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ATTORNEY GENERAL
DEPARTMENT OF JUSTICE

33 CAPITOL STREET
CONCORD, NEW HAMPSHIRE 03301-6397

JOHN M. FORMELLA
ATTORNEY GENERAL



JAMES T. BOFFETTI
DEPUTY ATTORNEY GENERAL

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November 7, 2022

His Excellency, Governor Christopher T. Sununu
And the Honorable Council
State House
Concord, New Hampshire 03301

Your Excellency and Members of the Council:

REQUESTED ACTION

That approval be and hereby is given to the Attorney General to appoint Mark W. Dell'Orfano to Position #9U288 (Appropriation #02-20-20-200510-2620-500132) as an Attorney at a salary level of \$84,000, effective upon Governor and Executive Council approval or November 28, 2022, whichever is later.

EXPLANATION

Mr. Dell'Orfano, a Bedford resident, earned his Bachelor of Science from Purdue University (1997), Master's in Business Administration from Babson College (2003), and Juris Doctor from the Massachusetts School of Law (2011). He served as Senior Vice President of Business and Legal Affairs and General Counsel at Sector Capital Group, LLC, from 2003 to 2019. He was Of Counsel to the Environment and Energy practice at Sheehan Phinney Bass and Green, PA, from 2019 to 2022. In that capacity he advised public and private companies—including energy developers, electric cooperatives, energy brokers, non-governmental organizations, and private equity funds—on general corporate and transactional matters. He is admitted to practice law in New Hampshire and Massachusetts. In light of Mr. Dell'Orfano's experience, I am requesting he be appointed as an Attorney at a salary of \$84,000. He will be assigned to the Civil Bureau's Client Counseling Unit. A copy of his resume is attached.

RSA 94:1-a(I)(c) provides that designation of positions, salary levels, and salary increases for attorneys at the Department of Justice shall be determined by the Attorney General, subject to approval of the Governor and Council, within appropriations made to the Department of Justice.

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I am very pleased to offer Mr. Dell'Orfano's appointment as an Attorney at the above-referenced salary for your approval and respectfully urge your favorable consideration. Thank you.

Respectfully submitted,



John M. Formella
Attorney General

#3779553

Mark W. Dell'Orfano

PROFESSIONAL SUMMARY

Transactional attorney with over twenty years of combined legal and business experience primarily focused on energy and natural resource development and transactions, and with extensive experience handling complex business, commercial, finance, M&A, real estate, and tax equity matters.

WORK EXPERIENCE

Sheehan Phinney Bass & Green, PA | Manchester, NH
Of Counsel, 2019 – 2022.

Advise public and private companies, including energy developers, electric cooperatives, energy brokers, non-governmental organizations, and private equity funds, on general corporate and transactional matters, primarily in the energy, natural resources (mining), finance, infrastructure, and real estate sectors, including complex project financing, tax equity financing, strategic investments, energy project land-leases, and commodity and hedging transactions, with a focus on power, renewable energy, and energy storage.

- ◆ Provide advice on conventional and renewable energy transactions, including solar, wind, hydroelectric, and renewable natural gas development.
- ◆ Counsel banks, developers, and project sponsors on a wide range of renewable energy projects, including planning related to the production tax credit for wind projects, the investment tax credit for solar projects, and related tax equity structures.
- ◆ Represent clients participating in agency rulemaking and policy proceedings involving competition, pricing, energy efficiency, electric net metering, licensing, and market access.
- ◆ Negotiate and draft agreements for acquisitions and divestitures of assets and companies; operating agreements (LLC and LP); corporate stockholder agreements; complex multi-party joint venture agreements; power purchase agreements (PPAs); engineering, procurement, and construction (EPC) contracts; project land leases, easements, and right-of-way agreements; and equipment procurement and supply agreements, among other documents.

Sector Capital Group, LLC | Manchester, NH

Sr. Vice President, Business & Legal Affairs; General Counsel, 2003 – 2019.

Provided legal counsel to the company and its fourteen domestic and three international affiliates on corporate and transactional matters involving energy and natural resource businesses and infrastructure projects, regulatory matters, secured and venture finance, and real estate investments.

- ◆ Negotiated, documented, and closed transactions, including asset and equity acquisitions, divestitures, and private debt and equity offerings.
- ◆ Advised on corporate governance, stakeholder engagement, crisis management, enterprise risk assessment and mitigation, complex and cross-border transactions, labor and employment, and compliance matters, among other matters.

Southern New Hampshire University | Manchester, NH.

Adjunct Professor – Mergers and Acquisitions; Business Law, 2015 – 2019.

GENUITY/General Telephone (GTE) | Burlington, MA.

Product Manager, 1999 – 2002

PricewaterhouseCoopers, LLP | Chicago, IL; Boston, MA.

Management Consultant, Utilities Practice, 1997 – 1999.

BAR ADMISSIONS

Massachusetts – BBO # 683561

New Hampshire – NHBA # 19962

U.S. District Court,
District of Massachusetts

U.S. District Court,
District of New Hampshire

U.S. Tax Court

U.S. Court of Appeals, District of
Columbia Circuit

U.S. Court of Appeals, Federal Circuit

U.S. Court of Appeals, First Circuit

EDUCATION

Massachusetts School of Law,
Andover, MA – *J.D.*

Babson College,
F.W. Olin Graduate School of Business
Babson Park, MA – *M.B.A.*

Purdue University,
W. Lafayette, IN – *B.Sc.*

COMMUNITY ENGAGEMENT

American Heart Association
of New Hampshire – Chairperson, Board
of Directors, 2022 – 2024.

American Bar Association.

Energy Bar Association.

Institute of Electrical and Electronics
Engineers (IEEE) – Power & Energy
Society.

New Hampshire Bar Association

– Member, Standing Committee on
Ethics, 2017 – 2023.

– Vice Chair, Environmental & Natural
Resources Section, 2022 – 2023.