A TAX-MITIGATION PRODUCT · JUNE 2026

Convert tax liability into owned energy assets.

An IRC §48E + §168(k) opportunity for accredited buyers.

$0.34

of after-tax cost per $1.00 of qualifying §48E battery asset owned.

66¢ of tax preserved per $1 · 100% bonus depreciation (OBBBA) · 30% base ITC (with PWA)

The HNW tax problem in 2026 is a timing problem, not a rate problem.

01

The rate is what you signed up for.

At $750K+ AGI you live at the 37% federal bracket. In California you cross 50.3% combined. The brackets do not bend — and bonus and AMT add friction on top.

02

The window is what hurts.

A four-month exit. An RSU vest. A bonus year. A K-1 windfall. Income arrives, and the calendar gives you weeks — not quarters — to deploy mitigation before tax-year close.

03

The clean options are narrowing.

Syndicated conservation easements are listed transactions. Oil-and-gas drilling is volatile. §1031 needs replacement property in 45 days. Code-clean, defensible alternatives are rare and getting rarer.

Three legislative changes converged in 11 months. None existed in this form 18 months ago.

JAN 1, 2025

§48E tech-neutral ITC takes effect.

Energy storage — including standalone batteries — now qualifies for the Clean Electricity Investment Tax Credit. 6% base; 30% with prevailing wage + apprenticeship; +10% domestic content; +10% energy community.

JUL 4, 2025

OBBBA restores 100% bonus depreciation.

The One Big Beautiful Bill Act restored §168(k) to 100% first-year bonus depreciation for qualified property acquired and placed in service after January 19, 2025 — reversing the post-2022 phase-down.

FY 2026

Credit transferability is operational.

§6418 transferability rules are in production. Buyers without sufficient current-year liability can transfer credits to unrelated parties for cash, typically at 92–95¢ on the dollar. The credit no longer expires unused.

How $1.00 of asset purchase becomes $0.34 of after-tax cost — in one diagram.

STEP 1

Purchase

$1,000,000

qualifying §48E battery asset, placed in service

STEP 2

§48E ITC

$300,000

30% × $1M, PWA-compliant

STEP 3

§168(k) bonus depreciation

$357,000

100% × $850K basis × 42% blended rate

NET

After-tax cost

$343,000

You own the $1M asset. Total Y0 benefit: $657K.

§50(c)(3) basis reduction: *depreciable basis = $1M − (50% × $300K ITC) = $850K. Then §168(k) 100% bonus = $850K Year-1 deduction. At 37% federal + 5% state blended = $357K tax savings on the deduction. Combined with the $300K credit = $657K Year-0 benefit per $1M deployed.*

On a $1,000,000 asset, Year-0 tax benefit is $657,000.

ASSUMPTION / CALCULATION	AMOUNT
Asset purchase	$1,000,000
§48E ITC rate (with PWA)	30%
ITC dollar amount	$300,000
§50(c)(3) basis reduction (50% × ITC)	($150,000)
Depreciable basis	$850,000
§168(k) 100% bonus deduction	$850,000
Blended marginal rate (37% fed + 5% st)	42%
Deduction value (basis × blended rate)	$357,000
Year-0 tax benefit (ITC + deduction)	**$657,000**
Net after-tax cost of asset	**$343,000**

YEAR-0 BENEFIT

$657K

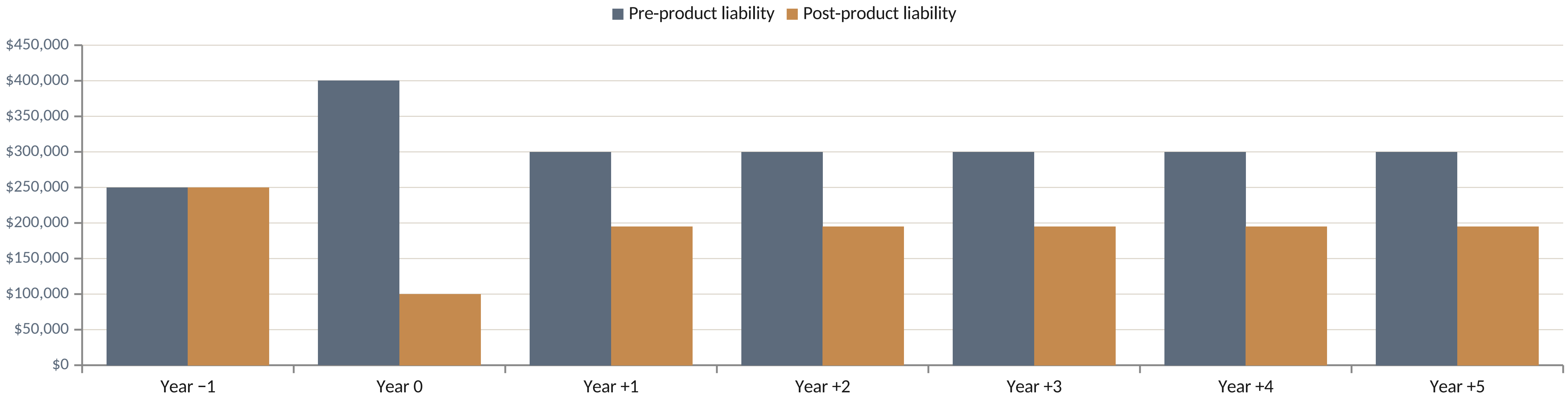
per $1M of asset

OF EVERY $1

65.7¢

preserved as tax

§39: 1-year carryback + 20-year carryforward = full credit utilization for nearly any HNW buyer.



Reading the chart: Illustrative buyer with $400K Year-0 liability deploys a $1M asset (ITC $300K + deduction value $357K). Year-0 liability drops from $400K to $100K — full credit absorbed. The $850K depreciation deduction creates an NOL that carries forward under §172 (post-TCJA, generally unlimited for non-corporate); it offsets roughly $105K of Year +1 through +5 liability in this illustration (basis × blended rate over five years). If credit alone exceeded Year-0 liability, §39 permits a 1-year carryback to Year −1 and a 20-year carryforward thereafter.

Five IRC sections govern this product. All are current law. All are clean.

CODE SECTION	NAME	WHAT IT DOES
IRC §48E	**Clean Electricity Investment Tax Credit**	Tech-neutral ITC for qualifying energy property — including standalone storage — placed in service after 12/31/2024. Base 6%, up to 30% with prevailing wage + apprenticeship; +10% domestic content, +10% energy community.
IRC §168(k)	**Bonus Depreciation**	Restored to 100% by OBBBA (signed 7/4/2025) for qualified property acquired and placed in service after 1/19/2025.
IRC §50(c)(3)	**Depreciable Basis Reduction**	Depreciable basis of property qualifying for an energy credit must be reduced by 50% of the credit claimed.
IRC §39	**General Business Credit Carryback / Carryforward**	1-year carryback, 20-year carryforward of unused general business credits — including the §48E ITC.
IRC §6418	**Tax-Credit Transferability**	Permits one-time sale of qualifying energy credits to unrelated parties for cash. Secondary-market pricing typically 92–95¢/$1.

OFFERING FRAMEWORK: Reg D 506(c) · Accredited only (Rule 501(a)) · Not a listed or reportable transaction · State notice filings as required

What this is — and explicitly is not.

IS

This product

- ✓ A tax-advantaged purchase of qualifying §48E battery energy storage property.
- ✓ An asset you own, with operating-revenue potential separate from the tax benefit.
- ✓ Backed by Reg D 506(c) documentation, USPAP appraisal, and independent tax counsel.
- ✓ Suitable for HNW buyers with current-year liability and §469 passive-income capacity (or material participation).

IS NOT

Explicit exclusions

- — A securities investment for capital appreciation or equity upside.
- — A syndicated conservation easement, listed transaction, or other reportable shelter.
- — A §1031 exchange, oil-and-gas working interest, or Qualified Opportunity Zone investment.
- — Suitable for W-2-only buyers without passive income, or for buyers unwilling to engage independent counsel.

Six named risks. Six named mitigations. No shelter is risk-free — this product is structured to be defensible, not unconditional.

#	RISK	MITIGATION
1	**IRS audit risk on §48E claim**	Cost-segregation study and independent tax opinion delivered at acquisition. Documentation packet retained.
2	**§50(a) recapture if asset disposed in <5 years**	Five-year hold built into the structure. Recapture schedule disclosed in subscription documents.
3	**Illiquidity**	Asset is non-traded private property. Optional secondary path: §6418 credit transfer (~92–95¢/$1) or operating-revenue sale of the asset.
4	**Valuation risk**	USPAP-compliant appraisal by named MAI or ASA appraiser. Comparable-transaction support delivered with PPM.
5	**Regulatory change**	OBBBA (2025) and §48E (2025) are both current law. Adverse change requires Congressional action and would not retroactively void credits already claimed.
6	**§469 passive-activity cap**	Pre-qualifying screen confirms buyer has passive income or material participation. Unusable credit suspends — does not expire — under §469.

Five qualifying conditions. Pass all five, or this isn't for you.

1. **Accredited under SEC Rule 501(a)**

   $200K+ annual income ($300K joint), OR $1M+ net worth excluding primary residence, OR holds a qualifying professional certification (Series 7, 65, 82).

2. **Current-year federal tax liability ≥ $200K**

   Year-0 ITC absorption depends on liability above the credit amount. Smaller liability means longer carryback / carryforward use.

3. **Passive income OR material participation in the asset**

   §469 caps passive credits at passive income. W-2-only buyers without passive income may not be fit; material participation is one path through.

4. **Holding period of at least 5 years**

   §50(a) imposes recapture on disposition inside the 5-year window. Buyers needing earlier liquidity should look elsewhere.

5. **Engaged tax counsel of your own**

   This document is not advice. Your CPA or tax attorney reviews the structure before you commit to an allocation.

Pass all five? The next step is a 30-minute qualification call. We will not waste it confirming things you already know.

Board of Advisors brings the buyers. Founders First brings the deal mechanics.

BOARD OF ADVISORS

Distribution · Membership · Marketing

- 1,000+ HNW members across the United States
- Vetted advisor network: tax, legal, operations
- Expedited fulfillment for tax-year deadlines
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- Founder: Michael D. Calhoun · boardofadvisors.com

FOUNDERS FIRST ADVISORY

Sourcing · Structuring · Tax mechanics

- §48E qualifying battery-asset sourcing
- Structuring across §168(k), §50(c), §39, §6418
- Deal documentation: PPM, subscription, security
- Tax-credit transferability rails via §6418
- Founder: Corbin Cowan · foundersfirst.io

Joint offering. Co-equal credibility. One product, two organizations behind it.

Reserve your allocation.

Specific. Time-bound. Limited by inventory and tax-year deadlines.

$0.34

After-tax cost per $1 of asset owned

$657K

Year-0 tax benefit per $1M deployed

100%

Bonus depreciation under OBBBA

30%

Base §48E ITC with PWA (path to 50% with adders)

NEXT STEP A 30-minute qualification call. Minimum allocation $250,000. Tax-year deadlines apply.

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