



**REQUEST FOR PROPOSALS (RFP)**  
**RFP SW2015-MSBG1**

PNC Bank - Structured Finance Solutions and GP Renewables & Trading,  
 on behalf of  
 Municipal Solar Buyers Group of Sustainable Westchester,  
 a consortium of municipalities in Westchester County, New York,  
 are Seeking Proposals for the  
 Development, Design, Financing, Construction, and Operation and Maintenance of  
 Small to Midsized Solar PV Systems on Multiple Municipal Sites

**TIMELINE**

Issue Date:	Tuesday, May 19, 2015 [Revised May 28, 2015 with <u>changes underlined</u> on the following pages: 1,2, and 12]
Expression of Interest <u>Revised</u> Due Date:	<u>Wednesday, June 17, 2015</u> at 5:00 P.M. EST Must be submitted in writing to Jennifer Silva: <a href="mailto:Jennifer.silva@pnc.com">Jennifer.silva@pnc.com</a>
Technical Questions <u>Revised</u> Due Date:	<u>Friday, June 19, 2015</u> at 5:00 P.M. EST Must be submitted in writing to <a href="mailto:Jennifer.silva@pnc.com">Jennifer.silva@pnc.com</a>
Proposal <u>Revised</u> Due Date:	Proposals must be received by <u>Friday, July 10, 2015</u> at 5:00 P.M. EST Proposal package must be submitted to Jennifer Silva: <a href="mailto:Jennifer.silva@pnc.com">Jennifer.silva@pnc.com</a>



**SUSTAINABLE WESTCHESTER**

**NOTICE OF REQUEST FOR PROPOSAL (RFP)**

**RFP SW2015-MSBG1**

**PNC Bank - Structured Finance Solutions and GP Renewables & Trading,  
on behalf of  
Municipal Solar Buyers Group of Sustainable Westchester,  
a consortium of municipalities in Westchester County, New York,  
are Seeking Proposals for the  
Development, Design, Financing, Construction, Operation and Maintenance of  
Small to Midsized Solar PV Systems on Multiple Municipal Sites**

NOTICE is hereby given that proposals will be received by PNC Bank – Structured Finance Solutions and GP Renewables & Trading, on behalf of Municipal Solar Buyers Group of Sustainable Westchester, a consortium of Westchester County, New York municipalities, until **5:00 P.M., Friday, July 10, 2015**, for the following item:

**Development, Design, Financing, Construction, Operation and Maintenance of  
Small to Midsized Solar PV Systems on Multiple Municipal Sites**

Copies of the information for respondents to this RFP, general requirements, specifications, non-collusive bidding certification, and proposals, may be obtained at <http://www.sustainablewestchester.org/>. Proposals must be submitted at the above email address and must bear the name and address of the respondent to the proposal and the inscription: **“SOLAR PV SYSTEMS PROPOSAL - RFP SW2015-MSBG1.”** PNC Bank – Structured Finance Solutions and GP Renewables & Trading, on behalf of Sustainable Westchester – Municipal Solar Buyers Group reserves the right to reject any and/or all proposals and to re-advertise for new proposals.

DATED: Tuesday, May 19, 2015



## Sustainable Westchester – Municipal Solar Buyers Group (“MSBG”)

### Request for Proposals RFP SW2015-MSBG1

May 19, 2015

[revised May 28, 2015 with changes underlined on the following pages: 1, 2, and 12.]

### Contents

<i>Disclaimer</i> .....	4
<i>Purpose of RFP</i> .....	4
<i>About Sustainable Westchester and the MSBG</i> .....	6
<i>Financial Incentives for Development of PV Systems</i> .....	7
<i>RFP Process and Evaluation Criteria</i> .....	9
<i>Reservation of Rights</i> .....	11
<i>Conflict of Interest</i> .....	11
<i>Response Guidelines</i> .....	12
<i>Exhibit A – MSBG Member Ratings</i> .....	16
<i>Exhibit B – Identified Sites</i> .....	16
<i>Exhibit C – Site Pictures</i> .....	17
<i>Exhibit D - Respondent Bid Submission and Disclosure Forms</i> .....	17



### *Disclaimer*

This RFP contemplates legal transactions and as such participating municipalities will have the advice of legal counsel with experience in energy, municipal, and other matters related to any undertaking contemplated herein before taking any action.

### *Purpose of RFP*

This Request for Proposals ("RFP") is issued on behalf of Sustainable Westchester, a New York not-for-profit corporation whose members are the towns, villages and cities (the "Municipalities") of Westchester County and its Municipal Solar Buyers Group ("MSBG"). The goal of the MSBG is to create savings in the cost of electricity for the Municipalities through aggregated deployment of solar energy on municipal roofs, municipal parking lots and other municipal sites (collectively, "Municipal Sites") in Westchester County.

This RFP seeks to identify and qualify developers and financing parties interested in offering an all-in-one solar photovoltaic ("Solar PV") solution to the MSBG. Specifically, the MSBG is aggregating its members' demand for Solar PV, to be met by proposals submitted by RFP respondents ("Respondents") for the development of multiple small to mid-size Solar PV systems on Municipal Sites in Westchester County. A critical mass of potential Municipal Sites, representing 10 to 12 megawatts of Solar PV capacity, has already been identified. The MSBG is seeking development and financing proposals for these Municipal Sites with the aim of securing the best possible pricing, quality of components and installation to ensure a very long useful life for such Solar PV systems (the "PV Systems"). Winning bidders ("Developers") under this RFP will contract directly with individual Municipalities for the development of PV Systems on Municipal Sites.

It is expected that the contractual arrangements relating to these PV Systems will include all or some of the following:

- A site lease ("Site Lease") between the Developer and the Municipality for the use of the Municipal Site.
- A power purchase agreement ("PPA") between the owner of the PV System (the "PV System Owner") and the Municipality, incorporating conventional "market based" PPA terms and conditions under which the Municipality purchases only the solar electricity that is delivered; the PV System Owner is responsible for all required operations and



maintenance of the PV System; and the PV System Owner provides an output guarantee equal to a percentage of the projected output for each system over the term of the PPA.

- An engineering, procurement and construction (“EPC”) contract between the Developer and an EPC contractor for the installation of the PV System if EPC contractor is different from Developer.
- An operation and maintenance (“O&M”) contract between the System Owner and an O&M operator for the operation and maintenance of the PV System.
- Insurance policies of the types and in the amounts acceptable to MSBG, including commercial general liability insurance for bodily injury liability, including death, and property damage liability, with minimum limits of \$3,000,000 in respect of claims arising out of any one accident, personal injury or disaster.

The RFP is a fluid process whereby Respondents are asked to submit proposals based on Municipal Sites that have been identified to date by roughly one-half of the Municipalities in Westchester County. Among the other Municipalities, several have already joined the MSBG and are working to identify Municipal Sites, and still others are in the process of deciding whether to join the MSBG. We therefore expect the number of Municipal Sites to grow, possibly substantially, during the course of the RFP and after winning proposals have been selected. And Respondents should think about this opportunity as one that is likely to grow beyond the Municipal Sites identified herein. This RFP asks Respondents to propose firm pricing for different types of Municipal Sites, which are representative of the ones identified at this time.

The MSBG expects to make the award under this RFP to one or more Respondents who meet the requirements set forth herein. The award will be made in the best interests of the MSBG, taking into consideration PPA pricing, the expertise of the Respondent in developing, financing, and operating the requisite projects, as well as other technical and non-pricing factors. The MSBG reserves the right to accept or reject any proposal that it receives.

This RFP process is being conducted by MSBG’s advisors, selected in 2012 through a competitive selection process conducted by Sustainable Westchester. The advisors are comprised of members of PNC Bank’s Structured Finance Solutions team and GP Renewables & Trading’s Project Development team (collectively the “Advisors”). The MSBG expects to engage common counsel to represent them, together with the Advisors, in negotiating the documentation with the winning Respondents. Independent engineers may also be engaged where appropriate to represent the Municipalities on the



structural integrity of any roof sites as well as parking flow and maintenance matters for Solar PV installations in parking areas.

### ***About Sustainable Westchester and the MSBG***

Sustainable Westchester is a consortium of Westchester County local governments that, according to its mission statement, “facilitates effective sustainability initiatives, engages community stakeholders, and shares tools, resources, and incentives to create healthier, vibrant and attractive communities, now and in the future.”

Sustainable Westchester is a 501(c)(3) entity and is the result of the merger of two predecessor organizations, the Northern Westchester Energy Action Consortium (“NWEAC”) and the Southern Westchester Energy Action Consortium (“SWEAC”). The consortium represents 40 out of the 48 Municipalities in Westchester County. More background information about Sustainable Westchester, Westchester County, and the members of the MSBG can be found in Exhibit A and on the respective websites of the consortiums (<http://www.sustainablewestchester.org/> ; <http://www.nweac.org>; <http://www.sweac.org>, <http://planning.westchestergov.com/about-us>). Of the 40 Municipalities that are members of Sustainable Westchester, 17 already participate in the MSBG, and others are expected to join as the process unfolds.

As noted, the goal of the MSBG is to create energy cost savings for Sustainable Westchester’s members by aggregating their demand for Solar PV through the MSBG. To date, the 17 participating Municipalities have collectively identified approximately 80 potential Municipal Sites for Solar PV project development (the “Identified Sites”). The initial list of Municipalities (along with their respective credit ratings from the public rating agencies) is set forth in Exhibit A. The list of Identified Sites is set forth in Exhibit B and Exhibit C contains aerial photographs of the Identified Sites.

**This RFP, along with updated exhibits, is available on the Sustainable Westchester website at <http://www.sustainablewestchester.org/> . By submitting an Expression of Interest to [jennifer.silva@pnc.com](mailto:jennifer.silva@pnc.com) you will automatically be notified of all future addenda, responses to questions, and any additional information as it becomes available. If you should need assistance with accessing the RFP, please contact Jennifer Silva for help at 978-269-5750.**



## ***Financial Incentives for Development of PV Systems***

In addition to the Investment Tax Credit and accelerated depreciation, with which tax equity investors are familiar, PV Systems are also eligible for certain New York state incentives that make it particularly attractive now to develop PV Systems on Municipal Sites in Westchester County.

### ***NY-Sun Incentive Program***

The New York State Energy Research and Development Authority ("NYSERDA"), through the NY-Sun Initiative, has established a system of financial incentives to encourage the development of solar electricity in New York State. While these incentives have been available to many Municipalities in Westchester County, until recently, they were not available to Municipalities that are customers of the New York Power Authority ("NYPA"), many of which are located in southern Westchester.<sup>1</sup> Under a special program developed jointly with NYPA, NYSERDA now has funding for solar incentives for NYPA municipal customers identical to the incentives that have been available to other electricity customers in the New York under the NY-Sun Initiative. As a result, all Westchester Municipalities are now eligible for NY-Sun incentives.

NY-Sun incentives currently apply to PV Systems up to 200 kW in size, however, a new production based incentive is expected to soon be available for projects greater than 200 kW. *Under the current small commercial program, it is important to note that these incentives are available for each meter titled in the name of the Municipality.* If a Municipality has multiple meters, in theory separate PV Systems could be installed at each meter and qualify for the NYSERDA incentives, but there are limitations on the incentive program. The NY-Sun Incentive Program incorporates a structure that allocates incentive levels among Megawatt (MW) Blocks specific to various regions of the State. As the volume of additional MWs are installed, the incentives fall to the next level under the Block allocations. Respondents must be familiar with this program and the fact that the incentive levels may be different based on the location of the participating Municipality (i.e., the Con Edison Region versus the Upstate Region). Note that a Municipality in Westchester County that is served by NYSEG as its local distribution

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<sup>1</sup> Because NYPA municipal customers are exempt from paying the System Benefits Charge and the Renewal Portfolio surcharge, both of which fund NYSERDA's programs, they were also ineligible for NYSERDA funding, including the solar incentives available through the NY-Sun Initiative. Many of the Municipalities in southern Westchester County are NYPA customers and were therefore ineligible for these NY-Sun incentives. During 2013-14, the Advisors petitioned the New York Public Service Commission on behalf of these Municipalities, drawing NYPA's attention to the importance of these incentives in financing the development of solar electricity by Municipalities. In late 2014, NYPA responded by making available funding for NYSERDA solar incentives for NYPA municipal customers.



company will fall into the “Upstate Block”. Respondents are encouraged to consult with NY-Sun Initiative’s website for the most up to date incentive levels (see: <http://ny-sun.ny.gov/>). For example, at the time of the issuance of this RFP, the Con Edison Region was in its second MW Block (while the Upstate Region was in its fifth MW Block). In the Con Edison Region, the second MW Block provides the Developer of a PV System a cash grant of \$0.90 per watt for up to 50 kW of capacity and \$0.55 for each additional watt up to the maximum of 200 kW. Thus, for example, a 40 kW PV System would qualify for an incentive of \$36,000; and a 170 kW PV System would qualify for an incentive of \$111,000. Given the fall in incentives over time under this program, together with NYSERDA’s forthcoming implementation of a production-based commercial and industrial solar PV incentive program for projects larger than 200 kW, Sustainable Westchester and the Advisors are eager to move the MSBG program forward quickly.

In order to qualify for the NY-Sun incentive, the PV System must be installed by an “Eligible Installer” that has entered into a Participation Agreement with NYSERDA. RFP Respondents will therefore need to demonstrate their experience working with such Eligible Installers under NYSERDA’s programs.

### ***Remote Net Metering***

In June 2011, New York State enacted a “remote net metering” law; and the PSC recently concluded that the statute should be interpreted broadly, to encourage remote net metering. Remote net metering, together with another favorable development discussed below, makes the installation of PV Systems on Municipal Sites a particularly attractive development opportunity.

Net metering allows a utility customer that generates electricity (typically from a PV System) to sell its excess generation back to the utility. At the end of the month, the customer’s solar-generated electricity deliveries to the utility are netted against its electricity purchases from the utility, reducing the customer’s bill. Remote net metering makes it possible for a customer to engage in net metering at two or more different meters. For example, electricity generated by a PV System mounted on a parking canopy, measured by the meter that serves the municipal parking lot, can be netted against the Municipality’s electricity consumption measured by the meter that serves its town hall.

In the example of a solar parking canopy on a municipal parking lot adjacent to the Municipality’s town hall, under the PPA the Municipality would purchase 100% of the PV System’s output. Because the only electricity consumed at the parking lot meter is for lighting, virtually all of the PV System’s output, seven days a week would be delivered to the utility. Meanwhile, the Municipality consumes electricity delivered by the utility in the town hall five days a week during regular business hours and in lighting the





parking lot. Under remote net metering, the solar parking canopy output would be credited against the Municipality's consumption at the town hall and for lighting the parking lot.

The other favorable development, a significant decline in the price and installation cost of solar parking canopies, has made these PV Systems an attractive option for Municipalities. Because many Westchester Municipalities own commuter parking lots and parking lots adjacent to municipal facilities like town halls, libraries and parks, there are potentially many Municipal Sites where Developers could install PV Systems. The entire electricity output of such a parking structure would be sold to the Municipality under a PPA, and this output would be credited against the Municipality's electricity consumption at the then-current electricity price charged by the utility. And the solar parking canopy would also provide parked cars with shade and protection from the elements.

### ***RFP Process and Evaluation Criteria***

The goal of this RFP is for the MSBG to take advantage of this opportunity as quickly as possible while the NYSERDA incentives are available at high levels. Thus, time is of the essence. Accordingly, the RFP process will be fluid, allowing other members of Sustainable Westchester to join the MSBG while the RFP is under way and even after one or more Respondent proposals have been selected. The list of Municipalities participating in the MSBG (set out in Exhibit A) is likely to grow. And the list of Identified Sites (set out in Exhibit B) will change and is also likely to grow.

The objective of this RFP, therefore, is to identify Developers who are able to offer as broad a proposal as possible, encompassing, for example, solar parking canopies, roof-mounted PV Systems and ground-mounted systems, and are also able to offer predetermined PPA rates and terms for each type of PV System. The proposal should apply not only to the Identified Sites, but also future Municipal Sites as they are identified and added to MSBG program. Developers may partner with solar development companies, tax equity investors, other financing parties, EPC Contractors and other parties capable of meeting the requirements of the RFP; and Developers might work independently or in concert with one or more other parties.

Respondents need to respond completely to the Response Guidelines set forth on p. 12. Respondents' questions should be directed to the Advisors in writing via email. Written responses to such questions will be distributed to all parties that have submitted an Expression of Interest and will also be available online at Sustainable Westchester's website (<http://www.sustainablewestchester.org/>). The MSBG intends to select one or more Developers to develop both the Identified Sites and future Municipal Sites as they are identified.



In general, Respondents' RFP proposals will be evaluated based upon the following criteria, which are not listed in any particular order of priority:

- (i) Capacity to develop and install a large number of small to mid-sized PV Systems across the mix of technologies (roof-mounted, solar parking canopies and ground-mounted);
- (ii) Experience with NY-Sun incentives and/or relationships with Eligible Installers under the NY-Sun incentive program;
- (iii) Ability to meet applicable local labor and content requirements including use of only high quality components for each type of PV System;
- (iv) Ability and expertise to install the PV Systems on a timely basis;
- (v) Substantiation of financial, manpower and other necessary resources to finance the contemplated PV Systems and operate them on a long term basis; and,
- (vi) Ability to provide the lowest-cost Solar PV electricity rates, together with the ability to install the best possible PV Systems, both at the Identified Sites and at future Municipal Sites as they are identified.

Once the Developer or Developers are selected, the Advisors will work with them and with MSBG's legal counsel to create templates for the PPA and Site Lease, which can be used by all of the Municipalities. This undertaking will occur at no cost or obligation on the part of the Municipalities. These and other transaction costs for legal, financial advisory and engineering services (as outlined in the Response Guidelines on p. 12 will be funded by the Developer, at the direction of the Municipality, upon completion of the individual PV System. Municipalities will be asked to make a formal commitment to install a PV System on each Municipal Site *only after*:

- (i) The Developer has provided the Municipality with a detailed PV System proposal (each, a "Site Proposal") for an Identified Site or a Municipal Site subsequently identified by the Municipality;
- (ii) The Municipality has received a binding commitment from the Developer (the "Developer's Commitment") with respect to such Site Proposal; and
- (iii) The Municipality has had ample time to review and approve the Site Proposal and the terms of the Developer's Commitment.

Each Site Proposal and Developer's Commitment will include the components and design of the PV System, as well as a firm commitment with respect to the cost of Solar PV electricity for the Municipality under the PPA.



### ***Reservation of Rights***

The MSBG expressly reserves the right to:

- Withdraw this RFP at any time;
- Reject or cancel any and all proposals submitted in response to this RFP;
- Disqualify any Respondent whose conduct and/or proposal fails to conform to the requirements of the RFP;
- Use information regarding a Respondent's qualifications, experience, ability or financial standing obtained (i) from Respondent's RFP proposal, (ii) from the MSBG's investigation of information or material submitted in a Respondent's proposal; and (iii) from information or material submitted by Respondent in response to the MSBG's request for clarifying information in the course of its evaluation and/or selection process under this RFP.
- Prior to opening and reviewing RFP proposals, amend the RFP specifications to correct errors, oversights and/or supply additional information as it becomes available;
- Prior to opening and reviewing RFP proposals, direct Respondents to submit proposal modifications addressing subsequent RFP amendments;
- Change any of the specified dates and deadlines for making an award under this RFP;
- Eliminate any mandatory, non-material RFP specification that cannot be complied with by all of the prospective Respondents;
- Waive any RFP requirements that are not material;
- Award negotiated contracts to one or more Respondents under this RFP;
- Negotiate with successful Respondents within the scope of the RFP, in the best interest of the MSBG and its member Municipalities;
- Conduct contract negotiations with other satisfactory Respondents, in the event negotiations with the selected Respondents prove unsuccessful; and
- At any time during the RFP process, require clarification of any term in a Respondent's proposal and require correction of arithmetic or other apparent errors in a Respondent's proposal, for the purpose of ensuring a complete and thorough understanding of a Respondent's proposal or ascertaining a Respondent's compliance with the requirements of the RFP.

### ***Conflict of Interest***

Respondent must disclose the existence of any relationship, any financial or other interest, or any other set of circumstances that either does or might give rise to a conflict of interest or the appearance of a conflict of interest, if Respondent were selected under this RFP.



## *Response Guidelines*

We are requesting proposals from solar development companies, tax equity investors, other financing parties, EPC Contractors and other interested parties that can provide an all-inclusive solution to the installation of Solar PV systems under a long term PPA for the Identified Sites listed in Exhibit B, as well as future Municipal Sites identified subsequent to the issuance of this RFP.

***Respondents must submit an Expression of Interest in this opportunity by sending an email to [Jennifer.Silva@pnc.com](mailto:Jennifer.Silva@pnc.com) by no later than Wednesday, June 17, 2015 at 5:00 p.m. EST.***

***Respondent proposals and completed Respondent Bid Submission and Disclosure Forms must be submitted no later than Friday, July 10, 2015 at 5:00 p.m. EST.***

The proposal should specify Respondent's preferred solution for installing PV Systems at each of the four types of Municipal Sites: 1.) municipal parking lots, 2.) municipal building roofs, 3.) municipal brownfields (such as capped landfills, an ash pit, and other locations with varying degrees of remediation as required by law), and other sites appropriate for ground mounted PV Systems.

The Respondent Bid Submission and Disclosure Forms are contained in Exhibit D.

**Respondent Bid Submission Form I** - Requires an indication of whether Respondent believes each Identified Site to be viable for a PV System and, if so, the proposed size of the PV System and its projected electricity output during the first year. The comments section of Form I allows the Respondent to explain why a PV System might not be feasible at a particular Municipal Site, to discuss what measures might be undertaken to expand the size of a PV System at a particular Municipal Site or to discuss any other factors that Respondent feels are important about each Municipal Site. Respondent must attach to this Form a drawing, diagram or other visual presentation of the layout of the PV System that Respondent indicates is feasible for each Municipal Site.

**Respondent Bid Submission Form II** – Requires Respondent to specify for each of the three types of Municipal Sites (i) firm pricing for the first year output of the PV System and (ii) a price escalation rate for the remainder of the PPA term. PV System size and associated pricing may be divided into two categories, for example, (i) PV Systems with a capacity up to 50 kW and (ii) PV Systems with a capacity of 50 kW and above (recognizing that NYSERDA incentives are not currently available for PV Systems of over 200 kW, although some oversizing might make sense in certain circumstances). For sites with multiple meters, respondents should assume in Respondent Bid Submission Form II that the pricing metric will apply to each 200 kW system. For example, the commuter parking lot in Croton-on-Hudson,



identified in Exhibit B, has four separate meters at the site; Respondent's pricing for this Municipal Site could therefore apply to four separate 200 kW systems. For certain Municipal Sites on Exhibit B, the Municipality has requested that Respondent maximize the ground-mounted PV capacity to be built at that location. For proposal pricing purposes, the PV Systems may be broken down into however many 200 kW systems Respondent determines could fit on the site. The likely scenario where some of these sites have limited number of meters is to subsequently price under the NYSEDA's upcoming incentive for systems over 200 kW. However, Respondent is free to break down pricing into larger or smaller size categories, as it sees appropriate for its proposal, for each of the three types of Municipal Sites identified in Exhibit B.

**Respondent Bid Disclosure Form I – Compliance Statements**

**Respondent Bid Disclosure Form II – Disclosure of Relationships**

**Respondent Bid Disclosure Form III – Respondent Certification**

**Respondent Bid Disclosure Form IV – Prevailing Wage Rates**

**Respondent Bid Disclosure Form V – Non-Collusive Bidding Certification**

**Respondents should include the following details in their Proposal, together with the Respondent Bid Submission and Disclosure Forms:**

1. A site-specific description of the proposed solar solution for each of the Identified Sites (Exhibits B and C) including:
  - a. Capacity to be installed; and,
  - b. Site diagram and visual representation of project layout.
2. The Respondent's qualifications and relevant past experience, including:
  - a. Financial—Description of Respondent's financial strength and available resources to meet the requirements for timely development of the Identified Sites, including description of third party financing sources for construction and permanent debt as well as tax equity commitments, if any;
  - b. Technical and Operational—Description of projects with similar scope and complexity that Respondent has completed and is currently operating;
  - c. Resumes or description of relevant experience of key members of the project team; and,
  - d. Three references from recent projects completed, including projects of similar scope and complexity and/or projects for municipalities.
3. A project implementation timeline for PV Systems at each of the four types of Municipal Sites, as well as a timeline for completing PV Systems at all of the Identified Sites, including:



- a. Construction—Description of project staging, site protection, and installation methods planned for the installation of PV Systems at each of the four types of Municipal Sites; and,
  - b. O & M — Operation and maintenance plan for the completed PV Systems at all of the Identified Sites, including details on any third party O&M operator and a narrative description of individual tasks and estimated annual labor hours for PV Systems at each of the four types of Municipal Sites.
4. Proposed economics consistent with information required in Respondent Bid Submission Form I (Exhibit D), which includes a grid matrix of the pricing requirements, including the following:
- a. The System Owner will be required to fund certain transactions costs (legal, financial advisory, engineering, and process oversight by Sustainable Westchester) of the Municipality for each PV System, calculated as follows: (i) for PV Systems with a capacity of less than 50 kW, the amount of such transaction costs will equal \$350 per installed kilowatt; (ii) for PV Systems with a capacity equal to or greater than 50 kW, the amount of such transaction costs will equal \$200 per installed kilowatt. Such transaction costs will be funded on the date each PV System is placed in service, and will be paid to Sustainable Westchester.
  - b. Respondent should specify a PPA term greater than 20 years, together with end of term options for the Municipality. Such PPA term and end of term options should be designed to deliver the greatest savings over the life of the PV Systems for the Municipalities.
  - c. Respondent should specify the guaranteed output of the PV System, together with the percentage of assumed degradation, throughout the term of the PPA.
5. Any site visits requests or other due diligence requirements of Respondent. The MSBG presumes that, due to the nature of the Identified Sites, Respondent will primarily conduct due diligence using online technologies and resources.
6. Any other stipulations or requirements of Respondent associated with the terms of its proposal.

**Respondents will be notified about the decision by the MSBG within three weeks of the Proposal Due Date.** The MSBG will not necessarily choose the Respondent with the lowest rates for services. Based upon the evaluation criteria, the MSBG reserves the right to select multiple finalists who might be asked to submit additional information, and/or to attend interviews or meetings, which will be used to determine which proposal is selected, with pricing and terms acceptable to the MSBG. The MSBG



assumes no responsibility or liability of any kind for costs incurred in the preparation or submission of any proposal.

Specific questions are encouraged but will only be received and responded to in writing via email. All such questions must be directed to the Advisors. No questions or comments should be directed to any employee of Sustainable Westchester or of any member Municipality. All written questions and responses will be distributed to all bidders.

Thank you for your interest and consideration as we build a more Sustainable Westchester!



***Exhibit A – MSBG Member Ratings***

Westchester County is located just north of New York City. With the Long Island Sound on the southeast and the Hudson River on the west, the county covers 450 square miles, comprising 48 municipalities, consisting of 6 cities, 19 towns, and 23 villages. According to the 2010 census, Westchester has a population of 949,133, with future growth estimated around 2%. The median household income in the county was \$77,006, which puts Westchester County as the fifth-wealthiest county in New York. The county is second after New York County in terms of highest median income per person.

The outstanding debt issued by Westchester County is currently rated AAA by S&P, and Aa1 by Moody's. Individual Municipality ratings for the initial members of the MSBG are as follows:

<b>Participant #</b>	<b>Name</b>	<b>S&amp;P</b>	<b>Moody's</b>
1	Cortlandt	AA-	Aa2
2	Croton-on-Hudson	-	Aa2
3	Larchmont	-	Aaa
4	Lewisboro	AA-	A2
5	Mt. Kisco	-	Aa2
6	North Salem	AA	Aa2
7	Somers	-	Aa2
8	Eastchester	-	Aa1
9	Dobbs Ferry	-	Aa2
10	Hastings-On-Hudson	-	Aa3
11	Mamaroneck (Town)	-	Aa1
12	New Rochelle	-	Aa3
13	Rye Brook	-	Aa2
14	Tarrytown	-	Aa2
15	Tuckahoe	AA	A3
16	White Plains	-	Aa1
17	Yonkers	-	A3

***Exhibit B – Identified Sites***





Attached as Exhibit B is an Excel file containing a detailed list of Identified Sites, a description of the site, a link to its location in Google Earth and assumptions for number of meters at each location.

### ***Exhibit C – Site Pictures***

Please find photographs of the Identified Sites in Exhibit C.

### ***Exhibit D - Respondent Bid Submission and Disclosure Forms***

Please find in Exhibit D: (i) Disclosure Forms I through V, and (ii) in a separate Excel file, Respondent Bid Submission Forms I and II.

## COMPLIANCE STATEMENTS

### Signatory

Contractual responsibility for the performance of this contract will rest solely with the legal entity that is

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*(Legal Name of Person, Firm or Corporation)*

("Respondent").

### Indemnification

If Respondent is selected as developer under RFP SW2015-MSBG1 (in such capacity as developer, Respondent is hereinafter referred to as the "Developer"), the Developer and its subcontractors shall protect, indemnify, and hold harmless Sustainable Westchester and the MSBG from and against all liabilities, losses, claims, damages, judgments, penalties, causes of action, costs and expenses (including, without limitation, experts' and/or attorneys' fees and expenses) imposed upon, incurred by, or asserted against, Sustainable Westchester and the MSBG resulting from, arising out of or relating to the Developer's performance. The obligations of the Developer under this indemnity shall survive any expiration or termination of the formal agreements with a Municipality, and shall not be limited by any enumeration herein of required insurance coverage.

### Professional Liability and Other Insurance Coverage

Respondent's proposal meets the RFP's requirements concerning professional liability insurance for negligent acts, errors and omissions and other insurance coverage to protect Sustainable Westchester and the MSBG from loss or harm, including commercial general liability insurance for bodily injury liability, including death, and property damage liability, each with minimum limits of \$3,000,000 in respect of claims arising out of any one accident, personal injury or disaster. Individual Municipalities reserve the right to require additional insurance coverage as mutually agreed with the Developer.

### Effective Date of Proposal

Respondent's proposal will be effective upon submission and will remain valid and in effect for a period of ninety (90) calendar days after the date of submission.

### Compliance with Terms of RFP

Respondent and its subcontractors hereby affirm that they will not seek to participate in this project, either directly or indirectly, except in accordance with the definitive terms of this Request for Proposal or those which may subsequently be added to it.

### Prohibited Interest of Members, Officials, or Employees of the State of New York, the County of Westchester and Local Public Bodies

Respondent and its subcontractors hereby affirm that no official, employee, or member of a governing body of Westchester County, Sustainable Westchester or any Municipality that is a member thereof, or any family member of any such person, shall have any interest, direct or indirect, in any contract resulting from this RFP, or in the proceeds thereof, during Respondent's tenure as Developer or for one (1) year thereafter. A disclosure statement, if necessary, is attached indicating the name of any officer, director or agent of Respondent who is also an official, employee, or member of a governing body of Westchester County, Sustainable Westchester or any Municipality that is a member thereof, or any family member of any such person, owns, directly or indirectly, any financial interest or other economic interest in Respondent or any of its affiliates.

**Respondent Bid Disclosure Form I**

**Non-Discrimination Policy and Minority Participation Policy**

Respondent and each of its subcontractors hereby affirms that it does not discriminate against any person by reason of race, creed, religion, color, gender, age, national origin, ethnicity, alienage or citizenship status, disability, marital status, sexual orientation, familial status, genetic predisposition or career status. In addition, Respondent and each of its subcontractors hereby affirms that it will adhere to Westchester County's Minority Participation Policy (see, <http://mwbe.westchestergov.com/about-us/law-chapter-308> ).

Dated: \_\_\_\_\_  
*(Legal Name of Person, Firm or Corporation)*

By: \_\_\_\_\_  
*(Signature)* \_\_\_\_\_  
*(Title)*

**Respondent Bid Disclosure Form II**

**REQUIRED DISCLOSURE OF RELATIONSHIPS TO SUSTAINABLE WESTCHESTER  
AND ITS MEMBER MUNICIPALITIES**

- 1) If Respondent is selected as developer under RFP SW2015-MSBG1 (in such capacity as developer, Respondent is hereinafter referred to as the “Developer”), is any officer or employee that Developer will use to carry out this contract also an officer or employee of Sustainable Westchester or of its member Municipalities, or the spouse, child, or other dependent of an officer or employee of Sustainable Westchester or of its member Municipalities?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, please provide details (attach extra pages, if necessary): \_\_\_\_\_

\_\_\_\_\_

- 2) Is any owner of Respondent, or the spouse of any owner of Respondent, an officer or employee of Sustainable Westchester or of its member Municipalities?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, please provide details (attach extra pages, if necessary): \_\_\_\_\_

\_\_\_\_\_

- 3) Does any officer or employee of Sustainable Westchester or of its member Municipalities have an **interest**<sup>1</sup> in the Respondent or in any approved subcontractor that Respondent will use for this contract?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, please provide details (attach extra pages, if necessary): \_\_\_\_\_

\_\_\_\_\_

By signing below, I hereby certify that I am authorized to complete and sign this form for Respondent, and hereby represent and warrant on behalf of Respondent that the information furnished above is true and correct.

\_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

\_\_\_\_\_

<sup>1</sup>“Interest” means any direct or indirect pecuniary or material benefit arising out of or resulting from such individual’s relationship with Respondent, including a relationship resulting from a contract with Respondent. Examples of “interests” that are indirect include interests held by spouses, children and other dependents of such individual.

**Respondent Bid Disclosure Form III**

**RESPONDENT CERTIFICATION**

The undersigned agrees and understands that this proposal under RFP SW2015-MSBG1 and all attachments, additional information, etc. submitted herewith constitute merely an offer to negotiate with Sustainable Westchester. Submission of this proposal, attachments, and additional information shall not obligate or entitle Respondent to enter into an agreement with Sustainable Westchester or its member Municipalities for the required services. The undersigned understands and agrees that Sustainable Westchester is not obligated to respond to this proposal, nor is it legally bound in any manner whatsoever by the submission of same. Further, the undersigned understands and agrees that any and all proposals and negotiations shall not be binding upon or valid against Sustainable Westchester, its directors, officers, employees or agents, unless an agreement has been signed by a duly authorized officer of Sustainable Westchester and approved by all necessary corporate action on the part of Sustainable Westchester.

It is understood and agreed that Sustainable Westchester reserves the right to reject consideration of any and all proposals including, but not limited to, proposals that are conditional or incomplete. It is further understood and agreed that Sustainable Westchester reserves all rights specified in the RFP.

\_\_\_\_\_

*(Legal Name of Person, Firm or Corporation)*

By: \_\_\_\_\_

*(Signature of Authorized Representative)*

\_\_\_\_\_

*(Title)*

Dated: \_\_\_\_\_

**Respondent Bid Disclosure Form IV**

**PREVAILING WAGE RATES AND SUPPLEMENTS**

Compliance with Article 1, Section 17, of the New York Constitution, and Section 220 of the New York State Labor Law:

Is your firm in full Compliance with the New York State Labor Law?

Yes \_\_\_\_\_ No \_\_\_\_\_

Are the wage supplements paid into a federally approved program?

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, please indicate which program:

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If no, please indicate how the supplements are being paid:

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By signing below, I hereby certify that I have read and understood the terms of RFP SW2015-MSBG1 and the New York laws referred to above.

\_\_\_\_\_  
*(Legal Name of Person, Firm or Corporation)*

By: \_\_\_\_\_  
*(Signature of Authorized Representative)*

\_\_\_\_\_  
*(Title)*

Dated: \_\_\_\_\_

NON-COLLUSIVE BIDDING CERTIFICATION

Made pursuant to Section 103-d of the General Municipal Law of the State of New York, as amended.

- (a) By submitting this proposal, Respondent and each person signing on behalf of Respondent, and in the case of a joint proposal each Respondent individually, certifies under penalty of perjury that to the best of its knowledge and belief:
  - (1) The prices in this proposal have been arrived at independently without collusion, consultation, communication, or agreement, for the purpose of restricting competition as to any matter relating to such prices, with any other respondent to the RFP or with any competitor;
  - (2) Unless otherwise required by law, the prices which have been quoted in this proposal have not been knowingly disclosed by Respondent and will not knowingly be disclosed by Respondent, prior to the opening of this proposal by Sustainable Westchester, directly or indirectly, to any other respondent to the RFP or to any competitor; and
  - (3) No attempt has been made or will be made by Respondent to induce any other person, partnership or corporation to submit or not to submit a proposal under this RFP for the purpose of restricting competition.
- (b) A proposal shall not be considered for award under this RFP, nor shall any award be made, where (a)(1), (2) and (3), above, have not been complied with; *provided, however,* that if Respondent cannot make the foregoing certification, Respondent shall so state and shall include in its proposal a signed statement setting forth in detail the reasons therefor. Where (a) (1), (2) and (3), above, have not been complied with, the proposal shall not be considered for award, nor shall any award be made, unless Sustainable Westchester determines that such disclosure was not made for the purpose of restricting competition.

Date: \_\_\_\_\_

Legal Name of Person, Firm or Corporation

Seal of Corporation:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(Business Address of Person, Firm or Corporation)

By: \_\_\_\_\_  
(Signature and Title)