

UPDATED DRAFT PROPOSAL REQUIREMENTS

1. Purpose

1.1. The Low-Income Community Solar Pilot RFP (“Low-Income Solar Pilot RFP”) is expected to be issued in October 2019. Through the Low-Income Solar Pilot RFP, the Illinois Power Agency (“IPA”) will solicit competitive bids for award of fifteen year contracts for the annual delivery of renewable energy credits (“RECs”) from new low-income community solar pilot projects (“low-income community projects”). The budget for the RECs to be procured from low-income community projects is expected to be less than \$50 million from the IPA’s Renewable Energy Resources Fund (“RER Fund”). The RECs will be purchased by the IPA.

1.2. The present document provides an overview of the Proposal submission process, draft Proposal requirements, and key contract terms. These requirements are based on:

- Public Act 99-0906, which was signed into law on December 7, 2016 and became effective June 1, 2017 (the “Act”);
- The Long-Term Renewable Resources Procurement Plan developed by the IPA;
- The Order by the Illinois Commerce Commission (“Commission”) dated April 3, 2018, regarding the IPA’s Long-Term Renewable Resources Procurement Plan; and
- The requirements from the Illinois Solar for All Program.

These draft Proposal requirements are subject to change.

2. Overview of Proposal Submission Process

- 2.1. A “Project” is a low-income community project. A low-income community project must result in economic benefits for the members of the community in which it is located and must include a partnership with at least one community-based organization.
- 2.2. A “Proposal” is a response to this RFP for one low-income community project. A “Bidder” is a participant that presents a Proposal to this RFP.
- 2.3. A Proposal consists of two (2) parts. The first part of the Proposal (“Part 1 Proposal”) is the Bidder’s response to the qualification standards. The qualification standards are set to provide assurances that the Project can satisfy the requirements of Public Act 99-0906 and to establish that the participant accepts the terms of, and can meet the obligations under, the REC Contract. The qualification standards for low-income community projects are based on the requirements of the Illinois Solar for All Program. The requirements of the second part of the Proposal (“Part 2 Proposal”) includes the bid and financial support for the bid.
- 2.4. Part 1 Proposals are received and processed during a specific timeframe, the “Part 1 Window”. The last day of the Part 1 Window is called the “Part 1 Date”. All materials for the Part 1 Proposals are due at 12 PM (noon) Central Prevailing Time on the Part 1 Date.
- 2.5. Each Bidder is required to pay a non-refundable Bid Participation Fee of \$500 as a condition of completing the Part 1 Proposal to the extent that such Bidder has not already paid a Bid Participation Fee pursuant to its participation in a 2019 procurement event. The Bid Participation Fee will be used to cover part of the costs of the 2019 procurement events.

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Supplier Fees, which are levied only on those that have bids approved by the Commission, are also used to cover part of the costs of the procurement events.

- 2.6. Participants submit the Part 1 Proposal online, using the “online Part 1 Form”. Participants enter required information in the online Part 1 Form (for example, contact information for the participant). Any supporting documentation that may be required can either be uploaded to the online Part 1 Form or sent via email to the Procurement Administrator at Illinois-RFP@nera.com. When a signature is required, the Procurement Administrator makes available an “Insert”, which is a stand-alone Microsoft Word form that a participant can fill out, print, sign, scan, and then upload to the online Part 1 Form or email to the Procurement Administrator. Additional details on Part 1 Proposal requirements are provided in the next section.
- 2.7. The Part 1 Proposal consists of the completed online Part 1 Form as well as documents required by the Part 1 Form (emailed to the Procurement Administrator or uploaded to the online Part 1 Form).
- 2.8. Part 2 Proposals are received and processed during a specific timeframe, the “Part 2 Window”. The last day of the Part 2 Window is called the “Part 2 Date”. All materials for the Part 2 Proposals, except the participant’s bids, are due at 12 PM (noon) Central Prevailing Time on the Part 2 Date.
- 2.9. Bidders use the “online Part 2 Form” to submit information and documents in response to the Part 2 Proposal requirements. A participant makes a number of certifications, including that any bid submitted is binding until seventeen (17) days after submission.

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- 2.10. A participant is required to submit bid assurance collateral to support its bids on all its Projects in the form of a letter of credit sent directly to the IPA. The Procurement Administrator makes available a standard form of this letter of credit that a participant can use along with any optional modifications approved by the IPA and posted to the procurement website.
- 2.11. The letter of credit submitted as bid assurance collateral expires as part of its terms generally within seven (7) days of the Commission decision on the procurement event.
- 2.12. The Part 2 Proposal consists of: (i) the completed online Part 2 Form; (ii) bid assurance collateral; (iii) any other documents necessary to fulfill the Part 2 Proposal requirements; and (iv) the Bid Form, which is submitted separately from the other components of the Part 2 Proposal.
- 2.13. The Procurement Administrator will provide a Bid Form in Microsoft Excel format to be used by the participant to submit a bid for each of its Projects. A bid is a price per REC as well a quantity of RECs to be delivered annually from the Project.
- 2.14. The day bids are due is called the “Bid Date”. Bids are evaluated on the Bid Date. The bids will be received during a particular time window on the Bid Date (for example, between 8 AM and noon). The Procurement Administrator evaluates the bids of participants that successfully complete the Part 1 Proposal and the Part 2 Proposal.
- 2.15. The evaluation of bids first eliminates the bids that fail to meet or beat the benchmarks. Second, bids are ranked in order of price per REC. Generally, the lowest-priced Projects will

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be selected subject to certain constraints as described further below and may be taken out of price order in limited circumstances.

2.16. Within two (2) business days of the Bid Date, the Procurement Administrator will submit to the Commission a confidential report that will provide the results of the procurement event. Within two (2) business days of the Bid Date, the Procurement Monitor will submit to the Commission a confidential report regarding the results of the procurement event. The Commission will decide whether to accept or reject the results of the procurement event within two (2) business days of receiving the confidential reports from both the Procurement Administrator and the Procurement Monitor.

2.17. An indicative schedule (subject to change) is provided below.

Event	Date
Release of Preliminary Proposal Requirements	Tuesday, July 30, 2019
Release of Draft Contract Terms	Tuesday, July 30, 2019
Webcast	Wednesday, July 31, 2019
Release of Draft Contract for Comments by Participants	Tuesday, September 17, 2019
Comments Due on Draft Contract	Monday, October 7, 2019
Final REC Contract	Tuesday, October 22, 2019
Final RFP Documents Posted	Wednesday, October 23, 2019
Webcast	Wednesday, October 23, 2019
Window to Submit Part 1 Proposals Opens	Thursday, October 24, 2019
Deadline for Submission of Part 1 Proposals	Wednesday, November 6, 2019

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Event	Date
Notification of Part 1 Proposal Results	Tuesday, November 19, 2019
Window to Submit Part 2 Proposals Opens	Wednesday, November 20, 2019
Deadline for Submission of Part 2 Proposals	Wednesday, December 4, 2019
Bids Due	Friday, December 13, 2019
Commission Decision on Results	Thursday, December 19, 2019

3. Draft Part 1 and Part 2 Proposal Requirements

The tables below provide a list of requirements that are anticipated at this time for the Part 1 and Part 2 Proposals. This list is in draft form and is preliminary.

Draft Part 1 Proposal Requirements for Each Project	
Project Description	<p><i>This section collects basic information regarding the Project.</i></p> <ul style="list-style-type: none"> • <u>Name of Project</u> • <u>System Size</u>: Provide size (based on aggregate inverter nameplate capacity) in MW, AC rating. • <u>System Specification</u> (optional): <ul style="list-style-type: none"> ○ Standard capacity factor to calculate maximum output of Project. ○ If capacity factor of the system is anticipated to be higher, participant may provide documentation that supports a higher capacity factor. ○ If provided, such documentation must include estimate of energy production. Such documentation may also include additional design specifications (type of installation, array information, inverter size and efficiency).
Community Involvement	<p><i>The Bidder must provide the information below with regards to community involvement in each Project.</i></p> <ul style="list-style-type: none"> • <u>Basic Information Regarding the Community-Based Organization</u>: While each Project must include a partnership with <u>at least one</u> community-based organization (“CBO”), for purposes of submitting the Proposal, the Bidder identifies <u>a single CBO and the Bidder will provide all information required by the Proposal for that CBO</u>. As basic information, the Bidder provides: <ul style="list-style-type: none"> ○ The legal name of the CBO; ○ The address of the primary offices of the CBO; ○ A description of the programs and services offered by the CBO; ○ A description of the group of residents and the area over which the CBO is providing those services (the CBO’s “operating boundaries”), including a map showing the operating boundaries and location of the main offices;

	<ul style="list-style-type: none">○ A copy of the CBO's IRS Form 990 from 2017 or 2018. <p>If an IRS Form 990 is not available for the CBO, please explain. The Procurement Administrator may require an additional document.</p> <ul style="list-style-type: none">● <u>Defining the Community</u>. The "community" associated with the Project will, in general, be identified geographically with the area defined by the operating boundaries of the CBO, i.e., where and to whom the CBO is providing its programs and services, with the following exceptions:<ul style="list-style-type: none">○ The community cannot be identified as the entire state of Illinois or the entire city of Chicago; and○ The Bidder has the option to define the community associated with the Project to be an area smaller and entirely contained within the operating boundaries of the CBO. In that case, the Bidder provides:<ul style="list-style-type: none">▪ (i) a map showing the relevant geographical boundaries of the community and the relevant geographical boundaries of the CBO's operating boundaries; or (ii) a description of the relevant geographical area of the community and how it relates to the CBO's operating boundaries;▪ a list of programs or services that the CBO offers and that target or are tailored to the members of the community as defined by the Bidder. <p>Whether the community is defined by the CBO's operating boundaries or is specifically defined by the Bidder, the Bidder must provide:</p> <ul style="list-style-type: none">○ The name of the community; and○ Evidence that the community's residents associate themselves with the community (e.g., facebook groups, community newsletters, etc.) <ul style="list-style-type: none">● <u>Demonstrate partnership with the CBO</u>. The Bidder must provide a letter from the CBO with the following information:<ul style="list-style-type: none">○ The intent of the CBO to partner with the Bidder for purposes of developing the Project or, if an agreement is in place, summary of terms of the agreement with the Bidder;○ Description of the CBO's role in the project and its development;○ The information that the Bidder has provided to the CBO regarding the project and its development, including information related to: Project site, financing for the
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	<p>Project, recruitment of subscribers, and plan for workforce development;</p> <ul style="list-style-type: none">○ A statement of support from the CBO regarding the information provided by the Bidder for the project and its development; and○ An acknowledgment that CBO is aware that the Bidder is submitting a Proposal to the IPA's Low-Income Community Solar Pilot RFP and an undertaking from the CBO not to partner with another Bidder from this same RFP. <p>The individual or individuals submitting the letter must be identified and contact information (including email address and phone number) must be provided for each individual.</p> <ul style="list-style-type: none">● <u>Community Outreach</u>. The Bidder must provide a description of outreach and engagement efforts to date, including the following details for at least two (2) events:<ul style="list-style-type: none">○ Date;○ Content or document describing events; and○ Number of participants.● <u>Recruitment of subscribers and ownership of each Project by subscribers</u>. The Bidder must indicate whether the Project is at least 50% owned by subscribers. The percentage ownership is defined as the percentage of the Project capacity owned by a subscriber.<ul style="list-style-type: none">○ If yes, the Bidder must provide the list of subscribers with Project ownership, documents to substantiate ownership of the Project by the subscribers, income-verification for each subscriber, as well as address (which must be within the community).○ If no, the Bidder must provide the number of subscribers contracted or provisionally contracted as well as at least one of the following:<ul style="list-style-type: none">▪ A description outreach and engagement efforts undertaken to date to recruit subscribers; or▪ Examples of marketing materials; or▪ A description of the type subscribers that are anticipated to be contracted.● <u>Workforce development</u>. The Bidder must:
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	<ul style="list-style-type: none"> ○ Provide a non-discriminatory hiring plan that is expected to result in engaging job trainees or workers residing within the community; ○ A summary of efforts to date to engage job trainees or workers residing within the community; and ○ Any MBE/WBE commitments.
<p>Project Site</p>	<p><i>This section collects information on the location of the Project and Project Site. The Project must be entirely located in Illinois. The Project must be or will be interconnected at the distribution system level of an electric utility, a municipal utility, a public utility, or an electric cooperative as defined by the Act.</i></p> <ul style="list-style-type: none"> • <u>Name of utility or cooperative to which Project is/will be interconnected</u> • <u>Project site address</u> • <u>Project site map</u>: The Project site must be included in the community. The Project site must be identified on the map of the map of the CBO’s operating boundaries. The map must also show boundaries of the Project site, any structures on the property, and the location of the solar arrays (a separate, higher resolution map, may be provided for this purpose).
<p>Additional Information for Projects Already in Operation</p>	<p><i>This section collects information for Projects that are already in operation. The date at which operation started cannot be on or before June 1, 2017.</i></p> <ul style="list-style-type: none"> • <u>Date of first operation</u> • <u>GATS or MRETS ID</u> • <u>Interconnection Agreement</u>: provide a copy of the signed Interconnection Agreement for the Project
<p>Additional Information for Projects Not Yet in Operation</p>	<p><i>This section collects information for Projects that are not yet in operation. The date at which operation is expected to start cannot be after May 2021 (18 months after contract execution).</i></p> <ul style="list-style-type: none"> • <u>Expected date of first operation</u> • If available, provide a copy of the <u>signed Interconnection Agreement</u> for the Project (Procurement Administrator may require submission of the entire document). • If a signed Interconnection Agreement is not available for the Project, provide:

	<ul style="list-style-type: none"> ○ A copy of the submitted <u>Interconnection Application</u> for the Project; ○ A description of how the Project will be financed; ○ A list of non-ministerial permits that are required for the Project and state whether those permits are in-hand; ○ <u>Letter(s) of intent from lenders or equity partners</u> to cover 30% of the project financing; and ○ <u>Documentation for site control</u> for an area in acres of at least 3 times the Project size in MW (AC rating). <ul style="list-style-type: none"> ● Acceptable documentation for site control includes: <ul style="list-style-type: none"> ○ a signed lease agreement; ○ proof of land ownership; ○ a memorandum of understanding with a land owner; and ○ a letter of intent to lease the land. ● The site control documents should refer to the parcel or portion of the Project Site described in the Project Site map, should provide the acres controlled by each land owner, and should name the Seller or an affiliated company. The Procurement Administrator will also review documentation not in the form listed above.
<p>Identification of Other Parties</p>	<p><i>This section collects information for the entities and individuals involved in the Proposal.</i></p> <ul style="list-style-type: none"> ● <u>Name and address of the Bidder</u>: The Bidder is the party submitting the Proposal. ● <u>Name, address, and website for the Seller</u>: The Seller is the party signing the REC Contract if the Project is approved by the Commission. The Seller may or may not be the same entity as the Bidder. (For example, Energy Company Inc could be the Bidder and Project A LLC could be the Seller). The website may be the website of the parent company or an affiliated company. ● <u>Identify Project Owner</u>: Confirm that the Seller is the Project Owner or provide documentation to show that the Seller will have title to the RECs during the term of the REC Contract. ● <u>Contact Information for Representatives</u> At least one and up to four individuals who can respond to questions regarding the Project and the Proposal. ● <u>Contact Information for Officer of the Seller</u>: Title and contact information for an individual who has the power to undertake contracts and to bind the Seller.

<p>Requirements for a Seller that is an Approved Vendor under Solar for All Program</p>	<p><i>This section collects information for a Seller that is already an Approved Vendor.</i></p> <ul style="list-style-type: none"> • <u>Proof of Approved Vendor Status</u> under Illinois Solar for All Program • <u>IRS W-9 Form</u> • <u>Certificate of good standing</u> from the Illinois Secretary of State dated within the past 12 months • <u>Taxpayer Identification Number Form</u>
<p>Requirements for a Seller Without Approved Vendor Status</p>	<p><i>This section collects information for a Seller that is <u>not</u> already an Approved Vendor.</i></p> <ul style="list-style-type: none"> • <u>Details of Formation</u>: Date at which Seller was formed and home state of registration • <u>Certificate of good standing</u> from the Illinois Secretary of State dated within the past 12 months • <u>IRS W-9 Form</u> • <u>Taxpayer Identification Number Form</u> • <u>Ownership structure</u> <ul style="list-style-type: none"> ○ Other businesses owned or partially owned by the Seller ○ Parent company of Seller or list of owners/proprietors with an interest of 5% or more in the Seller • <u>Tracking System</u>: Confirmation of PJM-GATS or M-RETS account that can be used by the Seller. • <u>Exceptions</u>: List of exceptions (if any) to the regulatory and legal statements in the next section. For any statement that does not apply to the Seller: <ul style="list-style-type: none"> ○ provide an explanation of the issue(s) ○ state whether the issue is in relation to the current business of the Seller ○ provide relevant dates ○ list any remedial or corrective action(s) taken and ○ provide the current status of the issue(s)
<p>Regulatory / Legal Certifications</p>	<p><i>The statements in this section are evaluated for each Seller that is <u>not</u> already an Approved Vendor. Any statement that is not true is listed as an “exception” in the previous section.</i></p> <ul style="list-style-type: none"> • Within the past five (5) years, no current officer of the Seller or current officer of any affiliate of the Seller has:

	<ul style="list-style-type: none"> ○ Been sanctioned relative to any business or professional permit or license ○ Been under suspension, debarment, voluntary exclusion or determined ineligible under any federal or state statutes ○ Been suspended or debarred ○ Been the subject of an investigation by a government entity for a civil or criminal violation for any business-related conduct ○ Been charged with a misdemeanor or felony for misappropriation of funds or property, or for fraud ○ Been suspended, cancelled, terminated or found non-responsible on any contract, or had a surety called upon to complete an awarded contract <ul style="list-style-type: none"> ● The Seller and its affiliates do not have judgments filed against them within the past five (5) years and that remain undischarged ● The Seller and its affiliates have not been the subject of any bankruptcy proceedings within the last seven (7) years and have no bankruptcy proceeding pending ● No owner or proprietor of the Seller (with at least 15% interest) is also the owner or proprietor of another entity that has been the subject of a bankruptcy proceedings within the last seven (7) years or that has a bankruptcy proceeding pending ● The Seller and its affiliates have filed all required tax returns and fully paid taxes according to deadlines required by federal, state, or local laws
<p>Certifications Regarding the Projects</p>	<p><i>The Officer of the Seller or a representative of the Bidder must make the certifications below.</i></p> <ul style="list-style-type: none"> ● Each Project is a “community renewable generation project” as this term is defined in the Act and the Seller has made all investigations it deems necessary to make this determination; ● Project credits or will credit the value of electricity generated to the subscribers; ● Each Project is powered by photovoltaic cells or panels; ● Each Project is or will be in Illinois and is or will be entirely located within the physical location identified in the description of the Project Site;

	<ul style="list-style-type: none"> • Each Project is or will be interconnected at the distribution system level of an electric utility, a municipal utility, a public utility, or an electric cooperative as defined by the Act; • The Project has or will have a single revenue quality meter that satisfies the requirements of the applicable distribution company and that measures or will measure its generation output; • The date of first operation of each Project did not occur on or before June 1, 2017; • Given the milestones achieved, it is reasonable to expect that each Project will be developed, energized and able to acquire subscribers 18 months after Commission decision on the results of the procurement event; • The Project is or will be registered in PJM EIS GATS or M-RETS; and • All information provided in the Part 1 Proposal regarding each Project is true and accurate to the best of the representative's knowledge and belief.
<p>Certifications Regarding the Seller</p>	<p><i>The Officer of the Seller must make the certifications below.</i></p> <ul style="list-style-type: none"> • The Seller as identified in the Proposal is the entity that will sign the REC Contracts with the IPA if one or more Projects are selected through the RFP and the Bids are approved by the Illinois Commerce Commission; • The Seller agrees that there will be no substitution of Projects once the Projects are qualified through a successful Part 1 Proposal; • The Seller understands and accepts the terms of the REC Contract; • The Seller has title to the RECs from the Project and will continue to have such title at the time of execution of the REC Contract; • The Part 1 Proposal will remain in full force and effect until seventeen (17) days after the Bid Date; • If, for any reason and due to any circumstance, any information provided in the Part 1 Proposal for a Project changes or any previous certification fails to remain valid before that date, the Bidder or Seller will notify the Procurement Administrator of such change as soon as practicable, and failing to do so may result in disqualification of one or more of the Projects; • The submission of the Part 1 Proposal constitutes the Bidder's and the Seller's acceptance of all the terms and conditions of these RFP

	<p>Rules, regardless of the outcome of the RFP or the outcome of such Proposal;</p> <ul style="list-style-type: none"> • The Officer of the Seller has no knowledge of the Bidder being part of a bidding agreement, a bidding consortium, or any other type of agreement with another Bidder related to bidding in this RFP; and • All information provided in the Part 1 Proposal is true and accurate to the best of the Officer’s knowledge and belief.
Draft Part 2 Proposal Requirements for Each Project	
Bid Assurance Collateral	<ul style="list-style-type: none"> • Bid assurance collateral in the form of a letter of credit.
Marketing Materials	<p><i>This section collects marketing materials prepared by the Bidder, Seller or their affiliates.</i></p> <ul style="list-style-type: none"> • <u>Provide marketing materials</u> used to promote the Project or participation in the IPA Programs.
Community Involvement	<p>A Bidder that was not able to complete the requirements under this section by the deadlines of the Part 1 Proposal must complete these requirements by the deadlines of the Part 2 Proposal in order to be eligible to bid.</p>
Information to Prepare REC Contracts	<p><i>This section collects information needed to prepare the REC Contracts (e.g., Seller name and address, contract information for notices under the REC Contract, etc.)</i></p>
Certifications by Seller	<p><i>The Officer of the Seller must make the certifications below.</i></p> <ul style="list-style-type: none"> • Seller and Bidders together are bidding independently of any other participant in the RFP; • Commit to bids remaining valid until seventeen (17) days after Bid Date; • Agree to execute the REC Contract for any selected Project within the required timeframe; • Agree to provide disclosure forms, as made available through the Illinois Solar for All Program portal, signed by subscribers during the term of the contract; • Agree to abide by marketing guidelines as set forth in the Illinois Solar for All Program;

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	<ul style="list-style-type: none"> • Certify that applications have been submitted to obtain all non-ministerial permits required for the Projects; • Agree to provide a resource guide, generated by the IPA, about energy efficiency opportunities to subscribers; • The Part 2 Proposal will remain in full force and effect until seventeen (17) days after the Bid Date; and • All information provided in the Part 2 Proposal is true and accurate to the best of the Officer’s knowledge and belief.
Documentation to Support the Certifications	<i>Evidence that applications for non-ministerial permits have been submitted, or that such permits are in-hand.</i>
Bid	<ul style="list-style-type: none"> • A Bid for a Project consists of a price per REC that will be paid to the Seller for eligible RECs under the REC Contract
Evaluation	<ul style="list-style-type: none"> • The lowest-priced Projects that satisfy the following constraints will be selected: <ul style="list-style-type: none"> ○ The total cost of all Projects does not exceed a “Budget” announced by the IPA. The cost of each Project is calculated using the Bid price, a 15-year contract term, and using a quantity set on the basis of the standard capacity factor and the size of the Project in MW (AC rating). The Budget is expected to be below \$50M. ○ The cost of any single Project does not exceed \$20M. ○ The Budget cannot be entirely spent on Projects presented by utilities. ○ A portion of the Budget must go toward a Project that is at least 50% owned by its subscribers. If there is no such Project, a portion of the Budget may be withheld for a subsequent procurement.