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April 9, 2020

VIA ELECTRONIC FILING

Public Service Commission of Utah
Heber M. Wells Building, 4th Floor
160 East 300 South
Salt Lake City, UT 84114

Attn: Gary Widerburg
Commission Administrator

Re: **Docket No. 20-035-05—Application of Rocky Mountain Power for Approval of Solicitation Process for 2020 All Source Request for Proposals**

Rocky Mountain Power (the “Company”) files its application and supporting pre-filed direct testimony and exhibits of Mr. Bruce W. Griswold, seeking approval of the solicitation process for the 2020 All Source Request For Proposals (“2020AS RFP”).

Rocky Mountain Power respectfully requests that all formal correspondence and requests for additional information regarding these filings be addressed to the following:

By E-mail (preferred) datarequest@pacificorp.com
 jana.saba@pacificorp.com
 jacob.mcdermott@pacificorp.com

By Regular Mail Data Request Response Center
 PacifiCorp
 825 NE Multnomah, Suite 2000
 Portland, OR 97232

Informal inquiries may be directed to Jana Saba at (801) 220-2823.

Very truly yours,

Joelle Steward
Vice President, Regulation

cc: Service List (Docket No. 20-035-05)

Jacob A. McDermott (16894)
Emily Wegener (12275)
Rocky Mountain Power
1407 W North Temple, Suite 320
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Attorneys for Rocky Mountain Power

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of the Application of Rocky
Mountain Power for Approval of
Solicitation Process for 2020 All Source
Request for Proposals

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Docket No. 20-035-05

**APPLICATION FOR APPROVAL OF
SOLICITATION PROCESS**

In accordance with Utah Code Ann. § 54-17-201 and Utah Admin. Code R746-420, Rocky Mountain Power, a division of PacifiCorp (“Company”) submits this application (“Application”) to the Public Service Commission of Utah (“Commission”). The Company respectfully requests that the Commission issue an order approving the Company’s 2020 All-Source Request for Proposals (“2020AS RFP”), seeking new resources to meet projected capacity and energy needs up to the amount identified in the 2019 Integrated Resource Plan (“IRP”) through the end of 2023. The 2019 IRP preferred portfolio includes 1,823 megawatts (“MW”) of new proxy solar resources co-located with 595 MW of new proxy battery energy storage system (“BESS”) capacity and 1,920 MW of new proxy wind resources by the end of 2023.¹ Subsequent to the completion of the

¹ The figures for solar and wind exclude resource capacity added to meet assumed customer preference targets that are included in the 2019 IRP preferred portfolio.

2019 IRP, the federal production tax credit (“PTC”) was extended in December 2019 such that wind projects are still able to qualify for PTCs if placed in service before year-end 2024, so the 2020AS RFP has a required resource in-service date of December 31, 2024 to account for this change. In addition, the Company will accept certain long-lead time resource types in the 2020AS RFP, which require a longer development and construction schedule, placing completion of those types beyond the required December 31, 2024 in-service date.

The Company has met the milestones, to date, required for approval of the 2020AS RFP. On January 23, 2020, the Company filed a 60-day notice of its intent to seek approval of a solicitation process under Part 2 of the Energy Resource Procurement Act, Utah Code Ann. Title 54, Chapter 17, under Utah Code Ann. §54-17-203. On March 25, 2020, the Company held a pre-issuance bidders conference, in compliance with Utah Admin. Code R746-420-1(3)(b-c). In early March 2020, the Commission appointed an independent evaluator (“IE”) for the 2020AS RFP.

The Company respectfully requests an order from the Commission by July 1, 2020. The Company proposes a schedule for this docket that follows Utah Admin. Code R746-420-1(4)(a).² The Company proposes to issue the 2020AS RFP to the market by July 6, 2020.

In support of its Application Rocky Mountain Power states as follows:

1. The Company is a public utility that provides electric service to retail customers through its Rocky Mountain Power division in the States of Utah, Wyoming, and Idaho, and through its Pacific Power division in the states of Oregon, California, and Washington. Rocky Mountain Power is subject to the Commission’s jurisdiction with respect to its prices and terms of electric service to retail customers in Utah. The Company serves approximately 870,000 customers

² Under this rule, stakeholder comments are due within 45 days of the RFP’s filing, and comments from the independent evaluator are due within 55 days. Reply comments from the Company, as necessary, are due within 10 days.

in Utah. Rocky Mountain Power's principal place of business in Utah is 1407 West North Temple, Suite 310, Salt Lake City, Utah 84116.

2. Communications regarding this Application should be addressed to:

Jana Saba
Utah State Regulatory Affairs Manager
Rocky Mountain Power
1407 West North Temple, Suite 330
Salt Lake City, Utah 84116
Telephone: 801-220-2823
Email: jana.saba@pacificorp.com

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Emily Wegener
Rocky Mountain Power
1407 West North Temple, Suite 320
Salt Lake City, Utah 84116
Telephone: 801-220-4526
Email: emily.wegener@pacificorp.com

In addition, the Company requests that all data requests regarding this matter be addressed to:

By email (preferred): datarequest@pacificorp.com

By regular mail: Data Request Response Center
PacifiCorp
825 NE Multnomah, Suite 2000
Portland, OR 97232

Informal inquiries may be directed to Jana Saba by telephone at 801-220-2823.

I. SUPPORTING TESTIMONY

1. This Application is supported by the pre-filed written direct testimony and exhibits of Bruce W. Griswold, Director of Short-Term Origination and Qualifying Facility Contracts.

Mr. Griswold's testimony describes the Company's proposed solicitation process, and the relationship between the solicitation process and the Company's 2019 IRP. Mr. Griswold's testimony also includes the information required by Utah Admin. Code R746-420-1(1), and demonstrates that the solicitation process will comply with Utah Admin. Code R746-420-1(2) and (3) and R746-420-3. As required by Utah Code Ann. § 54-17-201(2)(b)(ii) and Utah Admin. Code R746-420-1(1)(b), attached to Mr. Griswold's testimony is the Company's draft 2020AS RFP.

II. BACKGROUND

2. PacifiCorp's 2019 IRP was developed through comprehensive analysis and a public-input process spanning nearly a year and a half resulting in the selection of a least-cost, least-risk preferred portfolio. The 2019 IRP preferred portfolio includes accelerated coal retirements and investment in transmission infrastructure that will facilitate adding over 6,400 MW of new renewable resources by the end of 2023, with nearly 11,000 MW of new renewable resources over the 20-year planning period through 2038.

3. PacifiCorp's 2019 IRP was developed through an open and extensive public process, with input from an active and diverse group of stakeholders, including customer advocacy groups, community members, regulatory staff, and other interested parties. The public-input process began with the first public-input meeting in June 2018. Over the subsequent year and a half, PacifiCorp met with stakeholders in five states and hosted eighteen public-input meetings. Throughout this effort, PacifiCorp received valuable input from stakeholders and presented findings from a broad range of studies and technical analyses that shaped and informed the 2019 IRP.

4. The action plan in the 2019 IRP preferred portfolio reflects a resource plan that provides adequate and reliable electricity supply at a reasonable cost and in a manner consistent

with the long-term public interest. The IRP identifies the preferred portfolio as the least-cost, least-risk portfolio that can be delivered through specific action items at a reasonable cost and with manageable risks, while ensuring compliance with state and federal regulatory obligations. In the 2019 IRP, PacifiCorp presents a preferred portfolio that builds on its vision to deliver energy affordably, reliably and responsibly through near-term investments in transmission infrastructure that will facilitate continued growth in new renewable resource capacity while maintaining substantial investment in energy efficiency programs.

5. The 2019 IRP established an action item to conduct an all-source RFP in 2020. The 2020AS RFP is designed to meet this action item, and is an all-source RFP including renewable and non-renewable resources as well as energy storage, capable of interconnecting with or delivering to PacifiCorp's transmission system in its east or west balancing authority areas.

III. APPROVAL REQUIREMENTS

6. The Company designed the 2020AS RFP to meet each of the Energy Procurement Act requirements, and all corresponding requirements under the Commission's rules.

7. Utah Admin. Code R746-420-1(a) requires the Company to provide a description of the solicitation process. This Application, and Mr. Griswold's testimony generally describe the purpose and details of the solicitation process.

8. Utah Admin. Code R746-420-1(b) requires the Company to provide with its application a copy of the complete proposed Solicitation with appendices, attachments and draft pro forma contracts. Exhibit RMP___(BWG-1) to this Application is the draft 2020AS RFP with associated appendices, which include pro forma agreements or term sheets to accommodate resource types and bid structures including forms of power-purchase agreement ("PPA"), battery-

storage agreement (“BSA”), and a term sheet for build-transfer agreements (“BTA”), plus required bidder forms and instructions, and other technical information.

9. Utah Admin. Code R746-420-1(d) requires, “[d]escriptions of the criteria and the methodology, including any weighting and ranking factors, to be used to evaluate bids...” In the draft 2020AS RFP, included as Exhibit RMP____(BWG-1), Section 6, the bid evaluation process is described in detail. The 2020AS RFP contemplates PacifiCorp Transmission’s January 31, 2020 queue reform proposal (FERC Docket ER20-924) will be accepted largely in the form currently proposed. Should that proposal not be accepted, or is substantially revised, the Company will modify its interconnection documentation requirements accordingly and seek Commission approval for any modifications per Utah Admin. Code R746-420-1(4)(c).

10. As required by R746-420-1(e), the draft 2020AS RFP (*see*, Exhibit RMP____(BWG-1), Section 3.D) directs interested parties to its RFP website at <https://www.pacificorp.com/suppliers/rfps/all-source-rfp.html>, where they may direct all questions and answers regarding the solicitation and solicitation process.

11. Utah Admin. Code R746-420-1(f) requires the Company to provide interested parties “[i]nformation on how participants in the pre-issuance Bidders’ conference should submit advance written questions to the Soliciting Utility that are to be addressed at the pre-issuance Bidder’s conference.” The pre-issuance Bidders’ conference was held on March 25, 2020. In advance of that conference the Company posted information about the conference and how to participate on the 2020AS RFP webpage. In addition, the Company included an email address where written questions could be submitted in advance of the conference. The presentation the Company provided is provided in Exhibit RMP____(BWG-2), and Mr. Griswold’s testimony

confirms that the Company has complied with the other rule requirements for the pre-issuance conference.

12. The “list of potentially interested parties to whom the Soliciting Utility has sent or will send notices of the filing of the request for approval of the proposed solicitation with the Commission” required by Utah Admin. Code R746-420-1(g), is included with this Application as Exhibit RMP___(BWG-3). The notice identifies the timeline for providing comments and other input about the draft 2020AS RFP.

13. The proposed timeline for the 2020AS RFP is as follows:

Milestone	Date	Day
RFP Issued to market	07/06/2020	Monday
IE joint discussion on models and assumptions	07/10/2020	Friday
Notice of Intent to Bid due	07/20/2020	Monday
Last day for RFP questions to IEs for Q&A	08/03/2020	Monday
RFP bids due	08/10/2020	Monday
Bid eligibility screening completed	08/17/2020	Monday
Initial Shortlist (ISL) scoring/ranking completed	09/04/2020	Friday
IRP modeling generates ISL	10/05/2020	Monday
IEs’ review of ISL completed	10/09/2020	Friday
PacifiCorp notifies bidders selected to ISL	10/14/2020	Wednesday
ISL bidders notify Pac Trans to enter cluster study	10/15/2020	Thursday
Capacity factor and BESS evaluation on ISL started	10/19/2020	Monday
Begin contract review and negotiations with ISL (subject to OAR waiver)	10/19/2020	Monday
Capacity factor and BESS evaluation on ISL completed	01/31/2021	Sunday
Complete contract negotiations on near final draft with bidders	03/31/2021	Wednesday
Cluster study results posted to OASIS / bidders notified by Pac Trans	04/15/2021	Thursday
Bidders provide ISL price update including cluster study results	04/22/2021	Thursday
Submit updated bids to IRP modeling	04/27/2021	Tuesday
IRP modeling generates Final Shortlist (FSL)	05/20/2021	Thursday
Final Shortlist (FSL) selected	05/25/2021	Tuesday
IEs’ review of FSL Completed	06/01/2021	Tuesday
Complete negotiation of T&Cs for resource agreements	10/15/2021	Friday
Execute Agreements	11/08/2021	Monday
Winning Bid Guaranteed COD	12/31/2024	Tuesday

14. The Commission’s RFP rules require that the IE “blind” all bids for the evaluation process. Utah Admin. Code R746-420-3(10)(a). The Company requests a waiver of this requirement, consistent with prior waivers provided by the Commission. See, e.g., *Application of*

Rocky Mountain Power for Approval of Solicitation Process for Wind Resources, Docket No. 17-035-23, Order Approving RFP With Suggested Modification at 12 (September 22, 2017); *In the Matter of the Application of PacifiCorp, by and through its Rocky Mountain Power Division, for Approval of a Solicitation Process for a Flexible Resource for the 2012-2017 Time Period, and for Approval of a Significant Energy Resource Decision*, Docket No. 07-035-94, Commission's Suggested Modifications and Order at 18 (May 23, 2008) (granting waiver of blinding requirement after noting that both the IE and the Division of Public Utilities "question the value of blinding bids" because "while the blinding of names of bidders was valuable during the question and answer period, the specific blinding of bids did not have commensurate value given the level of effort."). As with these previous cases, blinding bids in the 2020AS RFP will provide limited value because the detailed project information included in each bid (e.g., the proposed location of the resource) will effectively identify the bidder. Blinding bids imposes additional burdens on the IE and the Company that will have no impact on the overall fairness of the solicitation process.

14. To approve a solicitation process, the Commission must determine that it is in the public interest, after considering the following:

- whether the decision will most likely result in the acquisition, production, and delivery of utility services at the lowest reasonable cost to the retail customers of the utility;
- long-term and short-term impacts;
- risk;
- reliability;
- financial impacts on the utility; and
- other factors determined by the Commission to be relevant.

Utah Code Ann. § 54-17-201(2)(c)(ii). See also Utah Admin. Code R746-420-3(1)(b)(ii)

(setting forth same standard).

15. This Application, Mr. Griswold's testimony, and the draft 2020AS RFP demonstrate that the solicitation is designed to procure resources in accordance with the Company's most current least-cost, least-risk resource plan. The Company's 2019 IRP demonstrates that the resources identified in the preferred portfolio are needed to maintain reliable service. As Section 6 of the 2020AS RFP states, the IRP modelling tools will be used to guide prudent resource acquisition paths that maintain system reliability at a reasonable cost. Moreover, the analysis of bids using the IRP tools will allow the Company to determine whether or not any of the bids received are expected to deliver customer benefits over the long and short-term. The terms of RFP do not require the Company to select any winning bidders, and therefore will not commit the Company to moving forward with any projects that do not meet the public interest criteria in Utah Code Ann. § 54-17-201(2)(c)(ii) and the Commission's rules. Mr. Griswold's testimony also demonstrates that the Company has access to a variety of funding sources to acquire the resources sought in the 2020AS RFP, and it is capable of accessing those funding sources without negative financial impacts.

16. The proposed solicitation process is fair and reasonable. Utah Admin. Code R746-420-3(1)(a). The 2020AS RFP will be conducted in accordance with the Commission's rules, as described in Mr. Griswold's testimony. The Commission has approved the selection of the IE. The IE will ensure that the process is transparent, ensure that all bids are treated fairly and scored consistent with the Commission's rules, oversee the bid scoring and evaluation process, and report its findings and conclusions to the Commission. The 2020AS RFP will include robust participation by the IE and stakeholder involvement. These facts, coupled with the approvals provided by the Commission throughout the process, will ensure that the 2020AS RFP is fair and reasonable.

17. The proposed RFP process will also be “sufficiently flexible to permit the evaluation and selection of those resources or combination of resources determined by the Commission to be in the public interest,” and designed to solicit a robust set of bids. Utah Admin. Code R746-420-3(b)(iii)-(iv). The process will be open to bids offering PPAs, BTA, stand-alone BSA, and bidder proposed alternative ownership structures. The RFP also does not commit the Company to move forward with particular bidders, and ensures that the Commission will have the ability to influence final selections in accordance with its determinations of the public interest.

18. The process must also be “commenced sufficiently in advance of the time of the projected resource need to permit and facilitate compliance with the Act and the Commission rules and a reasonable evaluation of the resource options that can be available to fill the projected need” and satisfy the “Commission’s criteria for approving a significant energy resource decision.” Utah Admin. Code R746-420-3(b)(v). The Company is seeking approval of this solicitation process nearly six months after it submitted the 2019 IRP to the Commission on October 18, 2019. The Commission and other parties to this proceeding will have had ample time to review that IRP before any final selections in the 2020AS RFP are made, which will allow the Commission a meaningful opportunity to reasonably evaluate the resource options and the need.

19. This Application and Mr. Griswold’s testimony demonstrates that the Company’s proposed solicitation process satisfies the requirements of the Energy Resource Procurement Act, Utah Code Ann. § 54-17-101 et seq. Specifically, Mr. Griswold’s testimony includes the material required by Utah Admin. Code R746-420-1(1) and Utah Code Ann. § 54-17-201(2)(b)(iii). Mr. Griswold’s testimony also describes the pre-bid-issuance process, demonstrating that the Company complied with the requirements of Utah Admin. Code R746-420-1(2). Mr. Griswold’s

testimony also demonstrates that the solicitation process conforms to the requirements in Utah Admin. Code R746-420-3.

IV. CONCLUSION

WHEREFORE, based on the foregoing and by this application, the Company respectfully requests that the Commission:

- a) Set a schedule in this matter that is consistent with R746-420-1(4)(a);
- b) Issue an order approving the 2020AS RFP by July 1, 2020;
- c) Waive the Utah Admin. Code R746-420-3(10)(a) requirement for “blinding” bids for the reasons stated herein; and
- d) Grant such other relief it deems just and reasonable and in the public interest.

DATED this 9th day of April, 2020.

Respectfully submitted,

ROCKY MOUNTAIN POWER

A handwritten signature in blue ink, appearing to read 'Jacob A. McDermott', is written over a horizontal line.

Jacob A. McDermott
Emily Wegener

Attorneys for Rocky Mountain Power

Rocky Mountain Power
Docket No. 20-035-05
Witness: Bruce W. Griswold

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF UTAH

ROCKY MOUNTAIN POWER

Direct Testimony of Bruce W. Griswold

April 2020

1 **Q. Please state your name, business address, and present position with PacifiCorp**
2 **d/b/a Rocky Mountain Power (“PacifiCorp”).**

3 A. My name is Bruce W. Griswold. My business address is 825 NE Multnomah Street,
4 Suite 600, Portland, Oregon 97232. I am employed by PacifiCorp in Resource and
5 Commercial Strategy, as Director of Short-Term Origination and Qualifying Facility
6 (“QF”) Contracts.

7 **Q. Briefly describe your education and business experience.**

8 A. I have a B.S. and M.S. degree in Agricultural Engineering from Montana State
9 University and Oregon State University, respectively. I have been employed by the
10 Company for over 30 years in various positions of responsibility in retail energy
11 services, engineering, marketing and wholesale energy services.

12 My current responsibilities as Director of Short-term Origination and QF
13 Contracts include the negotiation and management of wholesale power supply and
14 resource acquisition through requests for proposals (“RFP”) as well as implementing
15 the Company’s compliance with the Public Utility Regulatory Policies Act
16 (“PURPA”). Most relevant to this docket, I am responsible for procuring generation
17 resources and new power purchase agreements (“PPA”) through implementation of
18 competitive solicitation processes consistent with applicable state procurement rules
19 and guidelines.

20 **Overview of Testimony**

21 **Q. What is the purpose of your testimony?**

22 A. My testimony supports the Application of Rocky Mountain Power for approval of
23 the solicitation process proposed in PacifiCorp’s 2020 All-source Request for

24 Proposals (“2020AS RFP”). This Application is filed under the Utah Energy
25 Resource Procurement Act (“Act”), in accordance with Utah Code § 54-17-201 *et*
26 *seq.* and Utah Admin. Code R746-420-1 *et seq.*

27 **2020AS RFP Background and Procedural History**

28 **Q. Please explain the scope of the 2020AS RFP.**

29 A. PacifiCorp established an action item out of its 2019 Integrated Resource Plan
30 (“IRP”) to conduct an all-source RFP in 2020. The 2020AS RFP is an all-source RFP
31 including renewable and non-renewable resources as well as energy storage, capable
32 of interconnecting with or delivering to PacifiCorp’s transmission system in its east
33 or west balancing authority areas (“PACE” and “PACW”, respectively). The
34 2020AS RFP is seeking up to 1,823 megawatts (“MW”) of new proxy solar resources
35 co-located with 595 MW of new proxy battery energy storage system (“BESS”) capacity
36 and 1,920 MW of new proxy wind resources by the end of 2023 as identified
37 by the 2019 IRP preferred portfolio.¹ Subsequently, the 2020AS RFP extended its
38 required resource in-service date to December 31, 2024 as a result of the federal
39 production tax credit (“PTC”) being extended in December 2019 such that projects
40 are still able to qualify for PTCs if placed in service prior to year-end 2024. In
41 addition, PacifiCorp will accept certain long-lead time resource types in the 2020AS
42 RFP, which require a longer development and construction schedule, placing
43 completion of those types beyond the required December 31, 2024 in-service date.

44 **Q. Why is PacifiCorp proposing to issue the 2020AS RFP?**

45 A. There are two major reasons. First, PacifiCorp 2019 IRP evaluated the long-term

¹ The figures for solar and wind exclude resource capacity added to meet assumed customer preference targets that are included in the 2019 IRP preferred portfolio.

resource needs of PacifiCorp which also identified major transmission projects that would be required to support those identified proxy resources. As a result, PacifiCorp's 2019 IRP Action Plan included several transmission action items that are necessary to be completed in the 2023 timeframe, including new transmission resources such as Energy Gateway South ("EGS") and several transmission reinforcement projects, should the 2020AS RFP result in actual projects being selected consistent with the preferred portfolio topology. PacifiCorp is initiating the 2020AS RFP now because it is a time-sensitive opportunity, driven by the need to qualify new resource projects to secure available time-limited federal tax credits (PTC and ITC) and provide PacifiCorp with sufficient time to acquire the transmission rights-of-way to achieve the necessary commercial operation date for the EGS. Initiating the 2020AS RFP process at this time will allow PacifiCorp to identify the winning bids by early June 2021, which is needed to support other potential regulatory processes, if necessary, such as the significant energy resource decision process in Utah and certificates of public convenience and necessity ("CPCN").

Second, the 2019 IRP also identified the need for additional firm capacity in 2024 of over 950 MW even after accounting for committed resources, expected incremental procurement of energy efficiency, and planned early retirements. The amount of "firm" capacity from new generating resources being contemplated in the RFP, based on preferred portfolio resource selections, totals just over 730 MW. The 2020AS RFP will procure resources to reduce PacifiCorp's capacity deficit during

68 the Action Plan timeframe. If the Company does not acquire additional resources
69 through the 2020AS RFP it risks meeting its reliability obligations.

70 **Q. Does the fact that the Public Service Commission of Utah (“Commission”) will**
71 **issue its acknowledgement decision in PacifiCorp’s 2019 IRP proceeding after**
72 **the Commission reviews the 2020AS RFP impact PacifiCorp’s request for**
73 **approval of the 2020AS RFP?**

74 A. No. The Commission’s acknowledgement decision in the 2019 IRP does not directly
75 impact the 2020AS RFP. My understanding is that the Commission has recognized
76 that the resource solicitation and acquisition decision approval processes are separate
77 from the IRP acknowledgment process.²

78 **Compliance with Utah Statutes and Rules**

79 **Q. Has PacifiCorp provided the 60-day notice required by Utah Admin. Code**
80 **R746-420-1(3)(a)?**

81 A. Yes. On January 23, 2020, PacifiCorp provided the required notice to allow the
82 Commission to promptly retain an Independent Evaluator (“IE”) to monitor the
83 2020AS RFP, as required by Utah Code § 54-17-203.

84 **Q. Has PacifiCorp held a pre-issuance bidders conference in Utah, either in-person**
85 **or by teleconference, with those who might be interested in participating in the**
86 **2020AS RFP?**

87 A. Yes. As required by Utah Admin. Code R746-420-1(3), PacifiCorp held a pre-
88 issuance bidders conference on March 25, 2020; the presentation provided at that
89 conference is attached as Exhibit RMP____(BWG-2).

² See, e.g. *In the Matter of PacifiCorp’s 2006 Integrated Resource Plan*, Docket No. 07-2035-01, Report and Order at 5-6 (Feb. 6, 2008).

90 **Q. At the conference, did PacifiCorp describe the timeline for the Commission's**
91 **review of the draft 2020AS RFP and opportunities for providing input,**
92 **including sending comments and questions to the IE, as required by Utah**
93 **Admin. Code R746-420-1(3)(c)?**

94 A. Yes. PacifiCorp advised bidders and stakeholders of its plan to file the draft 2020AS
95 RFP by April 9, 2020, reviewed the draft schedule with conference participants,
96 including the timeline for regulatory review by the Commission, and notified
97 potential bidders and stakeholders of opportunities to provide input and comments on
98 the draft 2020AS RFP.

99 **Q. Will PacifiCorp provide bidders the opportunity to submit questions and receive**
100 **responses from PacifiCorp regarding the 2020AS RFP, as required by Utah**
101 **Admin. Code R746-420-1(1)(e)?**

102 A. Yes. PacifiCorp will track and review bidder questions and will provide bidders a
103 direct response and post such responses on its 2020AS RFP webpage. Bidders and
104 stakeholders can also submit questions directly to the IE who will coordinate with
105 PacifiCorp to secure a response. PacifiCorp will also coordinate with the IE to ensure
106 questions and responses are posted on the IE's website, as necessary. I will discuss
107 the IE and his involvement in this process in more detail later in my testimony.

108 **Q. Have you attached a copy of the proposed solicitation with appendices and draft**
109 **pro forma contracts, as required by Utah Code § 54-17-201(2)(b)(ii) and Utah**
110 **Admin. Code R746-420-1(1)(b)?**

111 A. Yes. Exhibit RMP____(BWG-1) is the draft 2020AS RFP with associated appendices,
112 which include pro forma agreements or term sheets to accommodate resource types

113 and bid structures including two forms of PPA, battery storage agreement (“BSA”),
114 and a term sheet for build-transfer agreements (“BTA”), plus required bidder forms
115 and instructions, and other technical information. In general, the 2020AS RFP
116 describes: (1) the organization and administration of the 2020AS RFP including the
117 schedule, the IE’s involvement throughout the RFP process, the RFP teams
118 participating in the process, bid eligibility requirements, bid forms and evaluation
119 fees, and information about how to submit questions; (2) RFP content including a
120 description of bid proposal structures or variations of those structures, proposal
121 instructions, and pro-forma agreements; (3) resource information including pricing,
122 resource characteristics and performance, bid eligibility, tax credits and project
123 incentives, and interconnection, integration and transmission service requirements;
124 (4) bid evaluation and selection process; and (5) awarding of contracts.

125 **Q. Does the draft 2020AS RFP provide a description of the solicitation process, as**
126 **required by Utah Code § 54-17-201(2)(b)(i)?**

127 A. Yes. The draft 2020AS RFP provides a description of the solicitation process. The
128 draft 2020AS RFP also contains numerous appendices that provide additional
129 information and instructions to potential bidders regarding the nature of the
130 solicitation process.

131 **Q. Has PacifiCorp provided a list of potentially interested parties to whom it sent**
132 **notices of the filing for approval of the 2020AS RFP?**

133 A. Yes. PacifiCorp sent notices of the filing for approval of the 2020AS RFP to all of
134 the parties identified in Exhibit RMP____(BWG-3).

135 **Q. Please provide an overview of the solicitation process in the draft 2020AS RFP.**

136 A. The draft 2020AS RFP is specifically tailored to procure renewable and non-
137 renewable resources and battery storage in locations consistent with the 2019 IRP
138 preferred portfolio and locational diversity. Accordingly, the 2020AS RFP is seeking
139 up to 1,823 MWs of new proxy solar resources co-located with 595 MWs of new
140 BESS capacity and 1,920 MWs of new proxy wind resources. Proposals must
141 demonstrate that projects will achieve commercial operation no later than December
142 31, 2024 recognizing that solar bids may propose an on-line date in 2023 to capture
143 the full federal investment tax credit benefit.

144 Bidders are encouraged to offer three different structures. The first is a PPA
145 with a term up to twenty-five (25) years for resource only with exclusive ownership
146 by PacifiCorp of all capacity and environmental attributes associated with all energy
147 generated. The Company will include a form of PPA that contemplates a traditional
148 generating resource co-located battery energy storage, and a form of PPA that
149 contemplates a traditional generating resource only. The second is a BSA where the
150 bidder is proposing a stand-alone battery energy storage system. The third structure
151 is a BTA where the bidder develops the project, assumes responsibility for
152 construction, and ultimately transfers the asset to PacifiCorp before, or upon, the in-
153 service date, in accordance with additional terms in the BTA. As an all-source RFP,
154 PacifiCorp recognizes that the pro-forma agreements in the RFP may not fit every
155 resource type and will consider variations of a PPA, BSA, or BTA at its sole
156 discretion, and it reserves the right to reject any non-compliant bids.

157 The 2020AS RFP has been drafted to be aligned with PacifiCorp
158 Transmission’s proposed interconnection queue reform process. As of the date of this
159 draft RFP, PacifiCorp Transmission has a pending application with the Federal
160 Energy Regulatory Commission (“FERC”) under FERC Docket ER20-924,
161 proposing to reform its interconnection study process set forth in its Open Access
162 Transmission Tariff (“OATT”). The filing proposes to replace the existing “serial
163 queue” interconnection study process with a “first-ready, first-served, cluster”
164 interconnection study approach. However, in anticipation of queue reform being
165 approved by FERC and in effect by the release of this RFP to market in July 2020,
166 PacifiCorp’s 2020AS RFP process for bid evaluation, scoring, modeling, and
167 selection reflects PacifiCorp Transmission’s proposed queue reform process as
168 described in its application at FERC. Eligibility requirements or evaluation criteria in
169 the 2020AS RFP will be revised as necessary to align with the final version of the
170 interconnection queue reform approved by FERC before the 2020AS RFP is finalized
171 and issued to the market. In the event that PacifiCorp Transmission’s queue reform
172 application is not approved by the time the 2020AS RFP is finalized and issued to the
173 market, PacifiCorp will revise the 2020AS RFP to ensure it is consistent with the
174 current interconnection queue process as described in PacifiCorp Transmission’s
175 OATT.

176 **Q. Does the draft 2020AS RFP provide descriptions of the proposed screening and**
177 **evaluation criteria and the methodology, including any weighting and ranking**
178 **factors to be used to evaluate bids, as required by Utah Admin. Code R746-420-**
179 **3(2) and (5)?**

180 A. Yes. Section 6 (Bid Evaluation and Selection) of the draft 2020AS RFP provides a
181 detailed description of the bid scoring, modeling and selection process including
182 assumptions, criteria and methodology that will be used to evaluate, rank, and
183 shortlist bids. As described in the draft 2020AS RFP, the screening and evaluation
184 criteria meet the requirements of the Commission's rule.

185 **Q. Does the 2020AS RFP contemplate oversight by an IE?**

186 A. Yes. The 2020AS RFP will be conducted under the oversight of an IE. In response to
187 PacifiCorp's notice, filed on January 23, 2020, I understand that the Commission has
188 already retained the IE who is responsible for evaluating and overseeing the 2020AS
189 RFP.

190 In addition, in accordance with competitive bidding rules adopted by the
191 Public Utility Commission of Oregon ("OPUC") in Order 18-324, the 2020AS RFP
192 will be conducted under the oversight of an IE approved by the OPUC. On behalf of
193 both the Commission and the OPUC, IEs will be involved in overseeing the 2020AS
194 RFP process to ensure it is conducted fairly and properly.

195 **Q. Does the draft 2020AS RFP include Benchmark Options?**

196 A. No. The 2020AS RFP will not include Benchmark Options, as defined by Utah Code
197 § 54-17-102(2).

198 **Q. Will the bids be “blinded” as required under Utah Admin. Code R746-420-**
199 **3(10)(a)?**

200 A. PacifiCorp is recommending that bids not be “blinded.” PacifiCorp is requesting a
201 waiver of this requirement, consistent with similar requests in past RFPs. My
202 understanding is that the Commission has approved such requests based, in part, on
203 recommendations by the IE and the Division of Public Utilities, who have questioned
204 the value of blinding the bids. As in past solicitation processes, blinding bids will
205 provide limited value because the detailed information that will be included in each
206 bid will effectively disclose the bidder’s identity. Therefore, blinding bids will create
207 an administrative burden on the IE and the Company, with no commensurate value.

208 **Q. Do you believe that the 2020AS RFP is in the public interest?**

209 A. Yes. It is my understanding that Utah Code § 54-17-201(2)(c) provides that the
210 Commission must determine that the proposed solicitation process is in the public
211 interest, after taking into consideration the following factors:

- 212 • whether the decision will most likely result in the acquisition, production,
213 and delivery of utility services at the lowest reasonable cost to the retail
214 customers of the utility;
- 215 • long-term and short-term impacts;
- 216 • risk;
- 217 • reliability;
- 218 • financial impacts on the utility; and
- 219 • other factors determined by the Commission to be relevant.

220 Based on these factors, the 2020AS RFP is in the public interest. First, as described
221 above and in the 2019 IRP, the winning resources (inclusive of energy storage) selected

222 as a result of the 2020AS RFP will be least-cost, least-risk and will produce near- and
223 long-term customer benefits. The winning resources will be chosen out of a robust
224 solicitation process. Second, PacifiCorp is financially capable of acquiring the winning
225 resources. It has a variety of funding sources to finance these projects including cash
226 from operations. PacifiCorp currently has access to the capital markets and expects to
227 have the ability to borrow any funds necessary to help with the financing. Also,
228 PacifiCorp has received cash equity contributions from its parent company in the past
229 and, if necessary, may again in the future. Third, transmission system upgrades that
230 may ultimately be necessary to support the winning resources will relieve existing
231 congestion, and will enable interconnection and integration of the proposed resources
232 into PacifiCorp's transmission system, adding to PacifiCorp's overall system
233 reliability. Thus, I believe that the 2020AS RFP is in the public interest and should be
234 approved.

235 **Q. Does this conclude your direct testimony?**

236 **A. Yes.**

Rocky Mountain Power
Exhibit RMP___(BWG-1)
Docket No. 20-035-05
Witness: Bruce W. Griswold

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF UTAH

ROCKY MOUNTAIN POWER

Exhibit Accompanying Direct Testimony of Bruce W. Griswold

Draft 2020AS RFP and Associated Appendices

April 2020

Version: DRAFT
Date: 04/08/2020



**2020 All-Source Request for Proposals
Resources
(2020AS RFP)**

ISSUED: Monday July 06, 2020

DUE DATE: Monday August 10, 2020 5:00 PM PPT

2020AS RFP Responses:

**PacifiCorp
RFP 2020AS
Resource & Commercial Strategy
825 NE Multnomah, Suite 600
Portland, Oregon 97232**

RFPAllSource@PacifiCorp.com

Version: DRAFT
Date: 04/08/2020

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Appendices

APPENDIX A 2020AS RFP Project Technical Specification for BTAs

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APPENDIX B-2 Instructions and Information Required in Bid Proposals

APPENDIX C-1 Bid Summary and Pricing Input Sheet (Instructions)

APPENDIX C-2 Bid Summary and Pricing Input Sheet

APPENDIX C-3 Third Party Energy Performance Report

APPENDIX D Bidder's Credit Information

APPENDIX E-1 PPA and BSA Instructions to Bidders

Appendix E-2 Power Purchase Agreement (PPA) Documents

Appendix E-3 Battery Storage Agreement (BSA) Documents

APPENDIX F-1 BTA Instructions to Bidders

APPENDIX F-2 Build Transfer Agreement (BTA) Documents

APPENDIX G-1 Confidentiality Agreement

APPENDIX G-2 Non-Reliance Letter

APPENDIX H 2020AS RFP Locational Capacity Limits

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APPENDIX I FERC's Standards of Conduct

APPENDIX J PacifiCorp Transmission Waiver

APPENDIX K General Services Contract-Operations & Maintenance Services for Project

APPENDIX L Non-Price Scoring Matrix

APPENDIX M Role of the Independent Evaluator

APPENDIX N PacifiCorp's Organization for RFP Process

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SECTION 1. OVERVIEW

A. PURPOSE AND SCOPE OF RFP

PacifiCorp established an action item out of PacifiCorp's 2019 Integrated Resource Plan (IRP) to conduct an all-source RFP in 2020 (2020AS RFP). The 2019 IRP preferred portfolio includes 1,823 megawatts (MW) of new proxy solar resources co-located with 595 MW of new proxy battery energy storage system (BESS) capacity and 1,920 MW of new proxy wind resources by the end of 2023.¹

At the time the 2019 IRP was filed, PacifiCorp assumed new wind resources would need to achieve commercial operation by the end of 2023 to be eligible for the 40 percent production tax credit (PTC). Similarly, PacifiCorp assumed new solar resources collocated with BESS resources would need to achieve commercial operation by the end of 2023 to be eligible for the 30 percent investment tax credit (ITC). After the 2019 IRP was filed, federal legislation was passed extending the PTC to allow projects that begin construction in 2020 to receive a 60 percent PTC if placed into service by year-end 2024. Consequently, the 2020AS RFP will consider bids that can achieve commercial operation by December 31, 2024.²

In addition, PacifiCorp will accept bids from pumped storage hydro (PSH) and nuclear resources requiring longer lead time to develop and construct that places the project completion beyond the required 2020AS RFP December 31, 2024 commercial operation date (COD).³

Under the 2020AS RFP, PacifiCorp is seeking proposals for competitively priced resources capable of interconnecting with or delivering to PacifiCorp's transmission system in its east or west balancing authority areas (PACE and PACW, respectively), targeting the specific topology and resource mix as shown in **Appendix H – 2020AS RFP Locational Capacity Limits**.

PacifiCorp is not bound to accept any bids, and may cancel this solicitation at any time and at its own discretion.

¹ The figures for solar and wind exclude resource capacity added to meet assumed customer preference targets that are included in the 2019 IRP preferred portfolio.

² It is recognized that at the time this RFP is released, the extension of PTC availability will generally only benefit wind resources, given the 30 percent ITC for solar and solar co-located with BESS capacity continues to sunset at the end of 2023.

³ A review of PacifiCorp Transmission's interconnection queue on OASIS showed pumped storage and nuclear as the only long-lead time resources having accepted interconnection requests on or before January 31, 2020. Wind and solar or solar collocated with a BESS that have CODs beyond 2024 will not be accepted under this criteria as they have a shorter build cycle and the ability to bid into the next RFP issued by PacifiCorp.

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B. RESOURCE AND TRANSACTION TYPE

Projects submitted into the 2020AS RFP must have a minimum net power production capacity greater than 20 MW(AC)⁴ with the exception of qualifying facilities (QFs) under the Public Utility Regulatory Policies Act (PURPA). Per OAR 860-089-250(4), QFs are allowed to participate in the 2020AS RFP if the project's nameplate capacity is greater than the state standard avoided cost schedule threshold.

PacifiCorp is accepting qualified proposals from bidders who currently own or have legally binding rights to develop new green-field resources that are discrete generating assets, are not located behind any load served by a utility or net-metered, and can be individually metered and remotely monitored.

PacifiCorp will consider proposals for the following transaction structures:

1. Build-transfer transaction whereby the bidder develops the project, assumes responsibility for construction and ultimately transfers the asset to PacifiCorp in accordance with the terms of a build-transfer agreement (BTA). Under this transaction structure, the bidder will be responsible for all development, design, equipment supply, construction, commissioning, and performance testing, and will be required to design and construct the resource in conformance with PacifiCorp's specifications. PacifiCorp will be acquiring a project's assets only under the BTA and will not accommodate BTAs that involve the ultimate transfer of a project company to PacifiCorp.
2. Power-purchase agreement (PPA) with exclusive ownership by PacifiCorp of any and all capacity and environmental attributes associated with all energy generated with terms up to 25 years. PacifiCorp provides two forms of PPA; resource only and BESS collocated with a renewable resource. Collocated resource with a BESS must have agreements that are the same term length.
3. Control of the output of a BESS as a standalone BESS through a Battery Storage Agreement (BSA).
4. Pumped storage hydro will be transacted through an individually negotiated tolling agreement.

C. ACCEPTABLE RFP TYPES BY RESOURCE CATEGORY AND BID STRUCTURE

PacifiCorp is seeking the following bid types and categories of resources through the identified bid structures, able to deliver to PacifiCorp's transmission system in PACE and PACW as summarized in Table 1 and outlined in more detail in Sections 4.C and 4.D.

PacifiCorp will not accept bids in the 2020AS RFP from existing operating facilities.

Table 1 – 2020AS RFP Bid Types by Category of Resource

⁴ All project size in the 2020AS RFP will be referenced in MW AC unless specifically noted.

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RESOURCE TYPE	BID STRUCTURE ACCEPTED		
	PPA	BSA	BTA
Renewable	X		X
Renewable Plus Battery Storage	X		X
Non-Renewable	X		X
Standalone Battery Storage		X	X
Pumped Storage Hydro		TOLL	X
Nuclear	X		

D. OPERATING CAPABILITIES OF THE RESOURCE

Resources and BESS identified in Table 1 that are bid as a BTA must meet both the common technical specifications and the resource specific technical specifications defined in **Appendix A – Technical Specifications**. All bids should comply with technical and operating specifications for Automated Generation Control (AGC) for automated signal operation and Automatic Voltage Regulation functionality. Bidders should review and understand the North America Electric Reliability Corporation (NERC) guidelines regarding technical requirements and modeling for renewables.⁵ A more detailed description of operating requirements and specifications is included in **Appendix A - Technical Specification** by resource type.

E. ENERGY STORAGE SYSTEMS

PacifiCorp is seeking energy storage systems in two categories; BESS and non-battery energy storage systems (i.e., pumped storage, compressed air, etc.). While the 2019 IRP chose only BESS in its preferred portfolio, PacifiCorp is including other types of storage systems in its 2020AS RFP. All bids that are standalone storage or that incorporates a BESS with a proposed renewable resource must provide a description of the plant communications and control plan. The plan shall include a description and diagrams (as applicable) that demonstrate how bidder will provide BESS systems data, including state of charge, power charge/discharge status, and asset health indicators (temperature, HVAC alerts, emergency status, etc.) as well as BESS system control, including limitation of charging only from renewable energy production, if applicable, charge/discharge scheduling, and station service load.

BESS bidders will also be required to provide an emergency response plan and a remediation plan in the event of battery accidents.

1. Battery Energy Storage System.

PacifiCorp is requesting bids from a BESS collocated with a renewable resource or as a standalone system. The BESS can be DC or AC grid connected. A collocated BESS bid as a BTA must conform to the BESS specifications in **Appendix A - Technical Specification** and be operational on or before

⁵ Please refer to NERC, Improvements to Interconnection Requirements for BPS-Connected Inverter-Based Resources, September 2019.

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December 31, 2024. PacifiCorp is battery chemistry and technology agnostic. Bids should ensure the BESS complies with Table 1 and bids provide all the information required in **Appendix C-2 - Summary and Pricing Input Sheet**. BESS bids must identify the collocated renewable energy resource if applicable, and provide a detailed description of any shared facilities and/or equipment with the associated renewable resource. More specifically, the bid description of the BESS should, at a minimum, include the following items (see **Appendix C- tab 4** for more details regarding information requested):

- Type of storage facility
- Manufacture, model, and chemistry of battery
- Manufacture and model of control system for battery
- Manufacture and model of energy management system
- Manufacture and model of inverters
- DC or AC grid connected
- Discharge capacity at point of delivery (MW)
- Storage capacity at point of delivery (MWh)
- Cycling capability and limitations
- Depth of charge capabilities and limitations
- Round trip efficiency (%)
- Annual degradation by contract year (%)
- Expected capacity augmentation by contract year (%) (if applicable)
- Guaranteed storage annual availability (%)
- Option for battery charging from grid

Table 2 summarizes PacifiCorp's 2020AS RFP guidelines regarding battery installed capacity and storage duration. These guidelines should be used by bidders in preparing their bid and bid alternatives as described in Section 3.F.

Table 2. RFP Capacity and Storage Duration Guidelines for BESS bids

Battery Type	Minimum Installed Capacity (% of Collocated Renewable Resource)	Storage Duration (hours) at Guaranteed Capacity	
		Minimum	Maximum
Lithium-Ion	25%	2	6
Flow batteries	25%	2	12
All other types	25%	2	N/A

PacifiCorp is requiring full dispatch control of the collocated or standalone battery (charge and discharge) as addressed in contractual terms in the applicable appendices to this 2020AS RFP.

2. Pumped Storage Hydro Systems.

PacifiCorp is accepting PSH bids in its 2020AS RFP due to the long-lead time for development and construction of PSH projects. PSH opportunities are emerging within the footprint of PacifiCorp's system and may offer unique capacity and operating flexibility. To facilitate the participation of PSH bids, PacifiCorp will assess the merits of PSH bids consistent with the 2020AS RFP scoring and modeling process and include them in the Phase I process to determine eligibility for selection to

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the initial shortlist. Due to the unique operating characteristics of a PSH, PacifiCorp has not included a pro-forma PSH agreement, rather the PSH will be an individually negotiated agreement.

F. BENCHMARK RESOURCES AND AFFILIATE TRANSACTIONS

PacifiCorp is not submitting any self-build ownership proposals (benchmark resources) in the 2020AS RFP and is not accepting any bids from any PacifiCorp affiliate.⁶

SECTION 2. PROCEDURAL ITEMS

PacifiCorp will evaluate proposals conforming to the RFP minimum eligibility requirements based on the following:

- Customer cost,
- Deliverability of the resource, including site control, development maturity and status, developer's experience, and demonstration that the project's commercial operation date will be achieved by December 31, 2024,
- Transmission access and interconnection status in conformance with the 2020AS RFP requirements,
- Compliance with and verification of major equipment availability defined in **Appendix A - Technical Specification**.
- Ability to provide acceptable credit security as determined per **Appendix D – Bidder's Credit Information**.
- Conformance with the terms attached in **Appendix E-2 - PPA Documents, Appendix E-3 – BSA, or Appendix F-2 – BTA Term Sheet**, as applicable for the individual bid.

Bidder is responsible for all bidder fees and all costs and expenses of any response to PacifiCorp in connection with its proposal for the 2020AS RFP, including providing additional information, the success fee, if project is selected to the final shortlist, and bidder's own expenses in negotiating and reviewing any documentation. PacifiCorp will have no liability arising out of or relating to PacifiCorp's rejection of any proposal, or bidder's reliance upon any communication received from PacifiCorp, for any reason.

⁶ Unless directed by the Commission otherwise, a PacifiCorp "affiliate" shall be limited to Berkshire Hathaway Energy Company and its subsidiaries.

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A. INDEPENDENT EVALUATOR

PacifiCorp is conducting the 2020AS RFP under the oversight of two independent evaluators (IE). An IE has been retained by PacifiCorp on behalf of the Public Utility Commission of Oregon (Oregon Commission) as required by Oregon Administrative Rules § 860-89-200⁷. The Utah Public Service Commission (Utah Commission) has also retained their own IE consistent with Utah guidelines in Utah Admin. Code R746-420. Both IEs will be involved in development of the RFP and provide oversight to ensure the RFP process is conducted in a fair and reasonable manner. Potential bidders are invited and encouraged to contact the Oregon or the Utah IE with questions or concerns. More information concerning the role of the IE is provided in **Appendix M - Role of the Independent Evaluator** for both Oregon and Utah.

Contact information for each IE is as follows:

Independent Evaluators:
OREGON – PA Consulting 2020AS_IE@PAConsulting.com Charles Janecek - 303.250.5060
UTAH – Merrimack Energy MerrimackIE@merrimackenergy.com Wayne Oliver – (781) 856-0007

B. PACIFICORP RFP ORGANIZATION AND ROLES

The RFP organization and roles were established by PacifiCorp before issuance of this RFP. The RFP organization is described for their primary roles and responsibilities in **Appendix N – PacifiCorp’s Organization for RFP**.

C. FERC’S STANDARDS OF CONDUCT

Each bidder responding to this RFP must conduct its communications and activities in recognition of PacifiCorp’s obligation to comply with FERC’s Standards of Conduct for Transmission Providers (see **Appendix I - FERC’s Standards of Conduct**), which require the functional separation of PacifiCorp’s transmission and merchant functions. Interconnection with or transmission service on PacifiCorp’s system is arranged through PacifiCorp’s transmission function, and not PacifiCorp’s merchant function that administers this RFP. Similarly, with respect to any necessary interconnection and transmission arrangements on a third-party transmission system, the bidder must coordinate with and refer to the requirements of the third-party transmission provider. Accordingly, as part of a bid submittal, bidders will be requested to execute a customer consent form provided in **Appendix J - PacifiCorp Transmission Waiver** that enables PacifiCorp’s merchant

⁷ Oregon’s competitive bidding rules were adopted in Public Utility Commission of Oregon Docket AR 600, *In the Matter of Rulemaking Regarding Allowances for Diverse Ownership of Renewable Energy Resources*, Order 18-324 (August 30, 2018).

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function to discuss the bidder's interconnection and/or transmission service application(s) with the applicable interconnection or transmission service provider.

D. CONFIDENTIALITY

As described in Section 3.B. below, before bid submittal, bidders will be required to execute a confidentiality agreement in the form provided in **Appendix G-1 - Confidentiality Agreement**. As provided in the form of confidentiality agreement, PacifiCorp will attempt to maintain the confidentiality of all bids submitted, to the extent consistent with law or regulatory order, as long as such confidential treatment does not adversely impact a regulatory proceeding. It is the bidder's responsibility to clearly indicate in its proposal what information it deems to be confidential and subject to the terms of the executed confidentiality agreement. Bidders may not mark an entire proposal as confidential, but must mark specific information on individual pages to be confidential in order to receive confidential treatment for that information under the terms of the executed confidentiality agreement.

All information supplied to PacifiCorp or generated internally by PacifiCorp is and will remain the property of PacifiCorp. To the extent bidder receives information from PacifiCorp, bidder must maintain the confidentiality of such information and such information may not be provided to any third party before, during or after this RFP process unless required by law or regulatory order.

PacifiCorp uses its internal, proprietary models in its bid evaluation process. These models, the assumptions used in these models, and the bid evaluation results will not be shared with entities external to PacifiCorp or its consultants, including bidders, unless required to support regulatory proceedings, required by law, or required by applicable regulatory order.

E. PACIFICORP'S RESERVATION OF RIGHTS AND DISCLAIMERS

PacifiCorp reserves the right, without limitation or qualification and in its sole discretion, to reject any or all bids, and to terminate or suspend this RFP in whole or in part at any time. Without limiting the foregoing, PacifiCorp reserves the right to reject as non-responsive any or all bid proposals received for failure to meet any requirement of this RFP. PacifiCorp further reserves the right without qualification and in its sole discretion to decline to enter into any agreement with any bidder for any reason, including, but not limited to, change in regulations or regulatory requirements that impact PacifiCorp, and any evidence of collusive bidding or other anticompetitive behavior or conduct of bidders.

Bidders who submit bid proposals do so without recourse against PacifiCorp, its parent company, its affiliates and its subsidiaries, or against any director, officer, employee, agent or representative of any of them, for any modification or withdrawal of this RFP, rejection of any bid proposal, failure to enter into an agreement, or for any other reason relating to or arising out of this RFP.

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SECTION 3. GENERAL INFORMATION AND LOGISTICS

A. SCHEDULE

The proposed 2020AS RFP schedule is shown below.

Milestone	Date	Day
RFP Issued to market	07/06/2020	Monday
Bidder workshop	07/09/2020	Thursday
IE joint discussion on models and assumptions	07/10/2020	Friday
Notice of Intent to Bid due	07/20/2020	Monday
Last day for RFP questions to IEs for Q&A	08/03/2020	Monday
RFP bids due	08/10/2020	Monday
Bid eligibility screening completed	08/17/2020	Monday
Initial Shortlist (ISL) scoring/ranking completed	09/04/2020	Friday
IRP modeling generates ISL	10/05/2020	Monday
IEs' review of ISL completed	10/09/2020	Friday
PacifiCorp notifies bidders selected to ISL	10/14/2020	Wednesday
ISL bidders notify Pac Trans to enter cluster study	10/15/2020	Thursday
Capacity factor and BESS evaluation on ISL started	10/19/2020	Monday
Begin contract review and negotiations with ISL (subject to Oregon waiver)	10/19/2020	Monday
Capacity factor and BESS evaluation on ISL completed	01/31/2021	Sunday
Complete contract negotiations on near final draft with bidders	03/31/2021	Wednesday
Cluster study results posted to OASIS / bidders notified by Pac Trans	04/15/2021	Thursday
Bidders provide ISL price update including cluster study results	04/22/2021	Thursday
Submit updated bids to IRP modeling	04/27/2021	Tuesday
IRP modeling generates Final Shortlist (FSL)	05/20/2021	Thursday
Final Shortlist (FSL) selected	05/25/2021	Tuesday
IEs' review of FSL Completed	06/01/2021	Tuesday
Complete negotiation of T&Cs for resource agreements	10/15/2021	Friday
Execute Agreements	11/08/2021	Monday
Winning Bid Guaranteed COD	12/31/2024	Tuesday

The schedule above is subject to change. Actual dates may vary for reasons that include, but are not limited to, negotiation time, availability of key personnel, due diligence, the evaluation or negotiation of any issues unique to any bid, bidder, or project, bidder's responsiveness in contract negotiations, PacifiCorp's evaluation of bidder's creditworthiness, and actions required by any third parties. PacifiCorp is not responsible for any costs or damages to bidders alleged to be attributable to changes in the RFP schedule stated above. PacifiCorp is not obligated to develop a shortlist of bidders, to make a final selection, or to initiate or complete negotiations on any transaction.

Bidders should note the condensed schedule and be available for calls and meetings with PacifiCorp and the IE regarding bid submittals and be responsive to questions in a timely manner. PacifiCorp and the IE will attempt to complete the bid review and screening as efficiently as possible.

BIDDERS WILL BE REQUIRED TO RESPOND TO BID QUESTIONS AND CURE ANY BID DOCUMENT DEFICIENCIES WITH 24 HOURS OF BID REVIEW AND REQUESTS.

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B. 2020AS RFP BIDDER CONFERENCE

A bidder conference will be held on **Thursday July 09, 2020** in Portland, Oregon, and Salt Lake City, Utah. The bidder conference will cover the 2020AS RFP structure, deliverables, schedule, requirements and energy performance analysis. Specific time will be allocated to cover interconnection and transmission service matters. The bidder conference is scheduled for three (3) hours at the location and start time below and will also be set up as a webinar for remote attendance. Additional details on the bidder conference will be posted to the PacifiCorp website.⁸

	Oregon	Utah
Day:	Thursday	Thursday
Date:	July 09, 2020	July 09, 2020
Time:	12:00 pm Pacific	1:00 pm Mountain
Location:	PacifiCorp Learning Center at east end of Lloyd Center Mall on 3 rd floor	North Temple Office (NTO)
Room:	Willamette Room	Room 130K
Parking:	Parking is available in the mall parking lot.	Parking is available in the NTO parking lot.

C. INTENT TO BID FORMS

Parties that intend to submit bids for consideration in this RFP process must return the following completed documents⁹ in an electronic copy to the following PacifiCorp and IE's email addresses, no later than **5:00 p.m. Pacific Prevailing Time on Monday July 20, 2020**, to be accepted as a bidder in the 2020AS RFP:

1. **Appendix B-1 – Notice of Intent to Bid Form**
2. **Appendix D - Bidder's Credit Information**
3. **Appendix G-1 - Confidentiality Agreement**

Email: RFPAllSource@PacifiCorp.com
2020AS_IE@PAConsulting.com
MerrimackIE@merrimackenergy.com

After PacifiCorp receives the Intent to Bid form, an acknowledgment of receipt and directions for bid submittal fees will be provided.

⁸ In the event that COVID-19 restrictions are still active or encouraged, the workshop details will be done only via webinar and details will be posted on PacifiCorp's website.

⁹ Documents not completed may be grounds for disqualification of a bid.

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D. SUBMISSION OF QUESTIONS

Interested parties and bidders may submit questions related to this solicitation, and PacifiCorp will respond in a timely fashion. All information, including pre-bid materials, questions, and PacifiCorp's response to questions, will be posted on the PacifiCorp website at <https://www.pacificorp.com/suppliers/rfps/all-source-rfp.html>.

Email - Communications with the IE or PacifiCorp can also be emailed directly at the following email addresses:

Oregon IE: PA Consulting: 2020AS_IE@PAConsulting.com

Utah IE: Merrimack Energy: MerrimackIE@merrimackenergy.com

PacifiCorp: RFPAllSource@PacifiCorp.com

E. SUBMISSION OF BIDS

Proposals must be submitted with a cover letter that includes all signatures necessary to approve and submit bidder's proposal by one or more representatives having necessary corporate or other organizational authority.¹⁰ Additionally, the cover letter must also include the following declaration:

"[Insert legal name of Bidder] (the "Bidder") acknowledges receipt of PacifiCorp's 2020AS All Source Request for Proposals on or about July 6, 2020. Bidder makes the following representations to PacifiCorp:

1. All of the statements and representations made in this proposal are true to the best of Bidder's knowledge and belief;
2. Bidder possesses a legally binding agreement(s) or option(s) to possess all necessary land rights for sufficient site control to undertake development of the project as set forth in the proposal, including ingress and egress to and from the site;
3. Bidder possesses or will possess all necessary water rights for construction and ongoing maintenance of the project through the term of the agreement;
4. Bidder has obtained, or can demonstrate how it will obtain, all necessary authorizations and approvals that will enable Bidder to commit to the terms provided in this proposal;

¹⁰ If the proposal is being bid under a partnership, the partnership must be fully established, including a legally binding agreement among the partners (not a letter of intent), before submission of a proposal under this RFP. Each partner must be bound to comply with the terms of this RFP and the proposal. The signature of each partner must be included on the cover letter, along with their contact information (i.e., company name, phone number, email address, etc.). The proposal must include evidence documenting the legal and binding partnership.

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5. Bidder has reviewed the entirety of this RFP including all relevant appendices, acknowledges its terms, and agrees to comply with the processes stated within;
6. Bid pricing is based on the terms of the transactions documents in [**Appendix E-2 - PPA Documents**] [**Appendix E-3 - BSA**] [**Appendix F-2 - BTA Termsheet**],¹¹ as reviewed and, if applicable, revised by bidder; and
7. This proposal is a firm and binding offer, for a period of at least 310¹² days from [insert date of letter/bid submittal].”

Three forms of bid submittal are required: 1) a single hard copy with cover letter signed by an officer of the bidding company; 2) electronic copy via USB flash drives; and 3) an electronic copy via email. The hard copy as well as the USB flash drives should be delivered by express, certified or registered mail, or hand delivery to the following address:

PacifiCorp 2020AS RFP

Attention: Resource & Commercial Strategy
825 NE Multnomah, Suite 600
Portland, Oregon 97232

The electronic copy via email should be sent to:

PacifiCorp at: RFPAllSource@PacifiCorp.com

Oregon IE at: 2020AS_IE@PAConsulting.com

Utah IE at: MerrimackIE@merrimackenergy.com

PacifiCorp will respond with a receipt email.

Bids will be accepted until 5:00 p.m. Pacific Prevailing Time on Monday August 10, 2020. PacifiCorp will not accept any late proposals. Any bids received after this time will be returned to the bidder unopened.

All bid proposals shall have a bid validity date through 5:00 pm PPT, Thursday April 22, 2021.

Bids selected to the initial shortlist will be asked to update their bid prices as part of Phase II.

Bidders must submit complete proposals that include the following items:

1. Via mail, one (1) signed original hard copy of each bid with all required forms including all exhibit sheets.
 - a. The hard copy must include the required cover letter with an original signature of an officer of the bidding company
 - b. The bid must be submitted prepared on standard 8 1/2 inch by 11 inch recycled paper, duplex printed (2 sided).

¹¹ Bidder to select appropriate reference appendix for its submitted bid.

¹² Based on estimated days from bid submittal through initial shortlist price update.

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2. Via mail, two (2) USB flash drive(s) with all required forms including all appendices and exhibit sheets saved onto each USB flash drive.
 - a. The electronic submittal should include any required forms in PDF format and Microsoft Excel format, as required, including all appendices and exhibit sheets.
3. Via email, one (1) electronic copy of the bid,¹³ sent to the RFP mailbox address provided, which should include any required forms in PDF format and Microsoft Excel format, as required, including all appendices and exhibit sheets.
4. Appendix sheets in the bid submission should include the requirements listed in Section 4 of this RFP document and **Appendix B-2 - Instructions and Information Required in Bid Proposals**, including:
 - a. Technical submittal requirements from **Appendix A - Technical Specifications**,
 - b. The main bid document as organized in **Appendix B-2 - Instructions and Information Required in Bid Proposals**,
 - c. An excel version and also PDF print outs of the required tabs from **Appendix C-2 – Bid Summary and Pricing Input Sheet**,
 - d. Redlines or comments to the contract documents reflecting the resource type and structure contained in the bid:
 - i. **Appendix E-2 – PPA Documents**
 - ii. **Appendix E-3 – BSA Documents**
 - iii. **Appendix F-2 – BTA Term Sheet**

F. PACIFICORP’S POSTING OF SECURITY

PacifiCorp will not post security to support its obligations under any definitive agreement. Bidders who will require such security from PacifiCorp should not submit a proposal under this RFP.

G. BID EVALUATION FEES

Bidders must pay a fee (Bid Fee) of \$10,000 for each base proposal and two (2) alternatives submitted. Bidders will also be allowed to offer up to three (3) additional alternatives to the base proposal at a fee of \$3,000 per alternative. Alternatives will be limited to different contract terms, in-service dates, and/or pricing structures. A bidder may submit more than one base proposal. PacifiCorp’s objective in offering bidders the opportunity to propose multiple alternatives to any base proposal is to allow PacifiCorp to optimize the benefits from the solicitation by combining proposals of different sizes, terms and in-service dates. Table 3 provides bid fee guidance specific to resource type and structure.

Table 3. Bid Fee Guidelines

Resource	Base Bid	Bid Alternatives
Wind	PPA, BTA, or PPA/BTA combinations are separate base bids. BTA bids only accepted for	Limited to different contract terms, in-service dates, and/or pricing.

¹³ Large bid submittals may require being sent in multiple emails due to 25 MB size limitation of email transmittals.

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	projects directly interconnecting with PacifiCorp's system.	
Solar	PPA or BTA are separate base bids. BTA bids only accepted for projects directly interconnecting with PacifiCorp's system.	Limited to different contract terms, in-service dates, and/or pricing
Collocated BESS	PPA or BTA collocated with BESS. PPA or BTA would be separate bid.	Collocated bids that include a BESS must submit a base bid that includes battery augmentation and one bid alternative that includes non-augmentation.
Standalone BESS	BSA or BTA would be separate bid.	Standalone BESS bids must submit a base bid that includes battery augmentation and one bid alternative that includes non-augmentation.
Other renewables	PPA or BTA would be separate bid.	Limited to different contract terms, in-service dates, and/or pricing
Non-renewables	PPA or BTA would be separate bid.	Limited to different contract terms, in-service dates, and/or pricing

The Bid Fees will be used to cover the costs incurred by PacifiCorp in analyzing the proposals, including the costs of the IEs, technical consultants, and legal advisors. A success fee may be charged to successful winning bid(s) to cover any incremental costs of the IE and other external subject matter experts, PacifiCorp used in its bid evaluations or contract development, provided that in no event may the success fee exceed \$250,000 dollars per successful bid. Documentation of the calculation of the success fee will be computed in cooperation with the IE and provided to the bidder at the time the bid is selected to the final shortlist.

Payment of Bid Fees. Bid Fees must be paid by wire transfer to PacifiCorp. PacifiCorp will email wire transfer instructions to bidders who have submitted a notice of intent to bid five (5) business days before July 6, 2020. No cashier's checks will be accepted. When the bid is submitted, Bidder must provide documentation of submitted Bid Fees, such as a receipt of the wire transfer or wire transfer confirmation number. **The bid fee is non-refundable. After submission of bidder's proposal, the bid fee will not be refunded unless the proposal is withdrawn before the submittal due date, the proposal does not meet the minimum eligibility requirements and that deficiency cannot be cured, or the proposal is rejected for any other non-conformance before commencement of the shortlisting analyses.**

H. BID NUMBERING AND FILE NAMING CONVENTION

Bid numbers will be self-assigned by bidder in accordance with the directives below. There is no limit to the number of base proposals and proposal alternatives that may be submitted, subject to the Bid Fee requirements stated in Section 3.F.

Bid numbers must be expressed as a whole number followed by one decimal place, beginning with the number 1.0. Each subsequent base proposal will have a separate sequential bid number (i.e., 2.0, 3.0, etc.). The decimal place will be used to indicate pricing options or other base proposal alternatives, necessary to support pricing in **Appendix C-2 - Bid Summary and Pricing Input Sheet**. For example, the initial base proposal will be identified as "1.0" and the second pricing option alternative to the base proposal would be "1.1." Bidder's next base proposal, if any,

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would be “2.0” with “2.1” used for any second pricing option or other alternative to the base proposal.

File names should be kept short by using abbreviations wherever possible. All required documents must use the following naming convention:

[Abbreviated Bidder name]_[Bid number]_[Abbreviated_File_Descriptor]

I. MINIMUM ELIGIBILITY REQUIREMENTS FOR BIDDERS

Bidders may be disqualified for failure to comply with the RFP if any of the requirements outlined in this RFP are not met to the satisfaction of PacifiCorp, as determined in its sole discretion. If proposals do not comply with these requirements, PacifiCorp has the option to deem the proposal non-conforming and eliminate it from further evaluation. Reasons for rejection of a bidder or its proposal include, but are not limited to:

1. Receipt of any proposal after the bid submittal deadline.
2. Failure to meet the requirements described in this RFP and provide all information requested in **Appendix C-2 - Bid Summary and Pricing Input Sheet** of this RFP.
3. Failure to adequately demonstrate the viability of a commercial operation date on or before December 31, 2024 with the exception of pumped storage hydro or nuclear resources as described in Section 1.C.
4. Failure to permit disclosure of information contained in the proposal to PacifiCorp’s agents, contractors, regulators, or non-bidding parties to regulatory proceedings consistent with terms of executed confidentiality agreement.
5. Any attempt to influence PacifiCorp in the evaluation of the proposals outside the solicitation process.
6. Failure to provide a firm offer through the bid validity date outlined in Section 3.E of this RFP.
7. Failure to disclose the real parties of interest in any submitted proposal.
8. Bidder is in current material litigation or has threatened material litigation against PacifiCorp. For the purpose of this provision, material litigation means a dispute in excess of five (5) million dollars in which bidder has issued a demand letter to PacifiCorp, the bidder and PacifiCorp are currently in dispute resolution, the bidder and PacifiCorp have an unresolved dispute pending, or bidder has noticed a pending legal action against PacifiCorp. Material litigation excludes bidder complaints before a state public utility commission. PacifiCorp will consult with the IEs before rejecting any bidder under this subsection 8.
9. Failure to clearly specify all pricing terms for each base proposal and alternative(s).
10. Failure to offer unit contingent (as generated) or system firm capacity and energy to Company’s network transmission system in either its PACE and PACW balancing areas.

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11. For any bid that is proposing to interconnect to a third-party transmission system and secure transmission service to deliver the output of the resource to PacifiCorp at PACE or PACW, failure to provide satisfactory evidence that the interconnection to the third-party transmission provider or firm transmission rights are already secured in bidder or project owner's name or readily obtainable by bidder to deliver the full output of the resource to PacifiCorp on or before December 31, 2024, detailing all actual or estimated transmission costs.
12. Failure to materially comply with technical specification requirements in **Appendix A - Technical Specifications** for proposals involving potential PacifiCorp ownership or operational control.
13. Failure to demonstrate a process to adequately acquire or purchase major equipment (i.e., wind turbines, solar photovoltaic panels, inverters, tracking system, generator step-up transformers, batteries) and other critical long lead time equipment.
14. Failure to demonstrate that it can meet the credit security requirements for the resource proposed.
15. Failure to submit information required by PacifiCorp to evaluate the price and non-price factors described herein.
16. Failure or inability to abide by the applicable safety standards.
17. Failure to submit an acceptable contract structure.
18. A determination by PacifiCorp that collusive bidding or any other anticompetitive behavior has occurred.
19. Bidder or proposed project being bid is involved in bankruptcy proceedings.
20. Failure of the bidder's authorized officer to sign the proposal cover letter.
21. Misrepresentation or failure to abide by Federal Trade Commission Green guidelines for renewable projects, if applicable.
22. Any change in law or regulatory requirements that make the bidder's proposal non-conforming.
23. Any matter impairing the bidder, the specified resource, or the generation of power or, if applicable, environmental attributes from the specified resource.
24. Failure to provide the minimum resource performance estimate information as described in Section 5.B. of the RFP.
25. Failure to provide a performance model output including hourly output values as identified in **Appendix C-3 - Third Party Energy Performance Report**.
26. Failure to provide **Appendix D - Bidder's Credit Information**.
27. Any bid that includes a requirement that PacifiCorp provide credit assurances.
28. In the case of a BTA bid, failure to submit an operations and maintenance proposal materially compliant with **Appendix K - General Services Contract-Operations & Maintenance Services for Project**.

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29. Failure to provide documentation of site control for the project excluding right-of-way or easements for transmission, roads, or access to the site.
30. Failure to provide documentation that an interconnection request with PacifiCorp Transmission was received and pending on or before January 31, 2020, consistent with PacifiCorp Transmission's interconnection queue reform transition process.
31. Failure of the bid interconnection description and capacity to be consistent with the interconnection request with PacifiCorp Transmission.

SECTION 4. RFP CONTENT AND SUBMITTAL INSTRUCTIONS

A. ALL PROPOSALS

This section outlines the content and format requirements for all proposal structures. Proposals that do not include the information requested and in a form described in this section may be deemed ineligible for further evaluation if the bidder does not provide information within 24-hours of a request by PacifiCorp in its sole discretion. PacifiCorp may deem information not relevant as determined by PacifiCorp in its sole discretion. All sections must be complete and in compliance with the RFP in order for the bid to be accepted.

B. GENERAL ORGANIZATION OF THE BID SUBMITTAL

All bids must contain the following information and, to facilitate timely evaluation, must be organized as indicated below. The sections of each bid proposal must be as follows and are further described in this Section 4 and **Appendix B-2 - Instructions and Information Required in Bid Proposals**:

- Section 1 - Executive Summary of Proposal
- Section 2 - Resource Description
- Section 3 - Bidder's Qualifications
- Section 4 - Financial Information
- Section 5 - Pricing Proposal and Pro Forma Project Financing
- Section 6 - Interconnection & Transmission Service
- Section 7 - Environmental and Siting
- Section 8 - Contract Terms
- Section 9 - O&M Services Contract Terms (BTA Option Only)

C. POWER PURCHASE AGREEMENT (PPA) PROPOSALS

PacifiCorp will consider PPA transactions whereby the bidder develops the resource, assumes responsibility for construction and sells the power (and non-power attributes) to PacifiCorp on a long term basis, all pursuant to the terms of a PPA, which will include certain performance guarantees. The bidder will be responsible for all aspects of the development and construction of the facility, including, but not limited to, permitting, engineering, procurement, construction, interconnection and long term asset management and operational costs. If the proposed resource is interconnecting to a third-party transmission system, the bidder will also be responsible under the PPA to arrange transmission service to a designated point of delivery on PacifiCorp's transmission system acceptable to PacifiCorp. Without limiting the foregoing, the bidder will be

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responsible for obtaining all permits, rights and resources required to construct and operate the generation resource consistent with the bidder's proposal.

In the 2020AS RFP, PacifiCorp is seeking PPAs for the following resource categories as previously summarized in Table 1:

1. Renewable – Category A-1
 - a. Note that the pro forma agreements in **Appendix E-2 - PPA Documents** are tailored for specific technologies; conforming changes may be required.
2. Renewable plus storage – Category B-1
 - a. Solar or wind collocated with a BESS will be considered. Note that the pro forma agreements in **Appendix E-2 - PPA Documents** are tailored for specific technologies; conforming changes may be required.
 - b. Bidders should provide confirmation from PacifiCorp Transmission that the facility's interconnection request or LGIA, if already executed for the proposed renewable resource, will not require a material modification¹⁴ to add a BESS.
 - c. BESS dispatch, when paired with renewable resource, must not exceed the LGIA's capacity.
3. Non-renewable – Category C-1
 - a. Note that the pro forma agreements in **Appendix E-2 - PPA Documents** are tailored for specific technologies; conforming changes may be required.

A general description and instructions are included in the **RFP Appendices**. In addition to the bid narrative and bid organization instructions in **Appendix B-2 - Instructions and Information Required in Bid Proposals**, PPA bidders should reference the submittal checklist in **Appendix E-1 PPA Instructions to bidders**.

The bidder's proposal must contain their redline to the applicable pro forma documents based on the specific bid; **Appendix E-2 – PPA Documents** and/or **Appendix E-3 – BSA Documents**. The redline should contain all of Bidder's exceptions to the terms and conditions of the pro forma document. Bidders objecting to terms should provide alternate language and context to the objections for PacifiCorp to evaluate the alternate language. A bid that only provides a statement of "to discuss" or similar non-substantive commentary on the pro-forma agreement terms will be considered a non-conforming bid and subject to potential rejection in this RFP. Bidders should also submit comments to the pro forma agreement on issues that they have concerns with and identify alternatives to address the issues. While substantive comments to the pro-forma agreement will be considered as part of the non-price scoring in evaluating a project for inclusion in the initial shortlist, substantive comments will be addressed in more detail with the bidders after selection to the initial shortlist.

All bidders in this category must complete the information requested in **Appendix C-2 - Bid Summary and Pricing Input Sheet** (PPA tabs listed in Section 4.B of RFP). PacifiCorp will accept PPA bids up to 25 years.

¹⁴ As defined in PacifiCorp Transmission's OATT.

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PacifiCorp reserves the right to request bid cash flow information in order to complete its evaluation for capital lease accounting for tax purposes on PPAs of longer duration, if necessary.

D. BUILD TRANSFER AGREEMENT (BTA) PROPOSALS

PacifiCorp will consider build-transfer transactions whereby the bidder develops the resource, assumes responsibility for construction and then ultimately transfers the project to PacifiCorp upon or before the operation date, all pursuant to the terms of a BTA. The bidder will be responsible for all aspects of the development and construction of the facility, including, but not limited to, permitting, engineering, procurement, construction, interconnection and all related costs up to achieving commercial operation. Without limiting the foregoing, the bidder will be responsible for obtaining all permits, rights and resources required to construct and provide an operational generation resource consistent with the bidder's proposal.

In the 2020AS RFP, PacifiCorp is seeking build-transfer transactions for the following resource alternatives as previously summarized in Table 1:

1. New Renewable – Category A-2
 - a. BTAs will only be accepted for assets that are directly interconnected to PacifiCorp's system.
 - b. Conforming changes may be required in **Appendix F-2 - BTA Termsheet** to reflect specific resource types.
2. Renewable plus storage – Category B-2
 - a. Bidders should provide confirmation from PacifiCorp Transmission that the facility's interconnection request or LGIA, if already executed for the proposed renewable resource, will not require material modification to add a BESS.
 - b. BESS dispatch, when paired with renewable resource, must not exceed the LGIA's capacity.

In addition to the bid narrative and bid organization instructions in **Appendix B-2 - Instructions and Information Required in Bid Proposals**, BTA bidders should reference the submittal checklist in **Appendix F-1 - BTA Instructions to bidders**.

The bidder's proposal must contain their redline or other substantive comments to the BTA Termsheet provided in **Appendix F-2 – BTA Termsheet**. Bidders objecting to terms should provide alternate language and context to the objections for PacifiCorp to evaluate the alternate language. A bid that only provides a statement of "to discuss" or similar non-substantive commentary on the termsheet terms will be considered a non-conforming bid and subject to potential rejection in this RFP. While substantive comments to the BTA termsheet will be considered in evaluating a project for inclusion in the initial shortlist, substantive comments will be addressed in more detail with the bidders after selection on the initial shortlist and before development of the initial shortlist.

All bidders in this category must complete the information requested in **Appendix C-2 - Bid Summary and Pricing Input Sheet** (BTA tabs listed in Section 4.B of RFP).

The bidder must provide information, representations, and warranties sufficient to assure PacifiCorp that any proposed project will successfully complete construction and achieve full commercial operation by December 31, 2024, with the exception of the long-lead time resources identified as pumped storage hydro resources for the 2020AS RFP. BTA projects must provide

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documentation that the proposed resource will be eligible to claim any applicable federal or state tax credits or other benefits¹⁵ as interpreted by applicable guidelines and rules of the federal Internal Revenue Service or applicable state revenue authority.

Bidders will be responsible for submitting an operation and maintenance (O&M) service proposal as part of the overall BTA bid submittal consistent with **Appendix K - General Services Contract for Operation and Maintenance Services**. Any BTA proposal that does not include an O&M proposal that contains pricing, scope and other key terms will be rejected as a nonconforming proposal.

Bidders should note that any proposal submitted in this BTA category must comply with the applicable technical and construction specifications contained in **Appendix A - Technical Specifications**¹⁶ and must use the services of a single primary contractor.

To the extent the bidder uses a contractor or a separate legal entity other than the bidder itself, this entity must be experienced with the type of facility being proposed and meet credit criteria which may include a requirement for a parental guarantee, all as deemed acceptable to PacifiCorp in its sole discretion.

SECTION 5. RESOURCE INFORMATION

A. BID INFORMATION AND PRICING INPUTS

Appendix C-2 - Bid Summary and Pricing Input Sheet is an Excel-based worksheet that covers bid summary information, energy production profile, and pricing for bid type and category as described in Table 1 of the RFP. Bidders should reference the instructions in **Appendix C-1 - Bid Summary and Pricing Input Sheet (Instructions)** which provides detailed directions on each tab. Bidders are required to complete and submit **Appendix C-2 - Bid Summary and Pricing Input Sheet**, which contains ten (10) tabs.

B. RESOURCE PERFORMANCE ESTIMATE INFORMATION

Bidders are required to provide a resource performance estimate prepared by a third party expert. Below is a summary of the requested resource performance information by resource type. Additional detail is provided in **Appendix C-3 - Third Party Energy Performance Report**.

WIND: For wind submittals, one (1) electronic and hard copy of an independent third-party wind assessment analysis/report supported by a minimum of (a) two years of wind data for BTA

¹⁵ Bidders should provide specific details of claims for tax credits including legal opinions, equipment supply agreements, and documentation of ability to meet tax credit guidelines and rules.

¹⁶ PacifiCorp has included only common technical specifications and wind resource specifications for build-transfer proposals and BESS. For other renewable resources, PacifiCorp will work through the resource specifications on an as needed basis.

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proposals from the proposed site or (b) one year of wind data for PPA proposals from the proposed site and one (1) electronic copy of the wind data that support the capacity factor.

SOLAR: For solar proposals, Bidder must provide one (1) electronic and hard copy of the PVSyst report and also the complete set of modeling input files in Microsoft Excel format that PacifiCorp can use to simulate the performance using PVSyst, PacifiCorp's preferred solar performance model. The performance estimation reports must meet the requirements in **Appendix A – Technical Specifications** for Solar. Production estimates should be representative P-50 annual hourly (8760 hours) energy profile reflecting expected unit availability and annual degradation as supported in vendor documentation. In the event the bidder chooses to use different performance modeling software than specified, the bidder must provide sufficient data and inputs for PacifiCorp to validate the expected performance of the proposed resource.

GEOTHERMAL: For geothermal proposals, a minimum of one production well and one injection well flow results for one year to support the viability and capacity of the geothermal resource along with a third party resource assessment report supporting the expected capacity factor.

BIOMASS: For biomass proposals, a letter of intent with a biomass fuel source for a period of ten (10) years or greater along with a third party resource assessment report supporting the expected capacity factor.

BIOGAS: For biogas proposals, a resource assessment report supporting the expected capacity factor. Report to include at a minimum, history of landfill, total volume permitted, volume filled, estimated closure date, organic fraction of the municipal solid waste, moisture levels, temperature and pH of the waste, future waste receipt, increase or decrease and average rainfall in the area.

STORAGE: For BESS proposals, report should discuss system degradation, controls, location, life, cycles, load duration, description of shared facilities with the associated renewable generation facility and the other applicable information supporting the BESS expected performance.

OTHER: For all other renewable and non-renewable resource submittals, one (1) electronic and hard copy of an independent third-party energy analysis/report supported by a minimum of (a) two years of motive force data (i.e., fuel acquisition, water flow, thermal well production, etc.) from the proposed site. Data must support the resource's capacity factor.

C. DIRECT INTERCONNECTION TO PACIFICORP'S SYSTEM

As of the date of this draft RFP, PacifiCorp Transmission has filed an application with the Federal Energy Regulatory Commission (FERC)¹⁷ proposing to reform its interconnection study process set forth in its Open Access Transmission Tariff (OATT). The filing proposes to replace the existing "serial queue" interconnection study process with a "first-ready, first-served, cluster" interconnection study approach. The proposal was filed on January 31, 2020 and has not yet been

¹⁷ FERC Docket ER20-924

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approved by FERC. However, in anticipation of queue reform being approved by FERC at time of issuance of this 2020AS RFP to market, PacifiCorp's 2020AS RFP process for bid evaluation, scoring, modeling, and selection reflects PacifiCorp Transmission's proposed queue reform process as described in its application at FERC. Eligibility requirements or evaluation criteria in the 2020AS RFP will be revised as necessary to align with the final version of the interconnection queue reform approved by FERC before the 2020AS RFP is finalized and issued to the market. In the event that PacifiCorp Transmission's queue reform application is not approved by the time the 2020AS RFP is finalized and issued to the market, PacifiCorp will revise the 2020AS RFP to ensure it is consistent with the current interconnection queue process as described in PacifiCorp Transmission's OATT.

That said, PacifiCorp offers now that the crux of the expected difference between the two types of interconnection processing (i.e., serial-queue processing vs. "first-ready, first-served, cluster" processing) is *when* during the 2020AS RFP process PacifiCorp could consider a bidder's interconnection documentation. More specifically, under the status quo serial-queue process, PacifiCorp could evaluate a bidder's interconnection documentation earlier in the 2020AS RFP process because a bidder's ability to receive an interconnection study would not depend on satisfaction of the proposed queue reform commercial readiness criteria and completion of a future interconnection cluster study. Rather, a bidder will either have a serial-queue interconnection study or an LGIA with the requisite demonstrations by the applicable 2020AS RFP deadline, or it will not. By comparison, under a first-ready, first-served, cluster interconnection process, as proposed by PacifiCorp in its January 31, 2020 filing with FERC, PacifiCorp will need to evaluate interconnection documentation later in the 2020AS RFP process because some bidders may need to wait until the proposed October 15, 2020 transitional cluster study is completed to have an interconnection study.

PacifiCorp anticipates that it will receive bids having progressed through various stages of the currently effective serial queue interconnection study process. On one end of the spectrum, some bids are likely to have executed a LGIA with PacifiCorp Transmission, while on the other end of the spectrum, other bids are likely to have only submitted an interconnection request that will not yet have been studied. To ensure there is a fair comparison among bids, while the company will be reviewing the bidder's interconnection documentation to confirm it aligns with the bidder's bid, the cost for any direct assigned and transmission network upgrades associated with the interconnection of a proposed project to PacifiCorp's transmission system will not be a bid requirement or included in the initial shortlist price evaluation.

Bidders will be required to meet the minimum eligibility requirement for RFP conformance demonstrating that its project bid conforms with the project's interconnection documentation, which could be: (a) only an interconnection request, as long as it was submitted by the interconnection customer to PacifiCorp's transmission function on or before January 31, 2020; (b) serial-queue interconnection study documentation if the bidder has the option to keep that documentation under the parameters of PacifiCorp's proposed interconnection queue reform transition process; or (c) an executed LGIA.

At the conclusion of the transition cluster study phase, as part of updating bid pricing, bids selected to the initial shortlist will be required to provide direct assigned and network upgrade costs either from their cluster study results, their serial-queue study documentation (if the bidder

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has the option to keep the documentation under the parameters of PacifiCorp's proposed interconnection queue reform process), or from their executed LGIA.

Bidders should be aware of and clearly understand the specific steps, criteria, milestones and schedule of PacifiCorp Transmission queue reform and transition cluster study process. Bidders selected to the initial shortlist who are rejected by PacifiCorp Transmission for not meeting all of PacifiCorp Transmission's non-commercial readiness criteria necessary to be included in the transition cluster study will be removed by PacifiCorp from the initial shortlist and deemed non-conforming bids.

D. TRANSMISSION SERVICE FOR DELIVERY TO PACIFICORP'S SYSTEM

PacifiCorp will not accept build-transfer transactions for projects using third-party transmission service for delivery to PacifiCorp's system.

PacifiCorp's 2020AS RFP is accepting new resources, proposed under a PPA transaction, capable of interconnecting with a third-party transmission system and using third-party firm transmission service to deliver to PacifiCorp's transmission system. The minimum eligibility requirements for off-system bidders include an unredacted interconnection system impact study with the third party transmission provider and documentation of the availability of, and request for, long-term, firm third-party transmission service from the resource's point of interconnection with the third party's system to a point of delivery on PacifiCorp's system that is acceptable to PacifiCorp, achievable by December 31, 2024.

Bidders choosing the third-party interconnection and third-party transmission option are responsible for any current or future third-party tariff requirements or tariff changes including, but not limited to, interconnection, variable energy resource, electric losses, reserves, transmission, integration, imbalance, scheduling, and ancillary service arrangements required to deliver to the point of delivery on PacifiCorp's system. These costs will not be included in the evaluation of PPA proposals as they are assumed to be the responsibility of the bidder.

Bidders that propose bids relying on third-party transmission should also be aware that the use of transmission that is interruptible within the hour in any segment of the schedule or tagged from the source to the point(s) of delivery will require PacifiCorp to evaluate the cost and need to carry reserves against the schedule, which can be up to 100% in the case of electricity moved from a third party balancing authority area to PacifiCorp's network transmission system.

E. NETWORK TRANSMISSION SERVICE ON PACIFICORP'S SYSTEM

All proposals will require firm transmission on PacifiCorp's network transmission system to load and proposed resources must be able to be designated by PacifiCorp's merchant function as a network resource eligible for inclusion in PacifiCorp ESM's network integration transmission service agreement with PacifiCorp's transmission function (www.oasis.pacificorp.com). The terms and conditions specific to PacifiCorp's network transmission service request are further discussed in the pro forma PPA or BSA in **Appendix E-2 - PPA Documents** or **Appendix E-3 – BSA Documents** and the BTA term sheet in **Appendix F-2 - BTA Term Sheet**. Note, PacifiCorp's PPA, BSA, and BTA will include the following non-negotiable term: *"PacifiCorp shall have the right to*

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terminate this Agreement if Network Service Provider confirms through the Tariff study process that network upgrades will be required on the Network Service Provider's transmission system in order to accept PacifiCorp's request to designate this Agreement as a Network Resource and the estimated cost to PacifiCorp of such network upgrades are in excess of XXX million dollars (\$X,000,000); provided, however, that such termination right under this section shall expire up to one hundred and fifty eighty (180) days following the Effective Date (as may be extended for up to fifteen (15) additional days pursuant to the subsequent provision); provided, further, that prior to the exercise of such termination right, PacifiCorp shall deliver written notice to Seller of PacifiCorp's intent to terminate this Agreement and, unless the Parties otherwise mutually agree upon an alternative solution."

F. TAX CREDITS AND/OR PROJECT INCENTIVES

Bidders bear all risks, financial and otherwise, associated with their or a facility's eligibility to receive any state or federal energy tax credits, sales tax waivers or exemptions, payment in lieu of tax (PILOT), or any other identified tax- or accounting-related, incentive, or benefit. The obligations of a bidder to perform under any executed agreement as a result of this solicitation remain effective and binding regardless of whether the sale of or the output from a bidder's facility under such agreement is eligible for or receives and tax credits or other tax- or accounting-related incentives or benefits.

For build-transfer transactions, PacifiCorp will require written attestation by an officer and documentation of the amount, timing and control of any and all available tax credits/incentives that the bidder's facility is eligible for, applied for, and/or received. Such documentation must include but not be limited to ownership rights to the credit, grant or incentive, timing including expiration dates and milestones to achieve the credit, grant, or incentive.

G. ACCOUNTING

All contracts proposed to be entered into as a result of this RFP will be assessed by PacifiCorp for appropriate accounting and tax treatment. Bidders are required to supply, upon request by PacifiCorp, any and all information that PacifiCorp reasonably requires in order to make these assessments if the bid is selected to the initial shortlist. Specifically, given the term length of the PPA, or the useful life of the asset to be acquired under an asset acquisition, accounting and tax rules may require either: (i) a contract be accounted for by PacifiCorp as a capital lease or operating lease¹⁸ for book purposes pursuant to ASC 840, (ii) a contract be accounted for by PacifiCorp as a capital lease for tax purposes,¹⁹ or (iii) assets owned by the seller, as a result of an applicable contract, be consolidated as a variable interest entity (VIE) onto PacifiCorp's balance sheet.²⁰ Potential accounting treatment impacts may be incorporated into the bid evaluation and

¹⁸ The terms "Capital Lease" and "Operating Lease" have the meaning assigned to such terms in the Accounting Standards Codification (ASC) 840 as issued and amended from time to time by the Financial Accounting Standards Board (FASB).

¹⁹ See IRS Code Section 7701(e) describing the test for capital lease for tax purposes.

²⁰ The term "Variable Interest Entity" or "VIE" - has the meaning assigned to such term in ASC 810 as issued and amended from time to time by the FASB.

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selection process. For instance, if PacifiCorp determines that a long term PPA offering would be treated as a capital lease for tax purposes, PacifiCorp would be treated as the tax owner for the proposed facility.

H. COST ASSOCIATED WITH DIRECT OR INFERRED DEBT

PacifiCorp will not take into account potential costs to PacifiCorp associated with direct or inferred debt (described below) as part of its economic analysis in the initial shortlist evaluation. However, after completing the final shortlist and before the final resource selections are made, PacifiCorp may take direct or inferred debt into consideration. In so doing, PacifiCorp may obtain a written advisory opinion from a rating agency to substantiate PacifiCorp's analysis and final decision regarding direct or inferred debt.

Direct debt results when a contract is deemed to be a capital lease pursuant to ASC 840 and the lower of the present value of the nonexecutory minimum lease payments or 100% of the fair market value of the asset must be added to PacifiCorp's balance sheet.

Inferred debt results when credit rating agencies infer an amount of debt associated with a power supply contract and, as a result, take the added debt into account when reviewing PacifiCorp's credit standing.

SECTION 6. BID EVALUATION AND SELECTION

OVERVIEW OF THE EVALUATION PROCESS

PacifiCorp's bid evaluation and selection process is designed to identify the combination and amount of new resources that will maximize customer benefits through the selection of bids that will satisfy projected capacity and energy needs while maintaining reliability. Based on proxy resource cost assumptions used in the 2019 IRP, energy and capacity needs were best satisfied by the resource selections summarized in **Appendix H - 2020AS RFP Locational Capacity Limits**. The models that PacifiCorp will use to evaluate and select the best combination and amount of bids are the same models that were used to evaluate proxy resources in PacifiCorp's 2019 IRP. PacifiCorp uses the IRP modeling tools to serve as decision support tools that can be used to guide prudent resource acquisition paths that maintain system reliability at a reasonable cost.

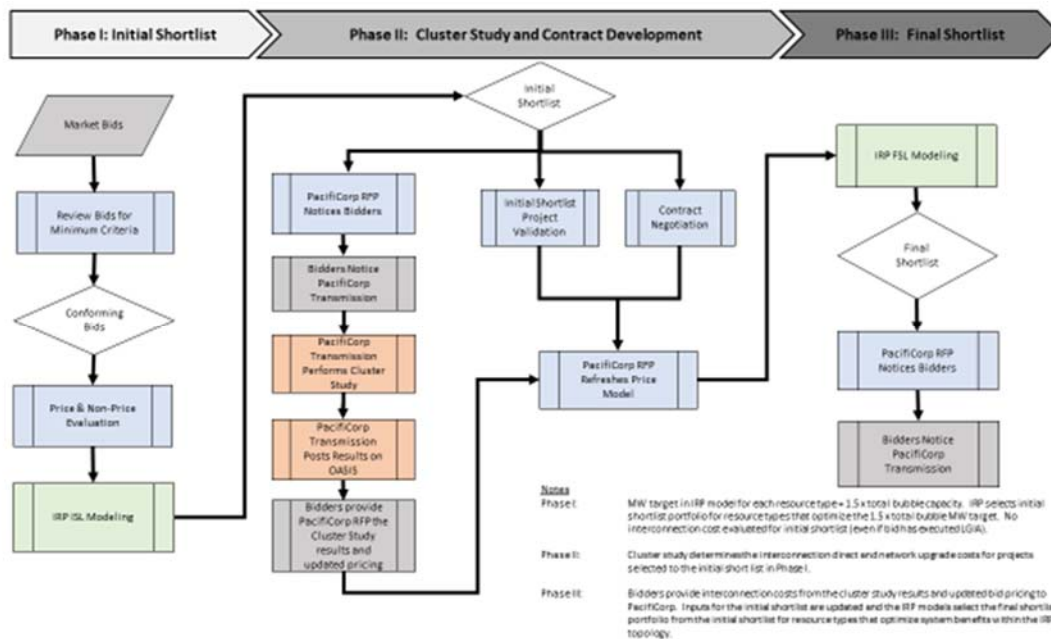
The bid evaluation process is designed to reflect PacifiCorp Transmission's proposed interconnection queue reform application filed with FERC on January 31, 2020 including the transition period milestones and process steps. At a high level, the 2020AS RFP evaluation process involves three phases:

1. Initial shortlist
2. Interconnection cluster study and contract development, and
3. Final shortlist

The 2020AS RFP evaluation process is shown in Figure 1.

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Figure 1. Bid Evaluation and Selection Process



A. PHASE I – INITIAL SHORTLIST

Phase I entails the acceptance of the bid, due diligence and screening to ensure bids conform with minimum requirements established in the 2020AS RFP, price and non-price scoring and ranking of the bids based on their location in relationship to the 2020 IRP topology and resource type, and advancing the lowest cost bids to the initial shortlist. During this phase of the bid evaluation process, PacifiCorp will not ask for, or accept, updated pricing or updates to any other bid components. PacifiCorp will rely on the pricing and other inputs as submitted into the 2020AS RFP for each bid. However, PacifiCorp will contact bidders to confirm and clarify information presented in each proposal. The pricing model will be made available to the IE, but not to bidders or stakeholders.

1. Conformance to Minimum Requirements

Bids will initially be screened after receipt against minimum requirements for RFP conformance, and after IE review and consultation, non-conforming bids will be notified to correct their bid within 24 hours or be removed from the RFP. In the event FERC approves the company's interconnection queue reform filing submitted January 31, 2020 (FERC Docket

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ER20-924), PacifiCorp will screen each project bid and confirm that it conforms with the project's interconnection documentation, which could be: (a) an interconnection request, as long as it was submitted by the interconnection customer to PacifiCorp Transmission on or before January 31, 2020; (b) serial-queue interconnection study documentation if the bidder has the option to keep that documentation under the parameters of PacifiCorp's proposed interconnection queue reform transition process; or (c) an executed LGIA.

2. Price and Non-Price Scoring and Ranking

Conforming bids will be evaluated using PacifiCorp's proprietary pricing models and ranked by resource type within each IRP topology location. PacifiCorp will limit the capacity in a given location to 150% of the capacity chosen by company's 2019 IRP preferred portfolio. This will be expanded further by selecting on a resource basis, a pool of up to the 150% capacity level for each IRP topology location. Those targets are shown in **Appendix H - 2020AS RFP Locational Capacity Limits** in the topology map on the right. For locations where the IRP preferred portfolio did not include any new resources in the 2023-2024 time frame, PacifiCorp will limit the total capacity by resource type to be no greater than 150% of the capacity available via enabling transmission upgrades for that location as assumed when developing the 2019 IRP.²¹

For example, in Southern Oregon, which is shown on the 2019 IRP Preferred Portfolio topology map to the left in **Appendix H**, 500 MW of solar and 125 MW of BESS were selected by the 2019 IRP. Bids located in Southern Oregon would be separated by resource type (*i.e.*, solar, solar with a BESS, wind, *etc.*), then ranked and selected up to a total of 750 MW for each resource type.²² If PacifiCorp determines that there is a distinct change in bid scores at a level of capacity that falls short or exceeds this capacity limit, the company will coordinate with the IE to establish a limit by resource type that could either fall below or exceed the maximum total capacity for a given location.

Wyoming East – PacifiCorp eastern Wyoming region of the PACE BAA is treated differently from other topology areas because the interconnection capacity in that area has been studied extensively as part of PacifiCorp Transmission's long-term transmission planning resulting in the planned addition of Gateway South, a 500 kV high-voltage transmission line that will extend approximately 400 miles from the proposed Aeolus substation in southeastern Wyoming into the Clover substation near Mona, Utah. That expansion will enable approximately 1,920 MW of interconnection capability for generation projects in this area and therefore the capacity limit will be specifically tied to 1,920 MW. Bids in the Wyoming east cluster area are expected to trigger Gateway South to be added and account for its cost as part of the initial shortlist modeling process and later in the final shortlist modeling and selection process.

²¹ IRP Table 6.11 – Transmission Integration Options by Location and Capacity Increment

²² BESS capacity will be limited to 25% of the nameplate capacity of the collocated solar capacity (*i.e.*, in Southern Oregon, 750 MW of solar would select 190 MW of BESS).

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- Price Score (up to 75%). PacifiCorp will calculate the delivered revenue requirement cost of each bid, inclusive of any applicable carrying cost and net of tax credit benefits, as applicable. In developing revenue requirement costs, PacifiCorp will use cost data for each bid. Any internal assumptions for key financial inputs (*i.e.*, inflation, discount rates, marginal tax rates, asset lives, AFUDC rates, *etc.*) and PacifiCorp carrying costs (*i.e.*, integration costs, owner's costs, *etc.*) will be applied consistently to all bids, as applicable. PacifiCorp anticipates that it will receive bids having progressed through various stages of the currently effective serial queue interconnection study process. On one end of the spectrum, some bids are likely to have executed LGIA with PacifiCorp Transmission, while on the other end of the spectrum, other bids are likely to have only submitted an interconnection request that will not yet have been studied. To ensure there is a fair comparison among bids, while the company will be reviewing the bidder's interconnection documentation to confirm it aligns with the bidder's bid, the cost for any direct assigned and transmission network upgrades associated with the interconnection of a proposed project to PacifiCorp's transmission system will not be included in the initial shortlist price evaluation. At the conclusion of the transition cluster study phase, assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP, as part of updating bid pricing, bids selected to the initial shortlist will be required to provide direct assigned and network upgrade costs either from their cluster study results, their serial-queue study documentation (if the bidder has the option to keep the documentation under the parameters of PacifiCorp's proposed interconnection queue reform process), or from their executed LGIA. At that time, bidders shall include direct assigned and network upgrade costs in their refreshed prices for final short list evaluation.

The cost of each bid will be netted against system-value curves, which will be developed and locked down with the IE in advance of receiving bids. The system-value curves will be developed from Planning and Risk (PaR) model simulations that will calculate the hourly marginal system energy value of a flat energy profile and the hourly marginal operating reserve value of a flat operating reserve profile, by location.

Bid costs net of the applicable system-value will be used to assign a price score to each bid. This will be achieved by calculating an inflation-adjusted real-levelized net cost of capacity expressed in "\$/kW" based on the capacity contribution of each bid. This value will be force ranked, with a maximum of 75 points to the evaluated bid with the highest calculated net benefit by location and resource type, a minimum of zero (0) points to the evaluated bid with the lowest calculated net benefit; and the remaining bids scored on the 0 to 75 point scale according to the relationship of their respective calculated net benefits to those of the highest and lowest bids.

- Non-Price Score (Up To 25%). The non-price analysis will gauge the maturity and readiness of the project including development, site control, permitting, equipment procurement, conformance to PPA or BTA terms and conditions, schedule, and operational characteristics and the associated risks of each bid. A matrix will be used for each non-

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price factor and is included in **Appendix L – Non-Price Scoring Matrix**.²³ For each non-price factor, proposals will be assigned one of three discrete scores: (1) 100% of the percentage weight; (2) 50% of the percentage weight; or (3) 0% of the percentage weight as shown in the Non-Price Scoring Matrix. Bids will be evaluated based on their ability to demonstrate the proposal is thorough, comprehensive and provides limited risk to PacifiCorp before PacifiCorp performs due diligence on any given bid. Bidders that have a demonstrated track record and bids for mature proposals will receive higher scores. The following table summarizes the basis for weighting each non-price factor.

NON-PRICE FACTOR WEIGHTING

Non-Price Factor	Non-Price Factor Weighting
1. Conformity to RFP Requirements	5%
2. Conformance to pro-forma power purchase agreement or BTA termsheet	10%
3. Project Readiness, Deliverability, and Operational Characteristics	10%

PacifiCorp will use the combined price and non-price results to rank bids. Based on these rankings, PacifiCorp will identify an initial pool of resources by location and resource type based on the total bid score (maximum at 100%, with a maximum of 75% for price and a maximum of 25% for non-price factors). This initial pool of resources will be made available as resource alternatives for IRP modeling.²⁴

3. IRP Modeling and Selection of the Initial Shortlist

Upon identification of the initial pool of bids, bid inputs will be submitted to the IRP team for modeling of the resources using the production cost models used in the 2019 IRP. The production cost models will select the optimized portfolio of resources subject to the same total capacity limits used to score and rank bids in the initial pool of resources. As noted above, PacifiCorp will limit the capacity in a given location to 150% of the capacity included in the company's 2019 IRP preferred portfolio. For locations where the IRP preferred portfolio did not include any new resources in the 2023-2024 time frame, PacifiCorp will limit the total capacity by to be no greater than 150% of the interconnection capacity for that location as assumed when developing the 2019 IRP. Note, that the IRP modeling tools will selection among the least cost resource types by location based on bid cost and performance data.

As was done in the 2019 IRP, reliability analysis will be performed on all initial bid selections to ensure that the selected portfolio of resources can meet all hourly load and operating reserve requirements with sufficient cushion to account for other system uncertainties such

²³ OAR 860-089-400-2(b).

²⁴ Note, in instances where bidders offer a bid alternative for the same resource type in the same location, only the highest scoring bid alternative for that location and resource type will be included in the initial pool of resources.

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as non-normal weather events. Should incremental flexible resource capacity be required to maintain system reliability through 2024, these resources will be selected from bids capable of providing incremental flex capacity.

PacifiCorp will not make any of the IRP evaluation models available to the IE, bidders, or stakeholders. However, PacifiCorp will summarize how the IRP evaluation models function for the IE, who will have full access to the inputs and outputs of all IRP models used during the evaluation process.

4. Initial Shortlist Notification by PacifiCorp

PacifiCorp will notify bidders that were selected to the initial shortlist in Phase I.

5. Bidder Notification to PacifiCorp Transmission

Assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP, Bidders will then be required to notify PacifiCorp Transmission of their selection to the initial short list to demonstrate they have met the "commercial readiness" criteria (in addition to having satisfied any other PacifiCorp Transmission defined requirements) established in PacifiCorp Transmission's interconnection queue reform process. Bidders will be responsible to ensure that their bid(s) submitted to PacifiCorp in response to the 2020AS RFP are in compliance with and represent existing interconnection service requests, study documentation, or existing contracts between Bidder and PacifiCorp Transmission. ***Bidders assume the risk, and PacifiCorp will not be held liable, in the event that a bid selected to the initial shortlist in the 2020AS RFP is deemed ineligible for PacifiCorp's transition cluster study due to deviations between the submitted project bid and the LGIA, study documentation, or application associated with such project as submitted to PacifiCorp Transmission, or due to a Bidder's failure to satisfy any other requirement of PacifiCorp's OATT. Bidders will be required to meet all requirements of PacifiCorp Transmission's transition cluster study process including deposits, payments, milestones and any penalties associated with withdrawals from the transition cluster process and could be subject to disqualification from the 2020AS RFP for any violation during the transition cluster study process.***

B. PHASE II – INTERCONNECTION CLUSTER STUDY AND CONTRACT DEVELOPMENT

Phase II is composed of the following tasks: transition cluster study report issued by PacifiCorp Transmission (assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP), resource capacity factor verification and storage

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performance performed by third-party consultants for PacifiCorp, preliminary contract negotiations with the initial shortlist bidders,²⁵ and bid update by the initial shortlist.

1. Interconnection Cluster Study Report

Assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP, the interconnection cluster study report is expected to take approximately six months and will be performed by PacifiCorp Transmission in accordance with its approved transition interconnection queue reform process.

2. Resource Capacity Factor Verification and Storage Performance

PacifiCorp will engage a third-party subject matter expert to verify the capacity factor of the proposed wind and solar resources selected to the initial shortlist consistent with Oregon rule 860-089-0400 5(a). In addition, PacifiCorp will engage a third-party subject matter expert to assist in the evaluation of bids including storage, specifically focused on the operating characteristics and specifications of the storage resource proposed by the bidder. This task will be done in parallel with the transition cluster study (assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP).

3. Contract Development

PacifiCorp will engage the initial shortlist bidders to work through terms and conditions in the applicable pro forma agreement or term sheet for each proposal using the submitted issues list and agreement mark-up contained in their bid. All initial shortlisted bidders will be expected to complete a near-final draft contract specific to their project on the timeline established in the 2020AS RFP, including any long-lead resources making the initial shortlist. Delay in completing the negotiations of a near-final draft contract may result in removal from the initial shortlist. Completing a near-final draft contract does not guarantee bidder selection to PacifiCorp's final shortlist. Only execution of a definitive agreement between PacifiCorp and the bidder after the final shortlist selection, on terms acceptable to PacifiCorp, in its sole and absolute discretion, will constitute a winning bid proposal.

²⁵ Pursuant to OAR 860-089-0500(2) the company is required to request Commission acknowledgment of the final short list before it may begin negotiations. To achieve the proposed timeline necessary to allow commercial operation dates eligible for tax benefits, the company is considering a timeline where it commences contract negotiations prior to submission of the final shortlist to the Commission. PacifiCorp would not, however, complete negotiations until after a Commission determination on the final short list is made. The company will continue to evaluate the necessity of this timing during the development of the RFP, together with the selected IE, and submit a waiver request to the Commission from OAR 860-089-500(2), as necessary.

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4. Bid Update

At the conclusion of the interconnection cluster study process (assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP), results of the transition cluster study will be posted to OASIS and participating parties including the initial shortlist bidders will be notified of their results. Bidders will be required to update their bid pricing and to include the direct assigned and network upgrade costs associated with interconnection either from their cluster study results, their serial-queue study documentation, or from their executed LGIA. Best and final pricing must be provided for the same site using the same LGIA, study documentation, or application associated with the original bid, the same or similar project equipment, and on the same development and construction timeline as originally proposed.

C. PHASE III – FINAL SHORTLIST

Phase III is the selection of the final shortlist. In Phase III, the same production cost models used for the IRP and for selection of the initial shortlist in Phase I will be rerun for the initial shortlist resources with updated bid pricing and interconnection costs results from either the bidder's cluster study results (assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP), their serial-queue study documentation, or their LGIA. After confirming that updated pricing meets the requirements of the 2020AS RFP, PacifiCorp will use the same proprietary models used for the Phase I initial ranking, with the bids' interconnection information, updated pricing, verified capacity factor, and storage evaluation, if applicable, to process bid costs for input into the IRP production cost models. PacifiCorp will use its System Optimizer (SO) model (the same model used by PacifiCorp to develop resource portfolios in the 2019 IRP) to develop a resource portfolio. As was done in the 2019 IRP and in Phase I, PacifiCorp will perform a reliability assessment to ensure that the selected portfolio of resources can meet all hourly load and operating reserve requirements with sufficient cushion to account for other system uncertainties such as non-normal weather events. Should incremental flexible resource capacity be required to maintain system reliability, these resources will be selected from the initial shortlist of bids that are capable of providing incremental flex capacity or remove resources to hit the targeted reliability requirements. PacifiCorp will not update the non-price portion of the bid evaluation from Phase I. Cost and risk analysis, along with any other factors not expressly included in the formal evaluation process, but required by applicable law or commission order, will be used by PacifiCorp, in consultation with the IE, to establish the final shortlist.

1. Processing of Best and Final Bids

In processing bid costs, PacifiCorp will convert any calculated revenue requirement associated with capital costs, as applicable (i.e., return on investment, return of investment, and taxes, net of tax credits, as applicable) to first-year-real-levelized costs, consistent with the treatment of capital revenue requirement in PacifiCorp's IRP modeling. All other bid costs will

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be summarized in nominal dollars and formatted for input into the IRP models, consistent with the treatment of non-capital revenue requirement in PacifiCorp's IRP modeling. Projected renewable resource performance data (expected hourly capacity factor information) will also be processed for input into the IRP models.

2. Bid Resource Portfolio Development

The initial shortlist with updated pricing and costs will be submitted to the IRP modeling team representing the final shortlist pool from which the IRP models will select the final short list. However, with the cluster study results available (assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP), resource selections will be informed by interconnection costs and potential limits on interconnection capacity. PacifiCorp will SO to develop a resource portfolio, tested for reliability, that contains the selection of updated initial shortlist bids providing the lowest cost, to establish the final shortlist. If during the reliability assessment, the selected portfolio of resources does not meet all hourly load and operating reserve requirements with sufficient cushion to account for other system uncertainties such as non-normal weather events, and incremental flexible resource capacity is required to maintain system reliability, PacifiCorp in consultation with the IE, may add resources from the initial shortlist of bids that are capable of providing incremental flex capacity or remove resources to hit the targeted reliability requirements. Bids will be available for selection to the resource portfolio for a range of different environmental policy and market price scenarios (policy-price scenarios).²⁶

3. Stochastic Risk Analysis

PacifiCorp will also evaluate each of the resource portfolios developed with the SO model using PaR—the same model used in PacifiCorp's 2019 IRP to analyze stochastic resource portfolio risk. PaR captures stochastic risk in its production cost estimates, without altering the resource portfolio, by using Monte Carlo sampling of stochastic variables, which include: load, wholesale electricity and natural gas prices, hydro generation, and thermal unit outages. For purposes of the 2020AS RFP, PaR will be used to calculate the stochastic mean PVRR and the risk-adjusted PVRR for each policy-price scenario.²⁷

4. Identifying Top-Performing 2020AS RFP Renewable Resource Portfolios

²⁶ Policy-price scenarios will be conceptually consistent with those used in the 2019 IRP (i.e., alternative environmental policy assumptions among low, medium, and high price scenarios), but updated to reflect PacifiCorp's assessment of the most current information. Policy-price scenario assumptions will be established and reviewed with the IE before updated bids with updated pricing are received and opened.

²⁷ The stochastic mean metric is the average of system net variable operating costs among 50 iterations, combined with the real-levelized capital costs and fixed costs taken from the SO model. The risk-adjusted metric adds 5% of system variable costs from the 95th percentile to the stochastic mean. The risk-adjusted metric incorporates the expected value of low-probability, high-cost outcomes.

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PacifiCorp will summarize and evaluate the 2020AS RFP resource portfolios to identify the specific bid resources that are most consistently selected among the policy-price scenarios. Based on these data, and in consultation with the IE, PacifiCorp may select one or more 2020AS RFP resource portfolios for further scenario risk analysis.

5. Scenario Risk Analysis

This step of the evaluation process will help identify whether top-performing portfolios exhibit especially poor performance under a range of future policy-price scenarios. PacifiCorp will develop new system resource portfolios around the top-performing 2020AS RFP resource portfolios and calculate a system PVRR for each policy-price scenario. Similarly, the portfolios developed in the SO model will be evaluated in PaR, and PacifiCorp will calculate a stochastic mean PVRR and a risk-adjusted PVRR for each policy price-scenario.

6. Other Factors: Applicable Law and Statutory Requirements

Before establishing a final shortlist, PacifiCorp may take into consideration, in consultation with the IE, other factors that are not expressly or adequately factored into the evaluation process outlined above, particularly any factor required by applicable law or Commission order to be considered.

7. Final Shortlist Selection

PacifiCorp will summarize and evaluate the results of its scenario risk analysis, considering PVRR results, to identify the specific least-cost bids. Based on these data and certain other factors as described above, and in consultation with the IE, PacifiCorp may establish a final shortlist.

Assuming PacifiCorp's January 31st interconnection queue reform proposal is adopted and applicable to this 2020AS RFP, selection of the final shortlist may be conditioned on the results of a restudy under PacifiCorp Transmission's transition cluster study process.

After the final shortlist is established and approved, PacifiCorp will re-engage in negotiations with the selected bidders to finalize their contract and prepare the contract for execution. Selection of a bid to the final shortlist does not constitute a winning bid. Only execution of a definitive agreement between PacifiCorp and the bidder, on terms acceptable to PacifiCorp, in its sole and absolute discretion, will constitute a winning bid proposal.

SECTION 7. AWARDING OF CONTRACTS

A. INVITATION

This RFP contains only an invitation to make proposals to PacifiCorp. No proposal is itself a binding contract unless the parties execute definitive and complete documentation providing otherwise.

PacifiCorp may in its sole discretion do any one or more of the following:

1. Determine which proposals are eligible for consideration in response to this RFP.

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2. Issue additional subsequent solicitations for information, and conduct investigations with respect to the qualifications of each bidder.
3. Supplement, amend, or otherwise modify this RFP, or cancel this RFP with or without the substitution of another RFP.
4. Negotiate with bidders to amend any proposal.
5. Select and enter into agreements with the bidders who, in PacifiCorp's sole judgment, are most responsive to the RFP and whose proposals best satisfy the interests of PacifiCorp and its customers, and not necessarily on the basis of price alone or any other single factor.
6. Issue additional subsequent solicitations for proposals.
7. Waive any irregularity or informality on any proposal to the extent not prohibited by law.
8. Reject any or all proposals in whole or in part.
9. Vary any timetable.
10. Conduct any briefing session or further RFP process on any terms and conditions.
11. Withdraw any invitation to submit a response.

B. BASIS OF REJECTION

Proposals may be rejected for any reason including but not limited to not meeting the minimum eligibility requirements identified in Section 3.H of this RFP.

C. NON-RELIANCE LETTER

All parties will be required to sign **Appendix G-2 - Non-Reliance Letter** if they qualify for the initial shortlist.

D. POST-BID NEGOTIATION

PacifiCorp will further negotiate both price and non-price factors following issuance of the initial shortlist as part of the contract negotiation in Phase II. PacifiCorp will also include in its evaluation any factor that may impact the total cost of a resource, including but not limited to all of the factors used in the final shortlist cost analysis plus consideration of accounting treatment and potential effects due to rating agency treatment, if applicable. Post-bid negotiation will be based on PacifiCorp's cost assessment. PacifiCorp will continually update its economic and risk evaluations until both parties execute a definitive agreement for a selected resource acceptable to PacifiCorp in its sole and absolute discretion.

PacifiCorp has no obligation to enter into any agreement with any bidder to this RFP and PacifiCorp may terminate or modify this RFP at any time without liability or obligation to any bidder. In addition, this RFP does not in any way prevent PacifiCorp from entering into any agreement that PacifiCorp deems prudent, in PacifiCorp's sole discretion, at any time before, during, or after this RFP process is complete. Finally, PacifiCorp reserves the right to negotiate only with those entities that propose transactions that PacifiCorp believes in its sole discretion have a reasonable likelihood of being executed.

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E. SUBSEQUENT REGULATORY ACTION

Unless mutually agreed between the parties in a definitive agreement or unless required by actual (or proposed) law or regulatory order, PacifiCorp does not intend to include a contractual clause whereby PacifiCorp is allowed to adjust contract prices in the event that an entity who has regulatory jurisdiction over PacifiCorp does not fully recognize the contract prices in determining PacifiCorp's revenue requirement. As of the issuance date for this solicitation, PacifiCorp is unaware of any such actual law or regulatory order.

APPENDICES

APPENDIX A 2020AS RFP Project Technical Specification for BTAs

APPENDIX B-1 Notice of Intent to Bid

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APPENDIX L Non-Price Scoring Matrix

APPENDIX M Role of the Independent Evaluator

APPENDIX N PacifiCorp's Organization for RFP Process

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APPENDIX A

2020AS RFP Project Technical Specification for BTAs

[INCLUDED AS SEPARATE ATTACHMENTS]

Project technical specifications are provided in four categories:

1. General Technical Specification pertaining to all BTA bids
2. Wind Technical Specifications pertaining to all wind resource BTA bids
3. Solar Technical Specifications pertaining to all solar resource BTA bids
4. Battery Storage Technical Specifications pertaining to all battery storage BTA bids

PacifiCorp will provide any additional Technical Specifications for BTA bids with other resource types upon Notice of Intent to bid submittal.

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APPENDIX B-1

Notice of Intent to Bid

Bidders who intend to be considered as part of the 2020AS RFP process must return complete:

1. **Appendix B-1 – Notice of Intent to Bid Form,**
2. **Appendix D - Bidder's Credit Information,** and
3. **Appendix G-1 - Confidentiality Agreement,** as set forth below.

Bidders shall submit an electronic copy of **Appendix B-1, Appendix D,** and **Appendix G-1** to the following PacifiCorp and IE's email addresses, no later than **5:00 p.m. Pacific Prevailing Time on Monday, July 20, 2020.**

Email:

PacifiCorp	RFPAllSource@PacifiCorp.com
Utah IE – Merrimack Energy	MerrimackIE@merrimackenergy.com
Oregon IE – PA Consulting	2020AS_IE@PAConsulting.com

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Notice of Intent to Bid Form

This is to declare that the undersigned intends to respond to PacifiCorp's 2020 All Source Request for Proposals, (2020AS RFP). If multiple facilities are being bid, please provide one Notice of Intent to Bid for each facility. A facility may have multiple bids alternatives (i.e., solar facility with PPA term of 20 years and 25 years).

2020 All Source Request for Proposals (2020AS RFP)

	Base Bid	Bid Alternative
Bidder Company (legal entity of intended signatory to a contract)		
Company Ownership (direct and indirect owners of Company; include organizational chart)		
Contact Person		
Mailing Address		
Phone(s)		
Email		
Project / Facility Name		
Resource type		
Storage type, if included		
Structure: BTA, PPA, BESS		
If a PPA or PPA with BESS, indicate term in years		
Size of each bid asset in MW capacity (nominal)		
Location (County, State)		
GPS coordinates		
Proposed point of interconnection to PacifiCorp's system or if off-system, proposed point of delivery		
PacifiCorp interconnection queue #		
Estimated Commercial Operation Date (month/year)		

PacifiCorp Affiliate Certification

By signing below Bidder represents that (a) neither Bidder Company nor any affiliate of Bidder Company has an affiliate relationship (whether by ownership, joint venture or other association) with PacifiCorp or any PacifiCorp affiliate; (b) the proposed bid(s) is for power generated by facilities that are not owned by, or otherwise associated with PacifiCorp, or any PacifiCorp affiliate. For purposes of this certification, PacifiCorp affiliates include any affiliates of Berkshire Hathaway, Inc. A list of Berkshire Hathaway, Inc., affiliates will be provided upon request.

Authorized Signature

Print Name

Title

Date

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APPENDIX B-2

Instructions and Information Required in Bid Proposals

This **Appendix B-2** describes PacifiCorp's expectations and requirements for the 2020AS RFP bids. In general, PacifiCorp expects bidders to provide any information that could impact the cost, reliability, dispatch frequency, or output capability of a resource. **Appendix E-1 - PPA Instructions to Bidder** and **Appendix F-1 – BTA Instructions to Bidder** provide additional detail on bid document deliverables. Due to differences between PPA and BTA bids, bidders should pay strict attention to instructions to ensure bids are in compliance with the instructions as outlined. For example, certain items in **Appendix B-2** will only apply to BTA proposals (as explained in the instruction document).

Bid Checklist

Each bidder must provide complete information as requested. Applicable appendices, forms and attachments are outlined in the Bid Checklist table below that are required in the bid submittal. Specific appendices to include in the bid submittal are shown in column C for the applicable bid structure type in Column D or E.

Bid Checklist Table

A	B	C	D	E
	2020AS RFP Bid Applicability	Bid must include completed Appendix	Applicable to	
Appendix A	Resource Technical Specification		PPA or BSA	BTA
<i>Appendix A-2</i>	<i>Interconnection Agreement, if available</i>	X	X	X
<i>Appendix A-3</i>	<i>Permit-Matrix</i>	X	X	X
<i>Appendix A-5</i>	<i>Project One-Line Drawing and Layout</i>	X	X	X
<i>Appendix A-6</i>	<i>Division of Responsibility</i>	X		X
<i>Appendix A-7</i>	<i>Owner Standards and Specification</i>			X
<i>Appendix A-9</i>	<i>Product Data- Equipment Supply Matrix</i>	X	X	X
<i>Appendix A-10</i>	<i>Plant Performance Guarantee/Warranties</i>	X		X
Appendix B-1	Intent to Bid Form as submitted	X	X	X
Appendix B-2	Information Required in Bid Proposal		X	X
Appendix C-1	Bid Summary and Pricing Input Sheet Instructions		X	X
Appendix C-2	Bid Summary and Pricing Input Sheet	X	X	X
Appendix C-3	Third-Party Energy Performance Report	X	X	X
Appendix E-1	PPA Instructions to Bidders		X	
Appendix E-2	Redline to PPA and exhibits (PPA or PPA w/ BESS)	X	X	
Appendix E-3	Redline to BSA and exhibits	X	X	
Appendix F-1	BTA Instructions to bidders			X
Appendix F-2	Redline to BTA Term Sheet	X		X
Appendix G-1	Confidentiality Agreement	X	X	X
Appendix J	PacifiCorp Transmission Waiver	X	X	X
Appendix K	General Services Contract-O&M Services	X		X

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PROPOSAL FORMAT

PacifiCorp is requesting that bidders conform to the following format for presenting their bid information:

Section 1 - Executive Summary of Proposal - The executive summary section should provide an overall description of the proposal and its key benefits and advantages to PacifiCorp. It should include a general description of the technology, location, and business arrangement for the bid including a pricing summary for the bid and bid alternatives. Bidder must confirm the terms and conditions of their proposal will remain effective through April 22, 2021. Failure of a bidder to honor the terms and conditions of its proposal for the period stated in its executive summary may result in the bidder being disqualified as a bidder in future RFPs.

Section 2 – Resource Description - This section should provide a description of the resource, including:

- Description of technology and configuration including:
 - i. Resource type
 - ii. Storage type if applicable
 - iii. Description of type of generation and/or storage equipment
 - iv. Manufacturers of major equipment (Bidders should complete **Appendix A-9 Product Data Equipment Supply Matrix**).
 - v. Date of manufacture or age of major equipment
 - vi. Hours of operation and major maintenance performed for any previously owned/operated equipment

- Appropriate appendices contained in **Appendix A - Resource Technical Specification** for PPA, BSA, and BTA bids.

PPA, BSA, and BTA bidders must provide submittals for and fulfill the requirements of:

- i. **Appendix A-2 Interconnection Agreement**, if available
- ii. **Appendix A-3 Permit Matrix**,
- iii. **Appendix A-5 Project One-Line Drawing and Layout**,
- iv. **Appendix A-9 Product Data-Equipment Supply Matrix**.

BTA bidders are also required to provide submittals for or narrative describing conformance to:

- i. **Appendix A-6 Division of Responsibility**
- ii. **Appendix A-7 Owners Standards and Specifications**
- iii. **Appendix A-10 Plant Performance Guarantee/Warranty**

- Completed tabs in **Appendix C-2 - Bid Summary and Pricing Input Sheet**, an excel spreadsheet which contains ten (10) tabs, as further described in **Appendix C-1**. Bidders providing multiple alternatives must provide a copy of **Appendix C-2 – Bid Summary and Pricing Input Sheet** for each alternative.
- Site layout description and location including GPS coordinates.

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- Demonstration of site control for the project excluding right-of-way or easements for transmission, roads, or access to the site.
- Information regarding location and transmission availability, if applicable for off-system resource.
- Status of interconnection arrangements (location, transmission provider and control area). The interconnection arrangements should be provided in more detail under Section 6 – Interconnection and Transmission Service of the bid proposal.
- Status of transmission service agreement for off-system bids, if applicable.
- Expected and guaranteed annual energy production in megawatt-hours (MWh).
- Expected generation on a 12 month by 24 hour basis (i.e. a representative day for each month of the year).
- Annual percent (%) degradation of the annual energy production, if any.
- Estimated annual availability and any guaranteed minimum annual availability.
- Operating limits or any limits on the number of hours the resource may be operated per year or unit of time.
- Bidder must provide a forecasted energy performance analysis prepared by an independent third party engineering firm as further described in **Appendix C-3 - Third-Party Energy Performance Report** for the type of resource proposed.
- Project schedule, listing tasks and milestones with estimated completion dates.
- Description of financing plan, if any.
- Terms of warranties and/or guarantees on major equipment.
- Description of operation and maintenance plan and services.

Section 3 - Bidder's Qualifications – Information in this section should include the information bidder supplied from **Appendix D – Bidder's Credit Information** in the Intent to Bid submittal. This section should include, but not be limited to, the following information:

- Corporate structure and primary and secondary businesses including all legal entity names.
- Location of offices.
- Biographies of key officers.
- Developer projects and independent power supply ventures participated in the last three to five years.
- At least one primary contact and one back-up contact (name, telephone number and e-mail address) for each project or power supply venture referenced in the bidder's proposal (for reference purposes).
- Description of any current or previous contract dispute(s) involving similar projects in which the bidder is or was involved during the last five years.
- Separate descriptions, as appropriate, for each member of a consortium or partnership of two or more firms and the relationship between the firms for this proposal.

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Section 4 - Financial Information – Briefly summarize information provided pursuant to **Appendix D – Bidder’s Credit Information**.

Section 5 - Pricing Proposal and Pro Forma Project Financing – Describe in detail the pricing proposal, including the use of any index, escalation factors, or other costs to PacifiCorp. BTA bids must provide pro forma financial projections showing cash flow, income statement, and balance sheet, application of tax credits, incentives or grants, sources and uses of funds, construction draw schedule, and include all financing assumptions. At a minimum the pro forma financial projections should include the following:

- Expected annual energy production¹ and revenue.
- Annual operating expenses including operations and maintenance costs, G&A expenses, land leases, royalty payments, property taxes, insurance and other expenses.
- Transmission service and ancillary services costs (if any).
- Debt service.
- Debt coverage ratios (by year).
- Depreciation.
- Taxes and tax credits, incentives, grants.
- Working capital requirements.
- Net income.
- Equity rate of return.

Section 6 – Interconnection & Transmission Service - Each proposal must include a description of the location of its proposed interconnection facilities, distribution or transmission facilities, including proposed delivery points. See **Appendix A-5 - Project One-Line Drawing and Layout**. Bidders should be aware of any transmission requirements or specifications that could affect their equipment selection and costs and take those specifications into consideration in preparing their bid submittal. Bidders should review and understand the North America Electric Reliability Corporation (NERC) guidelines regarding technical requirements and modeling for renewables.² A more detailed description of operating requirements and specifications is included in **Appendix A - Technical Specification** by resource type.

Bids with projects directly interconnected to PacifiCorp’s system. The cost for any direct assigned and transmission network upgrades associated with the interconnection of a proposed project to PacifiCorp’s transmission system is not a minimum requirement and is excluded from the initial shortlist price evaluation.

Bidders will however, be required to meet the minimum eligibility requirement demonstrating that its project bid conforms with the project’s interconnection documentation, which could be: (a) an accepted interconnection request, as long as it was submitted by the interconnection customer to PacifiCorp’s transmission function on or before January 31, 2020; (b) a serial-queue interconnection study documentation if the bidder has the option to keep that documentation under the parameters of PacifiCorp’s proposed interconnection queue reform transition process; or (c) an executed LGIA.

Bids not directly interconnected to PacifiCorp’s system. Off-system bidders must include the following in their bid; (a) an unredacted interconnection system impact study with its third party transmission interconnection provider demonstrating interconnection is achievable on or before

¹ Expected Annual Energy production must be the same value used in other parts of this proposal.

² NERC, Improvements to Interconnection Requirements for BPS-Connected Inverter-Based Resources, September 2019

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December 31, 2024, and (b) documentation of the availability of, and request for, long-term, firm third-party transmission service from the resource's point of interconnection with the third party's system to a proposed point of delivery acceptable by PacifiCorp on PacifiCorp's system.

Section 7 – Environmental and Siting – The bidder is exclusively and entirely responsible for meeting and satisfying all federal, state and local permits, licenses, approvals and/or variances required to assure physical delivery of energy in accordance with any PPA or BTA. Bidder must identify all applicable permits that bidder has secured or will be required to receive in order to construct and operate the facility as outlined in **Appendix A-3 – Permit-Matrix**. Bidders must furnish applicable detailed project site, interconnection and electric distribution/transmission information, a description of all required permits, and a project timeline so PacifiCorp can assess site suitability, schedule risk, and project viability. The proposed site(s) must clearly be shown on a United States Geological Survey (USGS) 7.5-minute series map.

Bidder must provide information on any scoping, feasibility and other associated studies conducted to assess environmental impacts and to obtain necessary permits. This information must include all studies related to wildlife (including protected species, such as those protected under the federal Endangered Species Act, federal Bald & Golden Eagle Protection Act, federal Migratory Bird Treaty Act and applicable state laws), archeological, vegetation, hydrological, geotechnical, visual, noise, air quality, and other environmental impacts related to the project. Impacts to designated wilderness, national and state parks, and other protected areas should be noted. The studies provided by bidder should describe the methodologies for such studies and identify the person(s) or firm(s) who conducted and completed the work. If such studies are in progress, bidder should describe the scope and schedule for completion and identify the person(s) or firm(s) doing the studies and methodologies to be employed. Bidder should describe measures that will be taken to minimize the potential for environmental, wildlife, visual and cultural impacts of the project. Finally, bidder should discuss plans to engage community and environmental stakeholders to support the proposed project.

To the extent applicable, the bidder should clarify the following information with respect to any proposed facility site (see **Appendix A – Technical Specifications** for additional detail applicable to specific resource type):

- i. List of studies conducted; required environmental, construction and other regulatory permits and timelines.
- ii. Prevailing noise ordinance at the site and expected sound level (A-weighted) at the site boundary.
- iii. Proposed site plans, layouts, elevations or other aspects of the facility.
- iv. Types of transportation access required.
- v. Characterization of the area surrounding the site including a description of local zoning, flood plain information (100 yr. & 500 yr.), existing land use and setting (woodlands, grasslands, agriculture, etc.).
- vi. Proximity and extent of nearest wetlands and description of types of all types of all nearby wetlands and water bodies, including any proposed impacts.
- vii. Information on fish, avian species and other wildlife and vegetation inhabiting the area of the project.
- viii. Proximity to nearest endangered or threatened or critical species habitat and information on all nearby endangered or threatened species which could potentially be impacted, including species protected under the federal Bald and Golden Eagle Protection Act and the federal Migratory Bird Treaty Act.

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- ix. Proximity to nearest historical or archaeological resources and all nearby historical or archaeological resources which could potentially be impacted.
- x. Location and distance to population centers which could be impacted.
- xi. Expected site ambient temperature extremes and verification that freeze protection will be provided if necessary.

Section 8 – Contract Terms – Bidder must identify with specificity any exceptions to the terms of the PPA documents, the BSA, or the BTA Termsheet, as applicable, as provided in **Appendix E-2 Power Purchase Agreement (PPA) Documents, Appendix E-3 Battery Storage Agreement (BSA) Documents** or **Appendix F-2 Build Transfer Agreement (BTA) Termsheet**. Bidder should include both a list of exceptions to the terms of the agreement including comments to terms and conditions that bidder has issues with and a mark-up of either of the pro-forma PPA, BSA, or the BTA term sheet. Bidders objecting to terms should provide suggested alternate language and provide context to the objection for PacifiCorp to evaluate the alternate language. Conformity to those documents is strongly encouraged and significant revisions and exceptions to the pro-forma PPA, BSA, or BTA Termsheet will influence PacifiCorp’s non-price evaluation of the bid.

Section 9 – O&M Services Contract Terms (BTA Option Only) – BTA bidders must provide a comprehensive listing/description of all contract terms that the bidder would seek during contract negotiations regarding operating and maintenance services for the asset. Bidder may supply a markup of the documents found in **Appendix K - General Services Contract-Operations & Maintenance Services for Project** with their proposal, **although conformity to those documents is strongly encouraged**. Bidders objecting to terms are encouraged to provide suggested alternate language and provide context to the objection for PacifiCorp to evaluate the language.

APPENDIX C-1

Bid Summary and Pricing Input Sheet (Instructions)

General Bid Summary Instructions for PPA and BTA.

Bidder should complete and submit **Appendix C-2 - Bid Summary and Pricing Input Sheet**. This is an Excel-based worksheet that covers bid summary information, energy production profile, and pricing for bid type and category as described in Table 1 of the RFP. There are ten (10) tabs on this worksheet:

Tab	Description	Resource Category				Structure		
		Renewable	Renewable plus storage	Standalone Storage	Non-Renewables	PPA	BTA	BSA
1	Data Inputs	X	X	X	X	X	X	X
2	8760 First Year Generation Profile	X	X			X	X	
3	PPA Pricing	X	X	X	X	X		
4	Battery Pricing & Ops		X	X				X
5	Non-Renewable Price Schedule				X	X		
6	BTA Pricing	X	X		X		X	
7	Non-Renewable Site Info				X	X	X	
8	Startup Parameters				X	X	X	
9	Expected Performance				X	X	X	
10	Additional Data	X	X	X	X	X	X	X

Power Purchase Agreement

1. Bidder's submitting PPA bids shall provide the information requested in **tabs 1, 2 and 3** in the **Appendix C-2** spreadsheet.
2. Non-renewable bids would include **tabs 1, 3 and 5** in the **Appendix C-2** spreadsheet.
3. **Tab 10** can be used for any additional information to support bid.

Battery Storage Agreement

1. BSA bids shall provide the information requested in **tabs 1, 2, 3 and 4** in the **Appendix C-2**.
2. **Tab 10** can be used for any additional information to support bid.

Build-Transfer Agreement

1. For renewable BTA, bidders shall complete **tabs 1, 2 and 6** in the **Appendix C-2**.
2. For non-renewable BTA, bidders shall complete **tabs 1, 6, 7, 8, and 9** in the **Appendix C-2**.
3. **Tab 10** can be used for any additional information to support bid.
4. Operating Expenses: Please provide complete information on the following, including any assumptions made on a forward basis (e.g., escalation rates):
 - Warranty Period and Characteristics for the overall project and the major equipment.

- Annual O&M – Facilities, \$ per year.
- Annual O&M - Substation/Interconnection, \$ per year.
- Auxiliary services electric energy costs, \$ per year.
- Land Lease costs (describe), \$ per year.
- Royalty payments (describe), \$ per year and/or \$/MWh.
- Property Tax.
 - a. Expected Rate %
 - b. Rate Escalation %
 - c. Initial Cost Assessed Value \$000
 - d. Replacement Cost Escalation %
 - e. Depreciation Method
- Any property in lieu of taxes (PILOT) or other grants.

Additional Information

Bidder should provide any other information considered to be germane to PacifiCorp's analysis of bidder's submittal.

APPENDIX C-2

Bid Summary and Pricing Input Sheet

(Provided as separate electronic spreadsheet)

APPENDIX C-3

Third Party Energy Performance Report

Bidder must provide the expected performance of the resource as it varies with ambient conditions and other factors that will impact the performance of the resource. To the extent pricing, capability and/or availability vary based on specific characteristics of the facility and/or ambient conditions, the bidder must clearly identify that relationship in tabular form.

The energy performance report should detail how it was prepared and also contain the following as applicable for wind and solar:

- All BTA bid submittals must include a minimum of two years of on-site meteorological tower data, converted to an estimated MWh of production on an hourly time scale.
- PPA bid submittals must include a minimum of one year of on-site meteorological tower data, converted to an estimated MWh production on an hourly time scale.

Wind

1. General Site Data
 - a. How was the wind data collected, certified and correlated to the reference points?
 - b. Who provided the wind data analysis service?
 - c. What is reference height, or heights, of the meteorological data?
 - d. How was the wind data adjusted for the turbine hub height?
 - e. What is the estimated wind shear and how was the wind shear calculated?
 - f. What is the accuracy of the wind and energy forecast?
 - g. What is the basis year of the underlying data? Are the references years high, low, or average years?
 - h. How was generation output calculated from the meteorological data?
 - i. Identify the specific de-ratings included in the energy forecast (wind array losses, line losses, blade degradation, site elevation, etc.)?
2. Energy Production Estimate
 - a. Predicted hub height mean wind speed and gross and net energy production for the full project.
 - b. Predicted long-term site air density.
 - c. Turbine power curve employed and description of any adjustments made to the power curve.
 - d. Description of methodology employed to calculate energy losses due to array effects
 - e. Clear breakdown of applied energy loss factors.
 - f. Monthly and diurnal pattern of predicted energy production with an explanation of the variation.
 - g. Analysis of the uncertainty associated with the predictions provided in the assessment.
3. Bidders may be asked to provide the following:
 - a. Site Wind Data
 - i. Raw hourly or ten-minute wind speed and direction data.
 - ii. Description of equipment used to record data.
 - iii. Calibration certificates for equipment.
 - iv. Conversion factors (e.g. m/s per Hz) applied in recording wind speeds.
 - v. Maintenance records for the monitoring equipment.
 - vi. Location, height and orientation relative to mast of all sensors.

- b. Reference Wind Data
 - i. Hourly or ten-minute wind speed and direction data.
 - ii. Description of equipment used to record data.
 - iii. Calibration certificates for equipment.
 - iv. Maintenance records for the monitoring work.
 - v. Location, height and orientation relative to mast of all sensors.
- c. Wind Project Information
 - i. Layout of wind project turbine array using latitude and longitude co-ordinates.
 - ii. Detailed topographic maps of project area with all mast and turbine locations.
- d. Verification and Analysis
 - i. Details of instrument configurations and measurement periods for each site mast and reference station.
 - ii. Summary of mast maintenance records and explanations for significant periods of missing data.
 - iii. Data recovery rates and measured monthly means for masts employed in the assessment.
- e. Prediction of Wind Regime
 - i. Description of methodology employed to adjust measured wind speeds on site to the long-term.
 - ii. Correlation plots and coefficients for relevant correlations in the assessments.
 - iii. Predicted long-term mean wind speeds at measurement heights and hub height at all masts employed in the assessment.
 - iv. Annual wind speed and direction frequency distribution for long-term site masts.
 - v. Plot of annual wind rose for long-term site masts.
 - vi. Description of methodology employed to extrapolate mean wind speeds at measurement heights to hub height.
- f. Prediction of Wind Speed Variations
 - i. Description of methodology employed to predict wind speed variations across the site.
 - ii. Details of wind flow modeling employed and any inputs to the model (where applicable).

Solar

Solar bids should address the following:

1. How was the resource data collected, certified and correlated to the reference points?
2. Who provided the data analysis service?
3. What is the accuracy of the raw data for the resource and energy forecast?
4. Was a typical weather year (highly preferred), an average year, or a specific weather year (i.e. 2016) used as the basis of the energy analysis for the project? If a specific weather year or an average of weather years was used, are the reference years high, low, or average years?
5. How the generation output was calculated from the meteorological and solar insolation data.
6. Identify the specific de-ratings included in the energy forecast (i.e., soiling, mismatch, wiring, inverter, transformation losses, etc.)?

Geothermal

Geothermal bids should address the following:

1. Minimum of one production well and one injection well flow results to support the viability and capacity of geothermal resource. For results in excess of three (3) years, summarize the results for all years and provide the detail for the past three (3) years of production well flow tests.
2. Summary of all collected geothermal data for the proposed generating facility site.
3. Characterization the geothermal resource quality, quantity and projected production levels.
4. Graph or table that illustrates the annual and monthly projection of geothermal resources.
5. Description of any other existing geothermal facilities in the resource area and characterize their production and their anticipated impact, if any, on the generating facility.

Biomass and Biogas

Biomass and biogas bids should address the following:

1. Fuel makeup and its source.
2. Third-party resource assessment reports of available fuel for the generating facility and its proximity to the generating facility. Such resource assessments should include a discussion of long-term fuel price risk and availability risk issues.
3. Identify competing resource end-uses.
4. Provide a plan for obtaining the fuel, including a transportation plan.
5. Identify any contracts or option agreements to acquire and transport the fuel.
6. Provide an agreement or option agreement with a fuel source for a period of ten (10) years or greater.

APPENDIX D

Bidder's Credit Information

Please provide the following information with **Appendix B-1 - Intent to Bid Form** to enable PacifiCorp to evaluate the financial viability of the bidder and any entity(ies) providing credit assurances on behalf of the bidder, if applicable.

Bidder's Credit Information

1. Credit information for bidder
 - a. Exact legal name and address of bidder.
 - b. Debt Ratings from S&P and/or Moody's (please provide senior unsecured long term debt rating (or corporate rating if a debt rating is unavailable). Please indicate type of rating, rating, and source.
 - c. Please attach copies of audited financial statements (including balance sheet, income statement, and cash flow statement) for the three most recent fiscal years.
 - d. Identify pending legal disputes (describe).
 - e. Please state whether bidder is or has within the past five (5) years been the debtor in any bankruptcy proceeding.
 - f. If bidder is unable to provide audited financial statements or is relying upon another entity(ies) to provide credit assurances on its behalf, bidder must indicate so here and complete the following section.
 - i. Is bidder unable to provide audited financial statements?
 - ii. Is bidder relying upon another entity(ies) to provide credit assurances on bidder's behalf?
 - g. Bidder should demonstrate its ability and/or the ability of its credit support provider to provide the required security, including its plan for doing so including type of security, sources of security, and a description of its credit support provider.
 - h. Bidder should provide a reasonable demonstration of its ability to finance the proposed project based on past experience and a sound financial plan identifying the proposed sources for debt and equity and evidence that the project is financeable.
2. Credit information for entity(ies) providing credit assurances on behalf of bidder (if applicable)
 - a. Exact legal name and address of entity(ies) providing credit assurances on behalf of bidder.
 - b. Describe relationship to bidder and describe type of credit assurances to be provided (e.g., parental guaranty, cash deposit, or a letter of credit from an acceptable financial institution). Bidder must provide to Company a letter of commitment acceptable to Company from the entity(ies) providing the credit assurances on behalf of the bidder executed by an authorized signatory and indicating the amount and form of credit assurances it will provide. It should be noted that more than one commitment letter, or more than one form of commitment letter, may be necessary.
 - c. Debt Ratings from S&P and/or Moody's (please provide senior unsecured long term debt rating (or corporate rating if a senior unsecured long term debt rating is unavailable). Please indicate type of rating, rating, and source:
 - d. Please attach copies of audited financial statements (including balance sheet, income statement, and cash flow statement) for the three most recent fiscal years.

- e. Describe any pending legal disputes.
- f. Please state whether entity(ies) providing credit assurances on behalf of the bidder is or has within the past five (5) years been the debtor in any bankruptcy proceeding.

Credit Requirements

The bidder may be required to post credit assurances for the applicable bid categories of Power Purchase Agreement (PPA) or Build Transfer Agreement (BTA), each of which will be expected to have a commercial operation date of no later than December 31, 2024.

If necessary, the bidder will be required to demonstrate the ability to post any required credit assurances in the form of a commitment letter from a proposed guarantor or from a financial institution that would be issuing a Letter of Credit. PacifiCorp will require each bidder to provide an acceptable commitment letter(s), if applicable, twenty (20) business days after the bidder is notified that the bidder has been selected for the Shortlist. Bidder will be required to provide any necessary guaranty commitment letter from the entity(ies) providing guaranty credit assurances on behalf of the bidder and/or any necessary letter of credit commitment letter from the financial institution providing credit assurances in the form of a Letter of Credit. Forms of commitment letters are part of this **Appendix D**. The timing of when credit security must be posted is detailed in the Credit Security Requirements Methodology section, which is also part of this **Appendix D**.

Amount of Credit Assurances to be Posted

The RFP selected resources have the potential to expose PacifiCorp and its ratepayers to credit risk in the event a selected bidder is unable to fulfill its obligations pursuant to the terms of an executed agreement. The credit risk profile is a function of several factors:

1. Type of resource agreement.
2. Size of resource.
3. Expected energy delivery start date.
4. Term of underlying contract.
5. Creditworthiness of bidder and bidder's credit support provider, if applicable.

In addition, please note that a financial institution providing credit assurances on behalf of the bidder must be a major U.S. commercial bank and have at all times a Credit Rating of at least 'A' and 'A2' from S&P and Moody's, respectively, and have assets (net of reserves) of at least \$10,000,000,000. Should the financial institution providing credit assurances on behalf of the bidder fail to meet these minimum requirements PacifiCorp will require credit assurances from a replacement financial institution that does meet the requirements.

The Credit Rating is defined as the lower of: x) the most recently published senior, unsecured long term debt rating (or corporate rating if a debt rating is unavailable) from Standard & Poor's (S&P) or y) the most recently published senior, unsecured debt rating (or corporate rating if a debt rating is unavailable) from Moody's Investor Services. If option x) or y) is not available, the Credit Rating will be determined by the Company through an internal process review utilizing a proprietary credit scoring model developed in conjunction with a third party. All bidders will receive a Credit Rating which will be used in determining the amount of any credit assurances to be posted.

Power Purchase Agreement and Battery Storage Agreement

For PPAs and BSAs, PacifiCorp views its potential credit exposure as the cost it would incur in the event the resource failed to reach commercial operation by December 31, 2024 or the bidder failed at any time during the life of the contract. The potential for this cost to change is greater for this resource group due to the term of the underlying contract. PacifiCorp will hold any credit security for a longer period, due to the length of the contract. PacifiCorp has determined the amount of credit assurances required for these types of transactions as **\$200.00/kW**, based upon nameplate project size, to be provided at contract execution. The amount of credit assurances required will be reduced to **\$100.00/kW** upon the project achieving commercial operation date and will be held until the agreement expires.

Build Transfer Agreement

For all resources that involve a physical asset with appropriate step-in rights, PacifiCorp views potential credit exposure as the cost it would incur in the event the resource failed to reach commercial operation by December 31, 2024. If the failure occurred near the expected commercial operation date, PacifiCorp would also potentially have to procure energy and other environmental attributes associated with the energy in the open market at then-prevailing market prices. PacifiCorp has determined the amount of credit assurances required for these types of transactions as **\$200.00/kW**, based upon nameplate project size. The credit assurance requirement will be terminated upon the project achieving commercial operation date with proven production tax credit eligibility of all wind turbine generators.

For PPAs, BSAs, and BTAs, PacifiCorp will also explore with a bidder, if selected, other commercial avenues to reduce security requirements, such as, but not limited to, reduction in security amounts as project development milestones met, a stipulated acceleration of commercial operation date(s) (i.e., prior to October 2024) or PacifiCorp's review of bidder's underlying third party contractual terms, provisions and/or incentives that further support bidder achieving commercial operations prior to December 31, 2024.

Posting of Credit Security

Terms and conditions for the posting of security are set forth in the applicable pro-forma documents or termsheet which as noted above can be negotiated relative to milestones and amounts. If applicable, the bidder will be required to demonstrate the ability to post any required credit assurances in the form of a commitment letter from a proposed guarantor or from a financial institution that would be issuing a Letter of Credit. Forms of commitment letters are a part of this **Appendix D**.

PacifiCorp Security

Please note that PacifiCorp will not post security to support its obligations under any definitive agreement. Bidders who will require such security from PacifiCorp should not submit a proposal under this RFP.

FORM OF GUARANTY COMMITMENT LETTER

(Must be on letterhead of bidder's guarantor)

PacifiCorp
825 NE Multnomah Street, Suite 600
Portland, OR 97232
Attn: Credit Department

To Whom It May Concern:

[NAME OF GUARANTOR] ("Guarantor") is [INSERT RELATIONSHIP TO BIDDER] ("Bidder").

In connection with Bidder's submittal in PacifiCorp's 2020AS Request for Proposals ("RFP"), this commitment letter contains Guarantor's assurance to PacifiCorp that, should PacifiCorp enter into a transaction with Bidder arising out of any bid submitted by Bidder in the RFP, with terms and conditions mutually acceptable to PacifiCorp and Bidder, Guarantor will at that time issue an unconditional guaranty in form and substance reasonably satisfactory to PacifiCorp, and that Guarantor will guarantee all obligations of payment and performance of Bidder to PacifiCorp as Guarantor's independent obligation (up to a maximum amount of \$_____, plus expenses of enforcing the guaranty).

Guarantor understands that PacifiCorp will not enter into a transaction with Bidder without said guaranty. Guarantor further understands that PacifiCorp is under no obligation to enter into any transaction with Bidder, under the RFP or otherwise.

Yours truly,

(name of committing guarantor)
(name and title of authorized officer)

FORM OF LETTER OF CREDIT COMMITMENT LETTER

(Must be on letterhead of entity(ies) providing the letter of credit on behalf of the bidder)

PacifiCorp
825 NE Multnomah Street, Suite 600
Portland, OR 97232
Attn: Credit Department

To Whom It May Concern:

In connection with Bidder's submittal in PacifiCorp's 2020AS Request for Proposals ("RFP"), this commitment letter contains [ISSUING BANK]'s assurance to PacifiCorp that, should PacifiCorp enter into a transaction with Bidder arising out of any bid submitted by Bidder in the RFP, with terms and conditions mutually acceptable to PacifiCorp and Bidder, [ISSUING BANK] will at that time issue an irrevocable standby letter of credit in form and substance reasonably satisfactory to PacifiCorp, up to a maximum amount of \$_____.

[ISSUING BANK] understands that PacifiCorp will not enter into a transaction with Bidder without said letter of credit. [ISSUING BANK] further understands that PacifiCorp is under no obligation to enter into any transaction with Bidder, under the RFP or otherwise.

Yours truly,

(name of entity(ies) providing the letter of credit)
(name of authorized officer)

APPENDIX E-1

PPA and BSA Instructions to Bidders

PPA and BSA Bid Checklist

Each bidder must provide complete information as requested and described in **Appendix B-2 Instructions and Information Required in Bid Proposals**. Applicable appendices, forms and attachments are outlined in the Bid Checklist table below that are required in the PPA and BSA bid submittal.

A	B	C
	2020AS RFP Bid Applicability	Bid must include completed Appendix
Appendix A	Resource Technical Specification	
<i>Appendix A-3</i>	<i>Permit-Matrix</i>	X
<i>Appendix A-5</i>	<i>Project One-Line Drawing and Layout</i>	X
<i>Appendix A-6</i>	<i>Division of Responsibility</i>	
<i>Appendix A-7</i>	<i>Owner Standards and Specification</i>	
<i>Appendix A-9</i>	<i>Product Data- Equipment Supply Matrix</i>	X
<i>Appendix A-10</i>	<i>Plant Performance Guarantee/Warranties</i>	
Appendix B-1	Intent to Bid Form as submitted	X
Appendix B-2	Information Required in Bid Proposal	X
Appendix C-1	Bid Summary and Pricing Input Sheet instructions	
Appendix C-2	Bid Summary and Pricing Input Sheet	X
Appendix C-3	Third-Party Energy Performance Report	X
Appendix E-1	PPA Instructions to Bidders	
Appendix E-2	Redline to PPA and exhibits	X
Appendix E-3	Redline to BSA and exhibits, if applicable	X
Appendix F-1	BTA Instructions to bidders	
Appendix F-2	Redline to BTA Term Sheet	
Appendix G-1	Confidentiality Agreement	X
Appendix J	PacifiCorp Transmission Waiver	X
Appendix K	General Services Contract-O&M Services	

Appendix E-2

Power Purchase Agreement (PPA) Documents Including PPA Appendices

[INCLUDED AS A SEPARATE ATTACHMENT]

Appendix E-2 contains two forms of PPAs:

1. PPA for renewable or non-renewable / No BESS: Renewable pertains to wind, solar and other renewables. PPA is footnoted to identify terms and conditions that would be removed to accommodate a non-renewable PPA.
2. PPA for renewable plus BESS.

Appendix E-3

Battery Storage Agreement (BSA) Documents

[INCLUDED AS A SEPARATE ATTACHMENT]

Standalone Battery Storage Termsheet

APPENDIX F-1

BTA Instructions to Bidders

BTA Bid Checklist

Each bidder must provide complete information as requested and described in **Appendix B-2 Instructions and Information Required in Bid Proposals**. Applicable appendices, forms and attachments are outlined in the Bid Checklist table below that are required in the BTA bid submittal.

A	B	C
	2020AS RFP Bid Applicability	Bid must include completed Appendix
Appendix A	Resource Technical Specification	
<i>Appendix A-3</i>	<i>Permit-Matrix</i>	X
<i>Appendix A-5</i>	<i>Project One-Line Drawing and Layout</i>	X
<i>Appendix A-6</i>	<i>Division of Responsibility</i>	X
<i>Appendix A-7</i>	<i>Owner Standards and Specification</i>	X
<i>Appendix A-9</i>	<i>Product Data- Equipment Supply Matrix</i>	X
<i>Appendix A-10</i>	<i>Plant Performance Guarantee/Warranties</i>	X
Appendix B-1	Intent to Bid Form as submitted	X
Appendix B-2	Information Required in Bid Proposal	X
Appendix C-1	Bid Summary and Pricing Input Sheet instructions	
Appendix C-2	Bid Summary and Pricing Input Sheet	X
Appendix C-3	Third-Party Energy Performance Report	X
Appendix E-1	PPA Instructions to Bidders	
Appendix E-2	Redline to PPA and exhibits	
Appendix E-3	Redline to BSA and exhibits, as applicable	
Appendix F-1	BTA Instructions to bidders	
Appendix F-2	Redline to BTA Term Sheet	X
Appendix G-1	Confidentiality Agreement	X
Appendix J	PacifiCorp Transmission Waiver	X
Appendix K	General Services Contract-O&M Services	X

APPENDIX F-2

Build Transfer Agreement (BTA) Documents

[INCLUDED AS SEPARATE ATTACHMENTS]

For the 2020AS RFP, Appendix F-2 is a term sheet with major terms and conditions that will be applicable in the negotiated BTA.

APPENDIX G-1

Confidentiality Agreement

MUTUAL CONFIDENTIALITY AGREEMENT

This MUTUAL CONFIDENTIALITY AGREEMENT (this "Agreement") is entered into as of the ___ day of _____, 2020 (the "Effective Date"), by and between PacifiCorp, an Oregon corporation ("PacifiCorp"), and _____ ("Counterparty").

WHEREAS, Counterparty is submitting a bid in response to PacifiCorp's 2020AS Request for Proposals (the "Bid"), and in connection therewith the parties wish to exchange certain Confidential Information (as hereinafter defined).

NOW, THEREFORE, in consideration of the above and the mutual promises herein contained, the parties hereto agree as follows:

1. Confidential Information. "Confidential Information" means information made available by one party (the "Disclosing Party") to the other (the "Recipient") on or after the Effective Date, that is in a writing marked conspicuously as "CONFIDENTIAL," and is any of the following in relation to the Bid or PacifiCorp's evaluation of the Bid: (a) non-public financial information of the Disclosing Party or its proposed guarantor, if any, (b) the specifics of the price and business terms and conditions of the Bid; or (c) documentation exchanged between the parties pertaining to PacifiCorp's evaluation of the Bid or negotiation with Counterparty on a definitive agreement in relation to the Bid. Confidential Information does not include information which at the time of disclosure: (x) is generally available to the public (other than as a result of disclosure by Recipient), (y) was available to Recipient on a non-confidential basis from a source other than a Disclosing Party not actually known by Recipient to be under a duty of confidentiality to a Disclosing Party, or (z) independently developed by Recipient without reliance on the Confidential Information.

2. Confidentiality; Disclosure.

(a) Until the establishment of a docket or proceeding relating to the Bid before any public service commission, public utility commission, or other agency having jurisdiction over PacifiCorp, the Confidential Information will be kept confidential by Recipient and will not be used knowingly for any purpose by Recipient other than for the purpose set forth above and Recipient must restrict the dissemination of the Confidential Information to its employees who have a need to see it.

(b) Upon the establishment of a docket or proceeding relating to the Bid before any public service commission, public utility commission, or other agency having jurisdiction over PacifiCorp, Recipient's obligations to Disclosing Party with respect to the Confidential Information will automatically be governed solely by the rules and procedures governing such docket and not by this Agreement.

3. Protective Order. Except as provided in Section 2(b) of this Agreement, if Recipient becomes legally compelled to disclose any Confidential Information, it must provide Disclosing Party with

prompt prior written notice so that Disclosing Party may seek a protective order or other appropriate remedy. If such protective order or other remedy is not obtained, Recipient must (i) furnish only that portion of the Confidential Information which, in accordance with the advice of its own counsel, is legally required to be furnished, and (ii) exercise reasonable efforts to obtain assurances that confidential treatment will be accorded the Confidential Information so furnished. Notwithstanding the foregoing, and without limiting Section 2(b), the parties acknowledge that PacifiCorp is required by law or regulation to report certain information that could embody Confidential Information from time to time, and may do so from time to time without providing prior notice to Counterparty. Such reports include models, filings, and reports of PacifiCorp's net power costs, general rate case filings, power cost adjustment mechanisms, FERC-required reporting such as those made on FERC Form 1, Form 12, or Form 714, market power and market monitoring reports, annual state reports that include resources and loads, integrated resource planning reports, reports to entities such as the North American Electric Reliability Corporation, Western Electricity Coordinating Council, Pacific Northwest Utility Coordinating Committee, Western Regional Generation Information System, or similar or successor organizations, or similar or successor forms, filings, or reports, the specific names of which may vary by jurisdiction, along with supporting documentation. Additionally, in regulatory proceedings in all state and federal jurisdictions in which it does business, PacifiCorp will from time to time be required to produce Confidential Information, and may do so without prior notice and use its business judgment in its compliance with all of the foregoing and the appropriate level of confidentiality it seeks for such disclosures.

4. Conduct of Process. Neither PacifiCorp nor Counterparty is under any obligation, and each party is free to elect not to consummate an agreement or to furnish or receive information. Nothing contained in this Agreement will prevent PacifiCorp from negotiating with or entering into a definitive agreement with any other person or entity without prior notice to Counterparty. Until PacifiCorp and Counterparty enter into a definitive agreement, no contract or agreement or other investment or relationship is deemed to exist between them as a result of this Agreement, the issuance of a term sheet, the issuance, receipt, review or analysis of information, the negotiation of definitive documentation, or otherwise, and none of the foregoing may be relied upon as the basis for an implied contract or a contract by estoppel.

5. Intellectual Property Rights. Nothing contained herein grants any rights respecting any intellectual property (whether or not trademarked, copyrighted or patented) or uses thereof.

6. Costs and Expenses. Except as otherwise provided in any other written agreement between the parties, the parties will bear their own costs and expenses, including without limitation fees of counsel, accountants and other consultants and advisors.

7. Remedies. Disclosing Party is entitled to equitable relief, including injunction and specific performance, in the event of any breach hereof, in addition to all other remedies available to it at law or in equity. In no event will any party be liable to the other for punitive or consequential damages for any alleged breach hereof. No failure or delay by a party in exercising any right, power or privilege hereunder will operate as a waiver, nor will any single or partial exercise or waiver of a right, power or privilege preclude any other or further exercise thereof. TO THE FULLEST EXTENT PERMITTED BY LAW, EACH OF THE PARTIES HERETO WAIVES ANY RIGHT IT MAY HAVE TO A TRIAL BY JURY IN RESPECT OF LITIGATION DIRECTLY OR INDIRECTLY ARISING OUT OF, UNDER OR IN CONNECTION WITH THIS AGREEMENT. EACH PARTY FURTHER WAIVES ANY RIGHT TO CONSOLIDATE ANY ACTION IN WHICH A JURY TRIAL HAS BEEN WAIVED WITH ANY OTHER ACTION IN WHICH A JURY TRIAL CANNOT BE OR HAS NOT BEEN WAIVED. SUCH WAIVERS WILL SURVIVE THE EXPIRATION OR TERMINATION OF THIS AGREEMENT.

8. Venue and Choice of Law. This Agreement is governed by the laws of the State of Oregon. Any suit, action or proceeding arising out of the subject matter hereof, or the interpretation, performance or breach hereof, will be instituted in any State or Federal Court in Multnomah County, Oregon (the "Acceptable Forums"). Each party agrees that the Acceptable Forums are convenient to it, and each party irrevocably submits to the jurisdiction of the Acceptable Forums, and waives any and all objections to jurisdiction or venue that it may have any such suit, action or proceeding.

9. Miscellaneous. The term of this Agreement is two years from the date hereof. This Agreement constitutes the entire agreement of the parties relating to its subject matter, and supersedes all prior communications, representations, or agreements, verbal or written. This Agreement may only be waived or amended in writing. Notices hereunder must be in writing and become effective when actually delivered. This Agreement may be executed in counterparts, each of which, when taken together, will constitute one and the same original instrument. Neither party may assign or otherwise transfer its rights or delegate its duties hereunder without the prior written consent of the other party, and any attempt to do so is void.

IN WITNESS WHEREOF, the undersigned parties have executed this Mutual Confidentiality Agreement as of the date first written above.

PACIFICORP
an Oregon corporation

a

By: _____
Its: _____

By: _____
Its: _____

APPENDIX G-2

Non-Reliance Letter

825 N.E. Multnomah
Portland, Oregon 97232
(503) 813-5000

Date

[Name]

[Address]

Re: PacifiCorp's 2020AS Request for Proposals Renewable Resources

Dear [_____]:

This letter clarifies PacifiCorp's rights relating to its further evaluation and discussion of your possible involvement with _____ ("Counterparty") proposal submitted in response to PacifiCorp's Request for Proposals ("RFP") (collectively with Counterparty's proposal and all matters relating thereto, the "Project") and any subsequent negotiations regarding the terms of any agreement or agreements entered into with you or any other party in connection with the Project. PacifiCorp will agree to enter into further discussions with you only upon your prior acknowledgement of these rights. "You" and similar words (whether or not capitalized) refer to the addressee of this letter, Counterparty, and any Project development entity or other affiliate of the addressee in any way involved in the Project.

PacifiCorp is committed to following a fair process in selecting the winning proposal. However, PacifiCorp reserves the right, in its sole discretion, to terminate the consideration of the Project and any discussions with you or any other parties (such as your lenders) relating to the Project at any time and for any reason without incurring any liability for costs or expenses incurred by you in the course of, or as a result of, your participation in the bidding process or negotiations respecting the Project, including but not limited to any costs or expenses related to or arising from the preparation or submission of your proposal, your legal fees, transmission or environmental studies or reviews, expenses of any third party incurred at your behest, your participation in discussions with PacifiCorp, the Project, or any development costs incurred by you in connection with this process. The submission of a proposal by Counterparty and PacifiCorp's decision to engage in further discussions with you does not constitute acceptance of the Project, and will not obligate PacifiCorp to accept or to proceed further with the Project. The acceptance of any proposal and the commencement of the Project are contingent on a number of factors, including but not limited to financial and creditworthiness considerations, strategic decisions, resource planning, regulatory approvals, and the approval of PacifiCorp's board of directors and/or shareholders. PacifiCorp makes no representation as to the likelihood of Counterparty's proposal being accepted or of the Project being commenced and, if PacifiCorp decides not to accept Counterparty's proposal or the Project, you hereby

fully and forever release and discharge PacifiCorp of all liability whatsoever, whether arising from your alleged reliance on PacifiCorp's acceptance of the Project or any part thereof or whether based upon any other action or claim in tort, contract, promissory estoppel, equity, negligence or intentional conduct, and PacifiCorp will not be liable for any amount of liability or damages, including but not limited to any amounts for incidental, special, consequential or punitive damages.

PacifiCorp reserves the right to engage in discussions with multiple parties simultaneously with respect to this RFP or any other matter, and to accept or reject any type of proposal of any party in its sole discretion. PacifiCorp also reserves the rights to reject all proposals relating to this RFP, and to pursue any other course it deems appropriate, including without limitation the development of a cost-based, self-build alternative.

PacifiCorp will have no obligations to you with respect to the Project unless and until the execution by all applicable parties of one or more definitive written agreements (the "Definitive Agreements") in form and substance satisfactory to the parties entering into such Definitive Agreements and then only to the extent stated therein. No contract will nor will be deemed to exist, whether by estoppel or otherwise, in any other way than execution and delivery (if ever) of the Definitive Agreements. The execution (if any) of any Definitive Agreements would be subject, among other things, to the satisfactory completion of due diligence by such parties as well as the satisfaction of applicable financial, environmental and other regulatory requirements as determined by PacifiCorp. If PacifiCorp selects the Project, then except as specifically set forth in the Definitive Agreements, PacifiCorp will have no obligations to you in the event that the Project or any part thereof is discontinued, cancelled, stopped, or terminated for any reason whatsoever, including without limitation financial or creditworthiness considerations concerning you or any contemplated source of Project-related funds, third-party delay or failure (with PacifiCorp's transmission function constituting a third party for purposes hereof), regulatory restrictions, transmission infrastructure restrictions, environmental or community challenges, or the Project is embargoed, restrained, subject to labor strike or lockout, destroyed, subject to terrorist attack or any other force beyond your control, is incapable of receiving required electricity transmission or network service, or is otherwise rendered impossible to complete by the times set forth in the Definitive Agreements for any other reason, whether your fault or not.

Whether or not the Project is commenced and Definitive Agreements executed, you will be responsible to pay your own fees and expenses, including without limitation legal fees and expenses, incurred in connection with the preparation, discussion and negotiation of the Project as well as the preparation, negotiation, execution and delivery of the Definitive Agreements and any other agreements or documents contemplated thereby, and PacifiCorp will not be responsible for any of those fees and expenses.

If the foregoing is acceptable, please indicate so by executing and dating this letter in the space indicated below.

Sincerely,

PacifiCorp

By: _____

Name: _____

Title: _____

Date: _____

ACCEPTED AND AGREED:

[Insert Name of Party]

By: _____

Name: _____

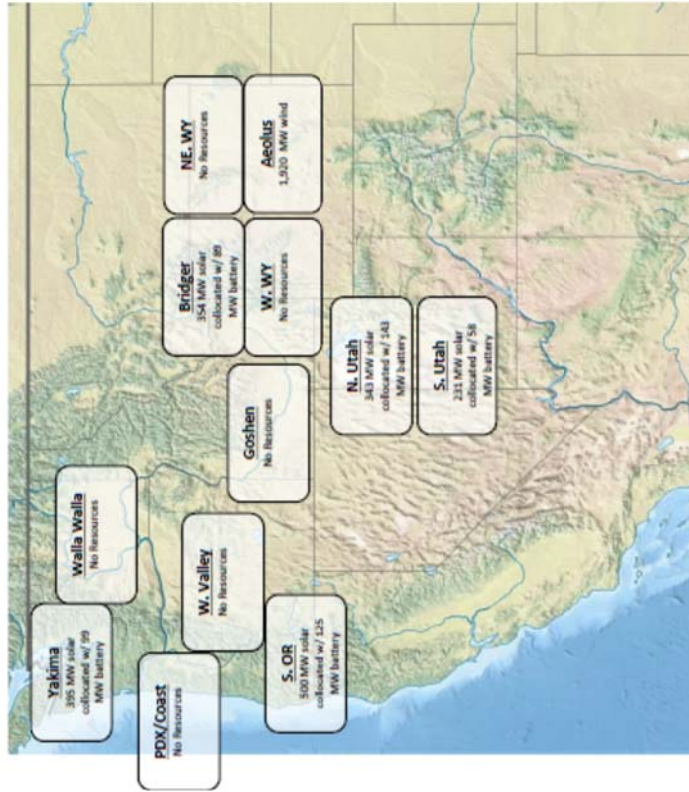
Title: _____

Date: _____

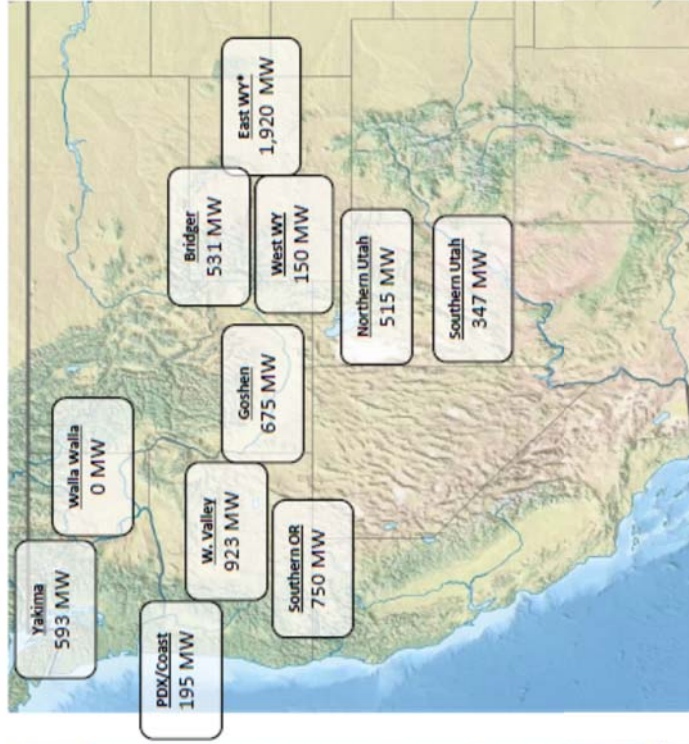
APPENDIX H

2020AS RFP Locational Capacity Limits

2019 IRP Preferred Portfolio Resources Online by Year-End 2023
 (Excludes Customer Preference Resources)



Locational Initial Shortlist Capacity Limits
 (1.5x Pref. Port. or 1.5x Assumed Interconnection Limit)



*Note, eastern Wyoming includes Aeolus and NE Wyoming, which combined, will be limited to 1,920 MW.

APPENDIX H-1

Major Substations associated with Locational Capacity Limits

Matrix identifies the major substations that are associated with the Locational Capacity Limits in Appendix H. Some areas could be subject to additional transmission constraints during the IRP modeling process that may require further evaluation in consultation with the IE depending on bids received. Those are identified in the table notes.

WYOMING		UTAH		OREGON	WASHINGTON
Bridger	East WY	Northern Utah	Southern Utah	Southern Oregon	Walla Walla
Jim Bridger	Aeolus	Ben Lomond	Abajo	Captain Jack	Talbot
	Amasa	Black Rock	Emery	PacifiCorp's Malin 500 kV	Walla Walla
West WY	Bar Nunn	Chappel Creek	Enterprise	Baldwin Road (2)	
Rock Springs	Casper	Chimney Butte	Enterprise Valley	Corral(2)	Yakima
Lima	Dave Johnston	Clover	McFadden	Houston Lake (2)	Sunnyside
Raven	Footie Creek	Craner Flat	Moore	Ponderosa (2)	
West Vaco	Freezeout	Homestead Knoll	Parowan	Stearns Butte (2)	IDAHO
	Heward	Horseshoe	Pavant		Goshen
	Latigo	Lampo	Sigurd	Portland/Coast	Antelope
	Shirley Basin	Limber	Salina	None identified	Goshen
	Standpipe	Mathington	South Milford		Kettle
	Windstar	Mona	Three Peaks	Willamette Valley	
	Yellowtail	Oquirrh	West Cedar	None identified	Borah (1)
		Sage			Populus
		Summit Creek			
		Terminal			MONTANA (3)
		Tooele Depot			Broadview
					Colstrip
					Gordon Butte

NOTES

1. Goshen – Borah is a sub-area of Goshen
2. Southern OR - Prineville is a sub-area of Southern OR
3. Montana included based on 2019 IRP topology

APPENDIX I

FERC's Standards of Conduct

As a transmission provider, PacifiCorp is required to comply with FERC's Standards of Conduct which govern interactions between PacifiCorp's Transmission Function and its Marketing Function. Under the Standards of Conduct, PacifiCorp's Transmission Function employees must function independently of PacifiCorp's Marketing Function employees. Marketing Function employees cannot have access to transmission control center or other transmission facilities or information systems that differ in any way from the access provided to non-affiliated transmission customers. The Standards of Conduct prohibit Marketing Function employees from gaining access to any information about PacifiCorp's transmission system that is not posted on the OASIS or otherwise made publicly-available to all other market participants.

Under the Standards of Conduct, FERC will allow certain non-operating employees to be shared between the Transmission Function and Marketing Function. Under FERC's "no-conduit rule", shared employees may receive confidential transmission system or marketing information, but they are prohibited from sharing such information with Marketing Function employees through any non-public or off-OASIS communications.

Market Function Employees

PacifiCorp has identified the following business groups as Marketing Function Business Units of PacifiCorp:

Energy Supply Management

Energy Trading

Origination

Transmission Function Employees

PacifiCorp's Transmission Function includes: employees, contractors, consultants or agents of PacifiCorp who conducts transmission system operations or reliability functions, including, but not limited to, those who are engaged in day-to-day duties and responsibilities for planning, directing, or carrying out transmission-related operations.

Shared Employees

PacifiCorp has identified Integrated Resource Planning, Resource Development, Structuring and Pricing, Contract Administration, Environmental, Credit, Legal and Risk Management as shared employee functions under FERC's Standards of Conduct.

Information Status

PacifiCorp's Marketing Function (as defined above) will not be involved in a Bidder's transmission interconnection request and integration with the balancing authority area. PacifiCorp's employees will at all times abide by FERC's Standards of Conduct. If an issue arises about compliance with FERC's Standards of Conduct, PacifiCorp's FERC Standards of Conduct Compliance Officer, Colt Norrish at 503-813-5545, should be contacted immediately.

APPENDIX J

PacifiCorp Transmission Waiver

SELLER AUTHORIZATION TO RELEASE GENERATION DATA TO PACIFICORP

[Interconnection Customer Letterhead]

Transmission Services
Attn: Director, Transmission Services
825 NE Multnomah, Suite 1600
Portland, OR 97232

RE: _____ Interconnection Request

Dear Director:

_____ hereby voluntarily authorizes PacifiCorp's Transmission business unit to share _____'s generator interconnection information and generator meter data with marketing function employees of PacifiCorp, including, but not limited to those in the energy supply management group. _____ acknowledges that PacifiCorp did not provide it any preferences, either operational or rate-related, in exchange for this voluntary consent.

Name

Title

Date

APPENDIX K

General Services Contract-Operations & Maintenance Services for Project

INCLUDED AS SEPARATE ATTACHMENTS:

O&M SERVICES CONTRACT

Not required for PPA

APPENDIX L
Non-Price Scoring Matrix

Assigned Bid #:		
PPA or BTA		
Bidder		
Project Name		
County/State		
MW		
Non-Price Factor	Max Score	Bid Score
1. Conformity to RFP Requirements	5%	
Bids provided all required RFP information pursuant to RFP instructions for PPA and BTA, including accuracy of such information including the specific Appendices listed below;	Multiple documents missing = 1% Some documents are incomplete = 2% All documents complete = 3%	
• Appendix B-2 Information required in Proposal		
• Appendix C-2 Bid Summary and Pricing Input Sheet		
• Appendix C-3 3rd Party Performance Report including site data		
• Appendix D Bidder’s Credit Information		
Bid in compliance with technical or operating specifications as outlined in Appendix A as applicable to resource type and bid structure	Major components out of compliance = 0% Some major components in compliance = 1% All major components in compliance = 2%	
2. Contract Conformance	10%	
Bidder provided Appendix E-2 PPA document redline and comments Bidder provided Appendix E-3 battery storage document redline and comments Bidder provided Appendix F-2 BTA termsheet redline and comments	Bid states that redline and comments will be provided upon selection = 0% Comments provided / No redline = 5% Comments and redline provided = 10%	
3. Project Readiness and Deliverability	10%	
Bidder’s development and construction experience related to large energy and/or storage projects including O&M plan and financing plan.	No operating projects = 0% < 300 MW operating projects = 1% > 300 MW operating projects = 2%	
Bids demonstrated site control consistent with PacifiCorp Transmission’s Site Control definition.	< 50% under lease or purchase option = 0% Lease option on full site = 1% Lease or purchase for full site = 2%	
Bid provided sufficient detail, including schedule(s) and documentation, to demonstrate the ability of meeting all of the project’s environmental compliance, studies, permits, and equipment procurement needs such that the December 31, 2024 COD is met (except for pump storage hydro and nuclear resources)	Major studies & permits not started = 0% 50% of major studies & permits complete = 2% 100% of major studies & permits complete = 4%	
Bid included documentation that projects qualify for and would receive the full or partial value of the federal tax credit as interpreted by applicable guidelines and rules of the Internal Revenue Service at commercial operation.	No documentation = 0% Qualification through construction = 1% Documentation of safe harbor equipment = 2%	
TOTAL	25%	

APPENDIX M

Role of the Independent Evaluator

1. The general role and function of the Independent Evaluators (“IE”) are outlined as follows. A more detailed description of the IE’s role and function are included in the competitive bidding for Utah and Oregon³.
2. The Independent Evaluator will facilitate and monitor communications between PacifiCorp and bidders.
3. Access all important models in order to analyze, operate and validate all important models, modeling techniques, assumptions and inputs utilized by PacifiCorp in the solicitation process, including the evaluation of market bids.
4. Receive market bid responses.
5. Provide input to PacifiCorp on:
 - a. the development of screening and evaluation criteria, ranking factors and evaluation methodologies that are reasonably designed to ensure that the solicitation process is fair, reasonable and in the public interest in preparing a solicitation and in evaluating market bids;
 - b. the development of initial screening and evaluation criteria that take into consideration the assumptions included in the PacifiCorp’s most recent IRP, any recently filed IRP Update, any Commission order on the IRP or IRP Update;
 - c. whether a bidder has met the criteria specified in any bidding process and whether to reject or accept non-conforming bid responses;
 - d. whether and when data and information should be distributed to bidders when it is necessary to facilitate a fair and reasonable competitive bidding process or has been reasonably requested by bidders;
 - e. whether to reject non-conforming bids for any reason or accept conforming changes; and
 - f. whether to return bid fees.
6. Ensure that all bids are treated in a fair and non-discriminatory manner.
7. Monitor, observe, validate and offer feedback to PacifiCorp and the Utah and Oregon Commissions on all aspects of the solicitation and solicitation process, including:
 - a. content of the solicitation;
 - b. evaluation and ranking of bid responses;
 - c. creation of a short list(s) of bidders for more detailed analysis and negotiation;
 - d. post-bid discussions and negotiations with, and evaluations of, shortlisted bidders; and
 - e. negotiation of proposed contracts with successful bidders.
8. Once the competing bids have been evaluated by PacifiCorp and the IEs, PacifiCorp and the IE will compare results.
9. Offer feedback to PacifiCorp on possible adjustments to the scope or nature of the solicitation or requested resources in light of bid responses received.
10. Solicit additional information on bids necessary for screening and evaluation purposes.

³ Public Utility Commission of Oregon Docket AR 600, In the Matter of Rulemaking Regarding Allowances for Diverse Ownership of Renewable Energy Resources, Order 18-324, August 30, 2018 and Utah Admin. Code R746-420.

11. Advise the Commissions at all stages of the process of any unresolved disputes or other issues or concerns that could affect the integrity or outcome of the solicitation process.
12. Analyze and attempt to mediate disputes that arise in the solicitation process with PacifiCorp and/or bidders, and present recommendations for resolution of unresolved disputes to the Commissions.
13. Participate in and testify at Commission hearings on approval of the Solicitation and Solicitation Process and/or acknowledgement of the final shortlist.
14. Coordinate as appropriate and as directed by the Commissions with staff or evaluators designated by regulatory authorities from other states served by PacifiCorp.
15. The IEs shall always be included in communications involving PacifiCorp and the bidders as described in Appendix N - PacifiCorp's Organization for RFP Process.
16. The IEs shall prepare reports as defined under Oregon and Utah rules and provide them to the Commissions and PacifiCorp. The final reports shall be provided as soon as possible following the completion of the solicitation process. Final reports shall include analyses of the solicitation, the solicitation process, the PacifiCorp's evaluation and selection of bids and resources, the final results and whether the selected resources are in the public interest.

APPENDIX N

PacifiCorp's Organization for RFP Process

As part of the RFP process, PacifiCorp has identified employees who will be responsible for the evaluation of the bids. The evaluation team will be required to adhere to the self-imposed code of conduct to ensure a fair and unbiased RFP evaluation and selection process.

No members of the evaluation team will have contact or 2020AS RFP-related communication with any bidder unless the IE is included. If any bidder attempts to contact a member of the evaluation team, the evaluation team will only respond if the IE is included.

The evaluation team will be made up of employees from several PacifiCorp departments. Consistent with PacifiCorp's identification of shared employees under FERC's Standards of Conduct,⁴ the IRP work group will be treated as a shared resource to perform work for the evaluation team. The IRP work group will not share any information it obtains from either team with the other team and the IRP work group will not share any non-public transmission system information with either team at any point in this process.

The roles and responsibilities of the members of the evaluation team are set forth below. Individuals and titles will be submitted to the IEs upon issuance of the RFP and updated if there changes.

1. Origination

Members of origination will be responsible for overall coordination of the RFP process, including bid process management for all proposals. Origination will have responsibility to coordinate with the IE and all of the evaluation team. Origination will perform the evaluation of the non-price components of the bid analysis.

2. Structuring and Pricing

Members of PacifiCorp's structuring and pricing will be responsible for the economic analysis and modeling for the initial shortlist including the validation on the inputs to the risk assessment of the bid.

3. Environmental and Operations

Environmental, resource development, and operations will be responsible for evaluation of the applicable environmental, siting and facilities permits and other environmental and operational reviews of the project bid.

4. Credit

Credit will be responsible for credit screening, evaluation and monitoring throughout the entire RFP process.

5. IRP

Members of PacifiCorp's IRP team will be responsible for the production cost modeling for the initial and final shortlist.

⁴ See Appendix I – FERC Standard of Conduct

Rocky Mountain Power
Exhibit RMP___(BWG-2)
Docket No. 20-035-05
Witness: Bruce W. Griswold

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF UTAH

ROCKY MOUNTAIN POWER

Exhibit Accompanying Direct Testimony of Bruce W. Griswold
Pre-Issuance Bidders Conference March 25, 2020 Presentation

April 2020



PacifiCorp 2020 All-Source Request for Proposals

Utah Pre-Issuance Bidders' Conference
March 25, 2020





Logistics

- Conference Date and Time
 - March 25, 2020,
 - 1:30 – 3:30 PM (Mountain)
- Location
 - Rocky Mountain Power, North Temple Office
 - 1407 W North Temple, Salt Lake City, Utah
 - Conference Room 130K
- Call-in Information



Agenda

- Purpose and Scope
- Resource Types
- Bid Structures
- Locational Limits
- Interconnection Queue Reform Impact on RFP
- Evaluation and Selection
- Proposed RFP Schedule
- Role of Independent Evaluators (IEs)
- Next Steps
- Questions and Comments



Purpose and Scope of 2020AS RFP

- Action item out of PacifiCorp's 2019 Integrated Resource Plan (IRP) established an all-source RFP in 2020 (2020AS RFP), driven by the IRP preferred portfolio, targeting up to 2,380 megawatts (MW) of new solar resources co-located with 595 MW of new battery energy storage system (BESS) capacity and 1,989 MW of new wind resources by the end of 2023.
- RFP will accept bids that can achieve commercial operation by December 31, 2024 as a result of the federal production tax credit (PTC) extended to year-end 2024.
- PacifiCorp will also accept bids from pumped storage hydro and nuclear resources requiring longer lead time to develop and construct, placing completion beyond the required December 31, 2024 commercial operation date (COD).
- Proposals must be capable of interconnecting with or delivering to PacifiCorp's transmission system in its east or west balancing authority areas (PACE and PACW, respectively), targeting the specific topology and resource mix identified in the 2019 IRP topology.
- PacifiCorp is not submitting any self-build ownership proposals (benchmark resources) or accepting any bids from any PacifiCorp affiliate.
- An independent evaluator (IE) will be retained by PacifiCorp on behalf of Oregon Utility Commission of Oregon. An IE will also be retained by Utah Public Service Commission.
- Bid fee(s) of \$10,000 will be required for each base proposal and two (2) alternatives. Bidders will also be allowed to offer up to three (3) additional alternatives at a fee of \$3,000 each.
- Intent to bid form and bidder credit information will be required prior to bid submittal(s).



Resource Types

Resource Type	Bid Structure Accepted	
	PPA	BTA
Renewable	X	X
Renewable plus Battery Storage	X	X
Non-Renewable	X	X
Standalone Battery Storage	X	X
Pumped Hydro Storage / Nuclear	X	X

- Bids NOT accepted for existing operating facilities.
- All renewable capacity, energy, and associated environmental attributes go to PacifiCorp.
- BTA bids MUST directly interconnected to PacifiCorp’s system.
- Proposed projects must be constructed to PacifiCorp specifications.

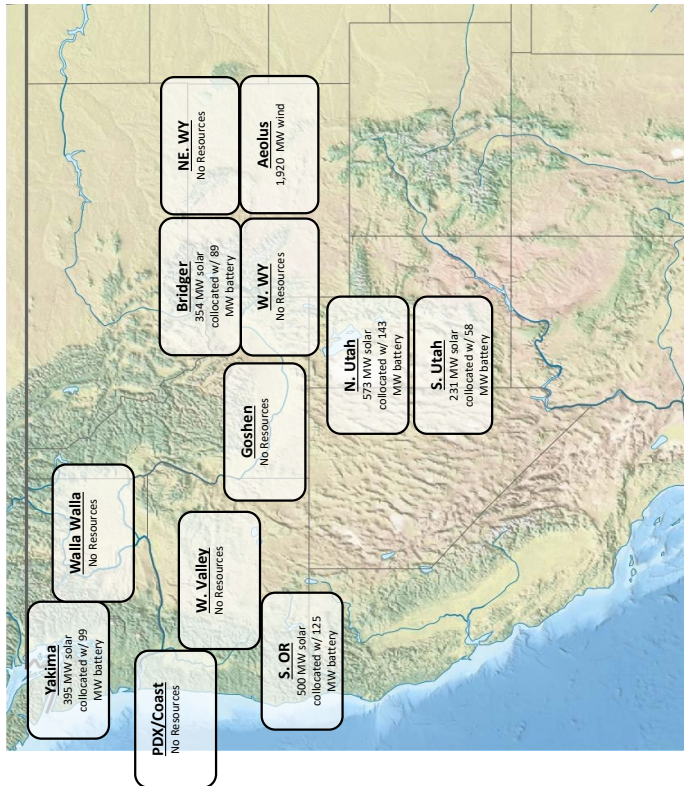


Bid Structures

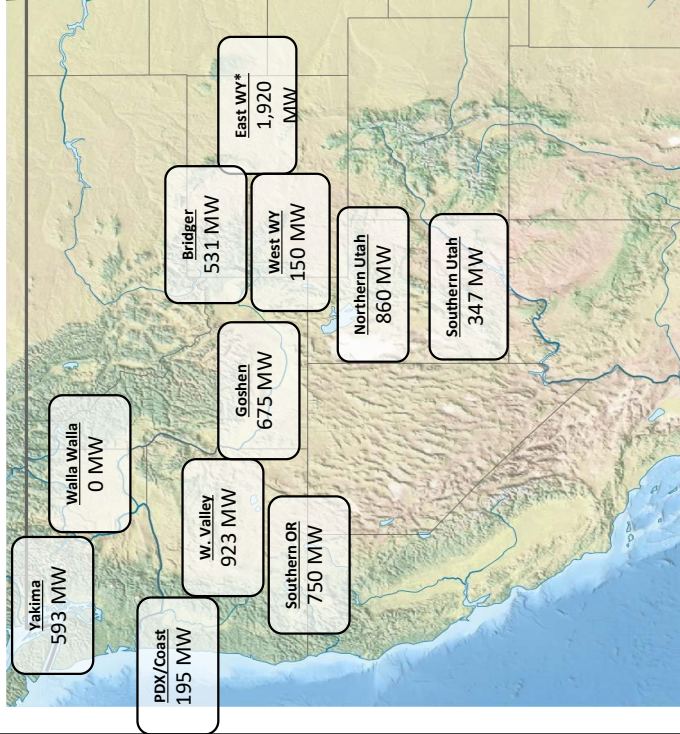
1. Build-transfer transaction whereby the bidder develops the project, assumes responsibility for construction and ultimately transfers the asset to PacifiCorp in accordance with the terms of a build-transfer agreement (BTA).
 - PacifiCorp will ONLY accept build-transfer transaction bids that are directly interconnected to PacifiCorp's system.
 - Bidder responsible for all development, design, equipment supply, construction, commissioning, and performance testing, and will be required to design and construct the resource in conformance with PacifiCorp's specifications.
 - PacifiCorp will not accommodate build-transfer transactions that involve the ultimate transfer of a project company to PacifiCorp.
2. Power-purchase agreement (PPA) with exclusive ownership by PacifiCorp of any and all capacity and environmental attributes associated with all energy generated with terms up to 25 years.
3. Standalone battery storage or a BESS collocated with a renewable resource will be contracted through a separate agreement controlling the output of the battery.
 - Collocated resource and battery storage must have agreements that are the same term length.

Locational Capacity Limits

2019 IRP Preferred Portfolio Resources Online by Year-End 2023
(Excludes Customer Preference Resources)



Locational Initial Shortlist Capacity Limits
(1.5x Pref. Port. or 1.5x Assumed Interconnection Limit)



*Note, eastern Wyoming includes Aeolus and NE Wyoming, which combined, will be limited to 1,920 MW.



Interconnection Queue Reform Impact on RFP

- PacifiCorp Transmission has filed an application with the Federal Energy Regulatory Commission (FERC) proposing to reform its interconnection study process set forth in its Open Access Transmission Tariff (OATT). The filing proposes to replace the existing “serial queue” interconnection study process with a “first-ready, first-served, cluster” interconnection study approach. The proposal was filed on January 31, 2020 and has not yet been approved by FERC.
- PacifiCorp’s process for bid evaluation, scoring, modeling, and selection reflects PacifiCorp Transmission’s proposed queue reform process as described in its application at FERC.
- RFP eligibility requirements or evaluation criteria will be revised as necessary to align with the final version of interconnection queue reform approved by FERC before the RFP is finalized and issued to the market.
- In the event that PacifiCorp Transmission’s queue reform application is not approved by the time the RFP is finalized and issued to the market, the RFP will be revised to ensure it is consistent with the current interconnection queue process as described in PacifiCorp Transmission’s OATT.
- Costs for any direct assigned and transmission network upgrades associated with the interconnection of a proposed project to PacifiCorp’s transmission system will not be a bid requirement or included in the initial shortlist price evaluation.
- PacifiCorp will review the bidder’s interconnection documentation to confirm it aligns with the bid submittal.
- Bidders should be aware of and clearly understand the specific steps, criteria, milestones and schedule of PacifiCorp Transmission queue reform and transition cluster study process.
- Bidders selected to the initial shortlist who are rejected by PacifiCorp Transmission for not meeting all of PacifiCorp Transmission’s non-commercial readiness criteria necessary to be included in the transition cluster study will be removed by PacifiCorp from the initial shortlist and deemed a non-conforming bid.

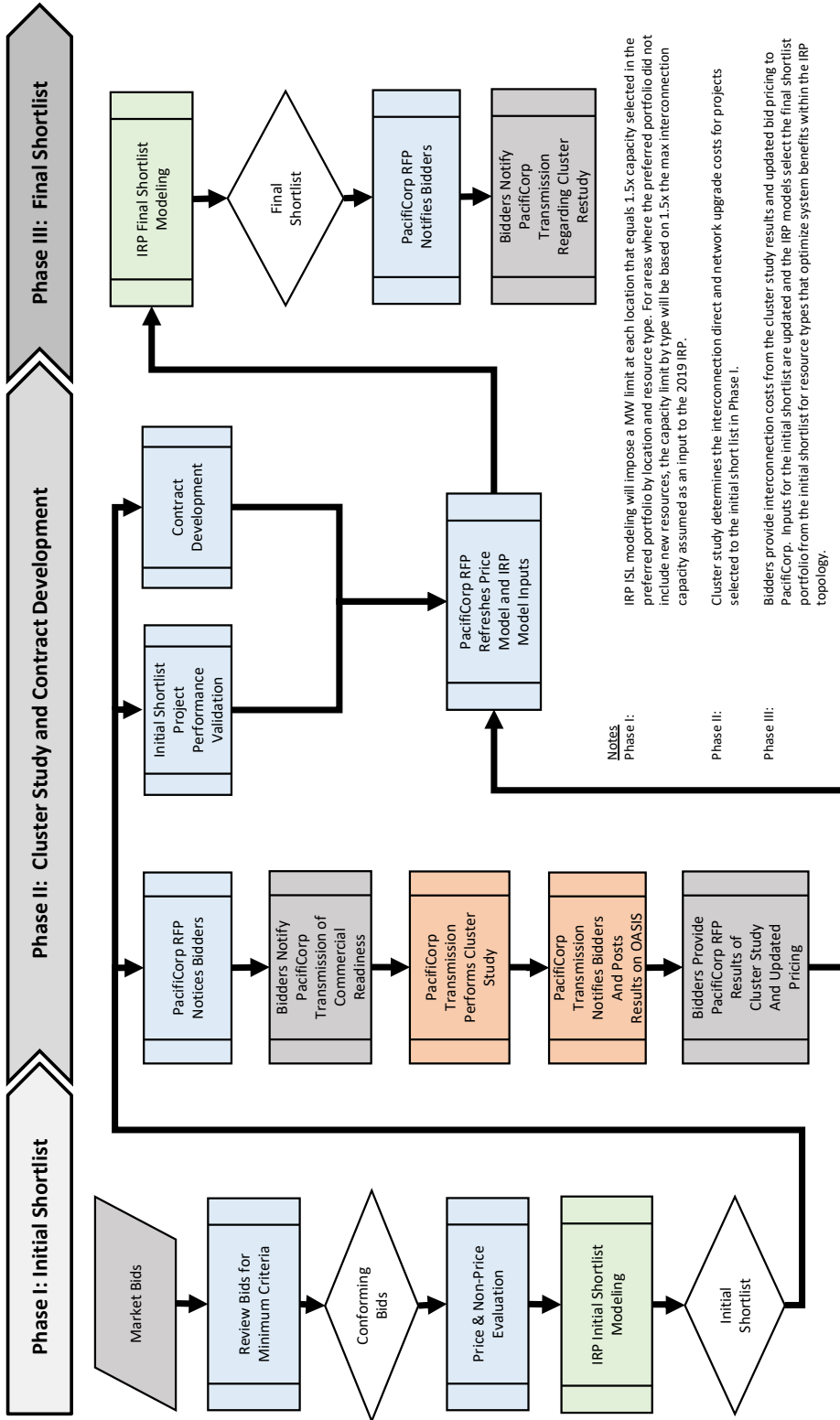


Evaluation and Selection

PacifiCorp will evaluate proposals based on the following:

- Customer cost,
- Deliverability of the resource, including site control, development maturity and status, developer's experience, and demonstration that the project's commercial operation date will be achieved by December 31, 2024,
- Transmission access and interconnection status in conformance with RFP requirements,
- Compliance with and verification of major equipment availability defined in the RFP specifications.
- Ability to provide acceptable credit security as determined by bidder's credit information.
- Conformance with the terms and conditions in the pro forma contracts including the power purchase agreement, build-transfer agreement and battery storage agreement, as applicable to the individual bid.

Evaluation Process



Major Milestones / Schedule (Subject to Change)

Milestone	Type	Date
Pre-issuance RFP bidder's conference Utah	UT Docket	03/25/2020
Effective date of first-ready, first-serve application from FERC	FERC	04/01/2020
File draft RFP application with UT Commission	UT Docket	04/09/2020
Bidder and stakeholder workshop to discuss draft All-Source RFP - Oregon	OR Docket	04/14/2020
File final draft RFP with OR Commission	OR Docket	04/24/2020
OR Commission Special Public Meeting approving RFP	OR Docket	06/23/2020
UT Commission decision on RFP	UT Docket	06/23/2020
RFP Issued to market	RFP	06/29/2020
1st bidder's conference - Utah	UT Docket	07/07/2020
Notice of Intent to Bid due	RFP	07/14/2020
Last day for RFP questions to IEs for Q&A	RFP	07/30/2020
RFP bids due	RFP	08/06/2020
Bid eligibility screening completed	RFP	08/12/2020
Initial Shortlist (ISL) scoring/ranking completed	RFP	08/31/2020
IRP modeling generates ISL	RFP	10/05/2020
PacificCorp notifies bidders selected to ISL	RFP	10/14/2020
ISL bidders notify Pac Trans to enter cluster study	RFP	10/15/2020
Capacity factor and BESS evaluation on ISL started	RFP	10/19/2020
Cluster study results posted to OASIS / bidders notified by Pac Trans	RFP	04/15/2021
Bidders provide ISL price update including cluster study results	RFP	04/22/2021
Final Shortlist (FSL) selected	RFP	05/25/2021
Winning Bids filed with UT Commission	UT Docket	06/10/2021
OR Commission FSL Acknowledgement Order	OR Docket	09/09/2021
UT Commission Order in Pre-approval Proceeding	UT Docket	09/15/2021
Execute Agreements	RFP	11/08/2021
Winning Bid Guaranteed COD	RFP	12/31/2024



Role of the Independent Evaluator

- Review draft RFP document and stakeholder comments to facilitate final RFP for commission approval.
- Review and validate the bid submittals and non-conforming bid decisions
- Facilitate and monitor communications between PacifiCorp and bidders
- Analyze, operate and validate models, assumptions and inputs used in the RFP process, including the evaluation of bids relative to price and non-price scoring
- Ensure that all the bids are treated in a fair and non-discriminatory manner
- Monitor, observe, validate and offer feedback to PacifiCorp and the state regulatory commissions (Oregon and Utah)
- Solicit additional information on bids necessary for screening and evaluation purposes
- Perform other evaluations and tasks as directed by state regulatory commissions (Oregon and Utah)



Next Steps

- Questions or comments regarding this pre-issuance bidders' conference should be sent to the following mailbox, even if an answer was provided verbally in today's meeting, to ensure all Bidders receive responses:
 - RFPAllsource@pacificorp.com
- Responses will be posted on PacifiCorp's 2020AS RFP website by April 1, 2020
- The draft 2017R RFP is scheduled to be filed with Utah Commission by April 9, 2020
- 2020AS RFP information, including instructions for providing questions or comments to the independent evaluators, will be provided at www.pacificorp.com, as information is developed. From website main page, go to Suppliers, then RFPs, then 2020AS RFP.
 - www.pacificorp.com/sup/rfps.html

Question & Comments



Rocky Mountain Power
Exhibit RMP___(BWG-3)
Docket No. 20-035-05
Witness: Bruce W. Griswold

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF UTAH

ROCKY MOUNTAIN POWER

Exhibit Accompanying Direct Testimony of Bruce W. Griswold

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April 2020

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CERTIFICATE OF SERVICE

Docket No. 20-035-05

I hereby certify that on April 9, 2020, a true and correct copy of the foregoing was served by electronic mail to the following:

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