

REQUEST FOR PROPOSALS

FOR

NORTH KOHALA

ENERGY STORAGE

ISLAND OF HAWAI‘I

MARCH 24, 2023

Docket No. 2022-0012

*Appendix G – Hawaiian Electric Development Team
Certification Form*



**Hawai‘i
Electric
Light**

Overview

To the extent that there are Hawaiian Electric Proposals to the RFP, the Company will endeavor to evaluate these Hawaiian Electric Proposals on a fair basis compared to third party Proposals. As described in Section 1.9.1 of the RFP, “[t]he Competitive Bidding Framework allows the Company the option to offer a Self-Build Proposal in response to this RFP (“Hawaiian Electric Proposal”). Accordingly, the Company must follow certain requirements and procedures designed to safeguard against and address concerns associated with: (1) preferential treatment of the Hawaiian Electric Proposal or members, agents or consultants of the Company formulating the Hawaiian Electric Development Team; and (2) preferential access to proprietary information to the Hawaiian Electric Development Team.” A Hawaiian Electric Proposal will be required to comply with the provisions in the Framework for Competitive Bidding (“Framework”) as well as this RFP.

In addition to its Proposal, the Hawaiian Electric Development Team will be required to submit Attachment 1 to this Appendix G, Hawaiian Electric Development Team Certification Form, acknowledging it has followed the rules and requirements of the RFP to the best of its ability and has not engaged in any collusive actions or received any preferential treatment or information providing an impermissible competitive advantage to the Hawaiian Electric Development Team over other proposers responding to this RFP, as well as adherence to ESSA terms and milestones required of all proposers and the Hawaiian Electric Proposal’s proposed cost protection measures.

Pursuant to the Framework and as set forth in the RFP Schedule, the Company will require that the Hawaiian Electric Proposal be submitted electronically through the Electronic Procurement Platform a minimum of one (1) Day before other Proposals are due.

Except where specifically noted, a Hawaiian Electric Proposal must adhere to the same price and non-price Proposal requirements as required of all Proposers.

As described in Section 3.8.4 of the RFP, if selected, a Hawaiian Electric Proposer will not be required to enter into an ESSA with the Company. However, the Hawaiian Electric Proposer will be held to the proposed modifications to the ESSA, if any, it submits as part of the Hawaiian Electric Proposal in accordance with Section 3.8.7 of the RFP. Moreover, the Hawaiian Electric Proposal will be held to the same performance metrics and milestones set forth in the ESSA to the same extent as all Proposers, as attested to in the Hawaiian Electric Development Team Certification submittal. If liquidated damages are assessed, they will be paid from shareholder funds and returned to customers through the Purchased Power Adjustment Clause , or other appropriate rate adjustment mechanisms.

In lieu of price components, the Hawaiian Electric Proposal will need to provide its total project capital costs, any associated annual O&M costs, as well as annual revenue requirements by year (see Appendix B Section 2.0). The Hawaiian Electric Proposal shall submit revenue requirement

worksheets with their Proposal that support their annual revenue requirements estimates (see [Appendix B, Section 2.1.](#)) . A starter revenue requirements template example can be requested by the Hawaiian Electric Development Team via email to the RFP Email Address or through the PowerAdvocate Messaging function once the RFP event opens. The revenue requirements worksheets submitted will be customized by the Hawaiian Electric Development Team to reflect the details of the Project’s Proposal. All assumptions used will be reflected in an assumptions input tab.

Hawaiian Electric Proposal Total Project Capital Cost

The following is a high-level breakdown followed by a narrative explanation of the total capital cost estimate for a potential Hawaiian Electric Proposal. The total project capital cost (and annual O&M costs) will be used to calculate the Revenue Requirement, which will then be used to calculate a LB for Proposal comparison purposes. The categories of costs include:

- Facility
 - EPC Contract
 - Allowance for Change Orders
 - Equipment
 - Owner’s Cost
- Outside Services
- Interconnection
- Overheads
- AFUDC

These costs will be identified in Section 2.3.2.2 of the Hawaiian Electric Proposal (see [Appendix B Section 2.3.2.2.](#)).

- Facility (including any generation and storage components) - This line item, to the extent applicable, should include costs such as:

Engineering, Procurement, and Construction (“EPC”) Contract

The total cost estimate of the facility is the projected EPC contract cost including the design of the facility up to the high-voltage terminals of the step-up transformers, procurement of all the equipment, and services necessary to build the facility and construction and commissioning of the facility.

Allowance for Change Orders

This allocation accounts for items such as additional requirements resulting from unforeseen conditions, unexpected permitting requirements, force majeure events, unanticipated interferences, different interpretations of design requirements, material unavailability, and longer than normal delivery times.

Equipment

This cost includes the generator and the facility equipment that support the operation of the generator and the distribution of electrical power around the station, as applicable. Engineering and testing services required to ensure that the equipment is properly functioning at the site, training and documentation necessary

to operate and maintain the equipment, and performance guarantees may also be included here.

Owner's Cost

Owner's costs for the facility are all the costs necessary for the design, permitting, procurement, construction, and commissioning of the facility and for the preparation of the Proposal that are not included in the major contracts (i.e. EPC). The Companies' Labor includes Project Management, Station Operator training and commissioning, Environmental, Safety, Legal, Corporate Communications, Community and Government Relations, Engineering, and Regulatory Affairs. Company Labor for the preparation of the Proposal is also included here. For purposes of recovery, only the incremental costs of Labor will be subject to separate recovery.

- Outside Services - This line item, to the extent applicable, should include costs such as:
 - Construction Management to oversee the EPC contractor
 - Legal for the preparation of the Environmental Impact Statement and PUC process
 - Engineering for development and evaluation of the project technical specifications, Interconnection Requirements Study (IRS), and emissions testing
 - Environmental to conduct the Environmental Impact Statement (EIS) and Air Permit consulting
 - General Services such as surveys, land appraisals, Environmental Condition Reports, public relations, office trailer rental, archeological services, landscaping, miscellaneous permits, builder's risk insurance, switchgear testing, hazard analysis, painting, monitoring services, and moving costs.
 - Material costs including spare parts, furnishings, IT equipment, appliances, generator system initial fills (fuels, oils, water), and telecommunications equipment for the station.
 - Travel costs required to inspect other similar facilities, observe final acceptance testing of critical equipment, and station operators' factory training

- Interconnection – This line item covers all interconnection costs that a similarly situated IPP would be responsible for as described in RFP Section 2.3.5, and to the extent applicable, should include costs such as:

Distribution Line

The cost estimate includes the design, procurement, and construction of any new distribution infrastructure needed to interconnect with the designated substation.

Switchyard

Work at the switchyard will include design, procurement, and construction of the switchyard and the interfaces between the high voltage terminals of the generator step-up transformers and the circuit to which it will be connected. Site preparation of the switchyard and the design, procurement, and installation of the step-up transformers located in the switchyard, are typically included in the EPC contract.

Substation

Work at the designated substation that will include the design, procurement, and construction of the interfaces between the new distribution line and the substation buswork to which it will be connected.

Telecom

Accounts for direct labor, materials, and outside services to install telecommunication requirements for the project.

Project Management

Cost estimate of the project management design, procurement, contracting, and scheduling efforts for the interconnection only. Project management costs for the facility are included in the Owner's Cost estimate above.

- Overhead Costs

Overhead costs for the proposed facility will be estimated by the Company's budgeting software (UI Planner) and represent an allocation for those Company costs that are not attributable to any particular project or operation, but are essential nonetheless. Overheads are comprised of non-productive wages (such as holiday, sick, and vacation pay), employee benefits, payroll taxes, corporate administrative costs, and clearing costs.

- Allowance for Funds Used During Construction ("AFUDC")

The AFUDC will be calculated using the Company's budgeting software (UI Planner) and represents the cost of capital funding for the Project. The Company strives to minimize the cost of the AFUDC by ensuring that Project elements that are used or useful are placed in service as soon as possible, as well as minimizing the amount of time that AFUDC can accumulate, by minimizing the amount of time between expenditures on Project elements and their placement in service.

The Hawaiian Electric Proposal will include a Revenue Requirement for each year, which is calculated from the total project capital cost to determine the revenues needed to recover the cost of the project. The value of the Revenue Requirement Calculation for the Total Hawaiian Electric Proposal Project Capital Cost will be included in the Levelized Benefit calculation described below.

Annual O&M

The cost for ongoing O&M (fixed and variable) will be a component of the Revenue Requirement. All O&M should be included in this category, unless captured elsewhere in the Revenue Requirement Calculation, including but not limited to annual O&M expense to maintain facility; property taxes (if applicable), and insurance. As described in RFP Appendix G, a Hawaiian Electric Proposal will be required to cap its O&M costs at the amount included in the Proposal. Only actual costs will be recovered if such actual costs are lower than the maximum amounts in the Proposal.

Annual Revenue Requirement

The Hawaiian Electric Proposal will include a Revenue Requirement for each year, which is calculated from the total project capital cost to determine the revenues needed to recover the cost of the project. The value of the Revenue Requirement Calculation for the Total Hawaiian Electric Project Capital Cost will be included in the Levelized Benefit calculation.

The following is a narrative description of the proposed revenue requirement calculation and significant assumptions that the Hawaiian Electric Proposal should account for. The objective of a revenue requirement analysis is to illustrate the annual revenue requirements (ARR) for a Hawaiian Electric Proposal.

Revenue Requirement is defined as a calculated value which represents the estimated revenues needed from ratepayers which would allow the Company to recover its capital investment and expenses, honor its debt obligations, pay its revenue and income tax liabilities, and pay its preferred shareholders while providing a fair return to its common shareholders for their investment. Specific factors or assumptions related to that particular project will be included in the analysis.

The purpose of a revenue requirement calculation is to determine the annual and total revenue requirements of a capital investment and annual O&M expense needed from customers. The ratemaking formula for revenue requirements is shown below.

$$RR = O + T + D + r(RB)$$

Where:

- RR = Revenue Requirements
- O = Operating and Maintenance Expense
- T = Tax Expense (Income and Revenue)
- D = Depreciation Expense
- r = Rate of Return on Rate Base
- RB = Rate Base

The Company, in conjunction with the Independent Observer, may also conduct a risk assessment of the Hawaiian Electric Proposal to ensure an appropriate level of customer cost protection measures are included in such proposal.

APPENDIX G ATTACHMENT 1 - HAWAIIAN ELECTRIC PROPOSAL TEAM CERTIFICATION

**Name of Hawaiian Electric
Proposal Team Contact:**

Unique Name of Facility:

This Hawaiian Electric Development Team Certification for Hawai'i Electric Light Company, Inc.'s ("Company") Proposal in response to the Company's Request for Proposals for Energy Storage ("RFP") is made as of the date stated below.

A. COMPLIANCE WITH THE RFP AND CODE OF CONDUCT

The Hawaiian Electric Development Team certifies and acknowledges that it will/has:

1. Adhered to the terms of the RFP applicable to the Hawaiian Electric Development Team, including but not limited to: Section 1.7.1 (proposal submittal requirements), Section 1.7.4 (certification of non-collusion), Section 1.9 (Procedures for any Hawaiian Electric or Affiliate Proposals), and Section 3.4.4 (authorized signatory);
2. Adhered to the technical requirements of the RFP, excluding however those requirements inapplicable to the Hawaiian Electric Development Team such as execution of the Model ESSA, pricing formula requirements for independent power producer proposals, submission of a Proposal Fee, dispute resolution, credit requirements, selection of a priority list, and submission of a best and final offer;
3. Complied with the Company's Code of Conduct Procedures Manual, attached as Appendix C to this RFP, with particular attention to the Communications Protocols described in Section C therein with respect to communication with the Company RFP Team.

B. INDEPENDENT INVESTIGATION

The Hawaiian Electric Development Team further certifies and acknowledges that it will/has:

1. Submitted the Hawaiian Electric Proposal based on its own investigations, examinations, and determinations, including assessments of any risks that could have an effect on its obligations under the Hawaiian Electric Proposal.
2. Carefully examined the RFP documents and its appendices and has a clear and comprehensive knowledge of what is required of a Proposer under the RFP, and correspondingly, what is required of the Hawaiian Electric Development Team.
3. Examined and understands the technical requirements, schedule, and evaluation process as it is laid out in the RFP.

C. COST PROPOSAL ACKNOWLEDGEMENTS

The Hawaiian Electric Development Team acknowledges and agrees that:

1. Recovery for Project capital costs and O&M costs will be capped at the amount included in the Hawaiian Electric Development Team’s Proposal.
2. Only actual capital costs and O&M costs will be recovered even if such actual costs are lower than the Hawaiian Electric Development Team’s proposed maximum amounts.
3. Costs of developing the proposal must be included in the Hawaiian Electric Proposal for evaluation purposes only. Only the incremental costs of developing the Hawaiian Electric Development Team’s proposal will be charged to the project and passed through to customers. Incremental costs for the Hawaiian Electric Proposal not serving as the Parallel Plan and which are not selected to the Final Award Group will not be recoverable from the Companies’ customers.

D. ADHERENCE TO ESSA REQUIREMENTS AND MILESTONES

The Hawaiian Electric Development Team acknowledges and agrees that:

1. The Hawaiian Electric Proposal will be consistent with the scope of work and responsibilities of the “Seller” under the terms of the Model ESSA excluding inapplicable terms related to commercial and legal interactions between the Seller and the Company.
2. The Hawaiian Electric Proposal Facility will be designed and constructed to:
 - a. Achieve the Performance Standards identified in Section 3 - Performance Standards, in Attachment B of the Model ESSA as modified by the IRS (subject to reasonable adjustment agreeable to the Company consistent with the Company’s negotiation of such performance standards that would be completed with an independent power producer under similar circumstances);
 - b. Meet the following performance metrics as specified in Article 4 of the Model ESSA: (i) Performance Level Rated Energy Capacity, (ii) Performance Level Availability, and (iii) Performance Level Round Trip Efficiency;
 - c. Pass the Acceptance Test specified in Attachment N – Acceptance Test General Criteria of the Model ESSA.
 - d. Pass the Control System Performance Test specified in Attachment O – Control System Acceptance Test Criteria of the Model ESSA;
 - e. Meet the project milestones identified in the Hawaiian Electric Proposal no later than the dates specified therein, which shall be consistent with the guaranteed project

milestones required in Attachment K – Guaranteed Project Milestones of the Model ESSA (subject to reasonable adjustment agreeable to the Company consistent with the Company’s negotiation of such milestones that would be completed with an independent power producer under similar circumstances). Notice of completion of milestones and any delay will be provided to PUC and Consumer Advocate.

- f. Achieve the reporting milestones identified in the Hawaiian Electric Proposal no later than the dates specified therein, which shall be consistent with the reporting milestones required in Attachment L – Reporting Milestones of the Model ESSA (subject to reasonable adjustment agreeable to the Company consistent with the Company’s negotiation of such milestones that would be completed with an independent power producer under similar circumstances). Notice of completion of milestones and any delay will be provided to PUC and Consumer Advocate.
- g. Will be subject to the applicable liquidated damages for the Model ESSA provisions above. These liquidated damages would be paid from shareholder funds and would be passed through to customers through the Companies’ Power Purchase Adjustment Clause. Notice of any liquidated damages assessed and amounts of such liquidated damages will be provided to PUC and Consumer Advocate.
- h. Will reconfirm requirements in GO7 application and any resulting approval order for such application.
- i. Will provide annual report to PUC and Consumer Advocate on performance metrics.

E. DECLARATION AND SIGNATURE

- 1. The individual(s) that has (have) signed this Hawaiian Electric Development Team Certification is (are) duly authorized by the Hawaiian Electric Development Team to execute such on behalf of the Hawaiian Electric Development Team; and
- 2. All statements, specifications, data, confirmations, and other information set out in this Hawaiian Electric Development Team Certification are complete and accurate in all material respects.

IN WITNESS WHEREOF, the HAWAIIAN ELECTRIC DEVELOPMENT TEAM hereby makes the certifications, acknowledgements, and agreements stated herein as of the date stated under the signature of its authorized representative:

Dated at _____, _____ this _____ day of _____ 20_____.

Representative

Signature of Hawaiian Electric Development Team

Representative (please print)

Name of Hawaiian Electric Development Team

Representative (please print)

Title of Hawaiian Electric Development Team