



DISTRICT OF COLUMBIA DEPARTMENT OF GENERAL SERVICES

REQUEST FOR PROPOSALS

SOLAR/WIND POWER PURCHASE AGREEMENT

May 8, 2013

Proposal Due Date: June 14, 2013 by 2:00 p.m. EDT

Contact: Thomas D. Bridenbaugh
Leftwich & Ludaway, LLC
1400 K Street, NW
Suite 1000
Washington, D.C. 20005
Phone: (202) 434-9100

Solicitation Number: DCAM-13-NC-0147

Executive Summary

The Department of General Services (“Department” or “DGS”) is issuing this Request for Proposals (“RFP”) to solicit proposals from renewable energy developers interested in the development of a new wind and/or solar power project from which the Department would purchase approximately 150,000 MWh of energy, including the associated Renewable Energy Credits, on an annual basis. Ultimately, the Department’s goal is to both reduce its brown energy consumption and to lower its energy costs by entering into a power purchase agreement (“PPA”) with the selected developer for the purchase of approximately one-third of its annual energy demand on an annual basis beginning in 2015, or earlier depending on the project’s commercial operation date and the District’s arrangements for energy at such time.

The George Washington University is issuing a companion solicitation for a 75,000 MWh project. While this solicitation is separate from that issued by George Washington University (“GWU”) and there is no guarantee that GWU will ultimately select the same developer as that which is selected by the District, both DGS and GWU would prefer to select the same developer. It should be noted, however, that neither GWU nor its agents represent DGS in this procurement, nor do DGS and its agents represent GWU in connection with its procurement. In addition, DGS and GWU are in discussions with another large energy purchaser that may also be interested in taking part in this initiative.

A.1 Proposed Deal Structure

Cost Components. The Department intends to enter into a Power Purchase Agreement with the selected Offeror that (i) provides for the generation of the wind and/or solar power (the “Generation Component”); and (ii) provides for the delivery of such power from its source to the Pepco Zone (the “Transmission Component”). DGS intends to procure any necessary firming/shaping, associated transmission and distribution, scheduling and delivery to DGS electric meters (the “Electric Supplier Component”) through a separate solicitation to be released at a later date. DGS anticipates that the PPA resulting from this procurement will have at least a 15 year term and desires to lock the cost of the Generation Component over the life of the PPA (or alternatively agree upon a fixed yearly escalator for this component). With regard to the Transmission Component, DGS would like to purchase an appropriate level of price protection given the realities of the current marketplace. Based on DGS’ preliminary understanding of the marketplace, DGS expects that price protection/guarantees for this component cannot be procured on an economically viable basis (if at all) for the life of the PPA, but DGS desires to explore what options are available in this regard.

Financial Structure/Capital Lease. Given the budgetary requirements applicable to DGS and the District, the PPA will need to be structured in such a manner so that it will not be considered debt and will not qualify as a capital lease under generally accepted accounting standards. In addition, the District’s obligation to purchase the resulting energy will be subject to appropriation over the life of the PPA.

Renewable Energy Credits. The selected developer will be required to transfer to the Department Renewable Energy Credits (“RECs”) that are generated from the project in addition to the electricity.

Additionality. The Department’s desire to purchase electricity that is generated from a project that is not yet built or a project that creates new capacity as part of a larger project that has other offtakers or an add-on to an existing project. Additionality will be a factor in the Department’s evaluation of the proposed projects.

Project Sites. In light of the District’s desire to provide a market for new generation sources of scale, aggregation of numerous small sites shall not be acceptable. If the project includes generation of solar power, such component must be at least 5 megawatts at each site. The Department will consider the inclusion of solar projects of at least 1 megawatt if such sites are located in the District. Wind projects must be at least 20 megawatts at each site.

To the extent feasible, the Department desires that Offerors weigh the costs and benefits of various sites available to the Offeror for the project and to base its proposal on use of the site that it deems most advantageous. However, if an Offeror so desires, it may propose in a single proposal multiple sites for the project. Offerors proposing multiple sites should provide technology and feasibility information as well as cost information regarding each site proposed. Projects must still meet the minimum sizes noted in the prior paragraph.

Minimum Qualifications. At a minimum, a wind energy developer must have successfully developed at least two projects of approximately 35 megawatts; and a solar energy must have successfully developed at least five photovoltaic projects of at least 1 MW each. A proposal that fails to meet this standard shall be deemed non-responsive.

A.2 Offer Letter

The Department intends to enter into a PPA that provides for unit rates for the costs of the Generation Component over the life of the PPA plus unit rates for the Transmission Component for periods of time described in the PPA. The District shall only be responsible for payment for delivery of generation to the Pepco Zone (the “Delivery Point”); the District shall not be responsible for any other payments during the life of the contract, including, but not limited to, network upgrades, environmental costs, curtailment costs, fees or similar items up to and including the Delivery Point that might not yet be identified or may arise after PPA execution or commercial operation. It is DGS’ intent to purchase 150MWh of energy at the Pepco Zone, thus, the Offeror’s unit rate for the Generation Component should assume the level of production at the high side of the project substation that is necessary to ensure 150MWh at the Pepco Zone (i.e., the Offeror should assume that the project will need to generate 150MWh plus associated transmission line losses). Offerors will be required to submit with their proposal an Offer Letter in substantially the form of **Attachment A** on the Offeror’s letterhead setting forth its per kilowatt-hour unit rates for each component. Offerors will also be required to estimate transmission line losses during transmission from the high side of the project substation to the Delivery Point.

A.3 Two-Step Procurement Process

The Department intends to award the PPA through a two-step procurement process. During the first phase, Offerors will be required to submit a proposal that demonstrates their experience and qualifications to implement a project of this size and complexity. The Phase 1 proposal should include the information requested in **Part E** of this RFP. The Phase 1 submissions will be reviewed by the Department in accordance with **Part D** of this RFP. Based on this review, the Department will shortlist no more than three (3) Offerors to participate in the second phase of the procurement.

During the second phase of the procurement, the Department will request from the short-listed Offerors more detailed proposals regarding the feasibility of the site, cost and contract terms. The Department will undertake certain due diligence regarding the shortlisted proposals and evaluate the shortlisted proposals based on criteria to be provided in the Phase II solicitation documents. The Department intends to award the PPA to the short-listed Offeror that provides the best value to the District in accordance with the terms of the Phase II solicitation documents. Short-listed Offerors will be required to provide bid security with their Phase II submission.

A.4 Economic Inclusion

The Department desires that Local, Small and Disadvantaged Business Enterprises (“LSDBEs”) participate in this project to the greatest extent possible. Offerors should include in their proposal a proposed plan that demonstrates the level of participation by such businesses.

A.5 Selection Criteria

Proposals will be evaluated in accordance with **Part D** of this RFP. The following evaluation criteria will be used:

- Offeror’s Experience & Capabilities (20 points)
- Offeror’s Financial Strength (10 points)
- Project Characteristics & Feasibility (20 points)
- Additionality (10 points)
- LSDBE Utilization Plan (5 points)
- Cost (35 points)

A.6 Procurement Schedule

The schedule for this procurement is as follows:

- Issue RFP - May 8, 2013
- Last Day for Questions/Clarifications - June 5, 2013
- Proposals Due - June 14, 2013
- Announce Shortlist - July 3, 2013
- Evaluation of Shortlisted Firms / Due Diligence - July & August 2013
- Contract Negotiation - September 2013

A.7 Attachments

- Attachment A** - Form of Offer Letter
- Attachment B** - Disclosure Form
- Attachment C** - Tax Affidavit

SECTION B SCOPE OF WORK

B.1 Scope of Work

In general, the selected developer will be required to develop, at no cost to the Department or the District, a new wind and/or solar energy project capable of producing an annual average of approximately 150,000 MWh of electricity at the Delivery Point and to enter into a PPA with the District for the purchase of such electricity to begin no later than January 1, 2015.

B.1.1 The project must utilize only wind and/or solar energy to generate the electricity. Although the Department anticipates that the project will be a new land-based installation, offshore wind will be considered but must be competitive both from economic and timing perspectives.

B.1.1.1 The Department currently purchases approximately 400,000 megawatt hours of electricity annually. The goal of this Project would be to purchase through the PPA roughly one-third of the Department's annual energy consumption and to realize cost savings from the purchase. The District's current cost of "brown" energy is in the low \$70s per MWh; this includes the delivered electricity including capacity charges, transmission, losses and local fees but not distribution costs and taxes.

B.1.2 The project must utilize proven and bankable generation technologies. All projects must meet at least the Green-e Energy certification standard.

B.1.2.1 All proposed technologies must meet current industry standards for mechanical availability and power curve for generation equipment. The Offeror must demonstrate at least one year of operation for a given prototype and 100 operating years for a given technology model.

B.1.2.2 Subject only to an excusable event of force majeure, the selected developer will be required to supply replacement electricity at the agreed upon PPA rate in the event the project fails to meet the mechanical availability standards, power curve standards and/or minimum quantity established in the PPA. Any negotiated minimum quantity will also be based on current industry practice in PPAs; the Department anticipates that the minimum quantities would be in the range of approximately 120,000 to 130,000 MWh annually. Replacement electricity must also include RECs for the same generation type as that to be provided under the PPA.

B.1.2.3 The Department will pay only for the energy actually received. Among other things, the developer shall bear the risk of curtailment. The selected developer will be required to provide the Department information necessary to enable the Department to determine estimated generation and transmission levels in the event that curtailment or other factors for which Offeror is responsible has reduced generation.

B.1.3 The project shall be sized to deliver on an annual basis an average of approximately 150,000 MWh of energy at the Delivery Point. Projects interconnected to the PJM grid are

preferred, however, projects from outside the PJM grid that can reliably deliver to the Delivery Point may be proposed.

B.2 PPA Terms

The Department will negotiate the terms of a PPA with the short-listed Offerors based on the unit rates submitted by the Offeror in Phase I of this procurement. Offerors are hereby advised that:

- The PPA will include such provisions as a required to comply with the budgetary laws applicable to the District of Columbia. Among other things, this will require a provision which provides that all payments shall be subject to appropriation. More information on these requirements will be provided in Phase II of this procurement.
- The PPA must be structured in such a way that it will not be considered a capital lease. Among other things, this will require that the term of the PPA not be more than 75% of the useful life of the generating assets.
- Neither the District nor the Department shall provide any financial security (i.e., letter of credit, guarantee, etc.) to secure its obligations under the PPA.
- Neither the District nor the Department will indemnify any party as part of the PPA or otherwise.
- Capacity rights and any capacity credits will transfer to the Department and must be incorporated into per MWh price.
- The prices established in the PPA will not be subject to adjustment during the term of the PPA, other than any agreed upon escalation provided for in the PPA, including, but not limited to, any changes to the selected developer's costs as a result of state or Federal incentives, tax credits, bonus depreciation or similar items that are not achieved or received.
- The PPA will provide for liquidated damages in the event that the project does not begin commercial operations in accordance with the agreed upon schedule. Such liquidated damages must be guaranteed by a parent guarantee or letter of credit acceptable to the Department.
- The Department reserves the right to terminate consideration or negotiations if the Offeror makes significant changes to its key internal or external team members during or after negotiation of the PPA.

B.3 Licensing, Accreditation and Registration

The selected developer and all of its subcontractors and subconsultants (regardless of tier) shall comply with all applicable District of Columbia, state, and federal licensing, accreditation, and registration requirements and standards necessary for the performance of the PPA.

B.4 Conformance with Laws

It shall be the responsibility of the selected developer to perform under the PPA in conformance with the Department's Procurement Regulations and all statutes, laws, codes, ordinances, regulations, rules, requirements, orders, and policies of governmental bodies.

B.5 Time of the Essence

Time is of the essence with respect to the PPA. The project must begin commercial operations no later than January 1, 2015.

SECTION C ECONOMIC INCLUSION

C.1 Preference for Small, Local, and Disadvantaged Business Enterprises

General: Under the provisions of the Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005, D.C. Law 16-33 (codified at D.C. Code § 2-218.01 et seq.), preferences shall be given to Offerors that are certified by the Department of Small and Local Business Development as being a small business enterprise, having resident business ownership, having a longtime resident business, being a local business enterprise, being a disadvantaged business enterprise, being a local business enterprise with its principal office located in an enterprise zone, being a veteran-owned business enterprise, or being a local manufacturing business enterprise. (A copy of the certification acknowledgment letter must be submitted with the Offeror's Proposal.) In accordance with these laws, the following preferences shall be awarded in evaluating an Offeror's proposal:

- Three (3) preference points shall be awarded if the Offeror is certified as having a small business enterprise.
- Five (5) preference points shall be awarded if the Offeror is certified as having a resident business ownership.
- Five (5) points shall be awarded if the Offeror is certified as having a longtime resident business.
- Two (2) preference points shall be awarded if the Offeror is certified as a local business enterprise.
- Two (2) preference points shall be awarded if the Offeror is certified as being a local business enterprise with its principal office located in an enterprise zone.
- Two (2) preference points shall be awarded if the Offeror is certified as a disadvantaged business enterprise.
- Two (2) preference points shall be awarded if the Offeror is certified as a veteran-owned business enterprise.
- Two (2) preference points shall be awarded if the Offeror is certified as a local manufacturing business enterprise.

Offerors may qualify for more than one of these categories, so that the maximum number of points available under this section is 12 points.

Information: For information regarding the application process, contact the Department of Small and Local Business Development at the following address or telephone number:

Department of Small and Local Business Development
One Judiciary Square Building
441 4th Street, NW, 9th Floor
Washington, DC 20001
(202) 727-3900 (Telephone Number)
(202) 724-3786 (Facsimile Number)

C.2 SLDBE Participation

The Department desires that business enterprises certified by the Department of Small and Local Business Development participate in this transaction to the greatest extent practical. Offerors will be required to submit a Local Business Enterprise Utilization Plan with their proposals. The Utilization Plan must demonstrate how this requirement will be met and, to the extent possible at this stage in the project, should identify the specific firms that will be used and their respective roles.

SECTION D EVALUATION AND AWARD CRITERIA

D.1 Evaluation Process

The Department shall evaluate submissions and any best and final offers in accordance with the provisions of this **Section D** and the Department's Procurement Regulations.

D.2 Evaluation Committee

Each submission shall be evaluated in accordance with this **Section D** by an Evaluation Committee. The Evaluation Committee shall prepare a written report summarizing its findings and submit the same to the source selection official. Based on the information submitted by the Offerors in response to this RFP and the report prepared by the Evaluation Committee, the source selection official shall select the Offeror(s) whose submissions are determined by the source selection official to be the most advantageous to the Department.

D.3 Oral Presentation

The Department does not intend to interview Offerors; however, the Department reserves the right to interview Offerors in the competitive range if necessary. If the Department conducts such interviews, each Offeror within the competitive range shall make an oral presentation to the Department's Evaluation Committee, and participate in a question and answer session. The purpose of the oral presentation and the question and answer session is to permit the Evaluation Committee to fully understand and assess the qualifications of each Offeror and the Offeror's key personnel. The submission will be re-scored at the conclusion of the oral presentation.

D.3.1 Length of Oral Presentation

Each Offeror will be given up to 60 minutes to make the presentation. At the end of the initial presentation, there will be a break for approximately 15 minutes for the Evaluation Committee to assess the presentation and prepare questions. The Offeror will then respond to questions from the Department's Evaluation Committee for no more than 60 minutes.

D.3.2 Schedule

The order of presentation will be selected randomly and the Offerors will be informed of their presentation date before the beginning of oral presentations. The Department reserves the right to reschedule any Offeror's presentation at the discretion of the contracting officer.

D.3.3 Offeror Attendees

The oral presentation will be made by the Offeror's personnel who will be assigned the key jobs for this Project. Each Offeror will be limited to 7 persons. The job functions of the persons attending the presentation will be considered to be an indication of the Offeror's assessment of

the key areas of responsibility that are deemed essential to the successful completion of the Project.

D.3.4 Topics

The Offeror may present information about its capabilities and special qualifications to serve as the developer for this Project, including its experience, access to capital and the experience of its management personnel.

D.4 Proposal Evaluation

Each proposal will be scored on a scale of 1 to 100 points. In addition, Offerors will be eligible to receive up to 12 preference points as described in **Section C.1** of this RFP for participation by Local, Small or Disadvantaged Business Enterprises. Thus, the maximum number of points possible is 112. The contract will be awarded to the Offeror with the highest evaluated score.

D.4.1 Experience & References (20 points)

The Department desires to engage a developer with the experience necessary to realize the objectives set forth in **Sections A & B** of this RFP. Offerors will be evaluated based on their demonstrated experience in (i) bringing renewable energy projects (solar, wind or hybrid) with generation capacity of over 25 megawatts to commercial operations; and (ii) experience with renewable energy projects located in the PJM territory or connecting to the PJM grid. In addition, Offerors will be evaluated on the demonstrated experience of the team's senior management personnel in structuring such projects and bringing such projects into commercial operations on-time. If the Offeror is a team or joint venture of multiple companies, the Evaluation Panel will consider the experience of each member of the team or joint venture in light of their role in the proposed team or joint venture. This element of the evaluation is worth twenty (20) points.

D.4.2 Offeror's Financial Strength (10 points)

The Department desires to engage a developer with the financial strength necessary to realize the objectives set forth in **Sections A & B** of this RFP. The Offeror will be evaluated based on the financial strength and stability of the team as well as their access to the capital necessary to bring the project to commercial operation and to honor the long-term commitments of the PPA. This element of the evaluation is worth ten (10) points.

D.4.3 Project Site & Feasibility (20 points)

Given the timeline for implementation of the project, the Department will evaluate the viability of the project site in terms of the requirement that the project be in commercial operation by January 1, 2015. In particular, the Department will evaluate (i) the location of the site; (ii) the developer's arrangements for control of the site; (iii) the results of the site testing associated with the ability to generate the required energy; and (iv) the status of permits for the projects. In the

event the Department determines that the information submitted in response to this RFP raises substantial questions as to whether commercial operation can be achieved by January 1, 2015, the Department reserves the right to deem such a proposal non-responsive. This element of the evaluation is worth twenty (20) points.

D.4.4 Additionality (10 points)

The Department's prefers to purchase electricity that is generated from a project that is not yet built or a project that creates new capacity as part of a larger project that has other offtakers or an add-on to an existing project. Projects that demonstrate additionality (i.e., but for this purchase, the specific capacity bid would not have been built) shall be eligible to receive an additional ten (10) points.

D.4.5 LSDBE Compliance/Utilization (5 points)

The Department desires the selected developer to provide the maximum level of participation for Local, Small and Disadvantaged Business Enterprises as well as employment opportunities for District of Columbia residents. Offerors will be evaluated in light of their plan to involve such business enterprises. This factor of the evaluation will be worth up to five (5) points.

D.4.6 Cost (35 points)

Offerors will be required to bid a per kilowatt hour rate for the Generation Component and the Transmission Component. This element of the evaluation will be worth up to thirty five (35) points.

SECTION E PROPOSAL ORGANIZATION AND SUBMISSION

This section outlines specific information necessary for the proper organization and manner in which Offerors' Proposals should be proffered. References are made to other sections in this RFP for further explanation.

E.1 Submission Identification

Submissions shall be proffered in an original and six (6) copies. The Offeror's submission shall be placed in a sealed envelope conspicuously marked: "Proposal for Wind / Solar Energy PPA"

E.2 Delivery or Mailing of Submissions

Submissions should be delivered or mailed to:

DC Department of General Services
Att'n: JW Lanum
Frank D. Reeves Center,
2000 14th Street, NW, 8th Floor
Washington, DC 20009

E.3 Date and Time for Receiving Submissions

Submissions shall be received no later than 2:00 pm EDT on June 14, 2013. The Offeror assumes the sole responsibility for timely delivery of its Submission, regardless of the method of delivery.

E.4 Submission Size, Organization and Offeror Qualifications

All submissions shall be submitted on 8-1/2" x 11" bond paper and typewritten. Telephonic, telegraphic, and facsimile submissions shall not be accepted. The Department is interested in a qualitative approach to presentation material. Brief, clear and concise material is more desirable than quantity. The submission shall be organized as follows:

E.4.1 Bid Form

Each Offeror shall submit a bid form substantially in the form of **Attachment A**. Material deviations, in the opinion of the Department, from the bid form shall be sufficient to render the proposal non-responsive.

E.4.2 Disclosure Form

Each Offeror shall submit a Disclosure Statement substantially in the form of **Attachment B**.

E.4.3 Executive Summary

Each Offeror should provide a summary of no more than three pages of the information contained in the following sections.

E.4.4 General Team Information and Firm(s) Data

Each Offeror should provide the following information for the principal developer firm and each of its subconsultants.

- A. Name(s), address(es), and role(s) of each firm (including all sub-consultants)
- B. Firm profile(s), including:
 - i. Age
 - ii. Firm history(ies)
 - iii. Firm size(s)
 - iv. Areas of specialty/concentration
 - v. Current firm workload(s) projected over the next year
 - vi. Provide a list of any contracts held by the Offeror where the contract was terminated (either for default or convenience). This list should also identify any contracts that resulted in litigation or arbitration. If the Offeror has multiple offices, only contracts held by the office submitting this proposal need be listed.
- C. Description of the team organization and personal qualifications of key staff, including:
 - i. Identification of the single point of contact for the Offeror.
 - ii. Organizational chart illustrating reporting lines and names and titles for key participants proposed by the team.
 - iii. Resumes for each key participant on the team, including definition of that person's role, relevant project experience, and current workload over the next two years.

E.4.5 Relevant Experience and Capabilities

- A. The Offeror should provide detailed descriptions of no more than eight (8) projects that best illustrate the team's experience and capabilities relevant to this Project, including two projects with capacity of at least 35MW. On each project description, please provide all of the following information in consistent order:
- i. Project name and location
 - ii. Name, address, contact person and telephone number for reference
 - iii. Brief project description including project cost, size in terms of generation capacity, length of time to put site in operation, length of time in commercial operation, firm's role in the project, and key firm strengths exhibited.
 - iv. Identification of personnel involved in the selected project who are proposed to work on this project
 - v. A description of whether the project was developed and put online on schedule.
- B. The Offeror should provide resumes of the key senior management personnel of the Offeror's team that would oversee all aspects of this project, including site selection and acquisition, technology selection, capital planning, construction, and PJM/Pepco coordination.
- C. Letters or agreement memorializing the commitment of various team members should be included with the Offeror's proposal.

E.4.6 Financial Strength

The Offeror should outline its financial plan for the implementation of the project. To the extent the Offeror expects to utilize non-internally generated capital, the Offeror should outline its plans to secure the additional capital necessary to implement the project, including its operation for the term of the PPA, and provide documentation as to commitment, including contingent commitment, of such external capital. A binding, formal commitment letter is not required at this point; however, the Offeror should provide documentation from such third parties that demonstrates the ability to raise the necessary funds. The Offeror should also provide copies audited financial statements for the past five years; Offerors with fewer than five years of audited financial statements should provide those that have been either audited or reviewed.

E.4.7 Site Feasibility

For any sites which the Offeror proposes to utilize for the project, the Offeror shall provide the following information:

- .1 the location. If an address is not sufficient to identify the site, the Offeror shall provide an appropriate description. Include project site maps illustrating the physical location of the project as related to other area features--include one region-wide map with the project location.
- .2 the proposed technology to be utilized at each site, including information regarding the equipment performance standards and track-record, and the schedule for the acquisition of the required equipment.
- .3 summary results of any and all testing related to the viability of the site using the proposed technology, including the P50 (average) and P99 projected annual generation in MWh.
- .4 the manner in which interconnection will be accomplished and the status of the requisite interconnection agreements.
- .5 all environmental studies and findings completed to date.
- .6 a list of all studies and note whether they are completed or underway. If any are incomplete, provide a schedule of activities for completion, including timeline.
- .7 discuss whether any Federal Incidental Take Permit (ITP), Habitat Conservation Plan (HCP) or related filings have been started or may need to be completed before project operation.
- .8 provide a list and schedule for the status of all local, state and federal permits, noting whether pending or approved, for the site. If pending, note estimated time for approval.

E.4.8 Additionality (10 points)

The Department's prefers to purchase electricity that is generated from a project that is not yet built or a project that creates new capacity as part of a larger project that has other offtakers or an add-on to an existing project. Projects purporting to create additionality (i.e., but for this purchase, the specific capacity bid would not have been built) shall submit information demonstrating the fact and extent of additionality.

E.4.9 Local Business Utilization Plan

Each Offeror must submit a proposed Local Business Utilization Plan that identifies the specific certified business enterprises that will participate in the contract and their anticipated roles. In addition, each Offeror should provide: (i) a narrative description of similar projects and the Offeror's success in meeting such goals; and (ii) a chart, in summary form, that identifies the Offeror's major public projects over the last five years and its success in achieving such goals (creativity should be displayed regarding joint-venture and subcontractor agreements).

E.4.10 Cost Information

The Offeror should submit the Bid Form in substantially the form of **Attachment A**.

E.4.11 Tax Affidavit

Each Offeror must submit a tax affidavit substantially in the form of **Attachment C**. In order to be eligible for this procurement, Offerors must be in full compliance with their tax obligations to the District of Columbia government.

SECTION F BIDDING PROCEDURES & PROTESTS

F.1 Contact Person

For information regarding this RFP please contact:

Thomas D. Bridenbaugh
Leftwich & Ludaway, LLC
1400 K Street, NW
Suite 1000
Washington, D.C. 20005
Phone: (202) 434-9100
Facsimile: (202) 783-3420

Any written questions or inquiries should be sent to Thomas Bridenbaugh at the address above.

F.2 [Intentionally Omitted].

F.3 Explanations to Prospective Offerors

Each Offeror should carefully examine this Request for Proposals and any and all amendments, addenda or other revisions, and thoroughly familiarize itself with all requirements prior to proffering a submission. Should an Offeror find discrepancies or ambiguities in, or omissions from, the RFP and amendments, addenda or revisions, or otherwise desire an explanation or interpretation of the RFP, any amendments, addenda, or revisions, it must submit a request for interpretation or correction in writing. Any information given to an Offeror concerning the solicitation shall be furnished promptly to all other Offerors as an amendment or addendum to this RFP if in the sole discretion of the Department that information is necessary in proffering submissions or if the lack of it would be prejudicial to any other prospective Offerors. Oral explanations or instructions given before the award of the contract shall not be binding.

Requests should be directed to Thomas Bridenbaugh at the address listed in Section F.1 no later than the close of business on June 5, 2013. The person making the request shall be responsible for prompt delivery.

F.4 Protests

Protests shall be governed by Section 4734 of the Department's Procurement Regulations (27 DCMR § 4734). Protests alleging defects in this solicitation must be filed prior to the time set for receipt of submissions. If an alleged defect does not exist in this initial RFP, but was incorporated into the RFP by an amendment or addendum, a protest based on that defect must be filed before the next closing time established for proffering submissions. In all other cases, a protester shall file the protest within ten (10) days after the protester knows or should have known, whichever is earlier, of the facts and circumstances upon which the protest is based. All protests must be made in writing to the Department's Chief Contracting Officer ("CCO") and

must be filed in duplicate. Protests shall be served on the Department by obtaining written and dated acknowledgment of receipt from the Department's CCO. Protests received by the Department after the indicated period shall not be considered. To expedite handling of protests, the envelope shall be labeled "Protest".

This section is intended to summarize the bid protest procedures and is for the convenience of the Offerors only. To the extent any provision of this section is inconsistent with the Procurement Regulations, the more stringent provisions shall prevail.

F.5 Contract Award

This procurement is being conducted in accordance with the provisions of Section 4712 of the Department's Procurement Regulations (27 DCMR § 4712).

F.6 Retention of Submissions

All submissions shall be retained by the Department and therefore shall not be returned to the Offerors. With the exception of proprietary financial information, the submissions shall become the property of the Department and the Department shall have the right to distribute or use such information as it determines.

F.7 Examination of Submissions

Offerors are expected to examine the requirements of all instructions (including all amendments, addenda, attachments and exhibits) in this RFP. Failure to do so shall be at the sole risk of the Offeror and may result in disqualification.

F.8 Late Submissions: Modifications

- A. Any submission or best and final offer received at the office designated in this RFP after the exact time specified for receipt shall not be considered.
- B. Any modification of a submission, including a modification resulting from the CCO's requests for best and final offers, is subject to the same conditions as in F.8.A stated above.
- C. The only acceptable evidence to establish the time of receipt at the Department's office is the time-date stamp of such installation on the submission wrapper or other documentary evidence of receipt maintained by the installation.
- D. Notwithstanding any other provisions of this Request for Proposals to the contrary, a late modification of an otherwise successful submission which makes its terms more favorable to the Department may be considered at any time it is received and may be accepted.

- E. Submissions shall be irrevocable and remain in full force and effect for a period not less than 120 days after receipt of submissions.

F.9 No Compensation for Preparation of Submissions

The Department shall not bear or assume any financial obligations or liabilities regarding the preparation of any submissions submitted in response to this RFP, or prepared in connection therewith, including, but without limitation, any submissions, statements, reports, data, information, materials or other documents or items.

F.10 Rejection of Submissions

The Department reserves the right, in its sole discretion:

- A. To cancel this solicitation or reject all submissions.
- B. To reject submissions that fail to prove the Offeror's responsibility.
- C. To reject submissions that contain conditions and/or contingencies that in the Department's sole judgment, make the submission indefinite, incomplete, otherwise non-responsive, or otherwise unacceptable for award.
- D. To waive minor irregularities in any submission provided such waiver does not result in an unfair advantage to any Offeror.
- E. To take any other action within the applicable Procurement Regulations or law.
- F. To reject the submission of any Offeror that has submitted a false or misleading statement, affidavit or certification in connection with such submission or this Request for Proposals.

F.11 Limitation of Authority

Only a person with prior written authority from the CCO shall have the express, implied, or apparent authority to alter, amend, modify, or waive any clauses or conditions of the contract. Furthermore, any alteration, amendment, modification, or waiver of any clause or condition of this RFP is not effective or binding unless made in writing and signed by the CCO or its authorized representative.

F.12 Non-Responsive Pricing

In general, the Department will consider a proposal non-responsive if Offeror's price is greater than 150% of the median price submitted by other Offerors. The Department reserves the right to deem a proposal non-responsive if Offeror's price is greater than 150% of the independent government estimate.

Attachment A

Form of Offer Letter

A live MS Excel version of the attachment to the Offer Letter
can be downloaded using the following link:

<https://www.box.com/shared/static/8ujj3x66nexzkfrdcg8j.XLSX>

Attachment A

[Offeror's Letterhead]

[Insert Date]

District of Columbia Department of General Services
2000 14th Street, NW
Washington, D.C. 20009

Att'n: Mr. Brian J. Hanlon
Director

Reference: Request for Proposals
Solar / Wind Power Purchase Agreement

Dear Mr. Hanlon:

On behalf of [INSERT NAME OF BIDDER] (the "Offeror"), I am pleased to submit this proposal in response to the Department of General Services' (the "Department" or "DGS") Request for Proposals (the "RFP") to provide a wind and/or solar power purchase agreement. The Offeror has reviewed the RFP and the attachments thereto, and any addenda thereto (collectively, the "Bid Documents") and has conducted such due diligence and analysis as the Offeror, in its sole judgment, has deemed necessary in order to submit its proposal in response to the RFP. The Offeror's proposal and the cost components set forth on the attached spreadsheet are based on the Bid Documents as issued and assume no material alteration of the terms of the Bid Documents. (Collectively, the proposal and the cost components on the attached spreadsheet are referred to as the "Offeror's Bid".)

The Offeror's Bid is based on and subject to the following conditions:

1. The Offeror agrees to hold its proposal open for a period of at least one hundred twenty (120) days after the date of the bid.
2. Assuming the Offeror is selected by the Department, the Offeror agrees to enter into a contract with the Department on the terms and conditions described in the Bid Documents within thirty (30) days of the notice of the award.
3. Both the Offeror and the undersigned represent and warrant that the undersigned has the full legal authority to submit this bid form and bind the Offeror to the terms of the Offeror's Bid. The Offeror further represents and warrants that no further action or approval must be obtained by the Offeror in order to authorize the terms of the Offeror's Bid.
4. The Offeror and its principal team members hereby represent and warrant that they have not: (i) colluded with any other group or person that is submitting a proposal in response to the RFP in order to fix or set prices; (ii) acted in such a manner so as to discourage any other group

Mr. Brian J. Hanlon

[DATE]

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or person from submitting a proposal in response to the RFP; or (iii) otherwise engaged in conduct that would violate applicable anti-trust law.

5. The Offeror hereby certifies that neither it nor any of its team members have entered into any agreement (written or oral) that would prohibit any contractor, subcontractor or sub-consultant that is certified by the District of Columbia Office of Department of Small and Local Business Enterprises as a Local, Small, Resident Owned or Disadvantaged Business Enterprise (collectively, "LSDBE Certified Companies") from participating in the work if another company is awarded the contract.

6. This bid form and the Offeror's Bid are being submitted on behalf of [INSERT FULL LEGAL NAME, TYPE OF ORGANIZATION, AND STATE OF FORMATION FOR THE OFFEROR].

Sincerely,

By: _____

Name: _____

Its: _____

Project Details and Cost Information

General Project Information

Project Name:	
Project Location:	
Total Generation Capacity: - Wind Generation Capacity: - Solar Generation Capacity:	
Expected Commercial Operation Date:	

Additional details regarding the project site are included in the Site Feasibility section of the Offeror's proposal.

Pricing Assuming Only DGS Purchases from Offeror.

A. Generation Component (as available at high side of the project substation)

Purchased Quantity (150,000 MWh plus transmission line losses):			
Term	Price per Mwh fixed	Price per MWh for year 1 with escalation of 1.5%	Price per MWh for year 1 with escalation of 2.5%
15 Years			
20 Years			
Longest Term without Treatment as a Capital Lease - Please specify duration. [NUMBER] Years			
Longest Term - Please specify duration. [NUMBER] Years			

B. Transmission Component (from high side of project substation to Pepco Zone, as available)

Delivered Quantity:	150,000 MWh
Term	Price per MWh
1 year (fixed)	
3 year (fixed)	
5 year (fixed)	
Longest Possible	
Estimated Losses during Transmission from Project Substation to Delivery Point:	

Pricing For DGS Component Assuming Both DGS and GW Purchase from Offeror.**C. Generation Component (as available at high side of Project Substation)**

Purchased Quantity (150,000 MWh plus transmission line losses):			
Term	Price per Mwh fixed	Price per MWh for year 1 with escalation at 1.5%	Price per MWh for year 1 with escalation at 2.5%
15 Years			
20 Years			
Longest Term without Treatment as a Capital Lease - Please specify duration. [NUMBER] Years			
Longest Term - Please specify duration. [NUMBER] Years			

D. Transmission Component (from high side of Project Substation to Pepco Zone, as available)

Delivered Quantity:	150,000 MWh
Term	Price per MWh
1 year (fixed)	
3 year (fixed)	
5 year (fixed)	
Longest Possible	
Estimated Losses during Transmission from Project Substation to Delivery Point:	

Attachment B

Disclosure Form

Attachment B

The Offeror and each of its principal team members, if any, must submit a statement that discloses any past or present business, familiar or personal relationship with any of the following individuals:

A. D.C. Department of General Services

Brian J. Hanlon	Director
Scott Burrell	Chief Operating Officer
JW Lanum	Associate Director, Contracts and Procurement Division
Sam Brooks	Associate Director, Energy & Sustainability Division
Camille Sabbakhan	General Counsel
Charles J. Brown, Jr.	Deputy General Counsel

Please identify any past or present business, familiar, or personal relationship in the space below. Use extra sheets if necessary.

B. Leftwich & Ludaway

Thomas D. Bridenbaugh

Please identify any past or present business, familiar, or personal relationship in the space below. Use extra sheets if necessary.

C. DC Community Energy Partners LLC dba New City Energy

Steven Boyd

Please identify any past or present business, familiar, or personal relationship in the space below. Use extra sheets if necessary.

This is to certify that, to the best of my knowledge and belief and after making reasonable inquiry, the above represents a full and accurate disclosure of any past or present business, familiar, or personal relationship with any of the individuals listed above. The undersigned acknowledges and understands that this Disclosure Statement is being submitted to the False Claims Act and that failure to disclose a material relationship(s) may constitute sufficient grounds to disqualify the Offeror.

OFFEROR:

By: _____
Name: _____
Title: _____
Date: _____

Attachment C

Tax Affidavit

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Office of the Chief Financial Officer
Office of Tax and Revenue



TAX CERTIFICATION AFFIDAVIT

THIS AFFIDAVIT IS TO BE COMPLETED ONLY BY THOSE WHO ARE REGISTERED TO CONDUCT BUSINESS IN THE DISTRICT OF COLUMBIA.

Date

Authorized Agent
Name of Organization/Entity
Business Address (include zip code)
Business Phone Number

Authorized Agent
Principal Officer Name and Title
Square and Lot Information
Federal Identification Number
Contract Number
Unemployment Insurance Account No.

I hereby authorize the District of Columbia, Office of the Chief Financial Officer, Office of Tax and Revenue to release my tax information to an authorized representative of the District of Columbia agency with which I am seeking to enter into a contractual relationship. I understand that the information released will be limited to whether or not I am in compliance with the District of Columbia tax laws and regulations solely for the purpose of determining my eligibility to enter into a contractual relationship with a District of Columbia agency. I further authorize that this consent be valid for one year from the date of this authorization.

I hereby certify that I am in compliance with the applicable tax filing and payment requirements of the District of Columbia. The Office of Tax and Revenue is hereby authorized to verify the above information with the appropriate government authorities.

Signature of Authorizing Agent

Title

The penalty for making false statement is a fine not to exceed \$5,000.00, imprisonment for not more than 180 days, or both, as prescribed by D.C. Official Code §47-4106.