

**REQUEST FOR QUALIFICATIONS AND
REQUEST FOR OFFERS
FOR
LONG-TERM RELIABILITY RESOURCES**



Redwood Coast Energy Authority
www.RedwoodEnergy.org

September 29, 2021

Responses due by 5:00pm Pacific Time on
November 1, 2021 via email to
procurement@redwoodenergy.org

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2 BACKGROUND

Redwood Coast Energy Authority (RCEA) is a local government Joint Powers Authority founded in 2003 whose members include the County of Humboldt, the Cities of Arcata, Blue Lake, Eureka, Ferndale, Fortuna, Rio Dell, and Trinidad, and the Humboldt Bay Municipal Water District. RCEA develops and implements sustainable energy initiatives that reduce energy demand, increase energy efficiency, and advance the use of clean, efficient and renewable resources. RCEA has been providing electric power generation service to its member jurisdictions as a community choice aggregator (CCA) since 2017, and thus is subject to the legislative and regulatory requirements imposed on load serving entities within the state of California.

In 2020, RCEA's Board of Directors adopted a resolution to procure 100% carbon-free and renewable energy on an annual basis by 2025. Additionally, RCEA's RePower Comprehensive Action Plan for Energy¹ ("Strategic Plan") calls for the development of new power resources within RCEA's service area to achieve 100% local renewable energy by 2030. Pursuant to its Strategic Plan, RCEA strives to source as much of its power procurement from local projects as possible. Humboldt County is a unique place to develop power projects, as it is rural, transmission constrained, and marked by a strong sense of regional identity and commitment to sustainability among its constituents. Direct community engagement and local stakeholder support are essential to the viability and success of energy development projects, and lack of such engagement in the past has resulted in project failure.

Given this background, RCEA seeks to qualify and partner with developers who are interested in building in its service territory, while also soliciting offers for projects more advanced in the development process that can reliably satisfy RCEA's procurement obligations, as further described below.

3 OBJECTIVE

This combined RFQ-RFO seeks to solicit proposals that can either 1) satisfy RCEA's procurement compliance obligation for incremental mid-term reliability resources, or 2) identify project partners to assist in the development of incremental mid-term reliability resources within RCEA's service area.

Via the RFO portion of this solicitation ("RFO Track"), RCEA seeks offers for new or incremental, long-term power resources that can deliver resource adequacy (RA) to further its contributions to the reliability of the California power grid, and to fulfill its procurement obligations pursuant to the California Public Utilities Commission's (CPUC) July 2021 Decision Requiring Procurement to Address Mid-Term Reliability for 2023-2026².

Via the RFQ portion of this solicitation ("RFQ Track"), RCEA seeks qualifications from respondents interested in working with RCEA to fulfill its Strategic Plan procurement goals for development of local³ renewable energy and energy storage resources that can also meet

¹ <https://redwoodenergy.org/wp-content/uploads/2020/06/RePower-2019-Update-FINAL-.pdf>

² <https://docs.cpuc.ca.gov/PublishedDocs/Published/G000/M389/K603/389603637.PDF>

³ Local in this solicitation means located within the Humboldt Local Capacity Area (LCA), which is a transmission constrained portion of the CAISO grid to which RCEA provides the majority of generation

RCEA’s current and future obligations for incremental RA capacity. The intent of the RFQ is to establish a working relationship between RCEA and one or more qualified entities that intend to build in the Humboldt area, but who may not yet have a proposed project identified. Shortlisted RFQ Track respondents will be expected to eventually submit one or more proposed project offer(s) (“Prospective Offer”) for RCEA to review and evaluate under the criteria of this solicitation’s RFO Track.

Respondents will provide offers or qualifications per the guidelines below. RCEA intends to execute one or more Power Purchase Agreements (PPA), inclusive of energy storage terms where the offer includes energy storage, stand-alone Energy Storage Agreements (ESA), or Resource Adequacy Agreements, with qualified offerors whose projects are selected under the RFO. One or more qualified vendors who are selected under the RFQ will initially enter into a Cooperation Agreement with RCEA, with the intent to eventually enter into one of the aforementioned agreements once a prospective project is identified.

4 ELIGIBILITY SPECIFICATIONS

4.1 RFO TRACK MANDATORY PROJECT CRITERIA

Ability to Provide Incremental Resource Adequacy Under Long-Term Contract

To be eligible for consideration under the RFO, offered projects must meet the requirements of D.21-06-035 (“the CPUC Decision”), including but not limited to:

1. Located within the CAISO (or dynamically transferred or pseudo tied to CAISO);
2. qualified or on track to provide at least System RA, with Local and Flex RA optional;
3. excluded from the baseline list of resources associated with the CPUC Decision⁴;
4. able to come online in advance of the compliance tranche deadlines of August 1 2023, June 1 2024, or June 1 2025; and
5. available to contract with RCEA for at least 10 years.
RA-only offers must be for a 10-year term.

Eligible Resource Technologies

1. Standalone energy storage
2. Renewable (PCC1 RPS-eligible)
3. Carbon-free
4. Renewable plus energy storage (co-located or hybrid)
5. ~~Demand response (DR) or behind-the-meter (BTM) resources~~
RCEA will only consider RA-only offers of BTM-DR resources

Projects must consist of proven, commercially available technology that is scalable to project size (not in experimental, research, demonstration, or development stages), as determined at RCEA’s sole discretion.

service. Note that this solicitation is not for Local RA attributes, although RCEA recognizes these may be included if the resource is within the Humboldt LCA.

⁴ https://www.cpuc.ca.gov/-/media/cpuc-website/divisions/energy-division/documents/integrated-resource-plan-and-long-term-procurement-plan-irp-ltpp/d2106035_baseline_gen_list.xlsx

4.2 RFO TRACK PREFERRED PROJECT CRITERIA

Location

RCEA's descending order of locational preference is as follows:

1. Humboldt Local Capacity Area
2. Northern California
3. Southern California
4. Outside of California

In all cases, the project must be directly connected, dynamically transferred, or pseudo tied to the CAISO grid.

Dispatch Characteristics

At least one of the resources that RCEA is seeking to contract for as part of this RFO must meet the parameters for Diablo Canyon Power Plant replacement capacity stipulated in the CPUC Decision. To satisfy this subset of RCEA's CPUC Decision compliance need, RCEA prefers resources that are:

1. Available every day from 5 pm to 10 pm; and
2. Able to deliver at least 5 megawatt-hours of energy during each of these daily periods for every megawatt of incremental capacity claimed.

RCEA Counterparty Status

Given the short timeline associated with this RFO, RCEA prefers to contract with counterparties already under contract with RCEA for products to be derived from expansion or repowering of existing projects where such modifications meet the requirements of the CPUC Decision. However, RCEA will consider offers from vendors not already under contract.

Government Approvals

Given both the short timeline and risk of discretionary permit non-approval, RCEA prefers projects that have already received their land use permits from the governmental authority having jurisdiction.

4.3 RFQ TRACK MANDATORY CRITERIA

Experience

RFQ Track respondents must have demonstrable prior history developing and operating power resources of similar scale and technology as what will be offered to RCEA in their Prospective Offer, as well as what RCEA is soliciting under the RFO Track. Specific requirements to demonstrate such experience are described in Section 5.3.

Location

RFQ Track respondents must intend to develop one or more power resources within the Humboldt Local Capacity Area, as delineated in CAISO's 2021 Local Capacity Technical

Report⁵. Prospective projects located in communities served by the following substations are of special interest to RCEA but are not mandatory:

1. Hoopa and Willow Creek substations⁶
2. Substations on the Samoa Peninsula

Prospective Offers that are eventually submitted to RCEA by selected RFQ Track respondents will be subject to the RFO Track criteria listed in Sections 4.1 and 4.2.

4.4 RFQ TRACK PREFERRED CRITERIA

Fit with RCEA's Service Area

As described in the Section 1, Humboldt presents a unique opportunity for project development. RCEA prefers respondents that show demonstrated experience in successfully developing energy generation or storage systems in conjunction with active local engagement. Prior experience in community outreach should be described in as much detail as possible in the Respondent Form submission.

4.5 PRODUCTS & CAPACITY

RCEA seeks to procure bundled energy, RPS and RA, or RA only through the RFO Track of this solicitation. There is no minimum or maximum capacity target associated with this solicitation, but RCEA aims to procure resources sufficient to provide up to 32 MW of incremental September Net Qualifying Capacity (NQC), including at least 8 MW from firm zero-emitting resources for Diablo Canyon Power Plant replacement capacity per the CPUC Decision. For reference, RCEA's procurement obligation for compliance with the CPUC Decision is shown in the following table. RCEA will consider offers of any capacity amount, for full or partial capacity from resources that individually meet the annual capacity targets, as well as those that can provide a subset of these volumes.

Compliance Tranche Online Dates	June 2023	Aug 2024	Aug 2025
RCEA Obligation in September NQC MW	7	20	5

RCEA is not soliciting projects through this solicitation to meet its 2026 long-lead time (LLT) resource procurement obligation under the CPUC Decision, as it is pursuing such capacity through other means.

5 SUBMISSION DETAILS

5.1 RESPONSE SUBMITTAL INSTRUCTIONS

Responses to this RFQ-RFO are due by the deadline listed in the schedule in Section 6.1 and must be emailed to **procurement@redwoodenergy.org**. Responses should include the phrase

⁵ <http://www.caiso.com/Documents/Final2021LocalCapacityTechnicalReport.pdf>

⁶ See PG&E's Advice Letter Request to Reserve Temporary Generation for Use at Substations in 2021: https://www.pge.com/tariffs/assets/pdf/adviceletter/ELEC_6105-E.pdf

“RCEA 2021 RFQ-RFO Submittal” clearly indicated in the subject line of the email accompanying the response. RCEA encourages respondents to be clear and concise in their responses, while still providing enough detail for the review team to adequately evaluate the offering. Offers or qualifications will be deemed conforming if they are submitted by the deadline, meet the mandatory criteria listed in Section 4.1 or 4.3, and include a complete package of documents applicable to their response type, as described in Section 5.3.

5.2 SOLICITATION DOCUMENTS

The documents accompanying this solicitation protocol are as follows and are posted on the RCEA website in Section 6.1. Respondents are responsible for familiarizing themselves with and being fully aware of the terms of this solicitation, including each appendix.

- Appendix A RFO Offer Form
- Appendix B Bundled Products Term Sheet
- Appendix C Resource Adequacy Term Sheet
- Appendix D Statement of Qualifications (SOQ) Form
- Appendix E Cooperation Agreement
- Appendix F Exclusivity Agreement

5.3 SUBMISSION MATERIALS

Submission packages will be deemed complete if they include the following materials, as applicable to their response type, that are responsive to the instructions below.

RFO Track respondents must provide:

- ✓ Offer Form(s) in Excel format (Appendix A)
- ✓ Redlined Term Sheet(s) in Word format (Appendix B and/or C as appropriate)
- ✓ SOQ Form in PDF or Word format (Appendix D)
- ✓ Financial Statements in PDF format

RFQ Track respondents must provide:

- ✓ Redlined Cooperation Agreement in Word format (Appendix E)
- ✓ SOQ Form in PDF or Word format (Appendix D)
- ✓ Financial Statements in PDF format

Offer Form

RFO Track respondents will be evaluated largely based on their Offer Form submission. Follow the instructions in the Instructions Tab of the Offer Form and ensure that all required cells are filled in. Provide a separate Offer Form for each unique configuration that is being offered. RFQ Track respondents are not required to submit an Offer Form.

Redlined Term Sheet

RFO Track respondents will provide comments and proposed edits in Track Changes indicating limited adjustments to commercial terms presented in RCEA’s Term Sheet they wish to negotiate should their project advance to the contracting phase. Provide only one marked up Term Sheet for Bundled Products and one marked up Term Sheet for RA Only, as applicable,

regardless of number of unique offerings. Fill in the Term Sheet(s) with the primary offer details. Alternative offer configurations should be submitted in the form of multiple Offer Forms. RFQ Track respondents are not required to submit Term Sheets.

SOQ Form

Both RFQ and RFO Track respondents are required to submit a statement of qualifications substantially in the form of Appendix D. The respondent can use their own letterhead or standard template but must respond to all prompts in the order shown in RCEA's SOQ Form.

RFO Track respondents who are already in contract with RCEA are exempt from the SOQ submission requirement unless substantive changes have been made to company structure, personnel or practices since entering into their existing agreement with RCEA.

Cooperation Agreement

Successful RFQ Track respondents will be expected to fill out and sign the attached form of the Cooperation Agreement (Appendix E). RFQ Track respondents may provide limited comments and proposed edits in Track Changes to unbracketed terms in the Cooperation Agreement, with detailed justification for the proposed revisions; however, material revisions are discouraged. Provide only one marked up Cooperation Agreement. RFO Track respondents will not be required to enter into a Cooperation Agreement.

Financial Statements

Both RFO and RFQ Track respondents will provide at least two recent years of audited financials with their package, unless they are already in contract with RCEA and there have been no significant changes to company structure. If the proposed or prospective project would be financed by one or more parent companies or affiliates of the respondent, please submit financial statements for all such entities in addition to those of the respondent together with an explanation of the relationship between such entities and the respondent.

5.4 SUPPLIER DIVERSITY AND LABOR PRACTICES

Consistent with the California Public Utilities Code and California Public Utilities Commission policy objectives, RCEA collects information regarding supplier diversity and labor practices from project developers and their subcontractors regarding past, current and/or planned efforts and policies. Pursuant to Public Utilities Code §§ 8281-8286 (through which the CPUC requires RCEA and its commission-regulated subsidiaries and affiliates to submit annual detailed and verifiable plans for increasing women-owned, minority-owned, disabled veteran-owned and LGBT-owned business enterprises' procurement in all categories), RFO and RFQ Track respondents that execute a contract with RCEA will be required to complete a supplier diversity questionnaire at the time of execution, and/or periodically at later dates as specified by RCEA. Respondents that are women, minority, LGBT, and disabled veteran-owned businesses are encouraged to join the CPUC's Supplier Diversity Clearinghouse Program <http://www.thesupplierclearinghouse.com/>. This certification is voluntary and will not be used as a criterion for evaluation. RCEA does not give preferential treatment based on race, sex, color, ethnicity, or national origin; providing such information as part of the offer package will not impact the selection process or good standing of executed contracts.

5.5 PUBLIC NATURE OF RESPONSES

All responses to this RFQ-RFO, as well as records of pre-submittal and post-submittal communications with RCEA, will become the exclusive property of RCEA, subject to disclosure in accordance with the California Public Records Act (Cal. Government Code section 6250 et seq.). Respondents should limit submission of information or documents that they consider proprietary and that they would not want publicly disclosed, and should clearly mark such information or documents as confidential. RCEA will consider limited requests for confidentiality on a case-by-case basis, provided that such requests are made at the time of offer or SOQ submission. All responses will be kept confidential until either all contracts have been awarded in each response category or all proposals in each response category have been rejected.

5.6 QUESTIONS ABOUT THIS SOLICITATION

All questions from potential respondents to this solicitation may be emailed to procurement@redwoodenergy.org by the deadline listed in the schedule in Section 6.1. Emails should include the phrase “RCEA 2021 RFQ-RFO Questions” clearly indicated in the subject line. Q&A responding to the questions received will be posted on the RCEA website. by the deadline also listed in the schedule. RCEA reserves the right to respond to no questions or only a subset of the questions received.

6 SCHEDULE

6.1 SOLICITATION PROCESS SCHEDULE

The following schedule is subject to change at the discretion of RCEA. Communications regarding schedule changes will be posted on RCEA’s website. Requested submittals are due electronically by 5:00pm PT on each applicable due date.

Milestone	Date
Issuance of RFQ-RFO	September 29, 2021
Initial questions due	October 7, 2021
Respondents’ webinar (link below)	October 13, 2021 at 10:30am
Final questions due	October 15, 2021
Q&A and addenda posted on RCEA website	October 20, 2021
Responses due	November 1, 2021
Shortlist selection and interviews	December 2021
RCEA Board approval of shortlist	December 16, 2021
RFQ Cooperation Agreement execution	January 2022
RFO contract negotiations and RCEA Board approval of final agreements	Q1 2022

RCEA will post registration details for the webinar, Q&A and any addenda on its website: <https://redwoodenergy.org/contracting/>

6.2 PROCUREMENT PROCESS TIMELINE

RCEA is anticipating the RFO and RFQ Track procurement processes to run in parallel as depicted in the following graphic. The timeline is subject to change based on a variety of unknown factors, including how many shortlisted offers and SOQs result from the solicitation and how long the RFQ Track site assessment and selection process will last. For additional detail on the planned procurement process under the RFQ Track, see RCEA's Cooperation Agreement provided as Appendix E.



7 EVALUATION AND SELECTION PROCESS

An evaluation committee made up of RCEA staff and its technical consultants will review responses to this solicitation. Each offer will be screened for completeness and scored on a weighted criteria basis. RCEA may contact respondents with additional questions and clarifications or to offer to conduct meetings with some or all of the respondents. The opportunity to participate in such meetings, if any, will be communicated separately to individual respondents.

7.1 COMPLETENESS

Responses will initially be screened for timely submission, and for conformity with the mandatory project criteria stated in Section 4 and the submittal requirements in Section 5. This screening will be on a pass/fail basis. Each offer that is deemed conforming will then be scored using a weighted scoring criteria process. Non-conforming offers may be rejected at RCEA's discretion.

7.2 WEIGHTED SCORING CRITERIA

Criteria for selection will include, but not be limited to, the items listed below. Offers and qualifications will be evaluated independently of the other response type and will be scored according to separate criteria. The evaluation committee will score each response on a weighted criteria basis to determine the highest scoring offers. One or more of the highest scoring offers and/or qualifications may be forwarded to RCEA's governing board for approval. The following criteria will be scored on a scale of 0 to 5 with a five being the highest score for

each service category. The weight that will be applied to each criterion is noted before the criteria below. There is a maximum of 100 points for both response types.

RFO Weighted Scoring Criteria

- 30 – Overall price, customer value and compliance value
- 20 – Respondent experience, qualifications, creditworthiness
- 30 – Development risk including site control, interconnection, permitting & financing
- 10 – Site-specific environmental impact
- 10 – Location and community benefit

RFQ Weighted Scoring Criteria

- 40 – Experience and qualifications
- 30 – Business model
- 30 – Fit with RCEA and its constituents

7.3 SHORTLISTING

All respondent(s) will be notified of their shortlisting status and those who are shortlisted will be offered an initial interview. At that time, RFO Track respondents will be required to sign RCEA's standard Exclusivity Agreement, which is provided as Appendix F, within one week of notification. RFQ Track respondents will not be required to sign an Exclusivity Agreement. All shortlisted RFO and RFQ Track respondents will be required to submit a shortlist deposit within one week of notification of shortlisted status. The deposit is generally intended to secure the obligations of any shortlisted respondent during the negotiating period and to ensure that each offer or SOQ has been carefully considered. The respondent is solely responsible for the cost of providing the shortlist deposit. Instructions for submitting the deposit will be provided upon notification of shortlist selection. The shortlist deposit will be in the amount specified below depending on the response and resource type.

Shortlist Deposit Amounts

- RFO Track offer of standalone generation or storage: \$3.00/kW-AC of offered nameplate or RA capacity
- RFO Track offer of hybrid or co-located resources: \$4.50/kW-AC of offered nameplate capacity, or of net qualifying capacity if RA-only offer, of whichever is the larger of the generation and storage resources
- RFQ Track respondent: \$10,000

The shortlist deposit will be returned to the respondent under one or more of the following conditions:

1. Execution of a contract,
2. Rejection of the respondent's offer or qualifications,
3. Written notice that successful conclusion of contract negotiation is not achievable, as determined by RCEA, or
4. RCEA's termination of the RFQ-RFO process.

Respondent's deposit will be forfeited if:

1. Material misrepresentations of information related to the respondent's offer or qualifications are identified,
2. Respondent fails to comply with the terms and conditions of this RFQ-RFO process, or
3. Respondent unilaterally withdraws the offer or attempts to materially modify the terms of its offer or qualifications following the respondent's acceptance of shortlist status and submittal of deposit, unless such material modifications are agreed to by RCEA in writing.

Shortlisted offers and SOQs will be presented to the RCEA Board of Directors for approval at a public meeting prior to the parties commencing contract negotiations. In the event that the originally selected respondents are not able to fulfill their proposed capacity, RCEA may contact respondents who were not initially shortlisted to provide an updated offer or SOQ. Any offers or SOQs selected via this mechanism will be subject to re-verification of eligibility and a request for updated pricing, as well as commitment of the shortlist deposit and project exclusivity.

7.4 CONTRACT NEGOTIATIONS

RCEA has provided term sheets as Appendix B & C for the various product configurations it anticipates procuring under the RFO Track of this solicitation. During the shortlisting process, RCEA will issue applicable pro forma agreements, or amendments to agreements for incremental capacity from projects RCEA has already procured, to respondents whose offers are advancing to the negotiation phase. Respondents will then have an opportunity to indicate what provisions they wish to negotiate, if any. RCEA will consider limited requests for adjustments and edits to its form agreements, provided that such requested edits are consistent with the respondent's redline edits to the Term Sheet(s) as submitted with the RFO response package. RCEA reserves the right to negotiate modifications to purchase agreements with shortlisted parties to include other power products not originally offered as needed.

RCEA has provided a Cooperation Agreement template as Appendix E that it anticipates executing with qualified entities who are selected under the RFQ Track of this solicitation. RCEA will consider limited requests for adjustments and edits to its Cooperation Agreement and eventual commercial contracts, provided that such requested edits are consistent with the respondent's redline edits to the Cooperation Agreement as submitted with the RFQ response package.

Upon approval of the shortlist by the RCEA Board of Directors, a regular meeting schedule will be established between RCEA and the shortlisted counterparties. RCEA intends to complete negotiations on an expedited schedule in order to ensure timely project delivery for CPUC Decision compliance purposes. Upon completion of negotiations, final agreements will be presented to the RCEA Board for approval.

7.5 RESPONDENT COMMUNICATIONS

Questions, comments or feedback associated with this RFO/RFQ must be sent electronically to procurement@redwoodenergy.org. RCEA will not respond by other means to questions from respondents or prospective respondents on or before the submission due date.

7.6 DISCLAIMER FOR ACCEPTANCE OR REJECTION OF OFFERS AND RFQ-RFO TERMINATION

By participating in RCEA's RFQ-RFO process, a respondent acknowledges that it has read, understands, and agrees to the terms and conditions set forth in the RFQ-RFO instructions contained herein. RCEA reserves the right to reject any offer or SOQ that does not comply with the requirements identified herein, or to waive irregularities, if any. RCEA further reserves the right to communicate with individual respondents to ask clarifying questions about their offers or SOQs prior to making a short-listing decision. Furthermore, RCEA may, at its sole discretion and without notice, modify, suspend, or terminate the RFQ-RFO without liability to any organization or individual. Such modification or termination shall be made in the form of addenda to this solicitation. This RFQ-RFO does not constitute an offer to buy or create an obligation for RCEA to enter into an agreement with any party, and RCEA shall not be bound by the terms of any offer until it has entered into a fully executed agreement. RCEA shall not be responsible for any of the respondent's costs incurred to prepare, submit, negotiate, or to enter into an agreement, or for any other activity related to meeting the requirements established in this solicitation. All submittals shall become the property of RCEA and will not be returned.

The results of this RFQ-RFO and the information provided therein may be shared with other Community Choice Aggregators, but only with prior written approval from respondents whose offers RCEA wishes to share.