NEW ENGLAND CLEAN ENERGY
REQUEST FOR PROPOSAL APPLICATION FORM

APPLICANT INFORMATION

Applicant: **EverPower Wind Holdings, Inc.**
on behalf of Cassadaga Wind LLC

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SECTION 1 OF APPENDIX B TO THE RFP – CERTIFICATION, PROJECT AND PRICING DATA

The Certification, Project and Pricing Data ("CPPD") document is a Microsoft Excel workbook that is provided on the website at www.cleanenergyrfp.com.

SECTION 2 OF APPENDIX B TO THE RFP – EXECUTIVE SUMMARY PROPOSAL (INCLUDING THE BASE PROPOSAL AND ANY ALTERNATIVE PROPOSALS)

The bidder is required to provide an executive summary of the project proposal that includes a complete description of the proposed project, the proposed contract term and pricing schedule, and other factors the bidder deems to be important.

EverPower Wind Holdings, Inc. ("EverPower") is pleased to submit this proposal on behalf of Cassadaga Wind LLC in response to Connecticut, Massachusetts', and Rhode Island's New England Clean Energy Request for Proposals. Our team of in-house experts has the experience to successfully develop, finance, construct, operate, and maintain the wind project. We appreciate the opportunity to respond and hope you find this proposal fully meets the criteria you seek.

Since its founding in 2002, EverPower has established itself as a premier developer, owner, and operator of wind projects in the US. The company currently owns and operates 752 MW of wind projects in the US spread across seven projects in five states. In 2009, EverPower was purchased by Terra Firma, a leading private equity firm, which has funded growth.

Cassadaga Wind Farm ("Cassadaga") is a 126 MW mid-stage development located in Chautauqua County, New York, capable of finalizing development upon execution of a long-term offtake. The facility is expected to achieve commercial operations by [redacted] The project is in the NYISO queue and expects to be part of Class Year 2016. EverPower is offering the proposal for combined Qualified Clean Energy and RECs via a [redacted] Power Purchase Agreement.

We are pleased to offer the following pricing [redacted]

The Section 1 Certification, Project and Pricing Data ("CPPD") bid form can found as a separate document with this proposal. Section 15 Exceptions to Form PPA redlined document is also attached as a separate document to this proposal, labeled as Appendix C-1.

EverPower Wind Holdings, Inc. on behalf of Cassadaga Wind LLC is requesting that the confidential information contained herein pursuant to section 1-210(b)(5) of the Connecticut General Statutes, section G.L. c. 25A, § 7, DOER of the Massachusetts

General Statutes, and the State of Rhode Island's position on confidentiality provisions, is exempt from disclosure to the public. This confidential information has been redacted from the Public Version of this proposal as the release of such proprietary information would likely impair Cassadaga Wind LLC's competitive position in the market.

SECTION 3 OF APPENDIX B TO THE RFP – OPERATIONAL PARAMETERS

3.1 Maintenance Outage Requirements - Specify partial and complete planned outage requirements in weeks or days. Also, list the number of months required for the cycle to repeat (e.g., list time interval of minor and major overhauls, and the duration of overhauls). (Not applicable for bids for Firm Qualified Clean Energy from a Large Scale Hydro Resource)

Wind energy projects typically consist of multiple wind-to-energy generators that are electrically connected together to produce the desired project output. Each of these stand-alone generators requires periodic preventive maintenance as well as corrective maintenance in the event of a malfunction within the individual generator. In addition, the collection system that ties the generators together, as well as the substation that steps up voltage for delivery to the bulk electric system, require periodic maintenance.

Each individual wind turbine generator (WTG) typically requires preventive maintenance semi-annually. One of these maintenance outages is typically designated as "minor scheduled maintenance" and is completed in one working day per unit. The other is "major scheduled maintenance" and usually takes one to two working days to complete. For a typical wind energy facility, each semi-annual maintenance cycle is scheduled to be performed outside of high-wind season (usually spring or fall) and a crew or crews will work on individual units until the entire project maintenance cycle is completed. Depending on the size of the project, each maintenance cycle typically lasts for about two months for the entire project. On any given day during the maintenance cycle, one or more WTGs is taken out of service for scheduled maintenance, typically no more than five percent of the project's generating capacity.

Collection system and substation preventive maintenance activities are typically performed once a year, outside of high-wind season. Annual collection and substation maintenance usually requires the entire project to be shut down. Minor annual maintenance typically takes one to two days, while more extensive maintenance (usually performed at five year intervals) typically takes three to four days.

Unscheduled outages of individual generators or the entire project can happen at any time due to unanticipated equipment failures, grid events, or other reasons. Due to the large number of WTGs, unscheduled outages of individual generators are not uncommon, but do not have a major effect on the project's overall production. [redacted] **Unscheduled outages within the collection system or substation are much less common, but affect a larger portion of or the entire project. EverPower has in place contingency plans to recover from such unscheduled outages in as short a time as is feasible. Seller shall make best efforts to minimize outages in order to maximize production for the purpose of capacity.**

3.2 Operating Constraints - Specify all the expected operating constraints and operational restrictions for the project (i.e., limits on the number of hours a unit may be operated per year or unit of time). (Not applicable for bids for Firm Qualified Clean Energy from a Large Scale Hydro Resource)

One operational constraint is that wind turbines will not operate below their cut-in wind speed or above their cut-out wind speed. While turbine selection has not been finalized, the expected [redacted] turbine has a cut-in speed of [redacted]s and a cut-out speed of [redacted].

[redacted], which would be utilized at Cassadaga. With this option in place, the turbines have been designed to operate at external ambient temperatures between [redacted] The turbines cannot operate outside this range.

These operating conditions are specific to the units used, and will be contingent upon final turbine selection.

Additionally, there are typically guidelines in place regarding bird and bat restrictions. The Cassadaga site is not within the Indiana bat range and the project will be exempted from incidental take of federally threatened northern long-eared bat. In order to minimize potential impacts to bat species, the project will implement the best management practice feathering parameters. Feathering to manufacturer cut-in speed will occur from [redacted]

The only other limits on wind turbine operations would include transmission constraints, time for scheduled turbine maintenance (typically 3 to 4 8-hour periods per year), or outages for substation maintenance (typically 1-2 days per year).

All these operating constraints (including icing, extreme temperatures, and bat curtailment) have been taken into consideration for the P50 AEP energy assessment profile and net capacity factor provided with this proposal.

3.3 Reliability - Describe how the proposal would provide enhanced electricity reliability within the States of Connecticut, Massachusetts and Rhode Island, including its impact on transmission constraints.

The facility will enhance reliability in the states by providing consumers a source of abundant energy, particularly during winter periods, when natural gas and other fuel types become constrained, delivering power when consumers need it the most.

Additionally, the facility will produce no harmful emissions that may limit the amount of time the facility could operate. All of these factors will contribute to increasing grid reliability to end users, allowing them to plan with certainty while keeping energy costs low.

The facility also plans to submit to the ISO-NE Forward Capacity Market a FCA #11 Show of Interest form by [redacted]

3.4 Moderation of System Peak Load - Describe how the proposal would contribute to moderating system peak load requirements. If the project is an intermittent resource, please provide the following information:

i) Estimated average output for each summer period (June- September) from 1:00 - 6:00 pm

ii) Estimated average output for each winter period (October-May) from 5:00 – 7:00 pm

The facility expects to generate [redacted] **on average during the summer peak. This will represent a significant increase in the amount of new capacity on the ISO-NE system during high demand periods.**

The facility expects to generate [redacted] **on average during the winter peak period. This will represent a significant increase in the amount of new capacity on the ISO-NE system during high demand periods.**

Details can be found in [redacted]

3.5 Development Stage of Facility - Describe whether the project is in operation, in construction or in the development phase.

(a) If in operation, when did the project achieve initial operation and commercial operation?

(b) If in construction, when did construction commence and what are the projected dates for initial testing commercial operation.

(c) If the project is partly in one development stage and partly in another, please explain in detail the status of the project.

Cassadaga is well into the permitting phase of project development. Substantial work in New York State's Article X permitting process [redacted] **We are pushing to**

submit our formal permit application with the Siting Board by [redacted]. Specific details regarding the status of site control, interconnection, and deliverability can be found in Section 6. A full project schedule can also be found in [redacted].

If the proposed project is an expansion, repowering, environmental investment or other modification of an existing Facility, please describe the project in detail, the total installed cost and cost on a $/kW basis specifying the existing project and the proposed expansion, repowering or other modification. Indicate any incremental or decremental capacity.

SECTION 4 OF APPENDIX B TO THE RFP – ENERGY RESOURCE PLAN

For Eligible Facilities, the bidder is required to provide an energy resource or fuel supply plan for its proposed project, including supporting documentation. The fuel supply/energy resource profile information should be consistent with the type of technology/resource option proposed and the term proposed. The information requested is organized according to the type of project or energy resource. Bidders should respond only to relevant questions.

4.1 Wind Energy Projects

Provide a summary of all collected wind data for the proposed site. Identify when the data was collected and by whom.

The evaluation was based on a comprehensive wind resource campaign which began in [redacted] Parameters collected include [redacted] are collected at a minimum of [redacted] at all sites in order to calculate an accurate wind shear profile for the location. All wind data was collected by EverPower.

The pre-construction evaluation was based on periods of wind data collected from [redacted] Long-term wind speeds at the Cassadaga site has been estimated by analysis of observed met data with respect to historical reference data from nearby [redacted] The consensus of all datasets is used to create a simulated monthly wind speed distribution for the site.

A summary of all the wind data collected can be found in [redacted].

Please note that final turbine selection has not been made – all values are based on the assumption of the use of [redacted] turbine.

Indicate where the data was collected and its proximity to the proposed site. Include an identification of the location and height for the anemometers that were used to arrive at an assessment of the site generation capability.

The masts are located within the project site on farmland and recreational land about [redacted]

A summary of the met masts and sensors installed on each met mast is provided in [redacted]

Provide (a) at least one year of hourly wind resource data, or (b) a wind resource assessment report from a qualified resource assessment firm or meteorologist, or (c) - both. Include an analysis of the available wind data which addresses the relationship between wind conditions and electrical output. Provide a projection of net annual energy production, including projections of average net hourly energy production, based on the wind resource data (a 12 x 24 energy projection).

A summary of the mast data collected, an analysis of the wind speed profiles (including diurnal wind speeds and wind roses), and the 12x24 net energy production can all be found in [redacted].

[redacted]
The data has been visually validated for tower shadow, icing, and sensor malfunction, during which the sensor readings are not accurate [redacted].

Please note that final turbine selection has not been made – all values are based on the assumption of the use of the [redacted] turbine.

Provide a site-adjusted power curve. Each curve should list the elevation, temperature and air density used.

The site-adjusted power curve for the [redacted] is provided in [redacted]

Identify the assumptions for losses in the calculation of projected annual energy production, including each element in the calculation of losses.

Loss assumptions of future availability, turbine performance, and other loss considerations are subtracted to yield a long-term net annual energy production estimate (P50) of [redacted] for the project.

Future Total Availability ([redacted]) is defined as the overall system availability of the wind farm over the expected lifetime of the wind farm. This includes the long-term mean value of three sources of availability; turbine availability ([redacted]), the balance of plant availability ([redacted]) and the electrical grid availability ([redacted]).

Electrical Efficiency ([redacted]) is a loss applied to gross production and defined as a combination of the electrical line losses between the wind turbines and the project substation (where energy is metered for transactional purposes) and any losses due to electrical consumptions when the wind farm is non-operational.

Turbine Performance ([redacted]) losses are defined as the difference between the actual performance of the wind turbine relative to the stated power curve specification of the wind turbine. Typically factors such as turbulence, wind shear and changes in air density may cause the wind turbine performance to deviate from the stated power curve specification.

Environmental losses ([redacted]) are those losses resulting from meteorological events that produce conditions outside the design specifications of the wind turbine generator. These include expected losses due to sub-optimal performance due to icing buildup on the turbine blades, turbine shut-downs due to Icing conditions, turbine shutdowns due to extreme High and Low temperatures, site access due to heavy snowfall, flooding, or other extreme events.

Curtailment ([redacted]) of the wind turbines is described as the reduction of output or complete shutdown of the wind turbines under certain operating conditions related to reducing bat fatalities. For the proposed project, a bat curtailment strategy is implemented in order to significantly reduce the number of bat fatalities by changing the wind turbine cut-in (or start-up) wind speed when the wind turbine rotor will spin and begin producing power, during specific days and times of the year. Through detailed studies in the industry, the bat curtailment strategy presented will be implemented at the proposed project site. The expected loss from this strategy has been incorporated into the overall loss assumptions of the project.

A full summary of availability and turbine performance assumptions, found in [redacted]

Again note that these values are made with the assumption of the [redacted] turbine, and would be slightly altered if final turbine selection is different.

4.2 Landfill Gas

Provide a gas production forecast for each landfill. Provide a table that shows the annual, monthly and hourly projection of gas flow and energy export from each landfill.

N/A

Provide supporting data that illustrates the expected generation from each landfill based on the projected gas production.

N/A

Describe any contingencies or constraints that could affect the availability of fuel or the energy resource for the project and any contingency plans for meeting projected generation levels.

N/A

If the landfill gas is provided by pipeline, provide information related to gas pipeline delivery, including gas pipeline interconnection points of the landfills delivering the gas into the pipeline system.

N/A

4.3 Biomass

Describe specifically how the project will conform to: (1) Conn. Gen. Stat. Sec. 16-1(26) and Connecticut Public Act 13-303, An Act Concerning Connecticut's Clean Energy Goals, governing resources using biomass fuel, including how your fuel source complies with Conn. Gen. Stat. Sec. 16-1(26); (2) the Massachusetts biomass laws and regulations M.G.L. c. 25A, § 11F, and 225 CMR 14.00; and/or Chapter 39-26 of the Rhode Island General Laws.

N/A

Provide a resource assessment of available biomass fuel for the proposed project and its proximity to the project site.

N/A

Provide a plan for obtaining the biomass fuel, including a transportation plan.

N/A

Provide any contracts or letters of intent to acquire and transport the biomass fuel.

N/A

Demonstrate that projected energy output for the project over the term of the contract is consistent with the energy supply available.

N/A

Describe any contingencies or constraints that could affect the availability of fuel or the energy resource for the project and any contingency plans for meeting projected generation levels.

N/A

4.4 Solar

Provide an assessment of the available solar incidence or resource. Describe any trends in generation capability over time (i.e., annual decline rate of expected output).

N/A

Describe the methodology used to generate the projected generation and describe the in-house or consulting expertise used to arrive at the generation estimates.

N/A

4.5 Hydropower

Describe the project characteristics in terms of water flow (on a monthly basis) and head, and state the assumptions regarding seasonal variations, and a conversion of such flow into megawatts and megawatt-hours.

N/A

Provide monthly flow duration curves based upon daily stream flow records.

N/A

Identify if the project is run-of-river or has storage capability.

Run-of-river ☐ Storage capability

Specify if the project is new, or an expansion of an existing facility.

New ☐ Expansion ☐

Specify if the energy would qualify as Tier I Renewable Generation. If the project already has Tier I certification, provide or reference the documentation providing such qualification. If the project does not have Tier I certification; (1) describe the actions proposed to be taken by the bidder to accomplish such qualification; or (2) describe how the project meets the requirements of Section 4 of the Connecticut Public Act 13-303 or Section 1(c) of Connecticut Public Act 15-107.

Tier I Renewable Generation ☐ or Description:

N/A

The bidder must disclose in its bid how they propose to certify that the environmental attributes are included with the energy delivered.

N/A

4.6 Fuel Cell

Describe how the natural gas for the Fuel Cell will be procured and whether its energy will be delivered on a firm or non-firm basis for the term of the agreement.

Natural gas source(s)

Firm ☐ Non-firm ☐

Provide supporting data that illustrates the expected generation from the fuel cell considering the need for restacking.

N/A

4.7 Other

Identification of fuel supply (if applicable).

What is the availability of the fuel supply?

Does the bidder have any firm commitments from fuel suppliers? If so, please provide a copy of any agreements with confidential information redacted if necessary. Yes: ☐ No: ☐

N/A

SECTION 5 OF APPENDIX B TO THE RFP – FINANCIAL/LEGAL

Bidders are required to demonstrate the financial viability of their proposed project. Bidders should provide the following information:

5.1 Provide a description of the business entity structure of the bidder's organization from a financial and legal perspective, including any general and limited partners, officers, directors, managers, members and shareholders, involvement of any subsidiaries supporting the project, and the providers of equity and debt during project development. Provide an organization chart showing the relationship between the equity participants and an explanation of the relationships. For jointly owned facilities, identify all owners and their respective interests, and document the bidder's right to submit a binding proposal.

Cassadaga Wind LLC is a Delaware limited liability company with a principal place of business at 1251 Waterfront Place, 3rd Floor, Pittsburgh, Pennsylvania 15222. EverPower Wind Holdings, Inc., ("EverPower") a Delaware corporation, owns 100% membership interest and is the sole owner of Cassadaga Wind LLC. [redacted]

A redacted version of the EverPower organization chart found in [redacted] **shows the relationship between the various entities.**

The following individuals are the current appointed officers of Cassadaga Wind LLC and EverPower Wind Holdings, Inc.

Name	Office(s)
James Spencer	**President and Chief Executive Officer**
Andrew Golembeski	**Executive Vice President and Chief Operating Officer**
Michael Current	**Chief Financial Officer and Treasurer**
Christopher Shears	**Senior Vice President and Chief Development Officer**
George Henderson	**Chief Commercial Officer**

Carol Strickland **Secretary and Chief Administrative Officer**

Michael Speerschneider **Chief Permitting & Public Policy Officer**

The wind farm will be owned by the Project Company Entity and all associated material project contracts, permits, and financings will executed by the Project Company Entity, Cassadaga Wind LLC

5.2 For projects that include new facilities or capital investment, provide a description of the financing plan for the project, including construction and term financing. The financing plan should address the following:

i. Who will finance the project and how it will be financed

The EverPower team has a strong track record in successfully arranging both construction financing and term financing for its projects. EverPower has arranged over [redacted] of construction financings on four organically developed projects and [redacted] of term financings and private placements since 2007. In addition, our parent company, Terra Firma Capital Partners, has invested in over [redacted].

With our deep in-house financial expertise with strong banking and institutional relationships, EverPower is highly confident of arranging the necessary financing for Cassadaga. Cassadaga is expected to cost [redacted]. Our preliminary project finance plan assumes that we will finance Cassadaga through [redacted] (more details in Section iii).

ii. The project's projected financial structure

The anticipated project structure can be found in [redacted].

iii. Expected sources of debt and equity financing

Our preliminary project finance plan assumes that we will finance Cassadaga through [redacted] As wind projects generate Production Tax Credits ("PTCs") and receives tax benefits from accelerated MACRS depreciation, it will be important for the project to have an investor in its capital structure

who can utilize the large amounts of these tax credits and tax benefits (i.e. "Tax Equity"). Currently, [redacted], and therefore EverPower will [redacted]

Construction Loan: Construction Loan is typically arranged as the sum of tax equity investment and back-leverage financing, which is set to take-out the construction financing at COD. We would anticipate that the construction loan would be drawn pro-rata with equity or may be drawn once all of the equity is in the project. [redacted]

Tax Equity: Tax Equity investment can be arranged in a variety of ways, a common method includes a Yield-Based, Partnership Flip Structure. Under this structure, the tax equity investor is allocated a high percentage of the PTCs and the taxable income/loss for approximately the first ten (10) years of the project life from COD ("Pre-Flip Period"). This is structured as such to line up the tax equity investment period with the PTCs, which is generated for 10 years. The tax equity investment is sized to achieve an after-tax target yield acceptable to the tax-equity investors and can vary given market conditions. Once the target yield is achieved, the allocation of tax credits, taxable income and losses are reduced to approximately 5% ("Post-Flip Period"). During the Pre-Flip Period, the cash available for distribution is distributed minimally to the tax equity investor – typically 10% to 50% - depending on the structure and is distributed approximately 5% in the Post-Flip period.

[redacted]

Cash Equity: EverPower will provide the cash equity required for the Projects through (1) cash available on the balance sheet, (2) cash generated from operations, and (3) [redacted]

iv. Estimated construction costs

The total project cost is [redacted].

v. The projected capital structure

During the construction, the capital structure will be comprised of cash equity and a construction loan, which is typically, arranged as the sum of the tax equity investment and back-leverage debt financings. At commercial operation date ("COD"), the tax equity and back-leverage debt financing will replace the construction loan as a form of term financing. [redacted].

vi. Describe any agreements entered into with respect to equity ownership in the proposed project and any other financing arrangement.

No agreements have been entered into with respect to the equity ownership in the proposed project and any other financing agreement.

In addition, the financing plan should address the status of the above activities as well as the financing of development and permitting costs. All bidders are required to provide this information.

5.3 Provide documentation illustrating the experience of the project sponsor in securing financing for projects of similar size and technology. For each project previously financed provide the following information:

i. Project name and location

ii. Project type and size

iii. Date of construction and permanent financing

iv. Form of debt and equity financing

As a reflection of our relationship with financing sources, please see the letter in [redacted] from [redacted] indicating their willingness to work with us to obtain eventual financing on several other projects.

Project Expereince 1:

i. Highland North Wind Farm - Cambria County, PA

ii. Wind Turbine - 75 MW nameplate capacity

iii. Construction began: November 2010

Construction ended: April 2012

Permanent financing: November 23, 2010

iv. [redacted]

Project Expereince 2:

i. Highland Wind Farm - Cambria County, PA

ii. Wind Turbine - 62.5 MW nameplate capacity

iii. Construction began: March 2008

Construction ended: August 2009

Permanent financing: December 2, 2010

iv. [redacted]

[redacted]

Project Expereince 3:

i. Twin Ridges Wind Farm - Somerset County, PA

ii. Wind Turbine - 139.4 MW nameplate capacity

iii. Construction began: November 2011

Construction ended: December 2012

Permanent financing: April 2, 2012

iv. [redacted]

Project Expereince 4:

i. Howard Wind Farm - Steuben County, NY

ii. Wind Turbine - 55.35 MW nameplate capacity

iii. Construction began: November 2010

Construction ended: December 2011

Permanent financing: November 12, 2010

iv. [redacted]

5.4 For projects that include new facilities or capital investment, provide evidence that the bidder has the financial resources and financial strength to complete and operate the project as planned.

[redacted], EverPower has arranged over [redacted] of construction financings on four organically developed projects and [redacted] of term financings and private placements. In addition, our in-house finance team has over 25 years of combined experience in financing power generation projects, including renewables, hydro, and fossil fuels. Each project was constructed on schedule, on budget, with the entire portfolio managed by EverPower.

In addition, our parent company, Terra Firma Capital Partners, [redacted] and completed transactions with an aggregate enterprise value of [redacted]. Since 2008, Terra Firma has been one of the world's largest investors in renewable energy.

5.5 Provide copies of the most recent audited financial statement or annual report for each bidder for each of the past three years; including affiliates of the bidder (if audited statements are not available, unaudited statements are to be provided). Also, provide the credit ratings from Standard & Poor's and Moody's (the senior unsecured long term debt rating or if not available, the corporate rating) of the bidder and any affiliates and partners.

EverPower is a consolidated affiliate of [redacted]. EverPower prepares on an annual basis, financial statements for each of its project companies in accordance with [redacted] which are audited by the firm of [redacted]. The financial statements of [redacted] are not public.

[redacted]

5.6 The bidder should demonstrate its ability (and/or the ability of its credit support provider) to provide the required security, including its plan for doing so.

[redacted]

See additional information in 5.2 and 5.4.

5.7 Provide a description of any current or recent credit issues/ credit rating downgrade events regarding the bidder or affiliate entities raised by rating agencies, banks, or accounting firms.

There are no current or recent credit issues / credit rating downgrade events regarding the bidder or affiliate entities raised by rating agencies, banks, or accounting firms.

5.8 Describe the role of the Federal Production Tax Credit or Investment Tax Credit (or other incentives) on the financing of the project.

Our preliminary project finance plan assumes that we will finance Cassadaga through a [redacted] As wind projects generate Production Tax Credits ("PTCs") and receives tax benefits from accelerated MACRS depreciation, it will be important for the project to have an investor in its capital structure who can utilize the large amounts of these tax credits and tax benefits (i.e. "Tax Equity"). [redacted] Currently, EverPower does not have the tax capacity to utilize these tax credits and tax benefits, and therefore EverPower will pursue the option of bringing a tax equity investor to the capital structure or partner with a low cost-of-capital strategic investor who has a tax appetite. As described in Section 5.2, PTCs are critical to the economics and financing plan of Cassadaga. EverPower is in discussions with various entities interested in a [redacted]. We are confident we will be able to bring [redacted].

Please refer to the responses provided in Section 5.2 for more detail.

5.9 Bidders must disclose any pending (currently or in the past three years) or threatened litigation or disputes related to projects developed, owned or managed by bidder or any of its affiliates in the United States, or related to any energy product sale agreement.

[redacted]

[redacted]

[redacted]

5.10 What is the expected operating life of the proposed project?

EverPower expects modern wind projects to last approximately [redacted] but projects can last longer if maintained properly.

5.11 For projects that include new facilities or capital investment, has the bidder already obtained financing, or a commitment of financing, for the project? Is such financing or financing commitment contingent on obtaining a long-term agreement, such as one that would be obtained if the bidder's proposal is accepted? If financing has not been obtained, explain how obtaining a long-term agreement as proposed will help you in obtaining financing for the proposed project or in obtaining more favorable terms for the financing of the proposed project.

EverPower has yet to obtain either financing or a commitment of financing for this project, but is confident of procuring sufficient financing for this project in a timely manner. Given our experience of developing wind projects from greenfield to construction to full operations, we have a strong understanding and commitment to develop best-in-class, financeable projects to attract both equity and debt financiers.

Wind projects with long-term agreements are certainly preferable from cash equity, tax equity, and debt perspectives. Project financing typically occurs six to nine months prior to full notice-to-proceed on the construction of a wind farm, thus we would expect to [redacted].

Cash equity: The universe of potential cash equity providers for fully-contracted projects continues to be extremely large compared to merchant assets. Many equity investors, including yield-cos, investors seeking to match long-term liabilities (i.e. pension funds, insurance companies), and infrastructure funds, all prefer fully contracted assets.

Tax equity: Tax equity typically provides a discount of approximately [redacted] in the target after-tax flip yields for a fully contracted asset at the bus bar compared to a hedged project priced at a trading hub with basis risk. Tax equity to-date has been reluctant to provide capital to fully merchant projects.

Debt: Debt financing for wind projects will come in the form of back-leverage financing, which will ultimately be subordinated to the tax equity investment. Similar to tax equity financing, projects with long-term agreements will see a benefit from more favorable terms for the financing including pricing, which will be [redacted] lower compared to merchant assets.

5.12 State whether the bidder or its affiliates have executed agreements with respect to energy, RECs and/or capacity for the project (including any agreements that have been terminated) and provide information regarding the associated term and quantities, and whether bidder has been alleged to have defaulted under or breached any such agreement.

No agreements have been executed with respect to the energy, RECs, or capacity for the project.

5.13 Description of bidder and all affiliated entities and joint ventures transacting business in the energy sector.

The Bidder is a project-level limited liability company wholly-owned by EverPower Wind Holdings, Inc. Bidder's purpose is develop, design, construct, and own Cassadaga, a wind energy generation facility. Affiliates include other EverPower Wind Holdings, Inc. subsidiaries for all other operating projects: Krayn Wind LLC, Howard Wind LLC, Highland North LLC, Big Savage, LLC, Big Sky Wind, LLC, Patton Wind Farm, LLC, Mustang Hills, LLC and EverPower Commercial Services, LLC which is the marketing subsidiary. These affiliates have various ISO memberships and authorities and operate in the energy sector.

5.14 Has bidder, or any affiliate of bidder, in the last five years, (a) consented to the appointment of, or was taken in possession by, a receiver, trustee, custodian or liquidator of a substantial part of its assets, (b) filed a bankruptcy petition in any bankruptcy court proceeding, (c) answered, consented or sought relief under any bankruptcy or similar law or failed to obtain a dismissal of an involuntary petition, (d) admitted in writing of its inability to pay its debts when due, (e) made a general assignment for the benefit of creditors, (f) was the subject of an involuntary proceeding seeking to adjudicate that Party bankrupt or insolvent, (g) sought reorganization, arrangement, adjustment, or composition of it or its debt under any law relating to bankruptcy, insolvency or reorganization or relief of debtors.

No. Neither the Bidder, EverPower Wind Holdings, Inc. or any affiliate of EverPower Wind Holdings, Inc., in the last five years has engaged in the activities outlined in (a) through (g).

5.15 Briefly describe any known conflicts of interest between bidder or an affiliate of bidder and any Soliciting Party, or any affiliates of the foregoing.

No known conflicts exist between the Bidder, EverPower Wind Holdings, Inc. or an affiliate of EverPower Wind Holdings, Inc. and any Soliciting Party, or any affiliates of the foregoing.

5.16 Describe any litigation, disputes, claims or complaints involving the bidder or an affiliate of bidder, against any Soliciting Party or any affiliate of any Soliciting Party.

No litigations, disputes, claims or complaints involving the Bidder, EverPower Wind Holdings, Inc. or an affiliate of EverPower Wind Holdings, Inc., against any Soliciting Party or any affiliate of any Soliciting Party exist.

5.17 Describe any litigation, disputes, claims or complaints, or events of default or other failure to satisfy contract obligations, or failure to deliver products, involving bidder or an affiliate of bidder, and relating to the purchase or sale of energy, capacity or renewable energy certificates or products.

No litigations, disputes, claims or complaints, or events of default or other failure to satisfy contract obligations, or failure to deliver products, involve the Bidder, EverPower Wind Holdings, Inc. or an affiliate of EverPower Wind Holdings, Inc.

5.18 Confirm that bidder, and the directors, employees and agents of bidder and any affiliate of bidder are not currently under investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract, or have been the subject of any debarment action (detail any exceptions).

The Bidder, EverPower Wind Holdings, Inc., and the directors, employees and agents of EverPower Wind Holdings, Inc. and any affiliates of EverPower Wind Holdings, Inc. are not currently under investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract, or have been subject of any debarment action.

5.19 Identify all regulatory and other approvals needed by bidder to execute a binding sale agreement.

This proposal is subject to EverPower Wind Holdings, Inc. Board of Director's approval upon final negotiation of contractual terms and conditions.

5.20 Describe how the project will conform to FERC's applicable regulatory requirements, including, but not limited to, FERC requirements relating to allocation of transmission capacity and open access, the justness and reasonableness of rates, the potential for undue preference or discrimination, and affiliate dealings, if any.

Bidder will file for FERC Market-Based Rate Tariff and self-certification as an Exempt Wholesale Generator. Additionally, Bidder will file with FERC a request to waive the obligation to file an Open Access Transmission Tariff (OATT), to comply with the Commission's Standards of Conduct, and to establish and maintain an Open Access Same-Time Information System (OASIS).

SECTION 6 OF APPENDIX B TO THE RFP – SITING, INTERCONNECTION, AND DELIVERABILITY

This section of the proposal addresses project location, siting, real property rights and interconnection issues. Bidders should ensure that the threshold criteria outlined in Section 2.2 of the RFP for generation and interconnection siting are verified in their responses.

6.1 Provide a site plan including a map of the site that clearly identifies the location of the Eligible Facility site and/or Transmission Project route, the assumed right-of-way width, the total acreage for Eligible Facilities, the anticipated interconnection point (or, if applicable, multiple points for a Transmission Project), and the relationship of the site to other local infrastructure, including transmission facilities, roadways, and water sources. In addition to providing the required map, provide a site layout plan which illustrates the location of all major equipment and facilities on the site.

Site plan included? Yes ☒ No ☐ If not, please explain:

The site plan map, including the location of all major equipment and facilities on the site, can be found in [redacted].

6.2 Provide evidence (including applicable documentation) of the right to use the Eligible Facility site and/or Transmission Project route, including, for Eligible Facilities, and any rights of way needed for interconnection.

i. Does the project have a right to use the Eligible Facility site and/or Transmission Project route for the entire proposed term of the PPA or tariff (e.g., by virtue of ownership or land development rights obtained from the owner)?

Yes ☒ No ☐ If not, please explain:

ii. If so, please detail the bidder's rights to control the Eligible Facility site and/or Transmission Project route control.

We will be injecting our power into the National Grid/Niagara Mohawk substation located on [redacted]. We currently have land control of the parcel where the substation is located [redacted]. [redacted]. The project will rebuild the current substation already on the property to accommodate the project. This was approved by NYISO.

iii. Identify any real property rights (e.g., fee-owned parcels, rights-of-way, development rights or easements or leases) that are required for access to the Eligible Facility site and/or Transmission Project route or for interconnection. Describe the status of

acquisition of real property rights, any options in place for the exercise of these rights and describe the plan for securing the necessary real property rights, including the proposed timeline. Include these plans and the timeline in the overall project timeline.

Access to the substations is from an entry already present on [redacted], on the same parcel in which the substation is located, thus we have control of such.

Documentation is found in [redacted]

6.3 Provide evidence that the Eligible Facility site and/or Transmission Project route is properly zoned or permitted. If the Eligible Facility site and/or Transmission Project route is not currently zoned or permitted properly, identify present and required zoning and/or land use designations and permits and provide a permitting plan and timeline to secure the necessary approvals.

Detail the zoning and permitting issues:

[redacted].

Once the application for Article X has been approved, the project can formally move forward with other necessary permitting and studies. More information on this issue can be found in Section 7.

Permitting plan and timeline:

The project deliverability studies [redacted].

We are planning to submit the formal application for Article X, the last step of the process, in [redacted].

A detailed timeline of all permitting can be found in [redacted].

The dates below include all environmental studies, permits, and consultations.

Start date: [redacted] Completion date: [redacted]

6.4 Provide a description of the area surrounding the Eligible Facility site and/or Transmission Project route, including a description of the local zoning, flood plain information, existing land use and setting (woodlands, grasslands, agriculture, other).

The land adjacent to the substation site is zoned for agriculture use, but this does not prohibit mixed use. The POI substation is located in a fallow agricultural field. The environmental consultant for Cassadaga, [redacted], has confirmed that the project is not located on land classified as a flood plain.

A full map of the area can be found in [redacted]

6.5 For Eligible Facilities, describe and provide a map of the proposed interconnection that includes the path from the generation site to the ISO-New England Pool Transmission Facilities ("PTF"). Describe how the bidder plans to gain interconnection site control.

Interconnection map included? Yes ☒ No ☐ If not, please explain:

The proposed transmission project route from the project site to an existing transmission line can be seen in [redacted] as part of the overall site plan.

Interconnection site control plan:

[redacted] **The Project will firm delivery costs between the NYISO injection point at the generator bus and the delivery point at ISO-NE Roseton by implementing a long-term structure that includes NYISO Transmission Congestion Contracts (TCCs) and virtual transactions. As one of the most robust import points in ISO-NE, Roseton is capable of accepting imports from the Project over the life of the contract without the need for transmission upgrades. The imported power will be recognized by the ISO-NE settlement system.**

The proposed transmission project route from the project site to an existing transmission line within NYISO can be seen in [redacted] as part of the overall site plan.

6.6 Please describe the status of any planned interconnection to the grid. Has the bidder made a valid interconnection request to ISO-New England Inc. ("ISO-NE"), the applicable New England Transmission Owner, or any neighboring control areas? Describe the type of interconnection service requested, i.e., Capacity Network Resource Interconnection Service, Capacity Network Import Interconnection Service or Network Resource Interconnection Service or Network Import Service.

Cassadaga is currently part of the New York ISO queue, entering under queue number 387 on 7/19/12. It is being studied for 126 MW of wind generation.

EverPower requested it to be studied for Capacity Resource Interconnection Service (CRIS) in New York.

6.7 Describe the Project's electrical system performance and its impact to the reliability of the New England Transmission system. For Transmission Projects provide a description of how the project would satisfy ISO-NE's I.3.9 requirements. Provide the status of any interconnection studies already underway with ISO-NE and/or the transmission owner. Provide a copy of any studies completed to date. Provide a copy of an interconnection agreement, if any, executed by the bidder with respect to the proposed project. If an interconnection agreement has not been executed, please provide the steps that need to be completed before an interconnection agreement can be executed and the associated timeline.

Performance and its impact:

The project is currently waiting to be included in the NYISO Class Year 2016 study. It is assumed that the Class Year 2016 study will start in [redacted], and take approximately one year to complete.

Upon completion of the CY 2016 Study NYISO will tender an Interconnection agreement to the project.

No studies have been done to investigate moving the power from NYISO to ISO-New England.

Attachments:

Copy of completed studies attached: ☐ If none, please explain:

See above - project currently awaiting for completion of appropriate studies.

Copy of Interconnection Agreement attached: ☐ If none, please explain:

See above - project is currently awaiting for completion of the CY 2016 Study before an Interconnection Agreement can be executed.

6.8 Provide the electrical models of all energy resources supporting the proposed project in accordance with the filing requirements of the ISO-NE Tariff Schedule 22 and 23.

Electrical models attached: ☐ If none, please explain:

These models are currently in the NYISO database, provided by the manufacturer to the ISO. Upon a request to NYISO, they can be made available to ISO-NE to study the transaction, if required.

6.9 Provide a copy of an electrical one-line diagram showing the interconnection facilities and the relevant facilities of the transmission provider.

Electrical one-line diagram attached: ☒ If none, please explain:

[redacted]

6.10 Specify and describe the current or new interconnection facilities (lines, transformers, switching equipment, system control protection, etc.) that bidder owns or is intending to construct or have constructed in order to deliver the proposed energy.

The project will install facilities described in the attached SRIS report ([redacted]). These facilities will allow for interconnection of the project to the NYISO transmission system.

Facilities that will allow delivery to the NYISO system, if required, will be identified in the 2016 Class Year Study. This study is currently assumed to begin in [redacted]. No facilities have been planned to deliver energy to the ISO-NE system.

6.11 Incremental data requirements for Projects that include Transmission facilities;

1. IDV file(s) in PSSE v32 format modeling only the new/modified Transmission components of the project: ☐ If none, please explain.

EverPower does not have permission to release this information directly, nor the information addressed in the section below. The PSSE files will have to be requested from NYISO - the NYISO base case will have the PSSE model available. Also per the Q&A Set 5, Question 130 indicates that bidders should not provide CEII information from neighboring RTOs/ISOs.

2. If the bidder does not use PSSE, provide in text format necessary modeling data as follows:

- Line Data:

Voltage Thermal Ratings Impedances (R, X and B)

Line: From To
(bus numbers and names)

- Transformer data: (including Phase shifting transformers if applicable):

Terminal Voltages Thermal Ratings Impedance

From To (bus numbers and names)

- Reactive compensation models as necessary:

- Other changes to the model that would occur due to a Project such as terminal changes for lines/transformer/generator leads/loads etc.:

SECTION 7 OF APPENDIX B TO THE RFP – ENVIRONMENTAL ASSESSMENT, PERMIT ACQUISITION PLAN AND TIER 1 CERTIFICATION

This section addresses environmental and other regulatory issues associated with project siting, development and operations.

7.1 Provide a list of all the permits, licenses, and environmental assessments and/or environmental impact statements required. If a bidder has secured any permit or has applied for a permit, please identify in the response.

i. Provide a list of all Federal, state and local permits, licenses, and environmental assessments and/or environmental impact statements required to construct and operate the project.

A list of the permits, including associated jurisdiction, status, and expected approval, can be found in [redacted]. as well as the project schedule in [redacted]

ii. Identify the governmental agencies that will issue or approve the required permits, licenses, and environmental assessments and/or environmental impact statements.

A full list of all related agencies can be found in [redacted], which include the following:

Federal Aviation Administration

U.S. Army Corps of Engineers

New York Department of Environmental Conservation

New York Department of Transportation

Town of Charlotte, Town of Cherry Creek, Town of Arkwright

7.2 Provide the anticipated timeline for seeking and receiving the required permits, licenses, and environmental assessments and/or environmental impact statements. Include a project approval assessment which describes, in narrative form, each segment of the process, the required permit or approval, the status of the request or application and the basis for projection of success by the milestone date. All requirements should be included on the project schedule in Section 10.

The Article X certificate for a major electric generating facility is the primary permit required for Project construction and operation. There are three stages to the permitting process: public involvement program, preliminary scoping statement and application. The project has completed the first two stages; the first wind energy project to do so. There have been no significant issues raised by the public, permitting agencies or other stakeholders during the permitting process, which is very open to public and stakeholder comment. There have been no impediments to the permitting and environmental studies project schedule to date. Thus, we believe that there is a strong basis for success in achieving the permitting milestone dates for Application submission, application deemed complete, and certification as provided in Section 7.1.

All other permits and approvals, besides Federal Aviation Administration approval which has been obtained, required by the project are relatively procedural and will be obtained in due course of development. Due to the scope and breadth of the Article X environmental assessment and permitting process, there are no new significant issues that would be expected to be raised by the respective permitting agencies with respect to other permits. Consequently, we believe the milestone dates to obtain other permits for project construction and operation are achievable and will be successful.

7.3 Provide a preliminary environmental assessment of the site and project, including both construction and operation, as applicable. In addition, the bidder should identify environmental impacts associated with the proposed project, any potential impediments to development, and its plan to mitigate such impacts or impediments. The analysis should address each of the major environmental areas presented below, as applicable to the proposed project:

i. Impacts during site development
ii. Transportation infrastructure
iii. Air quality impacts
iv. Access to water resources/water quality impacts
v. Ecological and natural resources impacts
vi. Land use impacts
vii. Cultural resources
viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)
ix. Noise level impacts
x. Aesthetic/visual impacts
xi. Transmission infrastructure impacts
xii. Fuel supply access, where applicable
xiii. Interconnection facilities

A Preliminary Scoping Statement (PSS) can be found in Attachment 7.3 and gives the basic environmental assessment as it is currently known.

7.4 Provide documentation identifying the level of public support for the project including letters from public officials, newspaper articles, etc. Include information on specific localized support and/or opposition to the project of which the bidder is aware. Provide copies of any agreements with communities and other constituencies impacted by the project, and a plan for community outreach activities, and discuss the status of that plan.

A Public Involvement Plan (PIP) can be found in Attachment 7.4.1.

7.5 For bids that include Tier 1 Qualified Clean Energy, provide documentation demonstrating that the project was or will be qualified as a Tier 1 Class I renewable energy source under Conn. Gen. Stat. Section 16-1(20) as amended by Connecticut Public Act 13-303; M.G.L. c. 25A, § 11F, and 225 CMR 14.00; and/or R.I.G.L. § 39-26-1 and Rules and Regulations Governing the Implementation of a Renewable Energy Standard. If the facility is already in operation, please indicate when the facility received such qualification.

Once operational, [redacted], Cassadaga will be qualified as a Tier 1 Class I renewable energy source under Conn. Gen. Stat. Section 16-1(20), M.G.L.c.25A § 11F(c) and R.I.G.L. § 39-26-1, as the electricity produced from the facility will be derived from wind power and will be registered with the Independent System Operator of New England (ISO-NE) and the New England Power Pool Generation Information System (NEPOOL GIS). As this Generation Unit is located in New York, an adjacent control facility to NEPOOL,

it will qualify as a Tier 1 Class I renewable energy source by delivering energy produced into NEPOOL for consumption by New England customers.

7.6 Identify any existing, preliminary or pending claims or litigation, or matters before any federal agency or any state legislature or regulatory agency that might affect the feasibility of the project or the ability to obtain or retain the required permits for the project.

There are no known existing, preliminary or pending claims or litigation that might affect the feasibility of the project.

SECTION 8 OF APPENDIX B TO THE RFP – ENGINEERING AND TECHNOLOGY, COMMERCIAL ACCESS TO EQUIPMENT

This section includes questions pertinent to the engineering design and project technology. This section must be completed for a project that includes new facilities or capital investments. Bidders should provide information about the specific technology or equipment including the track record of the technology and equipment and other information as necessary to demonstrate that the technology is viable.

8.1 Provide a reasonable but preliminary engineering plan which includes the following information:

i. Type of generation technology, if applicable

ii. Major equipment to be used

iii. Manufacturer of the equipment

iv. Status of acquisition of the equipment

v. Whether the bidder has a contract for the equipment. If not, describe the bidder's plan for securing equipment and the status of any pertinent commercial arrangements

vi. Equipment vendors selected/considered

vii. History of equipment operations

viii. If the equipment manufacturer has not yet been selected, identify in the equipment procurement strategy the factors under consideration for selecting the preferred equipment

i. Wind Turbines

ii. [redacted]

iii. [redacted]

iv. The project has assessed a range of appropriate wind technologies for the facility and continues to assess the optimal solutions as development and technology progresses.

v. No contract is in place. EverPower (on behalf of the project) will undertake a comprehensive procurement process involving an RFP to a range of identified turbine vendors. The ultimate award is based upon a combination of commercial, technical and legal metrics. To maintain optionality we are permitting a range of turbine variants. At our existing facilities EverPower currently operates [redacted]. The [redacted] is currently being studied for use at the project, but we anticipate that this is likely to change as more advanced technologies come to market.

vi. The following vendors remain under consideration: [redacted]

vii. A history of similar [redacted] equipment can be found in [redacted]

viii. EverPower has experience in procuring turbines for five different wind projects which amounted to 165 turbines (360 Megawatts).

Our strategy is to procure the optimum turbine at a given wind farm, taking into account: performance, price, operating experience, O&M capabilities, and delivery. Approximately 12 months prior to placing an order we solicit competitive bids using our specified scope of supply requirements. This includes grid compliance, staffing obligations, component deliveries, warranty commitments, performance guarantees (power, sound level, delivery), service contract duration and cost.

8.2 If the bidder has not yet selected the major generation equipment for a project, please provide a list of the key equipment suppliers under consideration.

While it is currently intended to use the [redacted] turbine, a final contract has not yet been established. Other suppliers that would be considered are [redacted].

8.3 Please identify the same or similar equipment by the same manufacturer that are presently in commercial operation including the number installed, installed capacity and estimated generation for the past three years.

Information regarding the history of similar equipment, the [redacted], is available from the manufacturer. Both turbines are based on the same technology, internal design and specifications, but the [redacted]. The [redacted].

[redacted]

8.4 For less mature technologies, provide evidence (including identifying specific applications) that the technology to be employed for energy production is ready for transfer to the design and construction phases. Also, address how the status of the technology is being considered in the financial plan for the project.

N/A

8.5 Please indicate if the bidder has secured its equipment for the project. If not, identify the long-lead equipment options and describe the timing for securing equipment.

Turbine selection has yet to be finalized; selection will be dependent on price and current models available. EverPower would issue an RFP to a range of vendors, and enter into negotiations well in advance of contracting. It is anticipated that turbine selection will occur within the next year. We anticipate signing contracts for turbines and long lead electrical equipment a minimum of 12 months in advance of required delivery dates to site. The lead time on a transformer is 6-10months. The lead time on WTG is noted in the construction portion of the project schedule, seen in [redacted].

SECTION 9 OF APPENDIX B TO THE RFP – OPERATION AND MAINTENANCE

Projects that can demonstrate that the operation and maintenance ("O&M") plan, level of funding, and mechanism for funding will ensure reliable operations during the term of the contract or the tariff are preferred.

9.1 Provide an O&M plan for the project that demonstrates the long term operational viability of the proposed project. The plan should include a discussion of the staffing levels proposed for the project, the expected role of the project sponsor or outside contractor, scheduling of major maintenance activity, and the plan for testing equipment.

Turbine Related

Services included in the O&M plan - Ensure turbine O&M service providers are fulfilling contractual obligations including but not limited to: availability guarantees, maintenance schedule, manpower requirements, turbine repairs, safety, etc. Typical contract services provided by the Turbine Supplier consist of an all-inclusive service (schedule and unscheduled repairs, all parts, labor, and ancillary equipment or tooling necessary to perform the work).

Initial turbine O&M Term is expected to be 5 years minimum at a defined price minimizing cost risk to EverPower. Typically about 1 year prior to expiration of the O&M contact, EverPower will [redacted]

Turbine Contractor Staffing typically consists:

i. Site Supervisor

ii. Admin

iii. 1 Technician per 10 turbines

iv. [redacted] **for Serial Defects, Availability Guarantee of typically** [redacted]

Turbine Contractor typically performs two Scheduled Services each year at 6 month intervals. This consists of replacement of consumables, torque checks, equipment testing, and housekeeping.

Each individual wind turbine generator (WTG) typically requires preventive maintenance semi-annually. One of these maintenance outages is typically designated as "minor scheduled maintenance" and is completed in one working day per unit. The other is "major scheduled maintenance" and usually takes one to two working days to complete. For a typical wind energy facility, each semi-annual maintenance cycle is scheduled to be performed outside of high-wind season (usually spring or fall) and a crew or crews will work on individual units until the entire project maintenance cycle is completed. Depending on the size of the project, each maintenance cycle typically lasts for about two months for the entire project. On any given day during the maintenance cycle, one or more WTGs is taken out of service for scheduled maintenance, typically no more than five percent of the project's generating capacity.

Collection system and substation preventive maintenance activities are typically performed once a year, outside of high-wind season. Annual collection and substation maintenance usually requires the entire project to be shut down. Minor annual maintenance typically takes one to two days, while more extensive maintenance (usually performed at five year intervals) typically takes three to four days.

Unscheduled outages of individual generators or the entire project can happen at any time due to unanticipated equipment failures, grid events, or other reasons. Due to the large number of WTGs, unscheduled outages of individual generators are not uncommon, but do not have a major effect on the project's overall production. [redacted]. Unscheduled outages within the collection system or substation are much less common, but affect a larger portion of or the entire project. EverPower has in place contingency plans to recover from such unscheduled outages in as short a time as is feasible.

Balance of Plant (BOP) Construction and Facility Related Services

o Oversee operations, repair and maintenance of BOP including but not limited to (Substation, collector system, interconnect transmission lines, roads, grounds, foundations, transformers, etc.).

o Furnish all labor (or cause to be furnished) and perform (or cause to be performed) all maintenance and repair activities, sufficient to maintain the Balance of Plant in good working condition, consistent with prudent business practices and any applicable operation and maintenance manual

o Maintain all materials, including spare parts inventory, required to maintain the BOP in the normal course of business

o Prepare purchase orders to procure parts, materials and supplies necessary for the operation, maintenance and repair of the Projects

o Schedule power outages and maintenance shutdowns in coordination with the turbine schedule provider(s), power purchaser(s) and transmission provider(s) to minimize revenue loss and interference with facility operations

o Perform the following activities with respect to the interconnection facilities:

i. Supervise, monitor and report on the operations and maintenance of such facilities, in accordance with the Interconnection Agreement

ii. Respond to trips as reported by the auto-dial monitoring system and provide trip reports of all faults, defects and breakdowns occurring in respect of such electrical system, and;

iii. Calibrate the revenue meters of Power Purchaser(‘s)

o Coordinate and pursue all warranty and other claims against suppliers of materials and equipment to the Balance of Plant or Turbines, including any claims against any insurance carrier for payment of claims, liabilities, or losses in connection with the Balance of Plant and Turbines or its operation covered by such insurance, and including any litigation associated with any such claims

o Oversee NERC compliance

o Operate and maintain the Projects in compliance with all governmental requirements, Loan and Material Project Documents

o Produce and provide facility data and information requested for Governmental Authorities

o Provide SCADA overlay service which includes tracking, trending, and internet access to Dashboard as well as record of the Facility data

o Verify Power Purchaser's payment each month against available production data, including data generated by the SCADA System and other time of use data recorded by the Operator

o Produce power plant data as may be necessary for reporting to Governmental Authorities and the Lenders

o Maintain records of grid outages in a form sufficient to enable the filing of a claim, if appropriate, for reimbursement from any Power Purchaser for lost production under the PPA

o Coordinate and facilitate the preparation of a budget for each facility each year

9.2 Describe in detail the proposed O&M funding mechanism and funding levels to support planned and unplanned O&M requirements.

O&M costs are funded through revenues generated from the sale of electricity and RECs. Since we have full service agreements with the Turbine Supplier, our exposure to unplanned turbine costs is minimized because their scope is inclusive. If there was a Force Majeure event (lightning, etc.) which may be outside of the Scope, we have insurance coverage.

9.3 Describe the terms (or expected terms) of the warranties and/or guarantees on major equipment that the bidder is utilizing or proposing to utilize.

A warranty of [redacted] for serial defects is expected to be utilized once turbine selection and contracts are complete. Availability guarantee of the turbines is expected to be around [redacted]. Warranty for other major equipment varies by the supplier, but is typically also for [redacted]. At this time turbine selection has not been finalized.

9.4 Describe the status of the project sponsor in securing any O&M agreements or contracts. Include a discussion of the sponsor's plan for securing a medium-term or long-term O&M contract, including the expected provider of O&M services.

Generally EverPower will hire the turbine O&M provider for whichever turbine manufacture has been selected (such as Gamesa) to perform the O&M. The first contract signed is typically signed for [redacted], and then eventually [redacted] EverPower would sign a full O&M agreement, so those contracted would monitor 24/7, as well as perform maintenance and any repair, with full parts and labor covered. Typically about 1

year prior to expiration of the O&M contact, EverPower will [redacted]

9.5 Provide examples of the bidder's experience with O&M services for other similar projects.

In the past EverPower has contracted several O&M providers. Below is a list of several currently operating EverPower wind projects' O&M suppliers, as well as the number of staff and contractors.

i. Howard

[redacted]

ii. Highland

[redacted]

iii. Twin Ridges

[redacted]

iv. Patton

[redacted]

[redacted]

[redacted]

Below is a description of typical plant operations and O&M services performed by EverPower.

EverPower Staffing

Chief Operating Officer Portfolio Manager Asset Optimization

Health and Safety System and Processes Site Managers and Assistant Managers

EverPower O&M Organization

- **Industry experienced engineers and technician implementing Best in Class processes**

- **Windfarm typically managed by two full-time site personnel**

- **Site managers are supported by a team of professional that have expertise in wind resource, civil engineering, electrical engineering, SCADA and communication, permitting, and public relations**

- **Excellence in operations as evidenced by management processes and high fleet wide availability**

Operation Philosophy and Process

- **"Best in Class"**

o Safety, First and Foremost

o Continuous safety and technical training

o Community and environment stewardship

o High fleet availability that translates into strong production

o Proactive management -minimizing Mean Time Between Failure (MTBF)

o Technical library that is comprehensive and up to date

o WTGs maintained to the highest industry standards

• "Taking Ownership"

o Holistic approach to project operations working closing with stakeholders including turbine maintenance providers, BOP providers, utilities, state agencies and local communities

o Technical oversight of OEM teams on a day-to-day basis

o Contract compliance

o Ensure critical BOP infrastructure is well maintained

o Technical and Safety Audits

• "Asset Optimization"

o Real-time performance monitoring via control center in Pittsburgh

o EverPower SCADA converts 5 OEM SCADA's to a common platform

o Maximize revenues and enhance performance

o Standardization of performance metrics for the entire fleet

o Validation of actual production levels regardless of under- or over-production

o Validation of wind energy models to real asset performance

• Site manager bonus incentives tied to specific performance indicators

o Lightning detecting program – to reduce major damage

o Anomaly Detection Algorithm - thousands of data points monitored

o Feedback loop to site managers

SECTION 10 OF APPENDIX B TO THE RFP – PROJECT SCHEDULE

For Eligible Facilities or Transmission Projects that are not yet in-service, bidders are required to provide a complete critical path schedule for the project from the notice of selection of the project for contract consideration to the start of commercial operations. For each project element, list the start and end date.

10.1 Identify the elements on the critical path. The schedule should include, at a minimum, facility contracts, start of construction, construction schedule, siting, fuel supply, financing, engineering and procurement, acquisition of real property rights, Federal, state and/or local permits, licenses, environmental assessments and/or environmental impact statements (including anticipated permit submittal and approval dates) and any other requirements that could influence the project schedule and the commercial operation date, including requirements pertaining to the generator interconnection process and any transmission facilities for which the bidder seeks recovery through federal transmission rates.

A timeline of the permits (federal, state, local), environmental studies, and NYISO Article X studies and consultations can be found in [redacted].

The interconnection schedule cannot be identified until the Article X application is deemed complete. Once the permit application is complete, Cassadaga will apply for the next Class Year Study. Cassadaga is currently anticipated to enter the class year in [redacted], with an anticipated interconnection agreement signed one year following.

Like the interconnection schedule, the construction schedule is related to the Article X application and cannot be identified until the Article X application is complete.

Financing will take place three months prior to the commencement of construction.

Please see [redacted] for a detailed preliminary schedule.

Schedule is dependent on RFP contract execution and regulatory approval by year end. Dates may be delayed if RFP timeline is delayed.

10.2 Detail the status of all critical path items.

We anticipate the NYISO interconnection class year study commencing in [redacted] and taking 12 months to conclude. We anticipate this is the longest lead time for a critical development milestone that is neither within our control or which we

do not classify as procedural in nature. As discussed below, our Article X permit application will be deemed complete in May which is a critical milestone to ensure the project can be included in the class year study process. The signing of an interconnection agreement will occur in 2017 once the class year is complete. EverPower has taken two wind farm projects through the class year process in NYISO and is confident of a successful outcome for the Cassadaga project.

The Article 10 permit is the critical permit milestone for the project. All other permits are procedural because Article 10 is a comprehensive environmental and engineering project review. The Article 10 permit is a critical path item not only because it is the long lead permit but also because the Article 10 application submission and completeness review is required to enter the NYISO interconnection class year study process. The Article 10 application is in the advanced stages of completion; all environmental studies are complete and application and supporting reports are currently being written. The Application will be submitted in [redacted]. Cassadaga Wind has coordinated closes with the Department of Public Service and Department of Environment and Conservation about its critical project milestones and is confident that no significant issues remain that may cause a delay in the Article 10 application schedule. After the Article 10 application is deemed complete, the New York State Board on Electric Generation is required to make a final decision on the application within 12 months unless there are extraordinary circumstances, which are not anticipated.

Critical to the schedule is our targeted date of [redacted] to execute both the Turbine Supply Agreement (TSA), and the Balance of Plant (BoP) Agreements and then give Notice to Proceed (NTP) to the contractors. Preparatory work to meet this milestone will commence in parallel with finalizing development milestones to ensure all of the associated construction milestones will then proceed as scheduled. We anticipate a one season build for the Cassadaga project and it is therefore critical schedule does not slip.

From a Commercial perspective, critical items prior to COD include registering as a market participant in ISO-NE and NEPOOL GIS as well as a purchase-selling entity with NERC. Additionally, the facility will obtain REC certification in the following states: Connecticut, Rhode Island and Massachusetts. For more information, please reference Section 7.5.

SECTION 11 OF APPENDIX B TO THE RFP – PROJECT MANAGEMENT/EXPERIENCE

Bidders are required to demonstrate project experience and management capability to successfully develop (for a project that includes new facilities or capital investment) and operate the project proposed. The Soliciting Parties are particularly interested in project teams that have demonstrated success in projects of similar type, size and technology and, for projects that include new facilities or capital investment, can demonstrate an ability to work together effectively to bring the project to commercial operation in a timely fashion.

11.1 Provide an organizational chart for the project that lists the project participants and identifies the corporate structure, including general and limited partners.

A version of the EverPower organization chart can be found in [redacted]. Only aspects directly relating to Cassadaga Wind LLC and EverPower's current operating projects can be seen - other aspects of the EverPower corporate structure have been redacted.

The proposed organizational structure for Cassadaga specifically can be seen several charts in [redacted]; this includes the overall project organization, contractors and consultants, and department organization.

11.2 For a project that includes new facilities or capital investment, provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, EPC contractor and proposed contractors), in developing, financing, owning, and operating generating or transmission facilities (as applicable), other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

A past performance narrative can be found in [redacted]. This includes a detailed account of the development and management of a wind turbine project. It also includes a list of EverPower technical qualifications for each department. It describes the quality control process, from development to financing and accounting. It includes details on past performance for several of EverPower's operating wind projects, as well as our relationships and environmental awareness.

11.3 For a bid that includes existing facilities, provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, EPC contractor and proposed contractors), in owning and operating generating or transmission facilities (as applicable), other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

N/A - proposal is for a new facility

11.4 Provide a management chart that lists the key personnel dedicated to this project and provide resumes of the key personnel. For Eligible Facilities or Transmission Projects that are not yet in-service, key personnel of the bidder's development team having substantial project management responsibilities must have:

i. Successfully developed and/or operated one or more projects of similar size or complexity or requiring similar skill sets; AND

ii. For a project that includes new facilities or capital investment, experience in financing one or more projects of a similar size and complexity (or have the financial means to finance the project on the bidder's balance sheet).

A list of the EverPower executive management team, as well as all key personnel for Cassadaga, can be found in [redacted]. The description includes their responsibilities for the company and the project, as well as a short resume.

11.5 Provide a listing of all projects the project sponsor has successfully developed or that are currently under construction. Provide the following information as part of the response:

i. Name of the project

ii. Location of the project

iii. Project type, size and technology

iv. Commercial operation date

v. Estimated and actual capacity factor of the project for the past three years

vi. Availability factor of the project for the past three years

vii. References, including the names and current addresses and telephone numbers of individuals to contact for each reference.

Project 1

i. Highland Wind Farm

ii. Cambria County, PA

iii. Operating Wind Farm, 62.5 MW, Nordex N90 turbines

iv. COD: 8/12/2009

v. [redacted]

[redacted]

[redacted]

[redacted]

vi. [redacted]

[redacted]

[redacted]

[redacted]

vii. Project Manager: Mike Speerschneider

1251 Waterfront Pl, 3rd Floor, Pittsburgh PA 15222 646-839-8928

mspeerschneider@everpower.com

[redacted]

[redacted]

[redacted]

[redacted]

Project 2

i. Highland North Wind Farm

ii. Cambria County, PA

iii. Operating Wind Farm, 75 MW, Nordex N90 turbines

iv. COD: 3/20/2012

v. [redacted]

vi. [redacted]

vii. Project Manager: Bill Spencer

1251 Waterfront Pl, 3rd Floor, Pittsburgh PA 15222 412-253-9403

bspencer@everpower.com

[redacted]

[redacted]

Project 3

i. Howard Wind Farm

ii. Steuben Country, NY

iii. Operating Wind Farm, 55.35 MW, Senvion MM92 turbines

iv. COD: 12/22/2011

v. [redacted]

[redacted]

[redacted]

[redacted]

vi. [redacted]

[redacted]

[redacted]

[redacted]

[redacted]

vii. Project Manager: Kevin Sheen

1251 Waterfront Pl, 3rd Floor, Pittsburgh PA 15222 646-839-8919

ksheen@everpower.com

[redacted]

Project 4

i. Patton Wind Farm

ii. Cambria County, PA

iii. Operating Wind Farm, 30 MW, Gamesa G97 Turbines

iv. COD: 12/24/12

v. [redacted]

vi. [redacted]

[redacted]

[redacted]

vii. Project Manager: Bill Spencer

1251 Waterfront Pl, 3rd Floor, Pittsburgh PA 15222 412-253-9403

bspencer@everpower.com

[redacted]

[redacted]

[redacted]

[redacted]

Project 5

i. Twin Ridges Wind Farm

ii. Somerset County, PA

iii. Operating Wind Farm, 139.4 MW, Senvion MM92 Turbines

iv. COD: 12/21/2012

v. [redacted]

[redacted]

[redacted]

[redacted]

vi. [redacted]

[redacted]

[redacted]

[redacted]

vii. Project Manager: Harry Benson

1251 Waterfront Pl, 3rd Floor, Pittsburgh PA 15222 646-442-9102

hbenson@everpower.com

[redacted]

[redacted]

[redacted]

[redacted]

11.6 With regard to the bidder's project team, identify and describe the entity responsible for the following, as applicable:

i. Construction Period Lender, if any

ii. Operating Period Lender and/or Tax Equity Provider, as applicable

iii. Financial Advisor

iv. Environmental Consultant

v. Facility Operator and Manager

vi. Owner's Engineer

vii. EPC Contractor (if selected)

viii. Transmission Consultant

ix. Legal Counsel

i. Construction Period Lender, if any

EverPower has successfully raised over [redacted] of construction financings on four organically developed projects with [redacted] a leading lender in the renewable energy space. While currently no operating lender has been decided upon, it is expected that selection will occur [redacted].

ii. Operating Period Lender and/or Tax Equity Provider, as applicable
EverPower has successfully raised over [redacted] of term financings over the operating term of the projects through bank term loans with [redacted] While currently no operating lender has been decided upon, it is expected that selection will occur [redacted].

iii. Financial Advisor

A financial advisor may or may not be obtained, but EverPower does have extensive relationships with all bulge bracket investment banks (Examples: [redacted]) as well as premier boutique advisors (Examples: [redacted]). These relationships were fostered through the EverPower team's long experience in the energy sector.

iv. Environmental Consultant

[redacted]

v. Facility Operator and Manager

EverPower has provided oversight for its Operations & Maintenance ("O&M") and Asset Management functions for all seven of the assets under management, comprising a total capacity of 752 MW. Supported by industry experienced engineers and technicians implementing best-in-class processes, each wind farm is managed by one to two full-time site managers on-site. Each site

managers are supported by a team of professions that have expertise in wind resource, civil engineering, electrical engineering, SCADA and communication, permitting, and public relations. EverPower's excellence in operations is evidenced by its high availability.

It is anticipated that Cassadaga will have comprehensive O&M agreements and Turbine Warranty agreements in place with leading turbine manufacturers. Our typical O&M agreements are full-service contracts covering all scheduled and unscheduled maintenance, labor and parts costs and include guaranteed turbine availabilities. O&M agreements and warranty provisions effectively transfer a majority of the risk related to higher than expected turbine O&M costs during the term of the agreements. Guaranteed turbine availability efficiently mitigates potential technology risks and eliminates the need for additional cash flow to meet higher O&M costs.

vi. Owner's Engineer

See above. EverPower has in-house engineers on staff but an independent engineer is typically obtained for financing purposes. In addition, we will be using various civil engineers to design the wind and micro site the turbines, roads, and collection.

vii. EPC Contractor (if selected)

EPC / BOP contractor has not yet been selected but EverPower has worked in the past with the following BOP contractors for our organically constructed projects:

Project	**BOP Contractor**
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]
[redacted]	[redacted]

viii. Transmission Consultant

[redacted]

ix. Legal Counsel

[redacted]

Additional outside legal counsel will be utilized for contract review for this RFP and other matters.

11.7 Provide details of the bidder's experience in ISO-NE markets. With regard to bidder's experience with ISO-NE markets, please indicate the entity that will assume the duties of Lead Market Participant for your Project. Please provide a summary of the proposed Lead Market Participant's experience with each of the ISO-NE markets.

The entity that will assume the duties of Lead Market Participant will be the project entity, Cassadaga Wind LLC.

General experiences include importing energy from NYISO into ISO-NE, ISO-NE markets settlements, as well as certifying Renewable Energy Certificates for Rhode Island and Connecticut and making bilateral REC sales to market participants.

EverPower Commercial Services ("ECS") and Howard Wind LLC have imported energy from NYISO to ISO-NE since Q1 2013. Subsequently, ECS has certified Renewable Energy Credits in the Rhode Island and Connecticut GIS.

Organizationally, EverPower possesses years of deep experience in ISO-NE.

SECTION 12 OF APPENDIX B TO THE RFP – EMISSIONS

12.1 For existing generation facilities, provide emissions estimates based on available continuous emissions monitoring data. Where continuous emissions monitoring data is not available, provide emissions estimates based on the most recent stack emissions test conducted using an EPA reference method approved by the applicable permitting and enforcement authority. Where continuous emissions data or actual stack emissions test data are not available, provide emissions estimates based on emissions factors from the latest edition of EPA's AP-42, Compilation of Air Pollutant Emissions Factors.

For new generation facilities, provide emissions estimates based on available data from the unit manufacturer. Alternatively, provide actual emissions data determined in accordance with the paragraph above for a similar facility built within the past 3 years. Include copies of supporting documentation for all emissions estimates.

Project Anticipated Emissions, expressed in pounds/megawatt-hour (lbs/MWh)

Source of Information	Date of Test (if applicable)	Greenhouse Gases (all except methane) Expressed as Carbon Dioxide equivalent (CO_2e)	Nitrogen Oxides (NOx)	Sulfur Oxides (SOx)	Carbon Monoxide (CO)	Particulate Matter ($PM_{2.5}$)	Methane (CH_4)

12.2 Describe any past investments that will, or have been made to your facility to improve its emissions profile or any planned future investments made to your facility in order to improve its emissions profile. Pollutant specific emissions improving technologies include, but are not limited to:

- NOx – Selective/Non-Selective Catalytic Reduction
- SOx – wet/dry scrubbers
- PM – fabric filter/bag house, electrostatic precipitator, cyclone separator
- CO – oxidation catalyst

Investments that improve overall emissions include, but are not limited to:

- equipment tune-ups (improves combustion efficiency and emissions)
- boiler tube replacements (improves heat transfer efficiency and reduces fuel use)

- other efficiency improvements (e.g., installing a heat exchanger to use waste heat to pre-heat feed water to the boiler)

Include control equipment specifications, date(s) of installation, expected life of equipment, benefits gained from the addition of such equipment, etc.

There are no associated emissions with a wind turbine technology project. Therefore no information is provided for this section.

12.3 Describe how your project will contribute to (i) Connecticut's goals under Connecticut Public Act 08-98, An Act Concerning Connecticut Global Warming Solutions (2008), codified in Section 22a-200a of the Connecticut General Statutes; (ii) the Massachusetts 2008 Global Warming Solutions Act (GWSA) and the 2010 Clean Energy and Climate Plan for 2020. Describe how your project will contribute both to the short term 2020 goal, and longer term 2050 goal found in these laws. And (iii) Rhode Island's purposes under Chapter 39-31

Once operational, an offtake from the project will provide clean power to enable each of the three states to achieve their renewable energy goals. As a renewable resource, a wind farm facility will produce no harmful emissions that may limit the amount of time the facility can operate. All of these factors will contribute to increasing grid reliability to end users, allowing them to plan with certainty while keeping energy costs low.

SECTION 13 OF APPENDIX B TO THE RFP – CONTRIBUTION TO EMPLOYMENT AND ECONOMIC DEVELOPMENT AND OTHER DIRECT AND INDIRECT BENEFITS

13.1 Please provide an estimate of the number of jobs to be created directly during project development and construction (for a project that includes new facilities or capital investment), and during operations, and a general description of the types of jobs created, estimated annual compensation, the employer(s) for such jobs, and the location. Please treat the development, construction, and operation periods separately in your response.

Cassadaga expects to provide a number of jobs created directly during project development and construction, likely sourced in New York State. At the peak of construction, Cassadaga expects to supply jobs to approximately [redacted]. During the construction phase, the following will be needed:

[redacted]

***The values above are estimates on an annual basis, with this project expected to be a [redacted] based on size.**

Once operational, the following permanent jobs associated with the project will be established:

[redacted]

[redacted]

13.2 Please provide the same information as provided in response to question 13.1 above but with respect to jobs that would be indirectly created as a result of the proposed project.

A socioeconomic report will be prepared by a qualified third-party consultant, taking into account site-specific information regarding population, economy and employment, existing tax base and tax revenues, etc. As that study has not yet been performed, it is difficult to estimate the exact number of indirect jobs that would be generated by the project.

Having said that, at EverPower's Howard Wind Farm in Steuben County, New York, a third-party consultant estimated that a 60 – 80 MW project would have an indirect and induced impact of approximately [redacted] during construction, and about [redacted] during operations.

Similarly, at EverPower's Scioto Ridge Wind Farm in Hardin County, Ohio, a third-party consultant estimated that the 300 MW project would produce about [redacted] during construction and [redacted] during operation.

While Cassadaga is in a different location with different local economic characteristics, the indirect impacts would be expected to be between Howard Wind Farm and Scioto Ridge Wind Farm. A project-specific socioeconomic study will be prepared as part of the permitting process and will provide site-specific estimates.

13.3 Please describe any other economic development impacts (either positive or negative) that could result from the proposed project, such as creating property tax revenues or purchasing capital equipment, materials or services for New England businesses. Please provide the location(s) where these economic development benefits are expected to occur.

As described above, a project-specific socioeconomic study will be performed during the course of project development that will provide a more specific analysis of economic benefits. In particular, the location of purchase of capital equipment, materials or services for New England businesses is not currently known. EverPower does strive to use locally sourced goods and materials.

Cassadaga will have both direct and indirect positive economic effects on the towns, counties, and school districts, as well as on the individual landowners participating in Cassadaga. Over the life of the project, [redacted]

[redacted]

These effects will commence during construction and continue throughout the operating life of the project. In the short term, benefits will include additional employment and expenditures associated with construction of Cassadaga. In the long term, the operating project will generate significant additional revenue through the purchases of goods and services. Cassadaga will also provide full-time employment for a number of individuals, and will likely result in some increased visitation to the project area by tourists interested in wind power. All of these results could have a beneficial effect on local businesses. The overall socioeconomic impacts of Cassadaga, construction and operation, will be examined as part of a third-party analysis that will be completed as part of the standard project permitting process.

Other impacts (as yet unquantified) include:

1. During construction, some modest and short-term increases in temporary housing needs

2. Local construction employment: equipment operators, truck drivers, electricians, etc. (as the local economy can provide).

3. There would be no significant impacts (positive or negative) on long-term housing needs, during construction or operations. There will be no significant increases in the need for public services, including schools.

4. During construction, there could be some impact to local roads, but that would be mitigated through road-use agreements with local road supervisors, and cost of repairs would be covered by the company.

5. Purchase of local and regional goods and services to support construction and operation of the wind farm

6. There is generally some concern over the impacts of wind turbines to property values. A number of national studies have been performed, and none has indicated a statistically significant decrease in property values attributed to proximity to wind farms.

7. There may be some increased tourism associated with the wind farm.

13.4 To the extent not already specified elsewhere in your response, please address the factors listed in Section 2.3.2.1 and describe any benefits or impacts associated with the proposed project.

All aspects have been addressed.

SECTION 14 OF APPENDIX B TO THE RFP – ADDITIONAL INFORMATION REQUIRED FOR TRANSMISSION PROJECTS

Bids that include Transmission Projects must also provide the following information.

14.1 The following information regarding the proposed new Transmission Project:

i. Overall project description:

N/A

ii. The operating voltage of the proposed project: kV:

iii. The type of structures (such as steel towers or poles) that would be used for the proposed project:

N/A

iv. The length of the proposed transmission line and the type(s) of terrain and land ownership of the proposed ROW: Overhead miles: Underground/ Underwater miles:

Terrain:

N/A

v. The substation facilities (number of circuit breakers, transformers, etc.) required at each terminal of the proposed project and information as to how the new facilities would interconnect to any existing facilities.

N/A

vi. The estimated costs of the proposed project broken out into separate categories for transmission facilities and substation facilities in nominal year dollars.

Transmission: Substation: Year dollars:

vii. Provide a proposed schedule for project development through release for operation that includes, as a minimum, key critical path items such as:

a. Develop contracts for project work:

N/A

b. Permitting; R/W and land acquisition:

N/A

c. Engineering and design:

N/A

d. Material and equipment procurement:

N/A

e. Facility construction:

N/A

f. Agreements (interconnection, operating, scheduling, etc.) with other entities:

N/A

g. Pre-operations testing:

N/A

h. Project in-service date:

i. Other items identified by the bidder:

N/A

14.2 The proposed payment required.

i. If the proposed payment may change during the contract term, then the Eligible Bidder must also provide the method that transmission owner shall use to determine the payment for the Transmission Project under the transmission Rate Schedule or Tariff and Service Agreement to be filed with FERC. If the proposed payment is a formula rate, the Eligible Bidder must also provide the formula and its proposed inputs that the transmission owner will file with FERC.

N/A

ii. If the proposed payment is based on the Transmission Project's cost of service and may change during the contract term based on changes in the cost of service, a full revenue requirements model submitted as a working Excel spreadsheet with the formulas intact. All assumptions must be detailed as follows:

a. Provide the capital cost estimate presented as a buildup of costs by category, such as environmental, engineering, civil works, materials, equipment, construction, construction management, physical and price contingencies, allowance for funds used during construction (AFUDC), and all other categories for which recovery under FERC would be sought. These categories are illustrative; aggregate costs into the categories most relevant to the development of the proposed project. All costs should be provided in nominal dollars.

N/A

b. For projects with transmission and substation components, separate the costs into two rows (e.g. use one row for substation construction and a second for transmission construction). Describe the detailed financial plan on a monthly basis during the construction period, e.g., for 3 years or as long as necessary. The plan should present the costs and financial outlays in each month of the construction period, and the corresponding sources of financing (equity contribution and debt drawdown). Data should include an estimate of the cost of both physical and price contingencies during the construction period. The financing plan should indicate the ability to finance the construction of the proposed project under base case and contingency scenarios.

N/A

c. Describe the proposed financing sources and instruments:

i. Sources of funds for construction and working capital - include name of entity providing debt financing, loan amounts, interest rates, repayment period, grace period during construction; and equity provided by project sponsor:

N/A

ii. Sources of funds for unexpected repairs or replacement construction during the operating period, e.g., replacement of tower. Note: the operating period is the applicant's estimate of the useful life or accounting life of the transmission project element(s):

N/A

d. Provide the annual revenue requirement forecasts for the project - including assumptions. Provide a draft version of the revenue requirement calculation in a format that is similar to what would be included in the Rate Schedule or Tariff and Service Agreement application to FERC, indicating the forecast revenue requirement amounts and all assumptions used in the calculations. This should include but not be limited to the assumptions regarding rate of return, depreciation life, split between debt and capital, AFUDC and weighted cost of capital, and a detailed estimate of the anticipated average annual operating and maintenance cost:

N/A

iii. If the pricing proposed is based on cost of service, detailed cost containment commitments such as fixed price components, cost overrun restrictions, or other cost bandwidth provisions that are proposed to limit ratepayer risk must be clearly defined:

N/A

14.3 The schedule of the payments defined in 14.2 above including when the payments will commence, how often payments will be required and the length of time over which payments will be required. In no event may payments commence before the Transmission Project is placed in service.

N/A

14.4 The design life of the project:

N/A

14.5 If the bidder is proposing the use of a Performance-Based Tariff in connection with the Delivery commitment model, the bidder is required to state the proposal for liquidated damages to compensate the buyer and to keep it financially whole for non-Delivery.

N/A

14.6 If the bidder is proposing the use of a Performance-Based Tariff in connection with the Delivery commitment model, the bidder is required to provide details of the source and reliability of the Qualified Clean Energy supply along with the rights and ownership of that energy.

N/A

14.7 A description of the reliability benefits of the proposed Transmission Project and its impact on existing transmission constraints:

N/A

14.8 For the Delivery commitment model, please describe the process for the transfer of the environmental attributes associated with the Qualified Clean Energy Delivery Commitment.

N/A