

US VIRGIN ISLANDS WATER AND POWER AUTHORITY



Request for Proposals from Independent Power Producers for Solar Photovoltaic Generation

PR-18-11

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Definitions and Abbreviations

Capitalized terms and abbreviations used in this RFP are defined below.

“AC” shall mean Alternating Current, the form of electricity which is delivered to businesses and residences. For photovoltaic (“PV”) generating plants, AC is the power created by running direct current (“DC”) power through an inverter.

“Affiliate” shall mean a person or entity that controls, is controlled by, or is under common control with, Respondent.

“Authority” shall mean the US Virgin Islands Water and Power Authority.

“Authority-Identified Site” shall mean a Site identified by the Authority that is available for Respondents to propose for the location of a Generation Facility.

“Commercial Operation” shall mean that each Generating Facility comprising the Project commences operations in a safe, reliable, sustained, commercial basis, and in compliance with all applicable laws, permits, and regulations, as further described in the PPA.

“Commercial Operation Date” shall mean the date on which the Generating Facility comprising the Project commences Commercial Operation, as further described in the PPA.

“Construction Security” has the meaning given in the PPA.

“CZM” shall mean the US Virgin Islands Coastal Zone Management Agency.

“DC” shall mean Direct Current.

“DPNR” shall mean the US Virgin Islands Department of Planning and Natural Resources.

“Environmental Attributes” shall mean any and all environmental, renewable energy, carbon reduction, greenhouse gas reduction, or air quality credits, offsets, allowances, or other benefits related to the ownership or operation of the Generating Facility or the generation of electric energy at the Generating Facility, the sale of electric energy to the Authority under the PPA, or the other transactions contemplated thereunder, as further described in the PPA. Environmental Attributes shall exclude tax credits or other tax benefits resulting from ownership, use, operation or maintenance of the Generating Facility.

“EPA” shall mean the U.S. Environmental Protection Agency.

“Generating Facility” shall mean each solar PV electric system with a unique point of interconnection that produces the Product sold by Respondent and purchased by the Authority pursuant to the PPA.

“Gross Power Rating” shall mean the value, in kW DC, which is the sum of all Photovoltaic Module DC ratings for Photovoltaic Modules to be installed at the Generating Facility.

“IA” shall mean an Interconnection Agreement, substantially in the form set forth in Appendix D – Interconnection Requirements of this RFP, for the interconnection of each Generating Facility to the Authority’s electrical transmission or distribution system.

“Model PPA” has the meaning given in Section 3 of this RFP.

“Performance Security” has the meaning given in the PPA.

“Photovoltaic Module” shall mean the individual component that produces DC electric energy from solar radiation.

“PPA” shall mean a Power Purchase Agreement, substantially in the form set forth in Appendix A – Model PPA of this RFP, for the sale of Product from the Project to the Authority as provided therein.

“Pre-bid Conference” shall mean the conference to be held in the Authority’s office facilities in St. Thomas, US Virgin Islands, details of which are set forth in Section 7.3 of this RFP.

“Product” shall mean all solar photovoltaic electric energy (AC) produced by each Generating Facility comprising the Project and delivered to the Authority at the Generating Facility’s delivery point (as defined in the PPA), net of station use, and all associated ancillary services, capacity attributes, and Environmental Attributes of the gross energy generated.

“Product Price” shall mean the price, in Dollars per kWh, payable by the Authority for each kWh of electric energy and other Products delivered under the PPA.

“Project” shall mean all of the Generating Facilities collectively that are proposed by Respondent in a Proposal or subject to a PPA, as applicable.

“Proposal” shall mean a Respondent’s submittal in response to this RFP.

“PSC” shall mean the US Virgin Islands Public Services Commission.

“PV” shall mean photovoltaic.

“Respondent” shall mean an independent power producer or other entity that responds to this RFP by submitting a Proposal in accordance with the requirements herein.

“Respondent-Identified Site” shall mean a Site identified by the Respondent for location of a proposed Generation Facility.

“RFP” shall mean this Request for Proposals from Independent Power Producers for Solar Photovoltaic Generation.

“Selection Committee” shall mean the selection committee designated by the Authority to review and evaluate Proposals.

“Site” shall mean the site for a Generating Facility, which may be an Authority-Identified Site or a Respondent-Identified Site.

“Taxes” shall mean federal, state, territorial, and local taxes, including ad valorem, income, or gross receipts taxes, or import or customs taxes, duties, or fees, excise taxes, or other fees, duties, or taxes.

“Technical Proposal Template” shall mean the Excel worksheet model contained in Appendix B – Technical Proposal Template of this RFP. The Proposal must include a complete Technical Proposal Template, completed by the Respondent with precision and accuracy, for the Proposal to be considered responsive. The Technical Proposal Template contains information for a Proposal, including Respondent information, Project information, interconnection and technical information, Proposal pricing information, and the Project generation profile.

“USVI” shall mean the United States Virgin Islands.

1. Overview

The US Virgin Islands Water and Power (“the Authority”) requests competitive proposals for its procurement of electrical energy and other products generated from commercially proven photovoltaic (PV) generation facilities.

This solicitation seeks responses from technically and financially qualified independent power producers or other firms from which the Authority intends to select one, or more, Respondent(s) to negotiate Power Purchase Agreements (PPAs) for the electrical energy and other Products produced by PV Generating Facilities, to be installed, owned and operated by the Respondent(s) that best fit the Authority’s needs.

The Authority is seeking a maximum of 10 MW DC nominal electrical capacity from all Generating Facilities. The Authority is seeking to allocate approximately 5 MW DC to each of its two generation and distribution districts, the District of St. Thomas-St. John, and the District of St. Croix, but is willing to consider a different allocation of the 10 MW DC capacity between these Districts. The two Districts are not interconnected.

The Authority seeks to sign a 20-year PPA for the purchase of Product with one or more selected Respondents. Such term shall be renewable for an additional 5 years at the option of the Authority. Under the PPA, Projects will be required to achieve the Commercial Operation Date by the date eighteen months after approval of the PPA by the Virgin Islands Public Services Commission (PSC).

The Authority has identified two Authority-Identified Sites, as further described on Appendix F – Authority-Identified Sites. The available area on the Authority-Identified Sites may be capable of supporting up to 2 MW DC of ground-mount capacity in the District of St. Croix and a ground-mount capacity in the District of St. Thomas-St. John that is being determined. Updated information on the ground-mount capacity that may be supported in the District of St. Thomas-St. John will be posted to the Authority website, www.viwapa.vi. Respondents may propose Generating Facilities at these Authority-Identified Sites, or at Respondent-Identified Sites, or at a combination of Authority-Identified Sites and Respondent-Identified Sites. Respondents proposing Generating Facilities at Authority-Identified Sites shall assume no lease or land purchase costs for the purpose of proposing a Product Price. Respondents shall be solely responsible for verifying the suitability of any site (including access, permitting, and expected generation capacity) in preparing a proposal.

Generation Facilities must be a minimum nominal capacity of 100 kW DC, which is subject to confirmation in an interconnection study, as described below. The maximum size is limited by the Authority distribution system characteristics. Appendix E – Capacity by Feeder and Feeder Maps sets forth the approximate maximum capacity of each feeder in the Authority’s distribution system. Generating Facilities may be either rooftop, carport, or ground-mounted, as may be most appropriate to the specific Site.

Selected Respondents will be responsible for constructing, operating and maintaining all facets of the Project and for generating the required output of Product as described in this RFP. The scope of services requested in this RFP shall include, but not be limited to, securing Respondent-Identified Sites, if any; all permits and approvals from governmental authorities for all sites, including Authority-Identified Sites or Respondent-Identified Sites; and providing all labor, services and equipment necessary to develop, permit, design, engineer, procure, install, construct, test, commission, monitor, operate, and maintain fully operational Generating Facilities.

Each Proposal will be subject to an evaluation by a Selection Committee as designated by the Authority. The Authority may select one or more short-listed Proposal(s) or combination of Proposals for final consideration and initiate negotiations with the short-listed Respondent(s). Any PPAs and IAs resulting from such negotiations would be subject to the review and approval of the Authority's Board of Directors, upon the recommendation of the Selection Committee, and if approved by the Board of Directors, to the approval of the PSC.

The Authority will give more favorable consideration to Proposals that demonstrate the following characteristics, not necessarily listed in the order of importance:

- Product Price (\$/kWh (AC))
- Experience
- Strength of Development & Construction Plan
- Strength of Operations & Maintenance Plan
- Financial Strength of Respondent & Other Project Participants
- Acceptance of the Authority's Model PPA with little or no changes

The Authority does not intend to participate as a bidder or to propose a self-build option.

This Request for Proposal (RFP) does not commit the Authority to the award of a contract or contracts, nor to pay any cost incurred in the preparation and submission of proposals in anticipation of a contract.

2. Background

2.1. The Utility

The Authority is a public corporation and an instrumentality of the government of the U.S. Virgin Islands, which was created in 1964, pursuant to Chapter 5 of Title 30 of the U.S. Virgin Islands Code, as amended, to develop an adequate electric service to customers in the United States Virgin Islands, including St. Thomas, St. Croix, St. John, and Water Island. The Authority also owns, operates, and maintains potable water production and storage facilities, including wells and seawater desalination equipment and water distribution facilities. Except for a few self-generating commercial entities, the Authority is the only electric and water public utility in the U.S. Virgin Islands.

The Authority owns, operates and maintains electric generation, distribution, and substation facilities that supply electric energy to approximately 50,000 customers. The Authority's service territory is comprised of two unconnected districts: 1) St. Thomas, St. John, and Water Island, all interconnected by undersea cables, and 2) St. Croix. The Authority has major generation facilities located on the islands of St. Thomas and St. Croix, and has limited back-up generation facilities on St. John.

As of May 13, 2011, the Authority's Senior Bonds are rated Baa2 by Moody's, BBB- by S&P and BBB by Fitch, and the Authority's Subordinate Bonds are rated Baa3 by Moody's, BBB- by S&P and BBB- by Fitch.

2.1.1. District of St. Thomas, St. John, and Water Island

Generation facilities on St. Thomas are located at the Randolph E. Harley Generation Station at Krum Bay, which is on the southwestern end of the island. This site serves all electric generation needs for St. Thomas, St. John, Hassel, and Water Islands, except for the emergency diesel-generating unit on St. John. Total nameplate capacity is 190 MW.

On the island of St. Thomas, the Authority has three subtransmission lines that operate at 34.5 kV that connect the Generating Station at Krum Bay to the Long Bay Substation, the East End Substation, the Tutu Substation, and the St. John Substation. Primary distribution feeders originate from all of these substations and operate at 13.8 kV. The Authority's distribution system on St. Thomas is illustrated in Appendix E – Capacity by Feeder and Feeder Maps.

2.1.2. District of St. Croix

All of the existing electric generation facilities on St. Croix are located on the north shore of the island near the town of Christiansted at the Estate Richmond site. Total nameplate capacity is 117 MW.

The primary distribution system on the island of St. Croix is a radial configuration with nine feeders all originating at the Estate Richmond generating station. Six of the nine feeders operate at 13.8 kV, and the other three feeders operate at 24.9 kV. The Authority's distribution system on St. Croix is illustrated in Appendix E – Capacity by Feeder and Feeder Maps. The St. Croix distribution system has a planned upgrade scheduled for completion in 2012 which is not shown in the Feeder Maps. This substation will be

located on Plot No. 3 Estate Spanish Town. See Appendix E – Capacity by Feeder and Feeder Maps.

2.2. Regulation

The Authority and its electric system are subject to regulation by territorial and federal agencies. Rates and charges for electricity are regulated by the PSC. In addition, the Virgin Islands Department of Planning and Natural Resources (DPNR) promulgates rules and regulates the Authority’s environmental performance. The Virgin Islands Coastal Zone Management Agency (CZM) regulates construction activities through its permitting process. Most environmental regulations established by the U.S. Environmental Protection Agency (EPA), as well as territorial regulations, are administered in the U.S. Virgin Islands by the DPNR. With regard to certain security issues, the Authority is subject to the jurisdiction of the U.S. Coast Guard.

3. Power Purchase Agreement

Selected Respondents will be invited to negotiate a Power Purchase Agreement (PPA) substantially in the form of the Model PPA (the “Model PPA”) included in Appendix A – Model PPA.

The Authority anticipates that a separate PPA would be executed for each selected Project in each of the Authority’s two Districts, so that Projects comprised of Generating Facilities in both Districts would have two separate PPAs, one for each District, even if owned by the same Respondent. Projects comprised of multiple Generating Facilities in the same District thus would be covered by a single PPA. See “Proposal Considerations” below for more about how the Authority would anticipate allocating Projects and PPAs among selected Respondents’ Generating Facilities.

4. Eligibility Requirements

The Authority will consider all responsive Proposals, timely submitted pursuant to these RFP instructions. Proposals must demonstrate their ability to meet the following requirements:

4.1. Financial

Respondent must demonstrate that Respondent with its parent company or other Affiliates are in sound financial condition, and that Respondent or its Affiliates have the ability to secure the necessary financing to meet the Project’s requirements now and in the future. Respondent’s and its Affiliates’ financial

capability will be reviewed for stability and adequacy to meet Respondent's long-term capital and cash needs to own, operate, and maintain the Project. If the Respondent is securing financing from an outside source, it must provide an official letter from the financier confirming the financial arrangement.

Pursuant to the terms of the PPA, any Respondent entering into a PPA will be required to provide Construction Security and Performance Security to support their obligations to achieve Commercial Operation Date and to perform their obligations under the PPA thereafter, respectively. This security may take the form of cash collateral, a letter of credit, or a payment and performance guaranty from a creditworthy parent company or other Affiliate. The Authority expects that, in the absence of a suitable parent or Affiliate guaranty, any Respondent proposing a Project with an electric capacity of 1000 kW or greater will be required, on the date the PPA is signed, to post Construction Security between thirty Dollars (\$30.00) and fifty Dollars (\$50.00) per kW DC of the Gross Power Rating until the Commercial Operation Date, the exact amount to be determined during the negotiation of Respondent's proposal. On the Commercial Operation Date, such security will be replaced with replenishable Performance Security between sixty Dollars (\$60.00) and one hundred Dollars (\$100.00) per kW DC of the installed capacity, the exact amount to be determined during the negotiation of Respondent's proposal.

4.2. Generating Facility

Each Generating Facility:

- a) Must use commercially proven technology. At a minimum, all technology employed in each Generating Facility must have been in continuous commercial operation in at least two facilities with a minimum capacity of 1MW DC each for a period of three years or more.
- b) Must deliver energy directly to the Authority's distribution system. Net-metering systems are not eligible.
- c) May be either ground-mounted, carport mounted, or rooftop mounted.
- d) Shall comply with the Virgin Islands Building Code, V.I.C. Chapter 5, Title 29, and with the Uniform Building Code and International Building Code to the extent applicable to the U.S. Virgin Islands, including with respect to wind resistance.
- e) Must meet all applicable codes and standards for facilities located in seismic zone 4.
- f) Either shall not be located in a flood zone, or shall incorporate appropriate flood mitigation measures.

4.3. Commercial Operation

Respondents must demonstrate the ability of each Generating Facility to commence Commercial Operation within eighteen (18) months of PSC Approval. A Respondent may, at its option, propose phased Commercial Operation Dates for Projects that include multiple Generating Facilities.

4.4. Minimum Experience

Respondent must demonstrate that it or its Affiliate has completed one or more solar PV projects with cumulative capacity equal to at least 200 kW DC in the aggregate.

5. Site Selection and Control

Respondents may propose to locate Generating Facilities on Sites identified by the Authority or on Sites identified by the Respondent, or on a combination of each.

5.1. The Authority-Identified Sites

The Authority has identified sites that may be available to host ground-mount Generating Facilities. Such sites are listed in Appendix F – Authority-Identified Sites (“Authority-Identified Sites”). Respondents may propose Generating Facilities located on the Authority-Identified Sites and should contact the Authority for additional information regarding such sites. Separate lease arrangements will be made for these sites. The Authority will not be responsible for Site conditions, including environmental conditions, zoning and use restrictions, access, underground obstructions, or (in the case of rooftop or carport sites) the structural integrity of rooftops or other facilities or their ability to support a PV Generating Facility, safety or security of the Site, or the ability of the Site to support any specific size or technology of PV Generating Facilities, all of which must be verified by Respondent. Respondent, and not the Authority, will be responsible for all costs associated with developing the Site, including, but not limited to, Site preparation and governmental permits and approvals required to locate, construct or operate Generating Facilities on any Site, including Authority-Identified Sites.

Certain other government sites, including buildings and school rooftops on St. Thomas and St. Croix, also may be available to host Generating Facilities. Respondents will be responsible for identifying such sites.

5.2. Respondent-Identified Sites

Respondents also may propose Generating Facilities located at Sites identified by the Respondent. Respondent will need to demonstrate the ability to obtain site control for the term of the proposed PPA for each Generating Facility it proposes, if not located on an Authority-Identified Site. All costs associated with Respondent-Identified Sites will be the responsibility of the Respondent.

5.3. Interconnection

Interconnection of each Generating Facility will be made pursuant to an Interconnection Agreement (“IA”) to be entered into with selected Respondents contemporaneously with the execution of a PPA, or pursuant to Interconnection Standards to be attached to the PPA, for smaller projects that pass a technical screen included in Appendix D – Interconnection Requirements. All costs associated with interconnection of a Project will be the responsibility of the Respondent. For purposes of the Proposal, Respondents shall assume a fixed interconnection cost of \$40,000 plus a variable interconnection cost of \$105 per kW-DC of Gross Operating Capacity. Respondents also should include a cost of \$25,000 for any Authority required engineering studies for each Generating Facility. The actual costs of interconnecting each Generating Facility, and of related interconnection engineering studies will be determined for each Generating Facility as part of the interconnection process.

All Respondents short-listed for negotiation will be required to negotiate and enter into an IA for each of its proposed Generating Facilities. The interconnection process, requirements, standards, studies, and associated costs are described in Appendix D – Interconnection Requirements.

5.4. Feeder Capacities

The Authority’s approximate capacity to accept Generating Facilities by feeder and feeder distribution maps are provided in Appendix E – Capacity by Feeder and Feeder Maps for reference to facilitate Site selection. The Authority makes no representation that these approximations are correct, which will only be determined by the interconnections studies described in the PPA and the IA.

5.5. Decommissioning

For Authority-Identified and Respondent-Identified Sites, Respondents will be responsible for the decommissioning of the Project and the restoration of the Sites upon the expiration of the PPA. Decommissioning responsibilities will include developing and implementing a program for the recycling or proper disposal of the PV panels. Respondent should describe its decommissioning plan, including programs for recycling of PV panels, if any.

6. Required USVI Solar Resource Characterization Instrumentation

Meteorological instrumentation with a two (2) year pre-paid remote communication package shall be included for Generating Facilities greater than 0.5 MW DC in nameplate capacity. The purpose of this equipment requirement is to improve USVI solar resource data. This meteorological instrumentation is required in addition to any instrumentation the Generating Facility may include for the purpose of monitoring system performance. Maintenance responsibility and costs will be assumed by the Authority for the required solar resource characterization instrumentation. The Authority and any designated agent shall be granted unlimited access to this instrumentation.

The meteorological equipment shall include:

Instrument	Instrument Details
Rotating Shadowband Radiometer System (Irradiance, Inc Model RSR2)	Measured Global Horizontal and Diffuse irradiances. Computed Direct Normal. Includes secondary sensor, CR800 data logger with air temperature and gill shield.
Mounting Method	• Simple pipe for flat surface (e.g. concrete pile) • Ballast plate for flat surface (e.g., roof) • Tripod for ground mounting (e.g., rocky floor)
Choose Power Supply (as needed)	• 10-watt module, charge controller and battery for high insolation (>3 kWh/m² day average during minimum month) • 20-watt module, charge controller and battery (>2 kWh/m²/day minimum)
Communications	Cellular or wired

The Respondent shall assume that the meteorological equipment cost is \$15,000 for each Generating Facility proposed of 0.5 MW DC or greater.

Metering for each Generating Facility will be electronic and the meteorological equipment shall be readily capable of automatic metering by powerline carrier or radio technology.

7. RFP Schedule and Process

7.1. RFP Schedule

Table 1 - RFP Schedule

Date	Event
May 18, 2011	RFP issued
June 7, 2011	1 st Pre-bid phone conference & Informational Webinar
June 15-16, 2011	2 nd Pre-bid conference & Site visits
June 28, 2011	Deadline to submit questions about the RFP
July 5, 2011	Last day for Authority to respond to questions about RFP
July 19, 2011	Last day for Notice of Intent to Bid
Sept 20, 2011	Proposals due
Oct 18, 2011	Announcement of Respondent(s) short-listed for negotiation
Jan – Feb 2012	Expected conclusion of PPA contract negotiations with short-listed Respondent(s)
June 2012	Anticipated Public Service Commission approval
Dec 2013	Guaranteed Commercial Operation Date

7.2. RFP Issued

The RFP and relevant information about the RFP will be posted on the Authority's website: www.viwapa.vi. The Authority may release modifications to the RFP at any time. Interested parties are encouraged to check the website on a regular basis.

7.3. First Pre-bid Conference & Informational Webinar

An informational Webinar will be held at 1:00 p.m. AST on the date shown in the RFP Schedule. At the informational Webinar, the RFP goals, details, and process will be described. The informational Webinar will also be used to gather any questions from interested parties. No questions will be answered during the Webinar but will be addressed in a Frequently Asked Questions document that will be made available before the second Pre-bid Conference and posted on the Authority's website, www.viwapa.vi. Details for connecting to the informational Webinar will be posted on the Authority's website.

7.4. Second Pre-bid Conference and Site Tours

A Pre-bid Conference will be held in the conference room on the second floor of the St. Croix Henry Rohlsen airport starting at 10 am AST (Atlantic Standard Time) on the date shown in the RFP Schedule. During the Pre-bid Conference, attendees will have the option of taking a tour of the Authority-Identified Sites that are further described in Appendix F – Authority-Identified Sites. Tours will take place over two days with a tour of the St. Croix Authority-Identified Site to occur on the first day of the Pre-bid Conference and a tour of the St. Thomas Authority-Identified Site to occur on the following day.

The conference will be held at:

St. Croix Henry Rohlsen Airport
Conference Room
St. Croix, U.S. Virgin Islands, USA

Interested parties may also participate by telephone conference call. The teleconference details will be provided on the Authority website prior to the Pre-bid Conference. Interested parties are responsible for obtaining the call-in information. The Authority may also give interested parties the option to participate via Webinar. If such a Webinar option will be offered, details regarding such an option will be provided on the Authority website prior to the Pre-bid Conference. Interested parties are responsible for inquiring about the participation options. Attendance at the Pre-bid Conferences and site tour is encouraged but is not required.

Registration for the Pre-bid Conference and site tour is not required. However, for planning purposes, the Authority requests that interested parties indicate their intention to participate in person, by teleconference or by Webinar, if a Webinar option is offered, with the number of participants, no later than three days prior to the Pre-bid Conference by email to pr-18-11@viwapa.vi.

The Pre-bid Conference will cover the following: (i) description of the goals of the solicitation, (ii) general instructions for responding to the RFP, (iii) site tour, and (iv) Q&A session.

Copies of information distributed during the Pre-bid Conference and a summary of questions and answers asked during the meeting will be posted on the Authority's website, www.viwapa.vi, no later than 5 business days after the meeting.

7.5. Deadline for Questions

All questions regarding the RFP must be submitted by e-mail with "Solar RFP Question" in the subject line to pr-18-11@viwapa.vi by 4:00 p.m. AST on the date indicated in the RFP Schedule.

7.6. Authority Response to Questions Received

The Authority will post responses to questions received on the Authority's website, www.viwapa.vi, on a rolling basis, until the date indicated in the RFP Schedule.

7.7. Notice of Intent to Bid

Each interested party shall submit notice of its intent to bid by e-mail with "Solar RFP Notice of Intent to Bid" in the subject line to pr-18-11@viwapa.vi no later than 4:00 p.m. AST on the date indicated in the RFP Schedule.

7.8. Proposal Submittal Deadline

Respondent shall deliver complete Proposal(s) both by email and courier by 3:00 p.m. AST on the date indicated in the RFP Schedule. The Authority will not accept Proposals received after this deadline. Electronic copies shall be sent in the format described in Section 8.1 Submittals. Proposals delivered by email shall be sent with "Solar RFP Proposal" in the Subject line to pr-18-11@viwapa.vi. Additionally, Respondent shall send six (6) hard copies (1 original plus 5 copies) and one (1) electronic copy on CD of the Proposal to the following contact person:

Solar RFP Proposal
Madeline Stevens Webster
Virgin Islands Water and Power Authority
Manager, Contracts Administration
8189 Subbase
St. Thomas, U.S. Virgin Islands, USA 00802-5825
Tel: 340-774-3552 ext. 2038

Each Proposal must be clearly marked "PR-18-11 Solar RFP Proposal."

Note: Some couriers require that an international airbill be used when shipping to the Virgin Islands.

7.9. Communication

All inquiries and other communications relating to this RFP must be directed in writing to both of the

following individuals:

Madeline Stevens Webster
Virgin Islands Water and Power Authority
Manager, Contracts Administration
8189 Subbase
St. Thomas, U.S. Virgin Islands, USA 00802-5825
Tel: 340-774-3552 ext. 2038
Fax: 340-776-3896

and:

Debarah L. Smith
Contract Administration
V.I. Water & Power Authority
8189 Subbase
St. Thomas, U.S. Virgin Islands, USA 00802-5825
Tel: 340-774-3552, ext. 2032
Fax: 340-776-3896

8. Proposal Requirements

Failure to follow these guidelines will result in the Proposal being deemed non-conforming and will result in disqualification.

8.1. Submittals

A complete Proposal must be submitted in accordance with these RFP instructions and must include the following documents and items:

Section 1 – Cover Letter (PDF)

The cover letter must include the name(s), address(es), and signature(s) of a representative or representatives having authority to contractually commit to the offer provided in the Proposal.

Section 2 – Technical Proposal Template(s) (Microsoft Excel)

Respondent shall provide a completed Technical Proposal spreadsheet using the template attached as Appendix B – Technical Proposal Template.

Section 3 – Technical Description (PDF)

Respondent shall describe the technical aspects of each proposed Generating Facility by providing or addressing the following:

- Overall system description
- Design standards, codes and compliance
- Key equipment specifications and one-line diagram
- Performance specifications and curves, including expected degradation, for PV panels and inverters
- Corrosion prevention design considerations
- Performance monitoring details and procedures
- Demonstration of ability to achieve commercial operation within required timeline
- Interconnection point, including any expected equipment upgrade requirements, if known
- Manufacturer's warranties for PV panel and inverters, including serial defects and latent defects warranties, if any
- Construction warranties, including balance of plant warranties
- Decommissioning of the Project and restoration of the Sites upon the expiration of the PPA, including Respondent's program for recycling of the PV panels, if any

Section 4 – Respondent's Experience (PDF)

Proposal shall describe experience and qualifications of Respondent, its Affiliates, and its and their principal personnel who will be involved in the Project: a) designing and constructing photovoltaic Generating Facilities similar to the one in the Proposal, b) operating and maintaining photovoltaic power generating facilities, c) financing similar type of projects, and d) contracting to sell and deliver energy. If the Respondent consists of multiple parties, such as joint ventures or partnerships, provide this information for each party, clearly indicating the proposed role of each party, including an ownership chart indicating direct and indirect ownership, and percentage interests in the partnership or joint venture.

Describe photovoltaic energy projects where Respondent or its Affiliate was the lead developer and/or Respondent or its Affiliate has a long-term PPA. Describe the Respondent's or its Affiliate's role in obtaining financing for these projects.

Attach a completed Form of Summary of Developer Experience, the form of which is attached as Appendix C – Form of Summary of Developer Experience.

Section 5 – Finance Plan (PDF)

The Respondent shall submit documentation demonstrating that the Respondent or its parent company or other Affiliate or Affiliates is in sound financial condition and has the ability to secure the necessary financing to meet the Project's requirements now and in the future. Respondent should also provide a description of Respondent's and its Affiliates' financial capability, including audited financial statements for the past three years (including notes to these statements) for Respondent or its parent or other Affiliate, if available, and any additional materials that Respondent feels will help convey financial capability (e.g. credit ratings of Respondent or its parent companies or Affiliates, and any parent guarantees, letters of credit or other credit support the Respondent will provide). Respondent's

relationship to each such parent company or Affiliate should be clearly explained, and an ownership chart showing direct and indirect ownership, and applicable percentages of ownership interest, should be included if useful in explaining Respondent's ownership structure.

Respondents shall provide a financing plan for the proposed Project, including all costs associated with the proposed Project and a breakdown of the proposed debt and equity financing, including tax equity financing, lease financing, loan guarantees and other financing methods.

Respondent must demonstrate ability to secure funding to fully support project development and construction phases prior to project financing.

A pro forma cash flow model should be provided with clear identification of sources of funding and major assumptions.

Information should be provided to demonstrate how the proposed project financing will be obtained. If the Respondent is securing financing from an outside source, it must provide an official letter from the financier confirming the financial arrangement. A letter of intent, letter of comfort or letter of commitment from prospective financiers should be included.

Such information should include a description of any governmental loan guarantees, government-provided financing, or other governmental subsidies or benefits, including tax subsidies or benefits, expected to be obtained by Respondents. This description should explain the source, amounts, expected timeline, and status of Respondent's application for such financing or guarantees.

Respondents should note that projects located in the USVI may be eligible for an energy credit under Section 48 of the United States Internal Revenue Code or a "Section 1603" grant in lieu of tax credits, under the American Recovery and Reinvestment Act, as extended, but only if such projects are owned by United States corporation(s) and/or individual(s). A Respondent whose financing is expected to rely in part on such credit or grant should clearly explain how its ownership structure satisfies the requirement under Section 168(g)(4)(G) of the United States Internal Revenue Code for such credit or grant.

Projects located in the USVI may also be eligible for benefits administered by the USVI Economic Development Commission, including exemptions on local income taxes, dividends, gross receipts taxes, property taxes, and excise taxes and discounted customs duties. Respondents will be responsible for contacting the Economic Development Commission to investigate benefits that may be available.

Section 6 – Permitting (PDF)

Respondent is responsible for all permitting, other than permits and approvals needed by the Authority to construct the Authority's portion of any interconnection facilities, if applicable. Respondents shall provide a permitting plan. The plan shall acknowledge that Respondent is solely responsible for understanding and acquiring all necessary permits in connection with the Proposal. Include a description of Respondent's understanding of the laws and regulations that are pertinent to the Facility and describe how the Respondent intends to comply with the laws and regulations.

Describe any Site-specific environmental issues of concern such as Site contamination, wetlands, species of concern, and any other known environmental issues potentially having a negative impact on the ability to complete the development of each Generating Facility or to meet the obligations of the PPA.

Section 7 – Model PPA (PDF)

Respondents are required to include a statement acknowledging the Model PPA included as Appendix A – Model PPA and propose any changes to the commercial or legal terms that it believe necessary to facilitate rapid execution of the PPA. Respondent shall review and ‘redline’ the Model PPA and comment on any issues, areas of concerns or objections to the Model PPA, if any. ‘Redline’ means the Respondent shall edit the Model PPA using Microsoft Word’s “Track Changes” feature, Deltaview, or similar means to highlight specific language of the Model PPA that Respondent’s Proposal would change. Such comments should take the form of specific contractual language that Respondent wishes to substitute for the language in the Model PPA, and a summary explanation of these proposed changes, rather than taking the form of generic statements of items to be negotiated or discussed. Respondent should include a statement that such comments were prepared by, or reviewed by, Respondent’s legal counsel, and identify the law firm, if any, that conducted this review. If Respondent has no exceptions to the Model PPA, a statement must be included to that effect.

Section 8 – Site and Site Control (PDF)

Each Proposal shall clearly indicate that Respondent has considered and included all factors relating to the Sites in its Proposal, including with respect to Site access, Site preparation, Site lease costs, interconnection, and any other Site-related costs.

If the Respondent proposes a Respondent-Identified Site, the Proposal shall provide details of each Site, including the Site owner, the location and size of the Site, access to public roads, and current zoning, if known.

For Respondent-Identified Site, submit a document which demonstrates the ability to obtain legal Site Control for the term of the proposed PPA which establishes the Respondent as owning the Site, leasing the Site under a lease, having an option to purchase or lease the Site, or holding an easement or right-of-way grant, or similar instrument with respect to the Site.

Section 9 – Site Photograph (PDF)

For each Respondent-Identified Site, submit a photograph, address, and map coordinates of the property or rooftop.

Section 10 – Key Project Risks (PDF)

Respondent shall identify key risks that may impact the Project and propose mitigation strategies.

Section 11 – Product Price (PDF)

Respondent shall state the Product Price in \$/kWh (AC).

The Authority seeks to obtain all Products, including all Environmental Attributes and other attributes associated with the production of electricity from each Generating Facility, for a combined per-kWh Product Price, and Respondents must include a statement in their Proposals to the effect that the proposed Product Price includes all Products produced by the Project. However, Respondents are welcome to propose, in addition to (but not in replacement of) a single all-inclusive Product Price for all Products, an alternative, lower price for electric energy and all other Products other than Environmental Attributes, with the Environmental Attributes being retained by Respondent rather than the Authority.

In addition, Respondents are required to propose a single Product Price for all Product produced by the Facility and delivered to the Authority in a given operating year. However, Respondents have the option to propose, in addition to (but not in replacement of) a single Product Price for all of the Product, an alternative pricing structure, such as a two-tier pricing structure with one price for the base or expected electric energy output and a second price for excess output. Respondents proposing an alternative structure, in addition to the single Product Price, should if possible include a single weighted average price for such alternative price structure. Respondent's baseline Product Price offer shall reflect the value in the submittal made pursuant to Section 2 – Technical Proposal Template of this RFP.

Except as described above, the Product Price shall be the total consideration to be paid for all Products provided by the Respondent pursuant to the applicable PPA. In any case, however, the Product Price submitted by Respondent shall be an “all-in” price that must include, without limitation:

- a) Site costs, including acquisition or leasing, site preparation costs, and site security;
- b) Design, engineering, and procurement costs;
- c) Labor and other services;
- d) Financing costs;
- e) All required insurance;
- f) Transfer of all Environmental Attributes and other Products to the Authority (except that Respondent in addition may propose an alternative price under which Respondent retains the Environmental Attributes, as described above);
- g) All Taxes imposed with respect to the Project, the PPA, or the IA, including without limitation the construction, procurement, or operation of the Project and the generation and sale of Products by the Respondent to the Authority;
- h) All tax credits, subsidies, abatements, and other benefits with respect to the Project, including, without limitation, U.S. federal production tax credits or investment tax credits, or grants in lieu thereof and USVI EDA benefits, if any;
- i) All other awards, subsidies, grants, and other benefits that Respondent expects to apply to the Product Price;
- j) Assumed interconnection costs, including costs for interconnection facilities and studies, as described in Section 5.3 above;
- k) Metering costs;
- l) All contractor and manufacturer warranties to the Project company;

- m) Construction Security and Performance Security as provided by Respondent or its Affiliate as required by the PPA;
- n) Costs for meteorological instrumentation specified in Section 6 – Required USVI Solar Resource Characterization Instrumentation of this RFP; and
- o) All other costs of the Project.

Respondent, if awarded a contract, may be subject to Taxes. Payment of any Taxes shall be the sole responsibility of the Respondent. Respondent is advised to contact the Virgin Islands Bureau of Internal Revenue, (340) 774-5865, to inquire. Neither the Authority nor its employees or representatives shall be bound by, responsible for, or liable due to any inquiries or representations regarding the Respondent's tax liability, and the Authority shall not be responsible for in any way for any Taxes relating to the Project.

The Product Price may be fixed for the term of the PPA or may vary with a fixed price escalator. Respondent may not index Product Price to inflation or other indices. The Levelized Price of Energy as calculated in the Technical Proposal Template provided in Appendix B – Technical Proposal Template will be used to evaluate the Respondent's Product Price.

Section 12 – Buy-Out Options (PDF)

The Authority will consider buy-out options that may be offered by the Respondent. Respondents wishing to propose a buy-out option should describe a proposed methodology for determining if a buy-out price can be determined at some point in the future.

8.2. Submittal Considerations

Respondents may submit one or more Proposals for Projects in either or both Districts. Proposal should clearly specify the District and the location or locations within each District for which each Generating Facility comprising a Project is proposed.

Respondent may submit a separate Proposal for each Generating Facility or bundle multiple Generating Facilities into a Proposal for a single Project. A separate Technical Proposal Template (of the form of Appendix B – Technical Proposal Template) is required for each Generating Facility. To illustrate, if Respondent is interested in developing Projects on Site A and Site B, Respondent could submit one Proposal for Site A and one Proposal for Site B. Respondent could also submit a third Proposal for Sites A and B combined if, for example, Respondent can offer a more competitive Product Price(s) by 'bundling' Projects. In the latter case, the Respondent would submit two Technical Proposal Templates with a single Proposal for Sites A and B.

9. Evaluation of Proposals

Complete Proposals meeting the minimum criteria will be evaluated by the Selection Committee in accordance with the evaluation criteria.

The Authority may then select one or more short-listed Proposal(s) for further consideration and initiate negotiations with the short-listed Respondent(s).

9.1. Minimum Criteria

In order to be considered, Proposals, at a minimum, shall meet the requirements specified in the Eligibility Requirements section of this RFP, and the following minimum criteria:

- a) 20-year term with 5-year renewal at the Authority's option;
- b) Gross Power Rating of no less than 100 kW DC;
- c) Demonstration of ability to obtain site control – For Sites other than Authority-Identified Sites, the Respondent must demonstrate the ability to obtain Site Control for the duration of the proposed PPA per Proposal Requirements Submittals section of this RFP; and
- d) Commercially proven technology – The Generating Facility must be a commercially proven solar photovoltaic Generating Facility and use Underwriters Laboratory (UL) listed components.

Proposals that do not meet these minimum performance criteria will not be considered.

9.2. Evaluation of Proposals and Selection of Short-Listed Bids

An evaluation score will be determined by the Selection Committee and calculated using the criteria and weights describe in Appendix G – Evaluation Criteria.

Bids with the highest Final Scores will be short-listed. The Authority will conduct additional analysis of short-listed bids which will include (a) analysis of projected costs to the Authority of the integration of the proposed Projects into the Authority's generating profile, and (b) sensitivity analysis on key variables such as demand, oil price forecasts, and other factors to ensure the proposed solution is of benefit to consumers under a range of market conditions.

The Authority will then select the most attractive Proposal(s) or combination of Proposals and initiate negotiations with the selected Respondent(s).

9.3. Advisors to the Authority

The Authority has assembled a team of experienced advisors to support this procurement process. These include the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, outside legal advisors to the Authority.

10. Confidentiality

Respondents must indicate in their Proposal what information, if any, is proprietary and confidential. Respondents are hereby advised that the Authority is subject to the Freedom of Information Law (“FOIL”) and further that V.I. Law at 3 V.I.C. Section 881 et seq. provides for certain government records to be public, and therefore subject to examination. Material marked “Confidential and Proprietary” will be treated as such to the extent consistent with the Authority’s legal obligations under local law, FOIL, or other applicable law, regulation or legal process, and will not be discussed by the Authority to third parties, other than the Authority’s consultants who will assist in the evaluation of the Proposals and to the PSC and its advisors.

11. General Terms and Conditions

This RFP in its entirety is qualified by the following general terms and conditions:

Respondent shall be responsible for complying with all laws, rules, regulations and guidelines issued by the EPA, the DPNR, and any other Federal or local regulatory agencies.

All costs and expenses associated with developing and/or submitting a Proposal in response to this RFP and/or any related activity following the submission of any such Proposal shall be borne by the Respondent. While the Authority has endeavored to supply useful information in this RFP, the Authority makes no representation or warranty, expressed or implied, as to the accuracy or completeness of any information contained herein or otherwise provided to any Respondent by or on behalf of the Authority. The Authority shall have no liability relating to or arising from any such information or the use thereof. Respondents are encouraged to conduct their own investigation and analysis of any and all information contained herein or otherwise provided by or on behalf of the Authority. This RFP is not an offer or commitment and is not capable of being accepted to form a binding agreement. The Authority reserves the right, in its sole discretion, to withdraw or modify this RFP at any time, to accept or reject any or all proposals for any reason, to waive any irregularities or informalities in the proposal process or any nonconformance with the requirements of this RFP, and to enter into further discussion or interviews with any one or more Respondents.

Appendix A – Model PPA

The Model Power Purchase Agreement can be downloaded from: **Attached to email/Can be downloaded from www.viwapa.vi**

Appendix B – Technical Proposal Template

The form of the Technical Proposal Template can be downloaded from: **Attached to email/Can be downloaded from www.viwapa.vi**

Appendix C – Form of Summary of Developer Experience

Form of the Summary of Developer Experience can be downloaded from: **Attached to email/Can be downloaded from www.viwapa.vi**

Appendix D – Interconnection Requirements

Interconnection Requirements and Model Interconnection Agreement can be downloaded from: **Will be posted on www.viwapa.vi**

Appendix E – Capacity by Feeder and Feeder Maps

The Authority's feeder distribution maps can be downloaded from:

<http://www.viwapa.vi/Customers/Feeder.aspx>

Distribution on St. Croix shown in the feeder distribution map at the link provided above will be modified by the addition of a new substation installed at Spanish Town. The new Spanish Town substation will connect directly to the Harley substation through a 69kV connection. The new substation will result in the following reconfiguration of feeders on St. Croix:

1. Feeder 8 will connect to and be fed entirely from the new Spanish Town substation
2. Feeder 9 will be split evenly by load on two newly named feeders, Feeder 9A and Feeder 9B. Feeder 9A will continue to be energized from the Richmond substation while Feeder 9B will be energized by the new Spanish Town substation.
3. Feeder 10 will be split evenly by load on two newly named feeders, Feeder 10A and Feeder 10B. Feeder 9A will continue to be energized from the Richmond substation while Feeder 9B will be energized by the new Spanish Town substation.

An image of the new Spanish Town substation layout is shown in Figure 1 below.

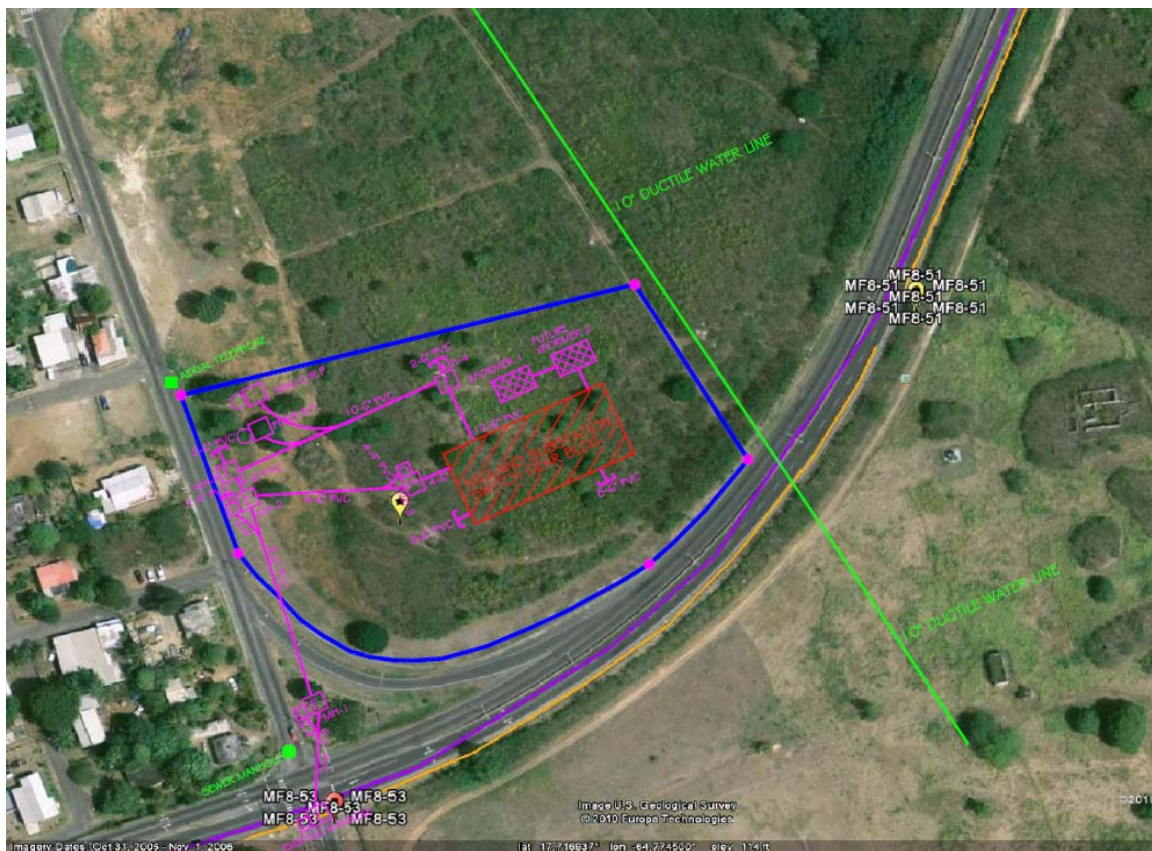


Figure 1 – Layout of new Spanish Town substation

Table 2 and Table 3 below show the expected photovoltaic aggregate capacity by feeder in Megawatts DC that can interconnect per Interconnection Requirements Fast Track Screen 1 (See Appendix D – Interconnection Requirements). Table 3 reflects the planned configuration change to the St. Croix distribution system that will result after the installation of the new Spanish Town substation. The data in Table 2 and Table 3 reflect present estimates of expected capacity and anticipated configuration and are subject to change based on the results of the interconnection study.

Table 2 – St. Thomas PV Capacity MW-DC by Feeder

St. Thomas				
FEEDER NAME	Voltage (kV)	MIN DAYTIME LOAD (MW)	PEAK LOAD (MW)	10% Screen PV Capacity (MW)*
RANDOLPH HARLEY SUBSTATION				
FEEDER 5A	13.8	3.5	6	0.60
FEEDER 6A	13.8	1.2	2	0.20
FEEDER 7A	13.8	1.7	2.9	0.29
FEEDER 8A	13.8	2.3	4.2	0.42
FEEDER 9A	13.8	1.8	5	0.50
FEEDER 10A	13.8	2.2	6.4	0.64
	Subtotal	12.7	26.5	2.7
LONG BAY SUBSTATION				
FEEDER 7B	13.8	1.7	2.7	
FEEDER 8B	13.8	3.2	5.4	0.54
FEEDER 9B	13.8	1.4	2.8	0.28
FEEDER 10B	13.8	2.8	5.6	0.56
YH2	13.8	0.6	1.1	0.11
	Subtotal	9.7	17.6	1.5
TUTU SUBSTATION				
FEEDER 7C	13.8	3.5	4.8	0.48
FEEDER 9C	13.8	2.5	4.2	0.42
TUTU PARK MALL	13.8	1	1.7	0.17
	Subtotal	7.0	10.7	1.1
EAST END SUBSTATION				
FEEDER 7D	13.8	2.7	4.2	0.42
FEEDER 9D	13.8	2.6	4.2	0.42
RIDGE ROAD FEEDER	13.8	2	4.5	0.45
	Subtotal	7.3	12.9	1.3
ST. JOHN SUBSTATION				
FEEDER 7E	13.8	2	4.2	0.42
FEEDER 9E	13.8	3	6.5	0.65
	Subtotal	5.0	10.7	1.1
	STT Total	41.7	78.4	7.6
* See Interconnection Requirements				

Table 3 – St. Croix PV Capacity MW-DC by Feeder

St. Croix				
FEEDER NAME	Voltage (kV)	MIN LOAD (MW)	PEAK LOAD (MW)	10% Screen PV Capacity (MW)*
RICHMOND SUBSTATION				
FEEDER 1	13.8	1.4	2.7	0.27
FEEDER 2	13.8	4.5	5.5	0.55
FEEDER 3	13.8	2.6	4.8	0.48
FEEDER 4	13.8	3.2	5.2	0.52
FEEDER 5	13.8	0.6	1.8	0.18
FEEDER 6	13.8	3	6	0.60
FEEDER 9A	24.9	2.3	4.5	0.45
FEEDER 10A	24.9	1.3	2	0.20
	Subtotal	18.9	32.5	3.3
NEW SPANISH TOWN SUBSTATION				
FEEDER 8	24.9	6.5	10	1.00
FEEDER 9B	24.9	2.3	4.5	0.45
FEEDER 10B	24.9	1.3	2	0.20
	Subtotal	10.1	16.5	1.7
	STX Total	29.0	49.0	4.9
* See Interconnection Requirements				

Appendix F – Authority-Identified Sites

The following tables provide the details of the Authority-Identified Sites. The latitude and longitude are the approximate centroid of the Site.

Table 4 – Authority-Identified Sites on St. Croix

Site Name	Latitude	Longitude	Approximate Area (acres)	Nearest Feeder(s)	Distance to Feeder
New Spanish Town Sub.	17°43'5.32"N	64°46'29.29"W	12	Substation tie in	100'

Table 5 – Authority-Identified Sites on St. Thomas

Site Name	Latitude	Longitude	Approximate Area (acres)	Nearest Feeder(s)	Distance to Feeder
TBD	TBD	TBD	TBD	TBD	TBD

Appendix G – Evaluation Criteria

Category	Weight	Score
Price Levelized Price of Products The total economic value to The Authority Expected ability to execute project at proposed price Value of alternative pricing proposed, if applicable	25%	
Experience Respondent's demonstrated record and depth of experience in developing, financing, constructing, and operating solar photovoltaic systems EPC Firm's demonstrated record and depth of experience in designing and constructing solar photovoltaic system, if applicable Equipment Manufacturers' demonstrated record and depth of experience in providing solar photovoltaic equipment Operations & Maintenance Firm's demonstrated record and depth of experience in operating solar photovoltaic equipment, if applicable	25%	
Strength of Development & Construction Plan Technical merits of the Proposal Demonstration of site control, or Quality of plan for obtaining site control, if Respondent-Identified Sites are proposed Strength of procurement, design, and construction plan Strength of permitting plan Ability to meet proposed project schedule Suitability of design and construction plan to tropical and island environs	20%	
Strength of Operations & Maintenance Plan Completeness and quality of proposed Operations and Maintenance plan Strength of equipment and construction warranties Suitability of operations and maintenance plan to tropical and island environs	5%	
Financial Strength of Respondent & Other Project Participants Financier's financial condition, creditworthiness, and experience Respondents' financial condition and creditworthiness	15%	

EPC Firm's financial condition and creditworthiness, if applicable		
Operation and Maintenance firm's financial condition and creditworthiness, if applicable		
Equipment Manufacturer and/or panel warranty provider's financial condition		
Other factors	10%	
Degree of acceptance of Model PPA terms and conditions		
Respondent's use of local contractors and labor		
Overall completeness, clarity, quality, and responsiveness of the Proposal		