



## ***Appendix C-1***

***Preliminary Due Diligence List  
(Developmental Resources)  
For  
2016 Request For Proposals  
For  
Long-Term Renewable  
Generation Resources  
For  
Entergy New Orleans, Inc.***

Entergy Services, Inc.  
July 13, 2016

The statements contained in this RFP are made subject to the Reservation of Rights set forth in Appendix E of this RFP and the terms and acknowledgements set forth in the Proposal Submission Agreement.

**APPENDIX C-1  
PRELIMINARY DUE DILIGENCE LIST  
(DEVELOPMENTAL RESOURCES)**

Bidders that intend to submit a proposal in the RFP based upon a Developmental Resource must provide a comprehensive response to each question set forth in this Appendix C-1. Bidders should respond to any question that does not apply to the proposed Developmental Resource with an “N/A” or “not applicable.” **Bidders must respond to each question by 5:00 pm CPT on the Proposal Submission Deadline.** Bidders are required to submit their response to the questions below in writing in such a way that clearly identifies the question to which each response pertains, and then provide the response via electronic mail or express delivery to the RFP Administrator.

Failure to submit a response to a question as required will increase the likelihood of a Bidder’s proposal being rejected as non-conforming and rejected from further consideration. Failure to provide a comprehensive response could negatively affect a proposal’s overall viability ranking. Bidders should keep in mind that this Appendix C-1 is not a prescriptive list of requirements for its proposed resource, but instead is a list of items that RFP Evaluation Teams will use to assess the viability of individual projects. Any item requested in this Appendix C-1 that is not available, not presently known, or not otherwise provided by Bidder may count against its final viability score, but will not necessarily, in and of itself, cause its proposal to be declared non-conforming.

**1. Project Overview**

- 1.1 Provide a thorough summary description of the project, including, but not limited to, the proposed location, site description, technology, nameplate capacity, and the capacity of the proposed resource, design basis, water source(s), if applicable, plan for engineering/procurement/construction, interconnection status, financing plan, O&M plan, and non-standard project components/considerations, as well as a summary of the work completed on each of the minimum requirements described herein.
- 1.2 Provide Bidder’s/Seller’s operation and maintenance expectations and philosophy for the project after project completion, including, without limitation, the use of any third-party operator and any long-term service agreement with respect to any of the plant equipment. Anything provided in the summary should not otherwise limit Bidder’s response to any of the requirements below.

**2. Bidder Experience**

- 2.1. Provide a detailed description of Bidder’s background and experience, including a list of sites where Bidder has built, operated, and/or maintained a project utilizing the technology included in Bidder’s proposal, including year(s) of installation, size, major equipment make and model information, and operational success.

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- 2.2. Include any Affiliated companies, parent company, holding subsidiaries or predecessor companies; include resumes of key personnel dedicated to the project.
- 2.3. In detail, describe Bidder's experience within MISO or other RTO markets.
- 2.4. Provide a list and summary of all power supply contracts (including ancillary services) to which Bidder is a party.
- 2.5. Provide one (1) or more utility-scale project references completed and/or under development.
  - 2.5.1. Include details of project schedules, historical performance and operating history

### 3. Project Development

- 3.1. Engineering
  - 3.1.1. Has a preliminary design study been performed for the resource? If so, provide the study. If not, when is this activity expected to be completed?
  - 3.1.2. Has a detailed engineering study been performed for the resource? If so, provide the study. If not, when is this activity expected to be completed?
  - 3.1.3. Have operation and maintenance budget estimates been established for the resource under each of the following categories?:
    - 3.1.3.1. Variable O&M costs
    - 3.1.3.2. Fixed O&M costs – labor, maintenance materials, overhead burden, insurance, extraordinary maintenance, property taxesIf so, provide the supporting information reflecting the budget estimates for the categories above. If not, when are these activities expected to be completed?
    - 3.1.3.3. Provide the O&M plan for the project
  - 3.1.4. If applicable, have heat balance, material balance, or process flow diagrams been developed? If so, provide the supporting information, such as the flow diagrams, etc. If not, when is this activity expected to be completed?
  - 3.1.5. Have auxiliary power and behind-the-fence requirements been established? If so, provide the supporting information such as the amount and drivers of aux load and behind-the-fence load. If not, when is this activity expected to be completed?
  - 3.1.6. What design criteria were used for the following?:
    - 3.1.6.1. Architectural?
    - 3.1.6.2. Civil Structural?
    - 3.1.6.3. Controls and Instrumentation?
    - 3.1.6.4. Electrical?
    - 3.1.6.5. Mechanical?Provide supporting information, such as the design codes and summary descriptors. If design criteria have not been completed, when are they expected to be completed?

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- 3.1.7. Has the design basis been established for the facility site plan, including the following?:
- 3.1.7.1. General arrangement
  - 3.1.7.2. Road and rail access
  - 3.1.7.3. Water supply (if applicable)  
If so, provide the supporting information, such as would be included in an engineering study. If not, when are these activities expected to be completed?
- 3.1.8. Has the architectural design basis been established? If so, provide the supporting information, such as a summary of the design basis and corresponding documentation. If not, when is this activity expected to be completed? Confirm that all state and local building codes will be met.
- 3.1.9. Has the civil structural design basis been established for the following:
- 3.1.9.1. Foundations?
  - 3.1.9.2. Proposed loads?
  - 3.1.9.3. Design codes and materials?
  - 3.1.9.4. Structural steel?
  - 3.1.9.5. Roads?
  - 3.1.9.6. Drainage?
  - 3.1.9.7. Solid waste disposal area (if applicable)?  
If so, provide the supporting information, such as would be included in an engineering study. If not, when are these activities expected to be completed?
- 3.1.10. Has the design basis been established for controls and instrumentation, including the distributed control system and functional logic diagrams? If so, provide the supporting information. If not, when is this activity expected to be completed? Will the facility be designed and equipped to operate under automatic generation control?
- 3.1.11. Have the electrical design basis and specifications been established, including single line diagram and electrical system descriptions? If yes, provide the supporting information, such as the diagrams and descriptions. If not, when is this activity expected to be completed?
- 3.1.12. Has the design basis been established for mechanical design, including the following?:
- 3.1.12.1. Major equipment/components
  - 3.1.12.2. Control systems
  - 3.1.12.3. Auxiliary equipment  
If so, provide the supporting information, such as would be included in an engineering study. If not, when are these activities expected to be completed?
- 3.1.13. Has the design basis been established for balance of plant equipment? If so, provide the supporting information, such as would be included in an engineering study. If not, when is this activity expected to be completed?
- 3.1.14. Does the design contemplate a behind-the-meter generation (BTMG) arrangement?
- 3.1.15. List and describe the licenses and other authorizations required under applicable rules, regulations, and other laws, including Louisiana R.S. 37:2150-2192, Section 319, including (if applicable), without limitation, any required solar classification license.

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#### 3.2. Project Schedule

- 3.2.1. Has a detailed construction schedule been developed? If so, provide the schedule. If not, answer the following questions:
- 3.2.1.1. When is this activity expected to be completed?
  - 3.2.1.2. Has a summary level construction schedule been developed? If so, provide the schedule. If not, when is this activity expected to be completed?
  - 3.2.1.3. Has a project master schedule been developed that includes major construction milestone dates? Examples of such milestones should include, but are not limited to:
    - 3.2.1.3.1. Receipt of Major Permits
    - 3.2.1.3.2. Limited Notice to Proceed (if applicable)
    - 3.2.1.3.3. Financial Close
    - 3.2.1.3.4. Full Notice to Proceed
    - 3.2.1.3.5. Major Equipment Purchases
    - 3.2.1.3.6. Site Mobilization
    - 3.2.1.3.7. Delivery of Major Equipment
    - 3.2.1.3.8. Mechanical Completion
    - 3.2.1.3.9. Substantial Completion
    - 3.2.1.3.10. Commercial OperationIf so, provide the schedule or project timeline. If not, when are these activities expected to be completed?
- 3.2.2. How much time has been allowed in the construction schedule for resolving unforeseen operations problems?
- 3.2.3. Have permits for construction been obtained? If so, provide a copy of the permit(s). If not, when is this activity expected to be completed?
- 3.2.4. Has a construction project team been assembled? If not, when is this activity expected to be completed?
- 3.2.5. For Aggregated Solar PV Resources: How much time has been scheduled to allow for execution of multiple site agreements?

#### 3.3. Cost Estimate

- 3.3.1. Provide a description of the current capital cost estimate for the project, including the following:
- 3.3.1.1. Indication of the accuracy of the estimate using an appropriate cost estimate classification system (*e.g.*, Class 1 through Class 5).
  - 3.3.1.2. How the estimate was developed (*e.g.*, third party engineering firm, in-house, vendor supplied bids, etc.)? At a minimum, estimates should account for the following:
    - 3.3.1.2.1. Generation equipment (*e.g.*, wind turbines, solar panels, inverters, hydro turbines, etc.)
    - 3.3.1.2.2. Mechanical and electrical equipment
    - 3.3.1.2.3. Instrumentation and controls
    - 3.3.1.2.4. Miscellaneous buildings

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- 3.3.1.2.5. Major commodities (*e.g.*, steel, copper, etc.)
- 3.3.1.2.6. Site work and foundations
- 3.3.1.2.7. Retrofit allowance (if applicable)
- 3.3.1.2.8. Sales tax
- 3.3.1.2.9. Engineering costs
- 3.3.1.2.10. Indirect costs
- 3.3.1.2.11. Spare parts
- 3.3.1.2.12. Escalation and AFUDC/IDC
- 3.3.1.2.13. Construction finance costs
- 3.3.1.2.14. Any other category not listed here and reasonably expected to be included for the proposed technology

#### 3.4. Site Control and Assessment

- 3.4.1. Describe the status of the proposed project site, including the following:
  - 3.4.1.1. Site control – Is the proposed site under the legal control of Bidder and, if so, under what legal form? If the site is not currently under the legal control of Bidder, describe the process required to gain control and provide an assessment of the risk related to gaining control of the site.
  - 3.4.1.2. Has the proposed site been formally assessed for risks related to environmental contamination, habitat, or other pre-existing conditions that may render the site unusable or delay or otherwise impair or adversely affect development? Provide the executive summary of any formal reports. If the site has not been formally assessed, what supporting facts or actions provide assurance that the site is fit for the intended use?
  - 3.4.1.3. Indicate what construction related surveying or testing has been performed at the site. Summarize the results.
  - 3.4.1.4. Is the proposed project site within a floodplain? If so, please identify the designated zone and the corresponding level of exposure.
  - 3.4.1.5. Is there a storm water mitigation plan in place for the current proposed site? Please include the details of the plan and mitigation controls.
  - 3.4.1.6. For rooftop Solar PV projects, has a structural site assessment been performed to assess the ability of the proposed site to support any installed equipment (*e.g.*, solar panels, inverters, etc.)? If so, provide all available results of the site assessment.
  - 3.4.1.7. Are any easements or variances required with regard to the site?
- 3.4.2. Describe the status of any necessary site infrastructure, including, but not limited to:
  - 3.4.2.1. Water supply
  - 3.4.2.2. Water discharge
  - 3.4.2.3. Transportation access for construction activities and ongoing operations
  - 3.4.2.4. Lay down area access for construction
- 3.4.3. Provide the following details regarding the proposed site:
  - 3.4.3.1. Describe the exact location (*i.e.*, street address or latitude and longitude if in a rural location)

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- 3.4.3.2. Provide a property plat if available
- 3.4.3.3. Acreage as planned
- 3.4.3.4. Other available acreage adjacent to the site

#### 3.5. Facility and Equipment

- 3.5.1. Describe the facility and equipment to be utilized in as much detail as available. Describe the status of the procurement of major equipment. If the procurement of the facility and equipment is not yet complete, provide details of the procurement plans.
- 3.5.2. For each piece of major equipment, provide the make, model, and performance rating.
- 3.5.3. Provide the rationale for the selection of the major equipment, including a description of the procurement process used.
- 3.5.4. Provide an equipment list for other equipment to be utilized at the site.
- 3.5.5. Discuss the viability of the proposed technology, the operational reliability, and the experience, industry standing, and creditworthiness of the manufacturer.
- 3.5.6. Discuss the warranty of the major components.
- 3.5.7. Discuss and provide published reports demonstrating the proposed technology is commercially proven.
- 3.5.8. Operational characteristics
  - 3.5.8.1. If applicable, has a solar radiation index, etc. study been performed for the proposed site? If so, specify the data source, the length/duration of the data made available by the data source, and explain the results and how the results support the projected annual MWh.
  - 3.5.8.2. Provide an expected hourly generation profile and a detailed explanation as to how it was derived. If available, include supporting meteorological data from satellite, onsite, or nearby ground-mounted data measurement devices and/or a third-party resource assessment study. Preferably, the profile should be based upon two (2) or more recent years of onsite meteorological data, to the extent available. A template is or will be included in the Proposal Submission Template posted on the RFP Website for Bidders to use in response to this requirement.
  - 3.5.8.3. Explain the source of information, resource data measurement method used, assumptions for any equipment/transmission/etc. losses, and the location where the data was measured. Did a third party subject matter expert prepare the reports associated with the data? If so, who? Describe the risk of basing the generation calculations on the data. Describe the technical challenges relative to the project's scale not related to the development of the core technology (i.e., manufacturing capacity of supplier production, complexity of deployment processes, etc.).
  - 3.5.8.4. Provide P50, P75, P90 and P99 annual generation levels for each year of the term of the proposal and the methodology and supporting documentation for the determination of such generation levels.
  - 3.5.8.5. Provide a description of the various modes of operation of the resource.
  - 3.5.8.6. Provide the minimum and maximum load range in each mode of operation.

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- 3.5.8.7. Provide the maximum ramp rates over the load range for each mode of operation.
  - 3.5.8.8. Provide the MVAR capability range of the resource; include “as tested results.”
  - 3.5.8.9. Will the unit be equipped with automatic generation control (AGC)?
  - 3.5.8.10. What will be the operating range of the resource under AGC?
  - 3.5.8.11. What other electric products is the resource expected to be capable of providing?
  - 3.5.8.12. For wind resources, describe any expected sector management requirements.
  - 3.5.8.13. For Solar PV resources, describe the type of inverter/s that will be used.
- 3.5.9. Indicate whether the resource will be registered as a small power production facility with QF status.
- 3.6. Operations and Maintenance
- 3.6.1.1. Describe the operation and maintenance plans for the project including the following:
    - 3.6.1.2. Expected operating party (self-operated, third-party contract, etc.).
    - 3.6.1.3. Provide the qualifications of the expected operating party if not included in the response to question 2.1 above.
    - 3.6.1.4. If expected to be operated under contract, provide a description of the expected contract, including term, scope, pricing structure, liability provisions, etc.
    - 3.6.1.5. Describe any contracts for maintenance not expected to be performed by the operating party.
    - 3.6.1.6. Provide the anticipated major maintenance schedule for the project by year for the lower of the life of the project or anticipated PPA term.
- 3.7. Capacity-Related Benefits
- 3.7.1. Identify any benefits associated with the capacity of the resource offered to Buyer, including any capacity credits or similar rights or benefits for which the resource is expected to be eligible and provide the basis for that belief.
  - 3.7.2. Describe any studies or other actions needed to qualify the resource for capacity-related benefits and the status and any results of any such studies or actions.
- 3.8. Other Commitments
- 3.8.1. If applicable, provide a detailed description of any and all expected commitments of energy, capacity, capacity-related benefits, other electric products and environmental attributes of the resource other than those contemplated by Bidder’s proposal in the RFP.
  - 3.8.2. If applicable, confirm the offered capacity can be separately metered and operated as a separate resource into MISO markets.

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3.8.3. If applicable, describe how the output of the resource will be allocated between or among multiple offtakers (*e.g.*, dedicated units to each offtaker, pro rata, etc.) and how the market participant role is expected to be handled under such circumstances.

#### 3.9. Contract Status

3.9.1. Is there an EPC contract in place for the resource? If so, identify the EPC contractor and the EPC pricing structure. If not, answer the following questions:

3.9.1.1. When is such an EPC contract expected to be executed?

3.9.1.2. Is there a letter of intent in place with an EPC provider?

3.9.1.3. If no such letter of intent is in place, have proposals been requested from possible EPC providers?

3.9.1.4. Provide the EPC pricing structure contemplated for the project.

3.9.2. If Bidder does not intend to use a traditional EPC contract for the resource, provide the following information and answer the following questions:

3.9.2.1. Describe contracting methodology.

3.9.2.2. Are contracts in place for all major work (*e.g.*, construction/construction management, equipment supply, civil scope, electrical scope)? If so, provide supporting documentation as well as the pricing structure. If not, answer the following questions:

3.9.2.2.1. When is this activity expected to be completed?

3.9.2.2.2. Are there letters of intent in place with such providers?

3.9.2.2.3. If no such letters of intent are in place, have proposals been requested from providers of such services?

3.9.2.2.4. Provide the pricing structure contemplated for a definitive agreement.

3.9.2.3. Are contracts in place for cost and schedule control? If not, when is this activity expected to be completed?

3.9.3. Are contracts in place for the following matters:

3.9.3.1. Project scoping?

3.9.3.2. Design engineering?

3.9.3.3. Support of permitting?

3.9.3.4. Major equipment purchase?

3.9.3.5. Long-term service agreements (if applicable)?

3.9.3.6. Other?

If so, provide supporting information, such as a summary description of those contracts.

If not, when are these activities expected to be completed?

#### 4. Electric Interconnection

##### 4.1. Transmission Interconnection/Deliverability

4.1.1. If the resource will be directly interconnected to the MISO System, provide the complete copy of the submitted interconnection application (including for the quantities of ERIS and NRIS required by the RFP), a copy of either the MISO letter acknowledging the application or, if available, the actual study results related to such

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application and the associated MISO queue number as described in the first paragraph in Section 2.4.2 of the Main Body.

- 4.1.2. If the resource will not be directly interconnected to the MISO System, provide the complete copy of the appropriate interconnection service application(s) and a copy of any acknowledgement letter (or similar document) from the applicable Balancing Authority or transmission authority as described in the second paragraph in Section 2.4.2 of the Main Body.
  - 4.1.3. Provide any information regarding land options, land purchase agreements, permits, etc. required to complete the installation of the interconnection facilities (*e.g.*, transmission or distribution line rights-of-way).
  - 4.1.4. What is the approximate distance to the nearest transmission-level substation location (115kv or above) (provide the substation name or a description of its location, if possible) and voltage rating of the generation interconnection for the resource?
  - 4.1.5. Provide the status and details of the generation interconnection request (interconnection point, requested and (if known) granted interconnection capacity (*e.g.*, PMax), network vs. energy only, etc.) and the associated interconnection queue number, if any.
  - 4.1.6. Have results of any required interconnection study been provided?
  - 4.1.7. Has an interconnection agreement or related agreement for the resource been executed? Describe any transmission or network upgrades that have been identified with respect to the interconnection application (inclusive of any request for both ERIS and NRIS) and the expected timeframe and estimated cost for completion of each such upgrade.
- 4.2. Transmission, Transmission Upgrades, and Network Resource Interconnection Service
- 4.2.1. Provide the status and details of any request for (i) if the resource will be directly interconnected to the MISO System, NRIS and the associated MISO transmission reservation queue number, or (ii) if the resource will not be directly interconnected to the MISO System, firm point-to-point transmission service from the resource to the MISO South portion of the MISO System.
  - 4.2.2. Has a transmission study been initiated for the resource or for transmission service from the resource? If so, provide a reasonably detailed summary of the results.
  - 4.2.3. Has an interconnection service or related agreement been executed for the resource?
  - 4.2.4. Provide Bidder's current expectations regarding any upgrades required in connection with requests for interconnection, deliverability, and/or transmission service and related costs thereof.
  - 4.2.5. If applicable, provide a copy of each acknowledgement letter (or similar document) from the Balancing Authority or transmission authority with regard to any deliverability or transmission service application or request regarding power offered to ENOI under the proposal.

### 4.3. Distribution Interconnection

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- 4.3.1. For resources that will be interconnected at a distribution voltage level (less than 69 kV) within the ENOI Load Zone, provide any completed copy of the interconnection application submitted to Entergy's Distribution group. For Aggregated Solar PV Resources, include the applications for each site.
- 4.3.2. List the proposed project sites with the desired interconnection capacity amount at each site.
- 4.3.3. List the proposed feeder connections that correspond to the site locations listed above and the corresponding distance from the feeder.
- 4.3.4. Provide any responses/acknowledgement letter from Entergy's Distribution group.
- 4.3.5. Provide Bidder's current expectations regarding any upgrades required in connection with the proposed distribution interconnection.
- 4.3.6. Is there an existing interconnected generator at the proposed site(s) for the resource?
- 4.3.7. Will the resource isolate from the host utility upon a total loss of electric service or a loss of any individual phase circuit?
- 4.3.8. Will the resource be capable of supplying reactive power (VARs)?
- 4.3.9. Provide the voltage for 3-phase delivery at the proposed interconnection point(s).
- 4.3.10. Will the resource disconnect inertia within 10 cycles of a service interruption or fault?
- 4.3.11. Will the resource be blocked from energizing dead circuits?
- 4.3.12. Provide the short circuit current for the entire generation system.
- 4.3.13. Provide any available drawings of the resource's interconnection facilities, including a one line diagram and proposed relay systems.
- 4.3.14. List the specifications on applicable protective devices, inverter and power quality revenue meter.
- 4.3.15. Provide a layout sketch showing lockable, "visible" disconnect device for hot and neutral circuits.

## 5. Environmental

- 5.1. Land/Groundwater
  - 5.1.1. Have the previous land uses for the resource/site been identified? If so, list those uses or provide the supporting information.
  - 5.1.2. Have any potentially contaminating activities at nearby facilities/sites been identified? If so, list and describe those identified.
  - 5.1.3. Has an environmental impact study been conducted for the resource/site? If so, provide a copy of the study.
  - 5.1.4. If applicable, provide the number of groundwater monitoring or production wells at the facility/site and provide copies of state registrations for each well.
  - 5.1.5. Does documentation exist on the details of the geological and hydrogeological nature of the soil and groundwater underneath the resource/site? If so, provide the supporting information.
  - 5.1.6. Has a wetlands survey been completed for the proposed site? Have any potential wetlands been identified on the property? Provide a copy of any completed wetlands surveys of the property (including desktop reviews and on-site surveys).

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#### 5.2. Permitting

- 5.2.1. Provide a list of all environmental permits required by the project owner or operator or any of its Affiliates. Provide a copy of any permits received for the project to date.
- 5.2.2. Provide evidence that it has completed all permitting due diligence necessary to prepare to apply for all required permits (*e.g.*, a copy of the draft permit application(s), or a summary of the permit application requirements including how those requirements will be met).
- 5.2.3. Bidder must provide a “Phase I” environmental site assessment according to ASTM E1527 or evidence and documentation of due diligence specific to the proposed site necessary and sufficient to support such an assessment (*e.g.*, documentation of work necessary to meet the primary components required under a Phase I according to ASTM E1527).
- 5.2.4. Bidder must disclose any reasonably anticipated permitting obstacles and any pending claims, actions, or disputes related to permitting activities completed to date.

#### 5.3. Noise/Federal Aviation Administration/Department of Defense/Avian/Wetlands/ Endangered Species

- 5.3.1. Has the site or facility been evaluated to determine concerns or needs related to construction required for the project in connection with compliance with any applicable noise, Federal Aviation Administration, Department of Defense, avian, wetlands, or endangered species regulations? If so, state any special concerns or limitations and note whether any regulatory compliance activity has been undertaken by the project owner or submitted to any governmental agency.
- 5.3.2. If applicable, what are the anticipated or current controls for noise?
- 5.3.3. Identify the location of the nearest residence.
- 5.3.4. Identify the location of the nearest business.

#### 5.4. Water

- 5.4.1. If material to the operation of the resource:
  - 5.4.1.1. What is the anticipated source and estimated daily usage of water at this facility? Are there any state usage fees or taxes associated with the water source?
  - 5.4.1.2. Has a water supply source been identified? If so, provide and describe the supply type.
  - 5.4.1.3. Are identified water source(s) capable of supplying the maximum design requirements of the facility?
  - 5.4.1.4. If applicable, what is the daily wastewater discharge rate (in mgd) anticipated to be?

#### 5.5. Waste

- 5.5.1. Describe the type and disposal management method for wastes generated or anticipated to be generated at the location.

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- 5.6. Environmental Compliance (applicable to brownfield development sites or existing facilities except where noted)
  - 5.6.1. Where are copies of any facility or site environmental audit reports maintained, including results and corrective actions (including audits conducted internally and externally by federal or state agencies).
  - 5.6.2. Have there been any compliance actions as a result of prior environmental audit findings?
  - 5.6.3. Has the facility/site received any complaints from governmental or citizen groups concerning environmental matters (including, for purposes of this question, noise, fishkill, birdkill, and “Not in My Backyard” complaints) involving the project owner or any of its Affiliates? (Bidders of greenfield development proposals should respond as well.)
  - 5.6.4. Does the Bidder/project owner have (i) an environmental policy or statement of environmental commitment and (ii) an environmental management system? (Bidders of greenfield development proposals should respond as well.) If so, provide a copy of the policy(ies).
- 5.7. Operations (applicable to brownfield sites except where noted)
  - 5.7.1. Are there any proposed or pending environmental regulatory changes that would affect the expected plant operating status? Will facility equipment changes be required? If so, list and describe each pending change.
  - 5.7.2. Are there any environmental authorizations that (i) limit production or throughput or (ii) would render it necessary to increase significantly the volume of production or throughput at the facility? (Bidders of greenfield development proposals should respond as well.)
  - 5.7.3. Have there been any discontinued operations of the owner and any of its Affiliates at the location of the resource/site?
  - 5.7.4. Has an assessment been made to determine if any material capital expenditures or material expenses need to be incurred to comply with any existing environmental regulations? (Bidders of greenfield development proposals should respond as well.)
  - 5.7.5. Has an assessment been made to determine if any material capital expenditures or material expenses need to be incurred to comply with any environmental regulations that have been proposed (whether in preliminary or final form) but have not become effective? (Bidders of greenfield development proposals should respond as well.)
- 5.8. Environmental Attributes
  - 5.8.1. Describe the environmental attributes (and associated renewable portfolio standard or other renewable energy or environmental attribute required compliance program, any voluntary renewable energy or environmental attribute compliance program, and any other renewable energy or environmental attribute program or monitoring, tracking, certification, or trading system) for which the proposed resource is expected to be eligible, including eligibility for the Midwest Renewable Energy Tracking System (M-RETS) and Green-e programs.

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## APPENDIX C-1

### Preliminary Due Diligence List (Developmental Resources)

- 5.9. Community Outreach
  - 5.9.1. Provide Bidder's plan for community outreach.
  - 5.9.2. Provide documentation of any community support or opposition for the proposed project.
- 5.10. List any potential environmental impediments to project development, provide any associated documentation, and describe the plan to mitigate the impediment.

## 6. Project Structure and Finance

- 6.1. Provide an overview of the projected ownership structure for the project prior to and following commercial operation.
- 6.2. Provide a summary of the Bidder's/developer's plan for structuring and funding the project financing.
- 6.3. Provide Bidder's/seller's plan for meeting the credit/collateral requirements outlined in the RFP.
- 6.4. Provide evidence of at least one recent successful financing completed by Bidder (or an Affiliate) or that potential lenders have been engaged in initial, bona fide discussions to ascertain interest, market conditions, and indicative terms for financing the resource.
- 6.5. For project development-based proposals (and without limiting the requirements and terms of the RFP), Bidder should describe with specificity its proposed collateral or security postings throughout the development phase (including amounts or means of determining the amounts, type(s), and other relevant information), interim development milestones, consequences for failing to meet an interim milestone, target commercial operation date, guaranteed commercial operation date, delay damages, final deadline for achieving commercial operation (which, if not met, will trigger a Buyer termination right), and Buyer's step-in and lien rights.
- 6.6. Describe the form of collateralization that Bidder or Bidder's Credit Support Provider intends to offer for purposes of meeting the RFP's credit and collateral requirements.
- 6.7. List of any actual or expected resource-specific debt instruments; credit agreements, indentures, letters of credit, reimbursement agreements, guarantees, indemnity or assumption agreements and agreements relating to contingent obligations and any amendments thereto; any security or pledge agreements and any agreements or instruments evidencing a lien or encumbrance on or other right with respect to any of the assets of the resource.

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## APPENDIX C-1

### Preliminary Due Diligence List (Developmental Resources)

- 6.8. Provide pro-forma financial statements for the Bidder's project and audited financial statements for the Bidder and/or the Bidder's Credit Support Provider, including balance sheet, income statement, and statement of cash flows, along with the long-term debt structure and lien information that might impact the creditworthiness of Bidder and/or its Credit Support Provider.
- 6.9. The proposal must include the following information for Bidder and any entity that Bidder proposes as a Credit Support Provider in respect of any Definitive Agreement:
  - 6.9.1. Type of Business
    - Corporation
    - Limited Liability Company
    - Partnership
    - Other (describe)
  - 6.9.2. Organization
    - Legal Corporate Name
    - Street Address
    - City, State, Zip Code
    - Dun & Bradstreet Number
    - Federal Tax ID Number
    - Beneficial Ownership
    - List of Executives and Directors
  - 6.9.3. Credit Contact
    - Name
    - Title
    - Phone Number
    - Email Address
  - 6.9.4. For Corporations/Limited Liability Companies
    - Date and State of Incorporation/Registration
    - Street Address
    - City, State, Zip Code
  - 6.9.5. For General Partnerships
    - Name of General Partner
    - Address of General Partner/Registered Agent
    - City, State, Zip Code
  - 6.9.6. Most recent credit rating as determined by Moody's and/or S&P (if any).
  - 6.9.7. Most recent two (2) fiscal years and current fiscal year quarterly audited financial statements and accompanying notes. Indicate which statements below are being submitted.
    - 10-K
    - 8-K
    - 10-Q

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## APPENDIX C-1

### Preliminary Due Diligence List (Developmental Resources)

- Other (describe)

(Note that if financial information is consolidated with other entities, all data related to Bidder or Credit Support Provider should be extracted and submitted as separate documents by Bidder.)

- 6.10. List any pending claims, actions, disputes, or other proceedings currently pending or threatened against the project.
- 6.11. Provide copies of all relevant bankruptcy court orders, including the order discharging the project, debtor, and /or Credit Support Provider from the bankruptcy proceedings.
- 6.12. Provide any tax abatement agreements with state or local authorities and any amendments thereto.
- 6.13. Provide documents related to any formal or informal property tax protests, litigation filed, related correspondence, legal opinions received, and judicial or administrative decisions rendered during the last ten years and year-to-date, and current status of any such proceedings.
- 6.14. Provide copies of any formal or informal property tax agreements (*i.e.*, PILOT, TIP, etc.) with state or local authorities in force during the preceding five years or effective in the current year or succeeding years.
- 6.15. List all applicable tax jurisdictions, tax rates, millage rates, assessment ratios, and the current equalization ratio.
- 6.16. If applicable, describe how the Federal production tax credit (PTC) established pursuant to Section 45 of the U.S. Internal Revenue Code would apply to the resource included in the proposal and for what duration.
- 6.17. If applicable, describe how the Federal investment tax credit (ITC) established pursuant to Section 48 of the U.S. Internal Revenue Code would apply to the resource.
- 6.18. Describe any other awards, grants, special tax treatment or credits, or subsidies that are or may be available to the resource. Describe the subsidies, identify any critical schedule deadlines, and indicate the anticipated likelihood of Bidder and/or the resource receiving such subsidies.
- 6.19. Explicitly identify the economic and other impacts to the resource in the event that any applicable award, grant, special tax treatment or credit, or subsidy is not received.
- 6.20. List the required real estate and related facilities, both owned and leased, with legal description, for development, ownership, use, and/or operation of the resource.

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## **APPENDIX C-1**

### **Preliminary Due Diligence List (Developmental Resources)**

- 6.21. List all easements, right-of-way, or other agreements for use of land or facilities entered into for purposes of securing the ability to construct the generating facility and associated infrastructure.

#### **7. NERC/CIP Compliance**

- 7.1. Identify the NERC Region within which the resource would be registered.
- 7.2. Provide a copy of NERC/CIP compliance program documents which would pertain to the resource.
- 7.3. Provide a copy of or explanation of any open mitigation plans and associated actions.
- 7.4. Provide a copy of the last audit report (public version).
- 7.5. If Bidder does not currently have active registrations or a current NERC/CIP compliance program, provide a summary of Bidder's compliance plan that will form the basis for a more detailed plan for compliance by the project and seller with any applicable NERC/CIP requirements for the proposed project once placed in service.

#### **8. Cost Recovery**

- 8.1. Specify with particularity the extent to which bidder proposes in a Special Consideration a different treatment or apportionment between Buyer and Seller of the Cost Recovery Risks described in Section 2.5 of the Main Body.

#### **9. Appendix D (Minimum Requirements) Information**

- 9.1. Provide all material and information that Bidder is required or requested to provide under Appendix D, to the extent not previously requested and provided in Appendix C-1.

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