

SAN JOSE CLEAN ENERGY

Request for Offers to Sell Long Term Resource Adequacy

Prospective Resource Adequacy Suppliers:

Pursuant to this Request for Offers (RFO), San José Clean Energy (SJCE) is seeking offers from prospective suppliers to sell Resource Adequacy (RA) Products to SJCE as further described herein:

PRODUCT DESCRIPTION

- Offers from existing and/or new resources will be accepted.
- **Term:** five, seven- or ten-years strongly preferred, will consider terms up to 15 years.
- **Start Date:** Min: 1/2021 Max: 1/2024
- **Volume:** Increments of 5 MWs up to 200 MWs
- **Location:**
 - System: NP15 or SP15
 - All Local Areas will be accepted however the following are strongly preferred: Fresno, Greater Bay Area, Humboldt, Kern, North Coast North Bay, Sierra, and/or Stockton
- **Attributes:** Flexible and Generic Offers will be accepted
- **Strips:**
 - Annual
 - May-October
 - June-September
- Price escalators will not be accepted, all bids should be flat over the term of the offer.
- If a tolling offer is made it must also be accompanied by an RA-Only offer.
- New resources may be subject to additional terms and conditions such as development and performance securities.

SUBMISSION OF OFFERS

Please submit all offers to sell RA Products to SJCE using the RA Offer Form attached hereto.

All offers to sell Resource Adequacy Products **must be submitted to the following SJCE contacts on or prior to March 25, 2020 at 5:00 PM Pacific:**

- RFO@sanjosecleanenergy.org
- Jeanne Solé (SJCE): jeanne.sole@sanjoseca.gov
- Paul Innamorato (SJCE): Paul.Innamorato@sanjoseca.gov
- Mike Whitney (NCPA): mike.whitney@ncpa.com
- Tony Zimmer (NCPA): tony.zimmer@ncpa.com

SJCE will evaluate offers and **notify shortlisted respondents by 5:00 PM Pacific on March 31, 2020.**

This RFO and the information provided therein will be shared with the following Community Choice Aggregators:

- Silicon Valley Clean Energy
- Other CCAs with prior written approval from bidder

CONTRACTING INSTRUMENT

For reference, please find attached hereto SJCE's preferred form of Resource Adequacy Transaction Confirmation for use with the WSPP. Parties are encouraged to submit any proposed changes to these forms (or alternative preferred enabling agreements and/or confirms) to Stephen Hall at steve@hallenergylaw.com, Jeanne M. Solé at Jeanne.Sole@sanjoseca.gov, Kelly Morris at Kelly.Morris@sanjoseca.gov, Paul Innamorato at Paul.Innamorato@sanjoseca.gov, and Tony Zimmer at Tony.Zimmer@ncpa.com, on or before submitting their bids. SJCE will also consider use of a Resource Adequacy Transaction Confirmation structured to work in conjunction with an EEI to be negotiated between the parties. Please find attached hereto SJCE's preferred EEI cover sheet.

In addition, SJCE is in the process of qualifying potential counterparties pursuant to its Risk Management Policies. Potential suppliers that are not yet qualified are encouraged to contact SJCE as soon as possible if they intend to respond to this Request for Proposals. SJCE will only be able to transact with entities that have been qualified by its Finance Department.

If a prospective supplier does not disclose financial information publicly, SJCE will also require a prospective supplier to provide the information described below for the past two (2) financial years. Also, a prospective supplier with its primary business in sectors other than energy should provide financial information and a description of its energy product operations and trading.

- Consolidated Statement of Income
- Consolidated Statement of Cash Flows
- Consolidated Balance Sheets
- Results of Operations
- Notes to Financial Statements
- Off-Balance Sheet Liabilities, if any

SJCE provides the following information to interested suppliers to facilitate their assessment of SJCE as a counterparty:

- San José Clean Energy is housed in the City of San José's Department of Community Energy. The program is provided for in San José's municipal code Title 26, available at the following link: https://library.municode.com/ca/san_jose/codes/code_of_ordinances?nodeId=TIT26COEN
- San José Clean Energy's Implementation Plan is available here: <http://www.sanjoseca.gov/DocumentCenter/View/71410>
- San José Clean Energy's risk management policy was approved by San José City Council and is available here: <https://sanjose.legistar.com/LegislationDetail.aspx?ID=3478118&GUID=32319D40-8EA7-4D1A-9E48-B1CC78BB2E5E&Options=&Search>
- SJCE's initial funding plan is described in a memo to City Council in August 2017. The SJCE has followed through with this plan: http://sanjose.granicus.com/MetaViewer.php?view_id=&event_id=2699&meta_id=650894
- The City of San José is the signatory to WSPP Agreement and will be the signatory to the confirmations.
- The Department of Community Energy is an enterprise department of the City of San José. Please see below language that we have added to our draft confirmation to explain this arrangement.

- A link to our municipal advisor letter is here: www.sanjoseca.gov/DocumentCenter/View/39975

Finally, to do business in San José, Sellers who are not already registered will have to register with the City of San José within 90 days of commencing business within the city. Details are available at the following: <http://www.sanjoseca.gov/BusinessTax>

PUBLIC NATURE OF PROPOSAL MATERIAL

All correspondence with SJCE including responses to this solicitation will become the exclusive property of the City of San José and will become public records under the California Public Records Act (Cal. Government Code section 6250 et seq.) All documents that you send to SJCE will be subject to disclosure if requested by a member of the public. There are a very limited number of narrow exceptions to this disclosure requirement.

Therefore, any proposal which contains language purporting to render all or significant portions of their proposal “Confidential”, “Trade Secret” or “Proprietary”, or fails to provide the exemption information required as described below will be considered a public record in its entirety subject to the procedures described below. Do not mark your entire proposal as “confidential”.

The City will not disclose any part of any proposal before it announces a recommendation for award, on the grounds that there is a substantial public interest in not disclosing proposals during the evaluation process. After the announcement of a recommended award, all proposals received in response to this RFP will be subject to public disclosure.

In order to designate information as confidential, the Seller must clearly stamp and identify the specific portion of the material designated with the word “Confidential” and provide a citation to the California Public Records Act that supports keeping the information confidential. Seller should not to over-designate material as confidential. Over-designation would include stamping entire pages or series of pages as confidential that clearly contain information that is not confidential. Upon request or demand of any third person or entity not a party to this Agreement (“Requestor”) for production, inspection and/or copying of information designated by Seller as confidential information (such designated information, the “Confidential Information”), SJCE will notify the Seller as soon as practical that such request has been made. The Seller shall be solely responsible for taking whatever legal steps are necessary to protect information deemed by it to be Confidential Information and to prevent release of information to the Requestor by the City. If the City takes no such action after receiving the foregoing notice from the Seller, the City shall be permitted to comply with the Requestor’s demand and is not required to defend against it.

If required by any law, statute, ordinance, a court, Governmental Authority, or agency having jurisdiction over the City, including the California Public Records Act, the City may release Confidential Information, or a portion thereof, as required by the Applicable Law, statute, ordinance, decision, order or regulation. In the event the City is required to release Confidential Information, it shall notify the Seller of the required disclosure, such that the Seller may attempt (if it so chooses), at its sole cost, to cause the recipient of the Confidential Information to treat such information in a confidential manner, and to prevent such information from being disclosed or otherwise becoming part of the public domain.

DISCLAIMERS

SJCE reserves the sole and discretionary right to (i) reject any offers received in response to this solicitation for any reason, and (ii) accept any offers received after the deadline for submittals as indicated herein. Additionally, SJCE reserves the right, at its sole discretion, to not enter into any confirmation for the transaction at the conclusion of this solicitation. SJCE reserves the right to modify the terms and conditions of this solicitation at any time based on changing needs and market feedback. SJCE also reserves the right to rescind this solicitation at any time prior to SJCE's execution of a binding agreement. SJCE will not be liable at any time for any costs the prospective supplier may incur in preparing or submitting its response to this solicitation.

If an unsuccessful PROPOSER wants to dispute an award or award recommendation, a protest must be submitted in writing to the Director of Community Energy, Lori Mitchell, no later than ten (10) calendar days after the PROPOSER(s) is notified that it was not awarded a contract, detailing the grounds, factual basis and providing all supporting information. Protests will not be considered for disputes on the grounds that material provision in this RFP is ambiguous. Failure to submit a timely written protest to the contact listed below will bar consideration of the protest.

The address for submitting protests is:

Attention: Jeanne Solé, Deputy Director of Power Resources
City of San Jose, Department of Community Energy
200 East Santa Clara Street, 14th Floor
San Jose, CA 95113

Please submit an electronic version of the protest to RFO@sanjosecleanenergy.org and protestSJCE@sanjosecleanenergy.org