



# **Duquesne Light Company Request for Proposal**

**To Obtain Conservation Service Provider(s) to Implement Part of Duquesne  
Light's Energy Efficiency and Conservation Plan  
for  
Large Office Buildings**

May 15, 2009

## **Duquesne Light Company Request for Proposal**

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*This Request for Proposal comports in all respects with the Pennsylvania Public Utility Commission Opinion and Orders of December 18, 2008 and January 15, 2009 at Docket Nos. M-2008-2074154 and M-2008-2069887.*

## I. EXECUTIVE SUMMARY

Duquesne Light Company (Duquesne Light) is seeking in this Request-For-Proposal (RFP) to procure a Conservation Service Provider(s) (CSP) that provides information and technical assistance on measures to enable a customer to increase energy efficiency or reduce energy consumption and will implement the Energy Efficiency and Conservation Plan (EE&C Plan) according to the terms approved by the Pennsylvania Public Utility Commission's (Commission) orders dated December 18, 2008 and January 15, 2009 at Docket Nos. *Docket Nos. M-2008-2074154 and M-2008-2069887*, respectively.

CSPs interested in participating in the RFP are required to express their non-binding interest to bid by completing and submitting the Expression of Interest Form (*See Appendix A*). This form includes contact information so that Duquesne Light can communicate with potential CSPs. CSPs can submit this information on-line, via email, or via facsimile. A CSP will not be eligible to submit a bid until it has submitted an Expression of Interest Form to Duquesne Light.

Duquesne Light is required to conduct the RFP pursuant to the Commission's Implementation Order at Docket No. M-2008-2069887. These RFP Procedures have been appropriately written to comport in all respects with the Commission's Orders at Docket Nos. *M-2008-2074154 and M-2008-2069887*.

The key terms of the RFP are:

**Bid Due Date** – Duquesne Light requires potential CSPs to submit their bids no later than June 19, 2009 at 11:00 a.m. Eastern Prevailing Time (EPT).

**Service Period** – The time period the winning CSP(s) agrees to implement the EE&C Plan.

**Service Obligation** – RFP winners will provide services in order to implement the EE&C Plan. The CSP will provide information and technical assistance on measures to enable a person to increase energy efficiency or reduce energy consumption. The RFP winner will not have direct or indirect ownership, partnership or other affiliated interest with an electric distribution company.

**CSP Registry** – During the Service Period, the CSP must be a member in good standing of the PUC’s CSP Registry. Information on the CSP Registry can be found on the Commission’s website at [www.puc.state.pa.us](http://www.puc.state.pa.us) at Docket No. M-2008-2074154.

**Bid Evaluation** – Duquesne Light plans to select winning CSPs based upon CSP quality of prior performance, timeliness of performance, quality of proposed work plan or approach, knowledge, background and experience of the personnel to be utilized, cost, and other factors as deemed relevant.

**Bid Price(s)** – Each CSP bid must be in the form of a pay-for-performance arrangement.

**CSP Contract** – Winning CSP(s) will be required to sign a standardized, non-negotiable service agreement (Agreement) with Duquesne Light. Duquesne Light will not negotiate changes to the final Agreement during the RFP process.

**Affiliate Participation** – None of Duquesne Light’s affiliates will be eligible to bid in this RFP.

**Commission Approval** – Duquesne Light plans to seek Commission approval of the RFP Procedures. The RFP Procedures as well as the Agreement will be subject to the Commission approval.

**II. A WINNING CSP WILL PROVIDE SERVICE FOR THE IMPLEMENTATION OF THE EE&C PLAN CORRESPONDING TO THE TYPE OF SERVICE WON IN THE RFP.**

**A. Payments to winning CSP(s) will be based on a pay-for-performance contract.**

**III. TENTATIVE RFP SCHEDULE**

Below is the proposed schedule for the RFP process:

RFP Bid Process

Letters to potential CSPs	May 15, 2009
Expression of Interest Form completed	May 29, 2009
Confidentiality Agreement Executed	May 29, 2009
Pre Bid Application Form Completed	May 29, 2009
Customer data/operational info made available	June 5, 2009

CSP bid conference	June 11, 2009
Bids due	June 19, 2009
Winning CSP(s) selected	August 12, 2009
Agreement(s) signed	October 7, 2009

#### **IV. BEFORE THE RFP DUE DATE**

##### **A. Overview of CSP Eligibility**

The purpose of the eligibility process is to provide information to the potential CSPs regarding their eligibility to bid. An Applicant (as defined in the attached Pre-Bid Application Form) is eligible to bid if, in a timely and complete fashion, it:

- a) submits an Expression of Interest Form (Appendix A),
- b) executes and delivers the Confidentiality Agreement (Appendix B),
- c) submits the Pre-Bid Application Form (Appendix C) and associated information requested.

##### Expression of Interest Form

CSP(s) interested in participating in the RFP are required to express their non-binding interest to bid by completing and submitting the Expression of Interest Form (Appendix A). The form is intended to provide Duquesne Light with contact information so that Duquesne Light can communicate with potential CSPs in an efficient manner. CSP(s) can provide this information on-line, via email, or via facsimile. A CSP will not be eligible to submit a bid until, among other things, it has submitted an Expression of Interest Form to Duquesne Light.

##### **B. Confidentiality Agreement**

Each CSP will be required to sign a Confidentiality Agreement with Duquesne Light in the form attached hereto as Appendix B. A CSP will not be eligible to submit a bid until, among other things, it has executed and delivered the Confidentiality Agreement.

### **C. Pre-Bid Application Form**

All interested CSPs must complete a Pre-Bid Application Form (*See Appendix C*) in order to be eligible to participate in the RFP. Interested CSPs will be asked to submit financial information about the Certifying Company as detailed in the Pre-Bid Application Form so that Duquesne Light can assess their creditworthiness. In addition, CSPs will be asked to comply with other qualification criteria including agreeing to comply with all rules of the RFP and to certify that they will bid independently of other parties.<sup>1</sup>

The Pre-Bid Application Form and the requested information must be submitted to Duquesne Light no later than 11:00 a.m. EPT on May 29, 2009. All submitted information must be in the English language, and all financial data must be denominated in United States currency and conform to generally accepted accounting principles (GAAP) in the United States. If the Certifying Company's financial information is consolidated with other entities, then it is the CSP's responsibility to extract and submit as separate documents all data and information related solely to the Certifying Company. This must include all financial information, associated notes and all other information that would comprise a full financial report conforming to GAAP. In the event the Certifying Company's information is not submitted by the due date or is submitted in an incomplete fashion, the CSP will be eliminated from further consideration in the RFP. **Therefore, it is in each CSP's interest to submit its pre-bid information early in the process, allowing some time to cure incomplete information before the Pre-Bid Application Form due date.**

### **D. Qualification of CSP**

To qualify, interested entities must submit an application to the Commission for approval as a registered CSP. A potential CSP does not have to be in the registry prior to the RFP process, but must be able to apply and be approved as a CSP in the Commission's CSP Registry upon signing the Agreement. The Commission requires all CSP registry applicants to provide the following information. (1) Legal name of the applicant; (2) Trade or Commercial (Fictitious or Doing Business As names used; (3) Pennsylvania business address; (4) Principal place of

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<sup>1</sup> For clarification, a CSP can hedge its proposed bid with another CSP involved in the RFP process, but CSPs may not cooperate in establishing bid price levels.

business; (5) The name, title, business address and phone number for principal officer(s), partner(s) or director(s) of the applicant; (6) Name, business address, telephone number, fax number and email address for a Pennsylvania regulatory contact and for an agent for service of process; (7) Names of parent and subsidiary companies and affiliates that are CSPs and EDCs; (8) Completed application form, including affidavit of officer attesting to the accuracy of information provided; (9) Registration fee in a form prescribed in 52 Pa. Code § 1.42; (10) Copy of documentation from the Pennsylvania Department of State demonstrating that the applicant is registered to do business in Pennsylvania;<sup>2</sup> (11) Copy of documentation from the Pennsylvania Department of State demonstrating that any fictitious name to be used by the applicant is registered to the applicant in Pennsylvania.<sup>3</sup>

**E. Information Duquesne Light Provides To CSP**

Information related to this RFP will be posted on Duquesne Light’s RFP website. The website address is [www.duquesnelight.com](http://www.duquesnelight.com).

On this website, certain general information about the RFP will be accessible to all parties, including the RFP Procedures and related RFP documents:

- a. Expression of Interest Form
- b. Confidentiality Agreement
- c. Pre-Bid Application Form
- d. Bid Form Spreadsheet
- e. Binding Bid Agreement

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<sup>2</sup> A copy of any document from the Department of State documenting the Applicant’s Department of State entity number is adequate. Certified copies of Pennsylvania Department of State documents are not required as the applicant will be verifying all information provided pursuant to 52 Pa. Code § 1.36.

<sup>3</sup> *Id.*

## **V. BIDDING RULES AND PROPOSAL SUBMISSION**

This section provides an overview of the bidding rules and bid format. Although the RFP rules are described in more detail below, three aspects should be highlighted at the outset, namely Bid Format and Request for Proposal (V.A), Affiliate Participation (V.B) and Treatment of Minority Businesses (V.C). Following these, are paragraphs on Submittal of Proposals (V.D) and Conforming Proposals (V.E), as well as a section on After RFP Bids Are Received (VI).

### **A. Bid Format and Request for Proposal**

#### Introduction and Purpose

The purpose of this request is for proposals to provide information and technical assistance on measures to enable customers owning and/or operating large office buildings to increase energy efficiency and reduce energy consumption. The period of performance will be an estimated three years and eight months. The period of performance assumes:

- Pennsylvania PUC program approval by November 1, 2009
- Program planning November 1 to December 31, 2009
- Program launch for customer participation of January 1, 2010
- Program completion of May 31, 2013
- Final report to Duquesne Light from CSP of June 30, 2013

#### Commercial Sector Programs

Duquesne Light's overall commercial customer sector contains approximately 59 thousand customer accounts that consume nearly 6.9 billion kilowatt-hours (kWh) per year, approximately 50% of the energy distributed. Duquesne Light plans to provide the following four programs to provide energy efficiency services to this important sector:

- Commercial Sector Program (umbrella program)
- Large Office Buildings Program (peak demand greater than 300 kW)
- Small Office Buildings Program (peak demand equal to or less than 300 kW)

- Retail Segment Program (retail stores, grocery stores and restaurants)

The Commercial Sector Program, or umbrella program, provides a level of service to *all* commercial customers and establishes the terms, conditions and incentive levels for the remaining commercial programs. All commercial sector programs will feature two types of incentive payments for participating customers: Prescriptive incentives or menu-driven rebates provided for each unit installed (i.e., \$ per unit of measure such as lamp, fixture, ton, square foot of insulation, etc), and; calculated or custom incentives provided for complex projects based on a \$ per annual kilowatt-hour saved based on engineering calculations. The large office building, small office building and retail segment programs are tailored to assist each segment to overcome unique, segment specific, barriers to energy efficiency program participation. This RFP is intended to identify CSP(s) best qualified to deliver energy efficiency services to the large office building segment, only.

#### Large Office Building Program

Customers with large office buildings are defined as those with annual peak demands exceeding 300 kilowatts (kW) for one facility or an aggregation of facilities for that customer. These accounts are typically found in rate schedules GL and L. Large office building customer information is summarized below:

- Number of accounts: 600
- Annual kilowatt-hour consumption: 2.1 billion
- Percent of total load of electric system: 15%

Sales to the large office segment of 2.1 billion kilowatt-hours per year represent about 30% of the commercial sector sales.

#### Large Office Segment Program Design

The large office segment program is expected to overcome barriers of information and technical assistance with more comprehensive projects. Comprehensive projects may include multiple measures, take account of interactive savings between measures, advance new designs and technologies, and require more complex project management in planning and installation.

A comprehensive approach also helps customers maintain and improve energy efficiency through such activities as:

- Benchmarking of energy use based on utility bills
- Walk-through energy audits to pre-screening and qualify the facility to optimize measure selection and implementation
- Investment grade energy audits for specific measures and energy savings
- Life cycle cost benefit analysis
- Retro-commissioning
- Project and construction planning and management
- Project documentation and operator training
- Post installation quantification of savings
- Providing guidance about alternative financing assistance
- Quantifying environmental benefits

The CSP may offer a range of services to achieve program success that includes:

- Marketing to prospective customers based on leads from Duquesne Light, as well as resources of the CSP
- Educating customers and recruiting participants
- Conducting walk-through or preliminary energy audits
- Securing customer approval to proceed with targeted or comprehensive investment grade energy audits
- Recommending measures with estimates of energy and demand savings
- Preparing benefit and cost analyses and identification of financing options
- Completing and submitting customer applications to reserve program incentive funds to Duquesne Light for approval

- Performing or assisting customer with equipment specification, vendor selection, bidding and project management
- Conducting post installation inspections
- Verifying savings estimates
- Coordinating applications for incentive payments
- Conducting project completion and follow-up services
- Conducting customer satisfaction surveys

Eligible projects include:

- Measures providing electricity savings (lighting, heating ventilation and air conditioning, office equipment, etc)
- Energy management systems
- Thermal energy storage projects with energy savings during on-peak hours of Duquesne Light

Ineligible projects include:

- Demand response projects
- Load-shifting programs based on behavioral changes only
- Co-generation, distribute generation and self-generation projects

Marketing activities will be conducted by the CSP upon approval by Duquesne Light. Account representatives from Duquesne Light will, as resources permit, call customers and accompany the CSP for customer meetings. Duquesne Light will market the program to eligible customers and pass leads received from interested customers to the CSP for follow-up. Duquesne Light will provide letters of introduction for use by the CSP with prospective participants. Upon release by the customer, Duquesne Light will provide to the CSP monthly billing histories for up to three years. The CSP will be required to maintain strict confidentiality of all customer information.

Program delivery will be consistent with other Duquesne Light programs. In particular, the program will coordinate with other commercial sector programs for energy efficiency and demand response. The CSP will encourage customers to participate in other Duquesne Light programs.

The CSP will be responsible for maintaining needed program management tools, such as databases, project status reporting, performance measurement, reports for use by key stakeholders, schedule reporting, budget reporting, etc. These tools, forms and formats will be developed to meet basic requirements specified by Duquesne Light and in consultation with Duquesne Light. The CSP will submit monthly, quarterly and annual reports electronically using Duquesne Light’s energy efficiency Program Management and Reporting System (PMRS) along with hard-copy documentation specified by Duquesne Light. The CSP statement of work will include attendance at PMRS orientation and training sessions.

The services of the CSP may be offered directly as well as in partnership or under contract with other providers. However, performance under the agreement between the CSP and Duquesne Light will be with the CSP.

Performance Goals

The large office building program is expected to achieve the following gross energy and demand savings. These are shown below on an annual and cumulative basis for program years ending May 31, 2010 through 2013.

**Large Office Segment Performance Goals**

<b>Savings</b>	<b>Program Year Ending May 31</b>			
	<b>2010</b>	<b>2011</b>	<b>2012</b>	<b>2013</b>
<b>Energy/Yr (MWh)</b>	<b>4,000</b>	<b>17,000</b>	<b>17,000</b>	<b>17,000</b>
<b>Energy Cumulative (MWh)</b>	<b>4,000</b>	<b>21,000</b>	<b>38,000</b>	<b>55,000</b>
<b>Demand/Yr (MW)</b>	<b>1</b>	<b>4</b>	<b>4</b>	<b>4</b>
<b>Demand Cumulative (MW)</b>	<b>1</b>	<b>5</b>	<b>9</b>	<b>13</b>

The program will be expected to meet these goals based on a budget not to exceed the amounts shown in the following table. The budget plan may be adjusted over time as experience develops with the large office segment relative to other Duquesne Light programs for energy efficiency. To facilitate such flexibility, Duquesne Light will allocate up to two-thirds of the

budget in any program year, before determining whether to commit the remaining funds. An allocation is defined as the funds approved for a specific project application by the participating customer.

### Large Office Segment Budget

Budget Category	Program Year Ending May 31				Cumulative
	2010	2011	2012	2013	
Incentive Payments	1,000,000	2,000,000	2,500,000	2,500,000	8,000,000
Administrative Costs	200,000	400,000	500,000	500,000	1,600,000
<b>Total</b>	<b>1,200,000</b>	<b>2,400,000</b>	<b>3,000,000</b>	<b>3,000,000</b>	<b>9,600,000</b>

The incentives over the program life translate into an average of \$0.14/kWh for measure annual savings. The administrative costs translate into a performance incentive of \$0.03/kWh.

The program will be expected to deliver cost-effective energy and demand savings based on total resource cost test (TRC) calculations resulting in a ratio greater than 1.0. Proposals conforming to the pay-for-performance RFP requirements described above are assessed to be cost-effective. Cost-effectiveness determination, with regard to this RFP and bidders proposals, shall be performed by Duquesne Light.

Duquesne Light will be responsible ultimately for assessing cost-effectiveness for the large office segment program. While individual projects of participating customers or measures within projects will not be subject routinely to the total resource cost test as the program is implemented, the segment program as a whole will be evaluated by Duquesne Light and monitored for cost-effectiveness.

#### Incentive Payments

Incentive applications will be submitted for approval by Duquesne Light. Incentive payments will be based on incentive structures developed for prescriptive measures or calculated for custom projects as defined under the commercial umbrella program for the commercial programs. Incentive applications shall be submitted electronically using Duquesne Light's PMRS along with hard-copy documentation including:

- Installation Agreement
- Project Inspection Form

- Energy savings calculations
- Installation/equipment invoices

These documents will describe the measures installed, annual energy and peak demand savings, customer bill savings associated with the energy and demand savings, documenting of project costs and the requested incentive payment by measure type and method of calculation.

Incentives to the participating customers will be paid by Duquesne Light as a bill credit or by check, or to the designated recipient of the customer by check.

Payments to the CSP will be based on pay for performance. The CSP will propose the payment amount and terms not to exceed \$0.03/kWh of annual savings in a project.

Duquesne Light expects to pay for CSP performance in two steps. For applications submitted and approved by Duquesne Light, up to 30% of the pay for performance, will be based on estimated savings. Applications will include a signed project agreement wherein the customer commits to proceed with the installation. The remainder of the pay for performance will be paid based on verified savings upon project completion and acceptance by the customer.

#### Measurement and Verification

The program will operate with careful attention to evaluation, measurement and verification practices. Protocols will be followed by the CSP based on international standards for evaluation, measurement and verification as applied under guidance from Duquesne Light and the Pennsylvania Public Utilities Commission. It is anticipated that the Commission will assume the primary responsibility for measurement and verification, and Duquesne Light and its contractors will serve in a supportive role.

The evaluation process will proceed depending on the nature and scope of particular projects. Two types of projects may be distinguished. One is where incentive payments are based on itemized measures with deemed savings per measure. The other is where incentive payments are based on multiple measures with savings calculated at standard rates for lighting, air conditioning and refrigeration, and other measures in terms of cents per /kilowatt-hour.

Requirements for pre- inspection and post-inspection of projects by CSPs will depend on the size and nature of the project, as summarized in the following table:

Project Inspections Relative to Installation	Itemized Measures	Calculated Measures
Pre-inspection before installation	Not required	Required
Post-inspection for projects under \$5,000	Random inspection 10% of projects	Required
Post-inspection for projects over \$5,000	Required	Required

Quality Assurance

CSP proposals must include a quality assurance plan (QAP). The QAP will provide for quality control on projects, regulatory compliance processes and performance auditing. The QAP must ensure Duquesne Light will have access to files, data and related program operating information. The QAP will be designed to minimize customer service issues, protect confidential information and prevent duplicate applications for incentive payments.

All program documents, forms, procedures, data and reports produced by the CSP under contract with Duquesne Light shall become the property of Duquesne Light .

Program Budget

The CSP will provide a budget for each program year. The budget will show the incentive payments from Duquesne Light to participating customers for each program year. The budget will also show the pay-for-performance from Duquesne Light to the CSP for each program year.

Invoices may be submitted by the CSP monthly with necessary detail on projects showing progress and cumulative payment amounts or invoiced amounts. To be processed in the

current month, invoices must be submitted by the 10<sup>th</sup> day of the month for work completed in the preceding month.

The CSP will utilize reporting tools consistent with requirements of Duquesne Light's PMRS. These will include financial flat files, measure flat files, and other narrative and hard-copy documentation specified by Duquesne Light.

#### Bidder's Proposal Format

The bidder may use the following outline in submitting its proposal:

Introduction and Background

Purpose and Scope of Proposal

Technical proposal of key tasks including

- Program planning
- Program marketing
- Technical services
- Project implementation
- Program termination

Results and reporting including

- Number and status of projects
- Energy and demand savings

Schedules and budgets

Organization and staffing including

- Knowledge and experience
- Depth of personnel and participation by senior members
- Timeliness of past performance

- Personal relationships and ability to work together with customers and subcontractors
- References

**B. Affiliate Participation**

None of Duquesne Light’s affiliates will be eligible to bid in this RFP.

**C. Treatment of Minority Businesses**

Duquesne Light encourages bids from “disadvantaged businesses” (i.e., minority-owned, women-owned, persons-with-disability-owned, small companies, companies located in Enterprise Zones, and similar entities) consistent with the Commission’s Policy Statements at 52 Pa. Code 69.804, 69.807 and 69.808.

**D. Submittal of Proposals**

All bids are firm offers, binding pursuant to the Binding Bid Agreement, and due via e-mail by June 19, 2009 . E-mail bids should be submitted to [pjordan@duqlight.com](mailto:pjordan@duqlight.com). The deadline will be strictly enforced and Duquesne Light will only consider bids submitted on or before the designated time. In the event of technical difficulties in submitting bids, a CSP may, as an alternative, fax its bid prior to the 11:00 a.m. EPT deadline to 412-393-8644. Agreement terms and conditions are non-negotiable. Bids conditioned in any manner, including any changes to the Agreement, will be rejected. Accompanying each bid, each CSP must include a signed Binding Bid Agreement provided in Appendix E. Each CSP is requested to attach an electronic copy of its executed Binding Bid Agreement to its E-mail bid submission.

**E. Conforming Proposals**

For a CSP’s bid to be deemed a conforming proposal, it must be complete, including:

- a) the Bid Form Spreadsheet, completed in full and without modification (Appendix D);
- b) an executed Binding Bid Agreement (Appendix E).

A conforming proposal must be submitted by the bid deadline, must not be conditioned in any manner, and must be submitted by a qualified CSP as described in Section IV of this

document. Proposals deviating from the above criteria will be deemed non-conforming and eliminated from further consideration. Any such elimination will be communicated by Duquesne Light to the relevant CSP(s) and will be final.

## **VI. AFTER RFP BIDS ARE RECEIVED**

### **A. Duquesne Light Confirmation of Proposal Submission**

Duquesne Light will confirm receipt of a CSP's proposal via email. As indicated on each Bid Form Spreadsheet, each CSP will provide a contact name and email address that will be used for the receipt confirmation.

### **B. Overview of Bid Evaluation**

Duquesne Light will designate and weigh factors in selection criteria and will consider (1) scope (magnitude) and quality of prior performance and reputation in the field, (2) timeliness of past performance, (3) quality of the proposed work plan or approach, (4) knowledge, background, and experience of the personnel to be utilized, (5) cost, (6) depth of personnel and participation by senior members of the entity, (7) grasp of scope of work in terms of commitment and (8) general personal connection and perceived ability to work together; and (9) other factors as deemed relevant.

The weigh factors in selection criteria will be evaluated on a percentage basis. Each criterion will be allocated a percentage corresponding to the numbers listed above, respectively: (1) 15%; (2) 2.5%; (3) 25%; (4) 15%; (5) 20%; (6) 10%; (7) 5%; (8) 5% and (9) 2.5%.

### **C. Selection of Winning CSPs**

Duquesne Light will notify each CSP of its selection on or before August 12, 2009. Duquesne Light expects to execute the Agreement with each winning CSP by 6:00 p.m. EPT on October 7, 2009.

**D. Contract Execution**

Each winning CSP will be required to execute and deliver a standardized Binding Bid Agreement with Duquesne Light. Duquesne Light will not negotiate changes to the final Agreement during the RFP process. The Agreement contains the parties' rights and obligations. Duquesne Light expects to execute the final Agreement with each winning CSP by October 7, 2009.

**E. Duquesne Light's Filing at the Commission**

Duquesne Light will seek Commission approval of the RFP Procedures herein. It is Duquesne Light's intention that the review process will focus on whether the RFP was implemented in accordance with these RFP Procedures and whether the RFP appears to have generated a result that is consistent with competitive bidding.

**F. Duquesne Light will seek Commission approval**

Duquesne Light will seek to obtain Commission approval of its EE&C Plan and will file the same no later than July 1, 2009.

**G. Termination of the Agreement**

Each Agreement between Duquesne Light and a winning CSP will terminate pursuant to the terms of the Agreement.

**H. Contingency Plan**

In the event that Duquesne Light does not receive any bids in this RFP, it will submit an alternative plan to the Commission.

**VII. MISCELLANEOUS**

**A. Elimination Right**

If in the course of the solicitation process, any CSP is found to provide false information, misrepresent its financial or operational characteristics or omit any pertinent information,

Duquesne Light reserves the right to eliminate such CSP from the RFP process. Duquesne Light reserves the right to reject any bids or terminate any performance due to cause.

**B. Warranty on Information**

The information provided in the RFP, or on Duquesne Light's RFP website, has been prepared to assist CSPs in evaluating the RFP. It does not purport to contain all the information that may be relevant to a CSP in satisfying its due diligence efforts. Neither Duquesne Light nor its representatives makes any representation or warranty, expressed or implied, as to the accuracy or completeness of the information, and neither shall be liable for any representation expressed or implied in the RFP or any omissions from the RFP, or any information provided to a CSP by any other source.

Neither Duquesne Light nor its representatives shall be liable to a CSP or any of its representatives for any consequences relating to or arising from the CSP's use of any such information.

**C. Hold Harmless**

Each CSP shall hold Duquesne Light harmless from and against any and all damages and costs, including but not limited to legal costs, in connection with all claims, expenses, losses, proceedings or investigations that arise as a result of a winning CSPs performance.

**D. CSP's Acceptance**

The submission of a proposal to Duquesne Light shall constitute a CSP's acknowledgment and acceptance of all the terms, conditions and requirements of this RFP as described in the RFP Procedures.

Each CSP and its representatives irrevocably agree to submit to the personal jurisdiction of any Pennsylvania State or Federal court and any appellate court thereof in respect of any action, dispute or proceeding arising out of this RFP process, including but not limited to the execution, implementation and performance of the Agreement.

**E. Confidential Information**

This document is provided to each CSP under and pursuant to the terms of the Confidentiality Agreement relating to Duquesne Light's RFP process that was previously executed and delivered by each CSP and Duquesne Light. Subject to the Confidentiality Agreement, all proposals submitted by each CSP pursuant to this solicitation shall become the exclusive property of Duquesne Light.

**F. Cooperation in Obtaining Regulatory Approvals**

Each CSP agrees to cooperate, to the fullest extent necessary, in obtaining any and all required State, Federal or other regulatory approvals necessary under or contemplated by the Agreement.

**G. Contact Information**

Questions and comments regarding Duquesne Light's RFP should be submitted in writing via email and be directed to:

Duquesne Light Company  
Patricia Jordan  
2515 Preble Ave MD: NM-MS  
Pittsburgh PA 15233  
email: [pjordan@duqlight.com](mailto:pjordan@duqlight.com)  
phone: 412-393-8909  
fax: 412-393-8644