rochelle leverages her extensive experience representing wind, solar, storage, and other energy companies throughout the United States to successfully counsel clients through mergers and acquisitions, joint ventures, and project development transactions, with a focus on power purchase and other project offtake agreements.

Developers, sponsors, purchasers, sellers, and investors rely on Rochelle's guidance and solution-oriented approach when buying or selling projects or navigating each phase of a project's lifecycle – from inception to construction and through financing and operation.

In addition to mergers and acquisitions, Rochelle specializes in power purchase agreements (PPAs) and represents clients in the negotiation of traditional physical offtake PPAs with both utilities and private commercial and industrial offtakers, as well as financial and virtual PPAs, including ISDA and other hedge and swap agreements, as well as renewable energy credit (REC) transactions. Rochelle has successfully negotiated and helped clients execute dozens of corporate PPAs for renewable energy projects totaling more than 3 GW in the aggregate.

Prior to joining Holland & Hart, Rochelle served as a law clerk to the Honorable Marvin P. Isgur of the U.S. Bankruptcy Court in the Southern District of Texas.

EXPERIENCE

Linear Infrastructure

- Land Acquisition Agreements

Project Finance and Strategic Transactions

- Acquisition and Divestiture Transactions
- Auction Processes
- Commercial Bank Financing
- Construction and Term Debt Financing
- Equity Financings
- Financial Swaps and Hedges
- Joint Venture Agreements
- Partnering and Joint Ventures
- Single-Project and Portfolio Lending

Project Contracts

- Construction Contracts
- Development Services Agreements
- Engineering, Procurement, and Construction Agreements
- ISDA Master Agreements
- Interconnection and Transmission Agreements
- Land Acquisition Agreements
- Operation and Maintenance Agreements
- Product Sale and Marketing
- Pre-Paid, Commercial Offtaker and other Non-Traditional Power Purchase Agreements Shared Facilities Arrangements
- Utility Power Purchase Agreements

CLIENT RESULTS

Mergers, Acquisitions, and Strategic Transactions

Lead counsel to the owner of Scout Clean Energy in its sale of its 1,600 MW pipeline of US wind power projects business to an affiliate of Quinbrook Infrastructure Partners.

Lead counsel to Leeward Renewable Energy in the negotiation of acquisition agreements to acquire a portfolio of four projects – the 400 MW Honey Creek solar project (with interconnection storage capacity) and the 180 MW Hoosier Line Wind project each in White County, Indiana, and also the 150 MWac Blackford Solar project (with interconnection storage capacity) and the 200 MW Blackford Wind project each in Blackford County, Indiana.

Lead counsel to Qcells USA Corp. in the sale of the 150 MW South Cheyenne Solar Facility in Wyoming to Southern Power Company.

Lead counsel to Duke Energy Sustainable Solutions (DESS) in its acquisition of Pike Solar, a 175 MW solar photovoltaic project in Colorado, from JUWI Inc.

Lead counsel to the developer of a battery storage project in connection with the execution of an asset purchase arrangement opposite Georgia Power.

Lead counsel to Gamesa in connection with the repowering of the Medicine Bow Wind Project, an approximately 5 MW wind energy generation project under operation near Medicine Bow, Wyoming, including analysis regarding new Production Tax Credit (PTC) qualification upon overhauling and completing upgrades of wind turbines, and the subsequent sale of the updated project to an affiliate of Commonwealth Bay.

Lead counsel to Real Capital Solar, LLC in its acquisition of 100% of the issued and outstanding membership interests of three entities owning

eleven 1MW community solar garden photovoltaic projects in Colorado and Minnesota and the subsequent portfolio financing including the credit agreements and facility documents, for each project.

Lead counsel to the seller of 100% of the equity interests in Fossil Gulch Wind Park, L.L.C., which owned an operating wind project located in Twin Falls County, Idaho, to a wholly owned subsidiary of Greenbacker Renewable Energy Company LLC.

Lead counsel to Gradient Resources, Inc. in connection with a limited recourse asset financing secured by, among other things, geothermal drilling and cementing equipment owned by multiple affiliates of Gradient Resources and used for the development of multiple geothermal projects.

Power Purchase Agreements (PPAs)

Lead counsel to SunEnergy1, the developer and owner of the 80 MW solar project located within Virginia Electric and Power Company territory in North Carolina, in connection with a long-term virtual power purchase contract with Digital Realty, a leading global provider of data center solutions, on behalf of Facebook, Inc.

Lead counsel to the San Juan Solar 1 project in connection with the negotiation of a PPA and an ESA with Public Service Company of New Mexico for the products from the 200 MW solar project and adjacent battery energy storage project.

Lead counsel to the South Cheyenne Solar Facility, a 150 MW solar project in Laramie County, Wyoming, in connection with a 20-year power purchase agreement with Cheyenne Light, Fuel and Power, a subsidiary of Black Hills Energy, which energy will be used exclusively to provide renewable energy to a data center customer.

Lead counsel to Leeward Renewable Energy in connection with the negotiation of a PPA with Guzman Energy for the 145 MW Panorama Wind Farm in Weld County, Colorado.

Lead counsel to Milligan I Wind, LLC, an affiliate of EDF Renewables, in connection with the negotiation of a PPA with Omaha Public Power District related to the output of a 300 MW wind project in Saline County, Nebraska.

Lead counsel to a subsidiary of 174 Power Global in connection with the negotiation of a 15-year PPA with Black Hills Energy for the 200 MW Turkey Creek Solar facility in Pueblo County, Colorado.

Lead counsel to Meijer in the negotiation of a VPPA to purchase the majority of energy generated by a wind project in Glasscock and Sterling counties, Texas from a subsidiary of NextEra Energy Resources, LLC.

Lead counsel to a utility in connection with the negotiation of a long-term retail supply agreement to a data center customer and the associated contracts to procure renewable energy to be sleeved to the data center customer under the supply agreement.

Lead counsel to BHS Solar, LLC, a subsidiary of 174 Power Global, in connection with the negotiation of a PPA with Platte River Power Authority for the 150 MW Black Hollow Sun project in Weld County, Colorado.

Lead counsel to SunEnergy1, a solar project developer, in connection with the negotiation of a contract for differences power purchase agreement with Fifth Third Bancorp for all of the output from the 80MW Aulander Holloman solar project in Hertford County, North Carolina.

Lead counsel to 7X Energy Inc, the developer of the 35MW Lapetus Energy Project located in Andrews County, Texas, in connection with a fixed schedule hub settled power purchase agreement in ERCOT for the output from the project to CoServe Electric and Brazos Electric Power Cooperative, Inc.

Lead counsel to Duke Energy in the negotiation of a power purchase agreement with City Utilities of Springfield for the Frontier Windpower project, a 200 MW wind project located in Kay County, Oklahoma.

Lead counsel to Duke Energy in connection with two power purchase agreements for the physical output of the 80 MW solar photovoltaic facility located in Conetoe, North Carolina: (i) a 25- year power purchase agreement to sell the output from 50MW of the project to Corning Incorporated and (ii) a 17-year power purchase agreement to sell the output from 30MW of the project to Lockheed Martin.

Other Project Development

Lead counsel to Duke Energy Renewables in connection with the negotiation of an Engineering, Procurement and Construction Agreement for the second phase repowering of its 36 MW Notrees Battery Storage Facility, which is integrated into the company's 153 MW Notrees wind-powered generation facility.

Lead counsel to an engineering, procurement, and construction contractor in connection with the negotiation of a form of construction agreement to be used for the installation of 17 rooftop and ground mounted distributed solar photovoltaic facilities for a California school district.

SPEAKING ENGAGEMENTS

"Data Centers and the Impact of Technological Autonomy," *UT Technology Law*, May 9, 2025

"Renewable Energy PPAs," *EUCI Course*, April 2, 2025

"Energy Storage Off-take Contract and Terms," *EUCI's Energy Storage (ESS) Contracts & Service Agreements*, March 21, 2024

"Tax Equity Changes Under the IRA and New Opportunities for Tax Transfer," *2024 Solar Power and Energy Storage Mountain West*, February 27, 2024

"Key Contract Terms in BESS M&A Transactions and Project

Development," *Energy Storage M&A and Project Due Diligence*, February 7, 2024

"Off-Take Contracts: An Overview," *Renewable Energy Law Essentials*, Austin, TX, January 29, 2024

"The State of Renewable Power Financing & Investments in the Region," *Infocast Mountain West Renewables Summit*, November 7 & 8, 2023

"Corporate PPAs: Where is the Corporate Offtake market heading?," *Moderator, Tamarindo Financing Wind Onshore & Transmission 2023 Conference*, September 21, 2023

"Solar Development & Transaction Due Diligence: Legal, Technical & Financial Best Practices w/IRA Applications," *EUCI Seminar*, June 6-7, 2023

"Renewable Energy PPAs," *EUCI Course*, April 11, 2023

"Legal Issues with Wind Re-power and M&A Projects," *EUCI Wind Project Repowering and Retrofit Due Diligence Summit*, March 28, 2023

"Renewable Energy PPAs," *EUCI Seminar*, September 8, 2022

"Watch Your Consumption: Water, Air, Waste, and Energy," *Cannabis Higher Learning: Your Legal Roadmap*, April 19, 2022

"Renewable Energy PPAs," *EUCI Seminar*, April 11, 2022

RECOGNITION

- *The Best Lawyers in America*®, Corporate Law, 2025-2027
- *Chambers USA*, Energy & Natural Resources, 2023-2026
- *IFLR1000* United States, Colorado, Highly Regarded, Project Development, M&A, Energy, 2019-2023
- ColoradoBiz, Colorado 500, Natural Resources Law, 2026
- *A Word About Wind*, Legal Power List, Rank 26/100, 2022
- *Denver Business Journal*, Top Women in Energy, 2019
- *Denver Business Journal,* Who's Who in Energy, 2018
- *Law Week Colorado*, Barrister's Best, People's Choice: Mergers and Acquisitions Lawyer, 2021, 2022
- *Law Week Colorado,* Barrister's Best, Barrister's Choice: Best Renewable Energy Lawyer, 2019-2021
- *Law Week Colorado,* Barrister's Best, Barrister's Choice: Mergers & Acquisitions Lawyer, 2017, 2018, 2023
- *Law Week Colorado,* Barrister's Best, Editor's Choice and People's Choice: Renewable Energy Lawyer, 2016
- *Law Week Colorado*, Barrister's Best, People's Choice: Corporate Lawyer, 2014, 2015

- Colorado Super Lawyers®, Mergers & Acquisitions, 2019-2026
- Colorado Super Lawyers®, Rising Stars, Mergers & Acquisitions, 2014-2017
- *5280 Magazine* Top Lawyers, Mergers & Acquisitions, 2025, 2026

PROFESSIONAL AND CIVIC AFFILIATIONS

- Colorado Bar Association, Member
- WRISE (Women in Renewable Industries and Sustainable Energy) Colorado, Member and Leadership Team, 2014-present
- Court Appointed Special Advocate, 2016-present
- Grid Alternatives, Board of Directors, 2015-2020
- Downtown Aurora Visual Arts, Board of Directors, 2008-2014
- Rocky Mountain Active 20-30, Board of Directors, 2010-2013
- Big Brothers Big Sisters of Colorado, Big Sister Volunteer, 2007-2016
- Lawyers in the Classroom, Volunteer, 2013-present