

CALIFORNIA DEPARTMENT OF FISH AND WILDLIFE
INLAND DESERT REGION
3602 INLAND EMPIRE BLVD SUITE C-202
ONTARIO, CA 91764



AMENDMENT NO. 1
(A Minor Amendment)
California Endangered Species Act
Incidental Take Permit No. 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project in Riverside County

INTRODUCTION

On June 11, 2021, the California Department of Fish and Wildlife (CDFW) issued Incidental Take Permit No. 2081-2021-015-06 (ITP) to Sonoran West Solar Holdings, LLC (Permittee), authorizing take of Agassiz's Desert Tortoise (*Gopherus agassizii*) (collectively, the Covered Species) associated with and incidental to the Crimson Solar Project in Riverside County, California (Project). The Project as described in the ITP as originally issued by CDFW includes construction of a Battery Energy Storage System (BESS) and Photovoltaic (PV) solar facilities and associated infrastructure. The first phase consists of a Battery Energy Storage System that will store up to 1400 megawatts of electricity located on 76.5 acres. The second phase consists of a PV solar facility that will generate up to 150 megawatts of electricity located on 1,228.1 acres. The third phase consists of a PV solar facility that will generate up to 250 megawatts of electricity located on 679.0 acres. In issuing the ITP, CDFW found, among other things, that Permittee's compliance with the Conditions of Approval of the ITP would fully mitigate Project impacts of the taking of the Covered Species and that issuance of the ITP would not jeopardize the continued existence of the Covered Species.

The original ITP is issued to Sonoran West Solar Holdings, LLC. After the ITP was signed the first Phase was divided into two pieces and includes some common shared facilities. Recently the Project Phases were sold to different entities that need to be covered for all measures and requirements listed in the ITP during construction and operation and maintenance (O&M). Phase 1 (76.5 acres) bifurcation into Phases 1A and 1B result in the two Phases occupying overlapping footprints with most of the acreage (47.6 acres) in common shared facilities (access road, gen-tie, O&M area, and substation). The remainder of the acreage (28.9 acres) is the BESS facilities split between Phases 1A (11.9) and 1B (17.0). Phase 1A will be owned by Sonoran West Solar Holdings, LLC (SWSH), Phase 1B will be owned by Solar West Solar Holdings 2, LLC (SWSH2), while Phase 2 (1,228.1 acres) and Phase 3 (679 acres) will be owned by RE Cobalt, LLC. Figure 2 has been revised to show the amended Project phasing.

On August 6, 2021, the Permittee requested an amendment to their ITP to include the two additional Permittees covering their respective phases. They have also requested that a column be added to Table 1 that shows which permittee is assigned to each Phase, Table 2 be modified to show the new phases, and that the mitigation covered species credits be aligned with the phases. A final change will be that the performance security match the new phases and that security be required prior to each phase rather than 30 days from the effective date of the ITP.

This Minor Amendment No. 1 (Amendment) makes the following changes to the existing ITP:

First, this Amendment will add two additional Permittees and change the original Permittee to only cover Phase 1A. The new Permittees will be: Sonoran West Solar Holdings, LLC (Phase 1A), Sonoran West Solar Holdings 2, LLC (Phase 1B), and RE Cobalt LLC (Phases 2 and 3).

Second, this Amendment will reduce the acreage for Phase 1 from 77 acres to 76.5 acres and split Phase 1 into two phases, Phase 1A and Phase 1B. Phase 1A and Phase 1B will share the overlapping footprints of the access roads, gen-tie line, operation and maintenance area, and onsite substation. The remainder acreage will be split between the two phases. Table 1 will also be modified to reflect the split of Phase 1 and the additional Permittees.

Third, this Amendment will specify that the operation and maintenance building will be shared by Phases 1A and Phases 1B.

Fourth, the Amendment will revise the first paragraph in the section Condition of Approval to note that each Permittee is responsible for complying with the conditions of approval and other requirement in the ITP applicable only to their individual phase for the Project.

Fifth, the Amendment will change the Raven fee to match the adjusted acreage for Phase 1A and Phase 1B.

Sixth, the Amendment will modify Table 2 to show the changes to compensation for each phase.

Seventh, the Amendment will change the language under section 9.2 to specify that covered species credits will match Table 2 compensation acres for each phase and that they can be purchased prior to the start of construction for each phase.

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

Eighth, the Amendment will change section 10.1 performance security to split the Phase 1 security amount in half noting Phase 1A will be \$1,500 and Phase 1B will be \$1,500.

Ninth, the Amendment will change section 10.3 to specify the security will be paid within 30 calendar days before covered activities for that Phase and not within 30 days before the effective date of the ITP.

AMENDMENT

The ITP is amended as follows (amended language in ***bold italics***; deleted language in ~~strikethrough~~):

1. Page 1 will add two new Permittees and their contact information. It shall be amended to read:

Permittee: Sonoran West Solar Holdings, LLC
Principal Officer: Michael Arndt, President
Contact Person: Scott Dawson
Mailing Address: 3000 Oak Road, Ste. 400
Walnut Creek, CA 94583
scott.dawson@recurrentenergy.com

Permittee: Sonoran West Solar Holdings 2, LLC
Principal Officer: Michael Arndt, President
Contact Person: Scott Dawson
Mailing Address: 3000 Oak Road, Ste. 400
Walnut Creek, CA 94583
scott.dawson@recurrentenergy.com

Permittee: RE Cobalt, LLC
Principal Officer: Michael Arndt, President
Contact Person: Scott Dawson
Mailing Address: 3000 Oak Road, Ste. 400
Walnut Creek, CA 94583
scott.dawson@recurrentenergy.com

2. The Project Description section, page 2 shall be amended to read:

The Project would be constructed in three phases on a total of 1,983.7 acres (Figure 2) (***Table 1***). The first phase would ***cover a total of 76.5 acres. It would consist of a shared access road, gen-tie line, O&M area, and substation located on 47.6 acres***

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

and a Battery Energy Storage System (BESS) that would include up to 1,400 megawatt-hours (MWh) of integrated energy storage capacity **located on 28.9 acres.** ~~on approximately 77 acres.~~ **Phase 1A will include responsibility for the shared facilities (access road, gen-tie line, O&M area, and substation) along with its individual BESS location totaling 59.5 acres and Phase 1B, will include responsibility for the shared facilities (access road, gen-tie line, O&M area, and substation) along with its individual BESS location totaling 64.6 acres.** Phase 2 would be a Solar Facility which would generate up to 150 megawatts (MWs) of renewable energy using photovoltaic (PV) technology and an optional BESS of up to 1,400MWh on 1,228.1 acres. Phase 3 would be a Solar Facility which would generate up to 250 MWs of additional renewable energy using PV technology and an optional BESS of up to 1,400MWh on approximately 679 acres. Access to the Project and each phase would be provided from I-10 along the existing paved Wiley's Well and Powerline roads to the Colorado River Substation (CRS).

Table 1 - Project Phases

Phases	Permittee	Area (acres)
Phase 1		
Phase 1A and Phase 1B shared facilities	Sonoran West Solar Holdings, LLC & Sonoran West Solar Holdings 2, LLC	47.6
Phase 1A BESS – up to 1,400 800 MWh BESS	Sonoran West Solar Holdings, LLC	76.6 11.9
Phase 1B BESS – up to 600 MWh BESS	Sonoran West Solar Holdings 2, LLC	17.0
Phase 2 – up to 150MW PV and 1,400MWh BESS	RE Cobalt, LLC	1,228.1
Phase 3 – up to 250MW PV and 1,400MWh BESS	RE Cobalt, LLC	679.0
Total		1,983.7

Battery Energy Storage System (BESS)

Phase **1A and 1B** would consist of the BESS, fenced Substation, Switchyard, and O&M area, the paved access road (Powerline Rd. to Substation area), and the generation tie (Gen-tie) and Gen-tie corridor. The BESS would be capable of storing up to 1,400 MWh of electricity. The BESS would consist of battery banks housed in enclosures and buried electrical conduit. The Project could use any commercially available battery technology,

Minor Amendment No. 1
 Incidental Take Permit 2081-2021-015-06
 Sonoran West Solar Holdings, LLC
 Sonoran West Solar Holdings 2, LLC
 RE Cobalt, LLC
 Crimson Solar Project

including but not limited to, lithium ion, lead acid, sodium sulfur, or sodium or nickel hydride. The BESS would be located at the northern end of the site near the site access gate and proposed substations.

3. The first sentence under the Operation and Maintenance section, page 3 shall be amended to read:

An operation and maintenance (O&M) building would be located near one of the proposed substations **and would be shared by Phases 1A and 1B.**

4. The first paragraph under Conditions of Approval, page 6 shall be amended to read:

Unless specified otherwise, the following measures apply to all Covered Activities within the Project Area, including areas used for vehicular ingress and egress, staging and parking, and noise and vibration generating activities that may/will cause take. CDFW's issuance of this ITP and Permittee's's' authorization to take the Covered Species are subject to Permittee's's' compliance with and implementation of the following Conditions of Approval **with regard to each individual Permittees' respective Phase of the Project. Each Permittee shall be responsible for complying with the Conditions of Approval and other requirements and obligations of this ITP applicable to the activities undertaken for its individual phase of the Project.**

5. Under section 8.18 Raven Management, page 20 the fourth sentence shall be amended to read:

The Permittee shall prepare a Raven Management Plan to minimize the potential to attract common ravens to the site and submit it to CDFW for review and approval. In addition, the Permittee shall provide funds to the Renewable Energy Action Team (REAT) account established with the National Fish and Wildlife Foundation (NFWF) to contribute to a region-wide raven control plan to help address raven predation on the tortoise. This contribution shall be used to address raven predation on a regional basis and shall be calculated as a one-time payment of \$105 per acre of project disturbance. Based on this calculation the Permittee shall provide a one-time payment for each phase at \$105.00/acre (Phase I ~~77.0~~ **76.5** acres at ~~\$8,085.00~~ **\$8,032.50 (Phase 1A, \$3,748.50 and Phase 1B \$4,284.00)**, Phase II 1,228.1 acres at \$128,940.00, and Phase III 679.0 acres at \$71,295.00) to the REAT account established with NFWF's Raven Management Plan fund. A minimum of **30 days** prior to the start of Covered Activities for each phase these funds shall be provided to NFWF using appropriate deposit document (Attachment 4) and proof of paying this fee shall be provided to CDFW within 24 hours after the funds have been provided to NFWF.

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

6. Under section 9 Habitat Management Land Acquisition, page 22 the first paragraph and Table 2 shall be amended to read:

To meet this requirement, the Permittees shall either purchase ~~2767.5 acres of~~ Covered Species credits from a CDFW-approved mitigation or conservation bank (Condition of Approval 9.2) **that correspond to their respective Phases in Table 2** OR shall provide for both the permanent protection and management of ~~2767.5 acres of~~ Habitat Management (HM) lands pursuant to Condition of Approval 9.3 below and the calculation and deposit of the management funds pursuant to Condition of Approval 9.4 below **that correspond to their respective Phases in Table 2**. Permanent protection and funding for perpetual management of compensatory habitat must be complete before starting Covered Activities **within each phase**, ~~or within 18 months of the effective date of this ITP~~, or within **18 months** from the start of ground disturbance for each Phase if Security is provided pursuant to Condition of Approval 10.1 below for all uncompleted obligations

Table 2 – Compensation Acreage by Phase

Phase	Compensation (acres)
Phase 1A	0.0
Phase 1B	0.0
Phase 2	730.5
Phase 3	2,037.0
Total	2,767.5

7. Section 9.2 Covered Species Credits, page 23 shall be amended to read:

Permittee shall purchase ~~2767.5 acres of~~ Covered Species credits **in the amounts according to Table 2** from a CDFW-approved mitigation or conservation bank prior to initiating Covered Activities **within each Phase**, or no later than 18 months from the **start of Covered Activities within each Phase** ~~issuance of this ITP~~ if Security is provided pursuant to Condition of Approval 10.1 below.

8. Section 10.1 Security Amount, page 27 shall be amended to read:

The total Security shall be in the amount of \$32,382,750.00. This amount is based on the cost estimates identified in Condition of Approval 9.1 above. The Permittee shall provide security in Phases prior to ground disturbance occurring for that phase based on the acreage in Table 1. Phase 1A will be in the amount of ~~\$3,000.00~~ **\$1,500.00**, **Phase 1B will be in the amount of \$1,500.00**, Phase 2 will be in the amount of \$8,546,850.00 and Phase 3 will be in the amount of \$23,832,900.00.

9. Section 10.3 Security Timeline, page 27 shall be amended to read:

The Security **by Phase** shall be provided to CDFW **within 30 Calendar Days** before Covered Activities begin **for that Phase**. ~~or within 30 Calendar days after the effective date of this ITP, whichever occurs first.~~

All terms and conditions of the ITP and MMRP that are not expressly amended herein remain in effect and must be implemented and adhered to by the Permittee.

FINDINGS

Issuance of this Amendment will not increase the amount of take of the Covered Species compared to the Project as originally approved, nor will this Amendment increase other Project impacts on the Covered Species (i.e., "impacts of taking" as used in Fish and Game Code Section 2081, subd. (b)(2)).

Discussion: This Amendment makes nine specific changes to the ITP as originally issued. Phase 1 has been divided into two phases (Phase 1A and Phase 1B). Two new Permittees have been added to the ITP and are noted under their respective phases they own. Language and Tables have been modified in the ITP to reflect the changes to the phases and the additional Permittees assigned to each phase. The security amount and timeline have been changed to reflect the changes to the phases and note that security will be provided within 30 calendar days prior to covered activities for each phase. The timing, amount, or location of Project activities have not been modified and the total funding amount for compensatory mitigation remains the same. The resulting impacts to the Covered Species, including the timing, number of acres of habitat that will be lost, etc. as a result of the Project, will remain the same.

CDFW has determined that changes to circumstances, project description, and/or conditions of approval will not increase the amount of take or the severity of other impacts of the taking on the Covered Species. Given the circumstances of this Project, CDFW believes that the changes to the Project or Conditions of the ITP described in this Amendment, including the addition of two Permittees, dividing Phase 1 into Phase 1A and Phase 1B, and assigning conditions of approval and ITP measures to Permittees based on their respective phases, will not increase impacts to the Covered Species.

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

Issuance of this Amendment does not affect CDFW's previous determination that issuance of the ITP meets and is otherwise consistent with the permitting criteria set forth in Fish and Game Code section 2081, subdivisions (b) and (c).

Discussion: CDFW determined in June 2021 that the Project, as approved, met the standards for issuance of an ITP under CESA. This determination included findings that, among other things, the impacts of the taking would be minimized and fully mitigated and that the Project would not jeopardize the continued existence of the Covered Species. Those findings are unchanged with respect to this Amendment because the Project and ITP as amended: (1) will have no effect on the amount or severity of Project impacts on the Covered Species, as discussed above, and (2) does not substantively alter the measures that will be undertaken to minimize and mitigate previously authorized impacts on the Covered Species. This Amendment allows for an additional two Permittees to be added to the permit along with dividing Phase 1 into Phase 1A and Phase 2A. Permittees' continued adherence to and implementation of the avoidance and minimization measures set forth in the ITP's Conditions of Approval and MMRP will minimize and fully mitigate impacts of the taking on the Covered Species.

None of the factors that would trigger the need for subsequent or supplemental environmental analysis of the Project under Public Resources Code section 21166 or California Code of Regulations, title 14, sections 15162 and 15163, exist as a result of this Amendment.

Discussion: CDFW issued the ITP in June 2021 as a lead agency under the California Environmental Quality Act (CEQA) (Pub. Resources Code, § 21000 et seq.) after, among other things, certifying an environmental impact report for the Project (SCH No. 2018031027). As explained in the findings below, CDFW finds for purposes of CESA that this Amendment would not significantly modify the scope of the permitted activity compared to the Project as originally approved. CDFW finds for the same reasons under CEQA that approval of the Amendment will not result in and does not have the potential to create any new significant or substantially more severe environmental effects than previously analyzed and disclosed by California Department of Fish and Wildlife during its lead agency review of the Project, particularly with respect to the impacts authorized by CDFW pursuant to the ITP as amended. As a result, CDFW finds that no additional subsequent or supplemental environmental review is required by CEQA as part of CDFW's approval of this Amendment.

CDFW finds that this Amendment is a Minor Amendment, as defined in California Code of Regulations, title 14, section 783.6, subdivision (c)(4).

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

Discussion: This Amendment will add two new Permittees and will divide Phase 1 into Phase 1A and Phase 1B. It will also modify language within the original ITP to match the Permittees with the correct phases and responsibilities for each phase. These changes to the ITP will not: (1) increase the level of take or other Project impacts on Covered Species previously analyzed and authorized by the ITP, (2) affect Permittee's substantive mitigation obligations under the ITP, (3) require further environmental review under CEQA, or (4) increase temporal impacts on the Covered Species. Therefore, this Amendment will not significantly modify the scope or nature of the permitted Project or activity, or the minimization, mitigation, or monitoring measures in the ITP. CDFW has determined that the change to the ITP constitutes a Minor Amendment as defined in California Code of Regulations, title 14, section 783.6, subdivision (c)(4).

The authorization provided by this Amendment is not valid until Permittee signs and dates the acknowledgement below. Digital signatures facilitated by CDFW will be automatically returned and shall comply with Government Code section 16.5. Wet signatures on duplicate original paper copies shall be returned by the Permittee via registered first-class mail or overnight delivery to the following address:

Department of Fish and Wildlife
Habitat Conservation Planning Branch
Attention: CESA Permitting Program
Post Office Box 944209
Sacramento, CA 94244-2090

APPROVED BY THE CALIFORNIA DEPARTMENT OF FISH AND WILDLIFE

on 11/10/2021

DocuSigned by:
Scott Wilson For
8091B1A9242F49C...

Leslie MacNair
Regional Manager
Inland Deserts Region

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
Sonoran West Solar Holdings, LLC
Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project

Sonoran West Solar Holdings, LLC ACKNOWLEDGMENT

The undersigned: (1) warrants that he or she is acting as a duly authorized representative of the Permittee, (2) acknowledges receipt of the original ITP and this Amendment, and (3) agrees on behalf of the Permittee to comply with all terms and conditions of the ITP as amended.

By:  DocuSigned by: 0599D8DFE017454... Date: 11/16/2021

Printed Name: Michael Arndt Title: Vice President

Sonoran West Solar Holdings 2, LLC ACKNOWLEDGMENT

The undersigned: (1) warrants that he or she is acting as a duly authorized representative of the Permittee, (2) acknowledges receipt of the original ITP and this Amendment, and (3) agrees on behalf of the Permittee to comply with all terms and conditions of the ITP as amended.

By:  DocuSigned by: 0599D8DFE017454... Date: 11/16/2021

Printed Name: Michael Arndt Title: Vice President

RE Cobalt, LLC ACKNOWLEDGMENT

The undersigned: (1) warrants that he or she is acting as a duly authorized representative of the Permittee, (2) acknowledges receipt of the original ITP and this Amendment, and (3) agrees on behalf of the Permittee to comply with all terms and conditions of the ITP as amended.

By:  DocuSigned by: 0599D8DFE017454... Date: 11/16/2021

Printed Name: Michael Arndt Title: vice President

Minor Amendment No. 1
Incidental Take Permit 2081-2021-015-06
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Sonoran West Solar Holdings 2, LLC
RE Cobalt, LLC
Crimson Solar Project