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## Becky Diffen: Catching the New Winds in M&A



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To say Becky Diffen spent her entire career as a renewable project developer wouldn't be an understatement. She started in the field while still an undergraduate student, and by the age of 23, she was working on \$200 million wind generation construction contracts.

Today, Diffen is a partner at Norton Rose Fulbright's Austin office, where she specializes in mergers and acquisitions, joint ventures, project development, and tax equity financings of renewable energy, energy storage, power generation and transmission projects. Some of the deals Diffen led with her team include:

- Community Energy Solar, LLC in a company-wide sale to AES Corporation, including a 10GW portfolio of development assets and talented development team.

- 7X Energy in the sale of the company, including 9GW of solar development projects in the United States, to BP for \$220 million.
- National Grid Ventures in the formation of a joint venture with RWE Renewables with the goal of developing offshore wind projects in the New York Bight.
- Savion, LLC, Macquarie's solar development company, in the sale of the 200 MWac Brazoria West solar project located in Brazoria County to S&B USA, previously Shikun and Binui America.

"I'm very passionate about this space," Diffen said. "I'm passionate about fighting climate change; and I love fieldwork."

Emily Burkes, executive vice president and general counsel of Community Energy Solar,

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interviewed three or four attorneys including Diffen, all recommended by her investment banker, to represent the company.

“We were looking for a large law firm to represent us in a platform sale,” Burkes said. “Norton Rose is definitely a name we’re familiar with, but as a smaller shop, we’ve always worked with typically not large firms.”

It was Diffen’s experience with M&A’s that sealed the deal. Diffen had worked on the most recent comparable sale, Burkes said.

“She and her team were very much up to speed on the latest deal flow and what was market for this particular deal,” Burkes said. “I think she’s really one of the best in the market.”

When Burkes interviewed attorneys to represent Community Energy, what really stood out to her was Diffen had an incredible amount of deal flow and had her finger on the pulse of what the market was at that point in time.

“The market right now is crazy,” Burkes said. “There’s a whole bunch of M&A going on. If you haven’t done a deal in the last six months, you don’t really know the market. She definitely was involved in leading recent transactions. So it was very, very helpful on that front.”

As the lead attorney representing Community Energy in the sale, Diffen and her team worked efficiently. She pushed back when she needed to, Burkes said. If talks with the other side stalled on any particular point, Diffen knew when to advise the company to take it to the commercial side.

“She’s really kind of a bulldog when it comes to bringing buyers along,” Burkes said.

Diffen’s experience in M&A was one of the reasons Norton Rose Fulbright reached out to her to join the team two years ago, said Ben Koenigsberg, co-head of the firm’s U.S. projects team. Diffen brought an experience with the platform that goes beyond a deal for any single asset, and helped deepen the M&A bench within the projects group.

“She just gets it,” Koenigsberg said. “She relates to clients. She knows how to have a talk outside of work, a talk connected to work. She’s just an all-around great person to be with both at the social and work level. Common sense is not so common as they say, and you can’t teach that stuff.”

As a result, NRF has been able to do much larger transactions ever since Diffen joined.

Koenigsberg credits Diffen’s background as a wind developer to her solutions-oriented approach. Diffen saw firsthand how the business works, Koenigsberg said. That,

coupled with her genuine enthusiasm for the renewables industry, was a perfect match for the firm.

## A Basket of Eggs and T. Boone Pickens

While Diffen didn’t always plan on working on renewable energy projects, she fell into it quickly.

Born in Baltimore, Diffen moved to Austin when she was 12. She left the Lone Star state to attend Carleton College in Minnesota where she graduated in 2004 with a triple major in computer science, political economy and Latin American studies. Diffen credits the trajectory of her career with the university’s decision to install a wind turbine on campus.

“This is in the very early 2000s, so nobody really knew what that was necessarily,” Diffen said. “But we knew it was coming. So, when I was getting ready to come home for the summer and was looking for a summer internship, I saw an ad for a company called Texas Wind Power Company, and I was like, ‘Wind power! I know what that is!’ I had at least heard of a wind turbine before, and that’s what made me apply to that job.”

Over the last 20 years, the university has installed another wind turbine and a geothermal system.

“It’s an amazing example of an institution over the last 20 years completely converting how it thinks about energy,” Diffen said. “More so, it’s often really important to see how it impacts the students. I think I’m an example of how, when you see

that as a student, you start to understand that there’s an industry out there. I owe my whole career to that.”

Diffen continued to intern at Texas Wind Power Company, which later became Cielo Wind, before joining the company full-time after graduation. The company was a small developer and became smaller when some employees left. Diffen quickly ended up leading the development group.

In fact, she worked on her first project even before she went back to college her senior year. The project was Southwestern Public Service’s Wildorado Wind Ranch. Diffen worked on and submitted Texas Wind Power’s bid in response to the utility’s request for proposal.

By the time Diffen graduated, Texas Wind had been selected to build the 160 MW wind project. Diffen was able to negotiate the power purchase agreement, all the project contracts, and move the project through all the different phases of development.

While working on the deal, Diffen worked with lots of attorneys and got a chance to ask about their jobs. The experience inspired her to apply to law school.



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DIFFEN (LEFT) WITH CLIENTS TOM HOULE AND JUNE GRAY,  
THEN OF MACQUARIE CAPITAL

They closed the project at the end of January 2006 in Southern California. As an added bonus, Diffen joked, she got to watch the University of Texas football team play and win the national championship game at the Rose Bowl.

“The next day, we had financial closing and signed the deal,” Diffen said. “That was one of my favorite weeks ever, and I finished my law school application on the plane ride home.”

as an expert, but just to be able to at a high level understand those pieces, and then understand how they all come together to form a project, allows you to be such a better attorney when you’re doing these types of deals.”

Over the years, Diffen admits she’s often been advised “not to put all her eggs in one basket,” and she admits she has done a couple of fossil fuel deals over the years in case the renewables industry dies.

*“Energy transition in the last decade was a bad word. They would talk about it behind closed doors.”*

— BECKY DIFFEN

While at law school at the University of Texas, Diffen was a summer associate at Vinson & Elkins, where she had the opportunity to work with financier T. Boone Pickens, whose aspirations included building the largest wind farm in the world in the Texas Panhandle.

“As a summer associate, I got flown up and sat in his boardroom because I actually knew something about building wind farms,” Diffen said.

She graduated from the University of Texas Law school in 2009 and worked at Vinson & Elkins for seven years before joining McGuireWoods. There, she made partner and chaired the renewables group.

In 2019, Diffen joined Norton Rose Fulbright where she still sees herself as a project developer.

“I really love how all the pieces come together,” Diffen says. “The technical stuff certainly goes well beyond my capabilities. Being able to look at a financial model, not

“But I really believed in this industry and the potential of this industry, so I did put the vast majority of my eggs in that basket very intentionally,” Diffen said.

## Changes in the Winds

Diffen’s been in the renewables industry for almost 20 years, the last 12 as an attorney. In that time, the industry has transformed. When Diffen started practicing law in 2009, it was a challenging but pivotal time for the renewables industry. Prices were high and mostly composed of wind projects.

“I think it was a really pivotal point in time, those first few years, as to whether or not this industry was going to make it,” Diffen said. “I think the single biggest thing that got the industry over the hump was the stimulus bill.”

The American Investment and Recovery Act of 2009 included a cash grant program that really stimulated the industry, Diffen said.

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Up until then, the industry relied on one- or two-year extensions of tax credits. During the Great Recession, no one was even signing up for those credits. The industry never looked back.

Diffen did her first battery storage deal in 2011/2012, but renewable storage technology was slower to evolve. Only in the last few years, has the number of storage deals Diffen has worked on increased.

“Now there’s so much more discussion of the other technologies like hydrogen, carbon capture, electric vehicles and electrification overall of things,” Diffen said. “There’s a lot of other things now that we talk about. It’s just been this theme of technologies maturing and getting their economies of scale and getting pricing down. I think we will continue to see that over the coming years.”

“Energy transition in the last decade was a bad word,” Diffen said. “They would talk about it behind closed doors.”

Diffen said she realized last summer when she moderated the first ever panel on renewable energy at a National Association of Petroleum Engineers conference in Houston.

“For me, it was like the final nail in the coffin,” Diffen said. “If even NAPE has to talk about the energy transition, you know we’re here.”

Diffen expects to continue working on utility scale wind and solar projects, especially solar projects. On the solar side, she also expects more solar plus battery storage deals. She’s also starting to see more standalone storage fields.

Offshore wind has finally come to the US as well, Diffen said. Most of these projects, due to their size and expense, are joint ventures.

“We’re finally at that point where none of these established technologies need a tax credit to be successful,” Diffen said. “What the tax credits now do is they just help us do it faster and more economically.”

Over the last couple of years, Diffen’s group has seen an uptick of platform deals, reminiscent of 2005-2006, when a majority of small independent developers were bought out by bigger players. Companies looking to buy are across the spectrum: from oil and gas majors, private equity firms, investment banks and international utilities.

In 2020, Diffen worked the sale of Austin-based solar developer 7X Energy to BP.

“Seeing BP, as an oil and gas major buying up a development shop is definitely interesting and noteworthy,” Diffen said. “We see a tremendous amount of buyers out there in the market looking for these types of deals,

which then has translated into a number of the development shops at least considering sales.”

“The valuations have really skyrocketed, which has been of course why a lot of the developers are at least considering it,” Diffen said.

## Making A Difference

Diffen’s enthusiasm and passion for her work go beyond her work as an attorney. In the mid-2000s, she was captain of an Austin-based soccer team called Wind Power United. Players came from a number of renewable energy companies and they played in the Austin Adult Co-ed Soccer League against various adult rec teams.

“Now the group is spread out across the world and includes CEOs and other high-profile people in the industry, since we’ve all been doing this for 20 years,” Diffen said.

Diffen is on the board of Zilker Theater Production, which produces a free summer musical in Austin. Until a few years ago, she was on the Friends Foundation Board of the Austin Public Library. But she also integrates a passion for diversity into the fiber of her work.

She sits on the national board of directors for Women of Renewable Industries and Sustainable Energy (WRRISE), a group dedicated to developing industry diversity. She also walks the walk. One of the reasons NRF was hired to advise Community Energy Solar was the fact that Diffen approached the job with an all-woman team.

Looking ahead, Diffen hopes to grow the team at NRF. She believes the renewable industry will now be focused on rapid growth. And she believes that growth offers an opportunity to create a more diverse environment overall.

“The first decade was just the industry getting off the ground, and the second decade was an expansion beyond wind, broadening the technology, and bringing costs down,” Diffen said. “I think the third decade has to be scalability. It has to be how do we build so many more projects, so many more megawatts, and how do we do it efficiently?”

In the meantime, Diffen is focused on growing the practice at NRF and getting more deals done.

“I love working in an industry where at the end of the day, we feel really good about what we’re doing,” Diffen said. “We’re doing something good for the world, and that is what drives me.”

