



SAN DIEGO GAS & ELECTRIC COMPANY
ELECTRIC AND FUEL PROCUREMENT DEPARTMENT
8315 CENTURY PARK COURT, CP21D
SAN DIEGO, CA 92123

**2028-2031 FIRM ZERO-
EMITTING INTEGRATED
RESOURCE PLANNING
RELIABILITY
REQUEST FOR OFFERS
REOPENING**

ISSUED

07/01/2025

OFFERS DUE

ACTIVE UNTIL FURTHER NOTICE

RFO WEBSITE

<https://www.sdge.com/2028-2031-firm-zero-emitting-irp-reliability-rfo>

EMAIL QUESTIONS/COMMENTS TO

IRPReliabilityRFO@sdge.com

With copy to: SDGE_IE@paconsulting.com

[Record of Changes](#)

Date	Explanation of Change	Section / Page of Document
04/03/2025	Extended Deadline to Register for PowerAdvocate to 4/8/25	12
07/01/2025	Reopened until further notice	

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1.0 BACKGROUND

In accordance with the California Public Utilities Commission (“CPUC” or “Commission”) Decision (“D.”)21-06-035, D.23-02-040, and D.24-02-047, (together, “the Decisions”), San Diego Gas & Electric Company (“SDG&E”) is re-issuing its 2028-2031 Firm Zero-Emitting Integrated Resource Planning (“IRP”) Reliability Request for Offers (“RFO”) to solicit offers from owners and operators for the purchase of eligible system-level resource adequacy (“RA”) to come online by June 1, 2028 and will accept and consider offers for resources that may come online by June 1, 2031, as described in more detail below.

The Decisions require, among other things, SDG&E to procure a total of 619.5 megawatts (“MWs”) of net qualifying capacity (“NQC”), set forth in more detail in the categories set forth in Table 1, below.

Table 1: SDG&E Specific Total Minimum Mid-Term Procurement Requirements (in NQC MW)

Type of Resource	2023	2024	2025	2026	2027	2028	Total
Firm zero-emitting resources*	-	-	-	-	-	41.4	41.4
Long-duration storage resources*	-	-	-	-	-	41.4	41.4
Any other type of non-fossil-fueled resource	82.7	247.6	62.3	72.0	72.0	82.7	536.6
Total	82.7	247.6	62.3	72.0	72.0	82.9	619.5
Zero-emitting resources required by no later than 2025**	-	-	103.1	-	-	-	103.1

* The LLT resource requirements are equally divided among long-duration storage and firm, zero-emitting generation resources.

** The zero-emitting resources required to replace Diablo Canyon must be procured by 2025 but may occur in any of the years 2023-2025; therefore, the columns do not add to the total.

2.0 PROCUREMENT OVERVIEW & GOALS

This 2028-2031 Firm Zero-Emitting IRP RFO seeks offers for additional Mid-Term Reliability (“MTR”) RA capacity to come online by June 1, 2028 and will accept and consider offers for projects that have, at a minimum, expected online dates of no later than June 1, 2031.¹ Qualification would be measured based on applicable NQC calculations calculated by the Commission for each resource type for each future online year. All contracts for resources shall have a minimum duration of 10 years.

To meet the requirements, SDG&E seeks to execute agreements for:

- Projects that qualify as LLT resources that have the following characteristics:
 - Generation capacity that has at least an 80 percent capacity factor and has no on-site emissions or is eligible under the requirements of the renewables portfolio standard program. The resource must not be use limited or weather dependent. No storage projects shall qualify under this provision.

Table 2 below shows the products SDG&E is soliciting in this RFO.

Table 2: Summary of SDG&E 2028-2031 Firm Zero-Emitting IRP Reliability RFO Eligible Resource Needs

Category	Example Eligible Resources ²
Firm Zero Emission Resources	Resources that meet the requirements of Section 3 below which may include but are not limited to the following resource types: Geothermal and Biomass.

This solicitation sets forth the terms and conditions of SDG&E’s 2028-2031 Firm Zero-Emitting IRP RFO. By responding to this RFO, the Respondent agrees to be bound by all the terms, conditions,

¹ D.24-02-047, at Ordering Paragraph (OP) 18, addresses LLT procurement delays: “All load-serving entities subject to requirements of Decision (D.) 21-06-035 and D.23-02-040 to procure long lead-time resources who have signed contracts for such resources may request, by no later than June 1, 2028, extensions to the online dates to no later than June 1, 2031, by submitting a Tier 2 advice letter containing evidence of a good faith effort by including an executed contract and at least one of the following:

- (a) Evidence of site control;
- (b) An interconnection agreement; and/or
- (c) A notice to proceed.”

² Decision 21-06-035, at page 84: “We have made modifications to clarify that firm zero-emitting category of 1,000 MW by 2026 is intended for renewables that have no on-site emissions unless they otherwise qualify for the RPS. The resources also must not be use-limited or weather. We have also retained the capacity factor requirement, but lowered it to 80 percent to accommodate some additional resources. While it is most likely that biomass and geothermal resources are well-suited to fulfill this category, there may be other resources that meet the requirements as well. Regardless, they may not be fossil-fueled resources to qualify.”

and other provisions of this RFO and any changes or supplements to it that may be issued by SDG&E at any time.³

The purpose of this document is to provide an overview of the process that SDG&E will use to implement this RFO. It will serve to set forth each Respondent's obligations with respect to the RFO as well as describe the procedures to which each Respondent must adhere. If there is a conflict or inconsistency between the terms and conditions contained in this RFO and the terms and conditions contained within the supporting documents attached to these instructions, the terms and conditions in those documents will prevail. SDG&E encourages Respondents to only provide offers with delivery terms allowed by the MTR procurement order.

To be considered in this RFO, an offer must be uploaded to the 2028-2031 FIRM ZERO-EMISSION IRP RELIABILITY RFO event on the PowerAdvocate® website in accordance with this RFO Protocol. Users with an existing PowerAdvocate® account may request access to the event using the link: <https://www.poweradvocate.com/pR.do?okey=230776&pubEvent=true>

The terms, requirements, and schedule of the RFO are subject to change at SDG&E's sole discretion at any time. All changes to the RFO schedule will be posted to SDG&E's RFO website. Respondents should monitor the RFO Website for announcements regarding any change. The RFO schedule may be affected by (but not limited to) issues such as: discussions with shortlisted Respondents, proceedings before the CPUC, and efforts to obtain regulatory approval. SDG&E intends to notify Respondents of any schedule change but will not be liable for any adverse consequences arising from a change in schedule or for failing to provide notice of any change.

Once shortlisted Respondents have accepted their shortlisted position with SDG&E and remitted the Shortlist Acceptance Fee, further PPA contract negotiations may commence and continue until mutual agreement has been achieved and a contract has been executed. Being shortlisted does not guarantee that a PPA will be negotiated or signed with the Respondent.

SDG&E will seek CPUC approval of any executed agreements resulting from this RFO. SDG&E reserves the right to execute agreements with individual Respondents at any time after short listing and to seek CPUC approval for individual agreements in order to expedite the approval process.

3.0 RESOURCE REQUIREMENTS

A. Firm Zero-Emitting Resource Requirements

SDG&E will consider offers to meet the June 1, 2028, firm, zero emitting resource requirements, in the capacity targets discussed in Table 1, above. For this requirement, SDG&E will accept and consider offers for projects that have, at a minimum, expected online dates of as discussed

above no later than June 1, 2031, but will give priority to offers for projects with expected online dates by June 1, 2028.

Firm, zero-emitting resources must be generation capacity that has at least an 80 percent capacity factor and has no on-site emissions or is eligible under the requirements of the Renewables Portfolio Standard program. The resource must not be use limited or weather dependent. No storage projects shall qualify under this provision. Additional resource requirements are set forth later in this Protocol in Attachment A.

4.0 ELIGIBILITY REQUIREMENTS

Respondents to this solicitation shall comply with the requirements described in this RFO document. All offers shall meet the minimum eligibility requirements as set forth in the next section. All conforming offers will be evaluated in accordance with the Evaluation Criteria described in this RFO. Offers will be evaluated by most attractive via the quantitative and qualitative methodology.

A. Minimum Quantities and Term

All offers in this RFO shall be from a single resource for a minimum of 10 MW. Contracts offered to successful Respondents in this RFO shall be for a minimum (10) ten-year term.

B. Resource Incrementality

The Facility must be incremental to the 2019-2020 IRP RESOLVE / SERVM baseline assumptions used in the D.20-06-035.⁴ Expansion of existing projects that is incremental to the baseline will be considered in all procurement categories. Units on the Baseline Generator List may count as incremental for D.21-06-035 compliance purposes if their planned retirement date in the Baseline Generator List is prior to the D.21-06-035 obligation year in question, provided that all other D.21-06-035 eligibility requirements are met. For repowered facilities with planned retirement dates beyond the D.21-06-035 obligation year, only the additional capacity beyond the D.21-06-035 baseline capacity could be counted as incremental capacity for compliance purposes.

C. Interconnection and Deliverability

Respondents must have either (i) completed a Phase II interconnection study or will complete a Phase II interconnection study two years prior to the online date, or have passed the Wholesale Distribution Access Tariff (“WDAT”); or (ii) a California Independent System Operator (“CAISO”) Fast Track screen and provide a copy of the most recent completed study or evidence of having passed the Fast Track screening process with their offer. For repowered resources, Respondent shall provide evidence that the project is a repowering of a comparably sized existing facility in accordance with the CAISO Business Practice Manual for Generator Management.

⁴ Additional to baseline resources: https://www.cpuc.ca.gov/-/media/cpuc-website/divisions/energy-division/documents/integrated-resource-plan-and-long-term-procurement-plan-irp-ltpp/d2106035_baseline_gen_list.xlsx.

Transmission level projects are required to apply for interconnection through the CAISO Large Generator Interconnection Agreement/Small Generator Interconnection Agreement process. Distribution level projects will be required to apply through SDG&E's WDAT process. For additional information, Respondents may visit: <http://www.sdge.com/business/interconnection.shtml> or <https://bpmcm.caiso.com/Pages/BPMDetails.aspx?BPM=Generator%20Management>.

Respondents are responsible for all non-reimbursable interconnection costs that are allocated to the project and these costs should be incorporated into the ESSPPA or ESSBOT offer's contract pricing. Reimbursable network upgrade costs borne by SDG&E customers will be included in the evaluation and ranking of offers. For more information, Respondents may visit:

SDG&E's Interconnection Website:

<https://www.sdge.com/more-information/customer-generation>

CAISO Generation Interconnection Process Website:

<http://www.caiso.com/planning/Pages/GeneratorInterconnection/Default.aspx>

SDG&E is mindful of the impact that interconnection costs can have on successful project development. To ensure SDG&E can evaluate bids on an equitable basis – and to ensure projects solicited through this solicitation can meet the defined commercial operation dates – SDG&E requires that offers demonstrate the expected full deliverability status of the project and the expected interconnection costs through either a completed Phase II study or in accordance with the CAISO Business Practice Manual for Generator Interconnection.⁵ Gen-tie costs, those that benefit the project alone and are not reimbursable, should be included in the contract pricing. Offers with completed interconnection studies or repowering opportunities shall include copies of those studies, descriptions of any repowering, and estimates of such costs.

SDG&E intends for projects selected from this RFO to count towards SDG&E's system RA obligations, with a preference for local and flex RA. Respondents must follow the appropriate process for obtaining a deliverability study from the CAISO so that the project(s) can become eligible for RA, if not already eligible. Agreements resulting from this RFO will require Respondents to perform all activities necessary to facilitate system RA recognition for the projects. Respondents shall be responsible for all costs to facilitate system RA recognition, including any deliverability study fees or upfront funding of deliverability upgrade costs and should include these costs in the offer price.

In this RFO, SDG&E requires that projects seek Full Capacity Deliverability Status ("FCDS") and that they will count towards SDG&E's RA obligations. In order to achieve FCDS, Respondents must have applied, or be in the process of applying (i.e., CAISO's Cluster 15 or 16 process), for a deliverability study to be conducted by the CAISO or be eligible as a repowering of a comparably sized existing facility.

⁵ SDG&E assumes the current interconnection requirements apply; however, SDG&E may need to modify its requirements based on the current CAISO's Interconnection Process Enhancements.

The CAISO published the ‘Generator Interconnection and Deliverability Study Methodology Technical Paper’ and Section One of the paper provides background information and an overview of the deliverability study methodology. Respondents may find this paper at:

<http://www.caiso.com/Documents/TechnicalPaper-GeneratorInterconnection-DeliverabilityStudyMethodology.pdf>

D. Permitting

Respondent’s project must, at a minimum, have achieved the “application deemed complete” (or equivalent) status under the land use entitlement process associated with the environmental review under the California Environmental Quality Act (CEQA) and/or under the National Environmental Policy Act (NEPA).

E. Site Control

Respondents, and specifically the entity to the eventual contract, must have, at time of offering, site control for the duration of the contract term proposed in their offer. Site control may be evidenced by documentation of:

- a. direct ownership;
- b. a lease; or
- c. an option to lease or purchase upon contract approval. The option must be an exclusive option to the Respondent that will last until the completion of the RFO cycle.

F. Safety Attestations

SDG&E expects that third party owned, and operated facilities will be operated and maintained in accordance with accepted electrical practices, applicable law and industry standards, including those related to safety. In the project / program description form that Respondents will provide as part of the offer package, SDG&E will require respondents to confirm that this will be the case with their project or program. If the Respondent is unable to confirm these statements, the offer will be considered nonconforming.

5.0 RFO WEBSITE AND COMMUNICATIONS

The RFO and all subsequent revisions and documents are available for download from the RFO Website <https://www.sdge.com/2028-2031-firm-zero-emitting-irp-reliability-rfo> and the IRP RELIABILITY RFO event on the PowerAdvocate® website. Potential Respondents are responsible for monitoring the RFO Website and PowerAdvocate® for subsequent updates, notices and postings.

The 2028-2031 FIRM ZERO-EMITTING IRP RELIABILITY RFO event on the PowerAdvocate® website contains the following: required RFO forms, documents, and schedule. Respondents who intend to offer but do not yet have an existing account with PowerAdvocate® must

first register to create a username/password in order to receive access to the event. See below for instructions to log-in/register:

Logging In

You access the PowerAdvocate platform via a web browser.

To log in

1. Open a web browser and go to www.poweradvocate.com.

PowerAdvocate functions in most web browsers; however, using browsers other than Internet Explorer (IE) version 6 or higher may cause certain functionality to work unexpectedly. Should you encounter problems, PowerAdvocate support may be unable to provide assistance until the issue has been replicated in a supported version of Internet Explorer.

2. Click **Login**.

The Login page appears; you may wish to bookmark it for quick access.

3. Enter your account **User Name** and **Password**.

Both are case-sensitive.

If you do not have an account, go to poweradvocate.com and click the **Registration** link at the top of the page. If you have an account but do not remember your user information, click **Forgot User Name** or **Forgot Password** and they will be emailed to you.

4. Click **Login**.

First-time users must register as a Supplier using the instructions above and the Referral information below to access the RFO event:

Users with an existing PowerAdvocate® account may request access to the event using the link below:

<https://www.poweradvocate.com/pR.do?okey=230776&pubEvent=true>

The RFO website contains RFO forms and documents, the RFO schedule, and a Question and Answer forum. All questions or other communications regarding this RFO must be submitted via email to IRPReliabilityRFO@sdge.com and CC the IE (SDGE_IE@paconsulting.com). SDG&E will not accept questions or comments in any other form, except at scheduled Respondents conferences.

6.0 RFO SCHEDULE

The following schedule and deadlines apply to this RFO. SDG&E reserves the right to revise this schedule at any time and in SDG&E's sole discretion. SDG&E will be utilizing a platform designed and maintained by PowerAdvocate® for launching and managing offers received in response to this RFO. To access the RFO event, the Respondent must register to create a username and

password for PowerAdvocate®. Respondents are responsible for accessing the RFO Website and PowerAdvocate® for updated schedules and possible amendments to the RFO or the solicitation process.

NO.	ITEM	Date
1	RFO Re-Issued For each subsequent month, the submission window will open at 9:00 AM Pacific Prevailing Time on the first day of the month.	July 1, 2025
2	DEADLINE TO REGISTER for PowerAdvocate access / to download RFO forms and documents	None
3	CLOSING DATE: Offers must be uploaded to and received on Power Advocate® no later than 5:00 PM Pacific Prevailing Time	The last business day of each month
4	SDG&E Begins Offer Evaluation Process	The first business day of each month
5	Shortlist Determination and Notification	SDG&E will notify respondents within 60 days of the closing date for the month in which the offer was submitted whether their offer was shortlisted.
10	SHORTLISTED RESPONDENTS ACCEPTANCE/WITHDRAWAL Letter due from Shortlisted Respondents indicating: • Withdrawal from SDG&E's solicitation; OR • Acceptance of shortlisted standing and including Shortlist Acceptance Fee SHORTLIST NOTIFICATION	5 Business Days after Shortlist Notification
11	SDG&E Begins contract negotiations	TBD
12	Target date to complete contract negotiations*	TBD
13	SDG&E Submits agreements to CPUC for approval	TBD

* Negotiation time will vary depending on proposal specifics, including proposed contract modifications. CPUC filing requirements may also affect negotiation milestones.

PRE-OFFER CONFERENCE / BIDDER OUTREACH EVENT

A Pre-Offer Webinar was held on **March 14, 2025**, to provide an overview of the RFO and answer participant questions. Webinar materials along with Q&A are available on the RFO website.

If there are additional questions, Respondents are encouraged to reach out via email to IRPReliabilityRFO@sdge.com with copy to the IE at SDGE_IE@paconsulting.com.

7.0 RFO RESPONSE INSTRUCTIONS

Respondents are required to submit the forms listed below. Forms are available on the RFO Website and PowerAdvocate®. Failure to provide the listed information may result in the proposal being deemed non-conforming and may disqualify the proposal from further consideration.

Limit on Number of Bids

A MAXIMUM OF SIX (6) OFFER VARIATIONS PER RESPONDENT PER SPECIFIC INTERCONNECTION POINT WILL BE ACCEPTED, FOR ALL OFFERS SUBMITTED IN THIS SOLICITATION, ACROSS ALL RESOURCES THAT COME ONLINE IN EACH OF THE YEARS REQUESTED IN THIS RFO. FOR PURPOSES OF THIS RESTRICTION, “RESPONDENT” REFERS TO THE PROJECT DEVELOPMENT COMPANY OR SUBSIDIARY THAT IS RESPONSIBLE FOR THE COMMERCIAL AND CONSTRUCTION ACTIVITIES NECESSARY TO BRING THE PROJECT FROM CONCEPT TO COMMERCIAL OPERATION. THE LIMIT APPLIES TO THE ULTIMATE OFFEROR RATHER THAN THE UTILITY DEVELOPMENT TEAM. SDG&E RESERVES THE RIGHT TO ENFORCE THIS RESTRICTION IN ITS SOLE DISCRETION.

Required Forms:

SDG&E is seeking third-party owned and utility-owned projects for this 2028-2031 Firm Zero-Emitting IRP RFO. Respondents must fill out separate offer forms for each offer. Only one Project Description Form is required per project to the extent that all bids can be adequately summarized in the space provided. If the respondent has questions or concerns regarding offer limits, please contact SDG&E at: IRPReliabilityRFO@sdge.com and CC’ the IE (SDGE_IE@paconsulting.com).

If the respondent is submitting offers for more than one project, each project must be submitted separately with its required forms. Forms must be clearly labeled to identify the project name and the submitted forms. On the PowerAdvocate® site all forms must be submitted by uploading to the “2. Upload Documents” Tab.

The following Table 5 summarizes the applicable offer forms, agreement pro forma and other documents required for each of the products being solicited in this RFO.

Table 5: SDG&E Offer Forms, Pro Forma Agreements and Other Documents

Offer Form	Pro Forma Agreement	Other Documents
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Firm Zero Emitting Products Offer Form	Renewable Product Power Purchase Agreement	Project Description Form, Credit Application, DBE Subcontracting Goal and Reporting (if applicable), 5) Electric Interconnection/Repowering Information, Site Control Information and Permitting Status.
----------------------------------------	--------------------------------------------	----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

- 1) **Project Description Form**⁶ – Respondent must submit a description of the project, either using the Project Description form provided with the RFO materials or alternative format that contains, at a minimum, materially similar information outlined in the Project Description form.
- 2) **Offer Form** – Respondents are to use the applicable template offer form(s). Note that Bidders must include in their offer form proposed pricing and if multiple pricing or capacity or other options are contemplated, multiple offer forms should be submitted. There are additional / separate tabs within the workbook.
- 3) **Credit Application** – SDG&E shall evaluate and determine the creditworthiness of the Respondent relative to this RFO. Respondents requesting unsecured credit must submit the Credit Application form provided with the RFO materials, including three years of audited financial statements or, if public, the location where these statements can be found (i.e., Respondent’ public website). Collateral requirements will be negotiated based on the counterparty’s creditworthiness as assessed by SDG&E. When required, collateral may be posted as cash or letter of credit. As a California regulated utility SDG&E does not generally post collateral. Proposals requiring SDG&E to post collateral will likely not be selected.
- 4) **Redline Pro Forma Agreement** (except Utility Development Team offers) – Respondents are to use the applicable template agreement(s) to price their offers and markup for submission with their offer package.
- 5) **Electric Interconnection/Repowering Information** – Please provide copies of (1) completed interconnection studies (and provide the name of the substation and interconnection voltage applicable to the facility as well as the nearest substation (if known) in the offer form (listed above) for resources with a commercial operation start date in 2025 or (2) evidence that interconnection studies will be completed two years prior to the commercial operation start date, or (3) Information regarding the repowering of a comparably sized existing facility in accordance with the CAISO Business Practice Manual for Generator Management.
- 6) **Site Control Information.**
- 7) **Permitting Status** – In the project description form, provide a description of permitting requirements and progress in meeting such requirements.

⁶ Please note this form MUST describe the substation at which the project interconnects.

- 8) **Diverse Business Enterprise Subcontracting Commitment and Reporting Requirements (DBE) Form (optional)** - Provide a copy of certification documents received from the California Public Utilities Commission. An application can be made before submission of the offer and referenced in the offer.

The Participation Summary, Project Description Form, Credit Application, and redlines to the applicable pro forma agreement must be in Word or Word-compatible format (not in PDF). The offer form must be in Excel or Excel-compatible format (not in PDF).

Submissions containing offer documents in file formats other than the formats of the original offer forms may be rejected. This RFO is an electronic only solicitation; Respondents need not submit paper documents or e-binders.

Any party interested in submitting an offer must register to receive access to the 2028-2031 FIRM ZERO-EMITTING IRP RFO event on PowerAdvocate® in order to submit an offer. To register, Respondents must follow the instructions outlined in Section RFO Website and Communications. All offers must be uploaded to the PowerAdvocate® no later than **5:00 P.M.**, Pacific Prevailing Time, on the CLOSING DATE (see RFO Schedule). If Respondents encounter technical difficulties with the uploading process, they should provide evidence of such difficulties (e.g. a screen shot of the error message) and email the offer to:

The RFO mailbox: IRPReliabilityRFO@sdge.com

With copy to: SDGE_IE@paconsulting.com

All offer materials submitted in accordance with the above Response Instructions shall be subject to the confidentiality provisions of the Confidentiality section of this RFO.

SDG&E will review and may utilize all information, if any, submitted by a Respondent that is not specifically requested as a part of any forms. During all stages of the RFO process, SDG&E reserves the right to request additional information from individual Respondents or to request any Respondent to submit supplemental materials in fulfillment of the content requirements of this RFO or to meet additional information needs. SDG&E also reserves the unilateral right to waive any technical or format requirements contained in the RFO.

SDG&E will review responses for the targeted objectives described in this RFO. SDG&E has sole and absolute discretion to determine whether a Respondent meets SDG&E's general criteria for selection as described herein. Respondent must be in "good standing"⁷ with SDG&E in order to submit an offer.

⁷Circumstances under which contractors would not be considered to be in good standing with SDG&E include, but are not limited to, the following: 1) outstanding unpaid bills to SDG&E, 2) program termination for cause during a previous program cycle, or 3) non-compliance with SDG&E's policies or Code of Conduct.

SDG&E WILL NOT REIMBURSE RESPONDENTS FOR THEIR EXPENSES UNDER ANY CIRCUMSTANCES, REGARDLESS OF WHETHER THE RFO PROCESS PROCEEDS TO A SUCCESSFUL CONCLUSION OR IS ABANDONED BY SDG&E IN ITS SOLE DISCRETION.

8.0 ASC 810 (FIN46) REQUIREMENTS

Generally Accepted Accounting Principles and SEC rules require SDG&E to evaluate whether or not SDG&E must consolidate a Seller's financial information. SDG&E will require access to financial records and personnel to determine if consolidated financial reporting is required. If SDG&E determines at any time that consolidation is required, SDG&E shall require the following during every calendar quarter for the term of any resultant agreement:

- a) Unaudited financial statements with footnotes, within fifteen (15) calendar days of the end of each quarter;
- b) Audited financial statements with footnotes within 90 calendar days of the end of the year,
- c) Financial schedules underlying the financial statements, within 15 calendar days of the end of each quarter;
- d) Access to records and personnel, so that SDG&E's internal or independent auditor can conduct financial audits (in accordance with generally accepted auditing standards) and internal control audits (in accordance with Section 404 of the Sarbanes-Oxley Act of 2002) and SDG&E can meet its SEC filing requirements. The rights and obligations under the agreement shall survive the termination of this agreement for a period of two years;
- e) Certifications by duly authorized representatives as may be reasonably requested by SDG&E; and
- f) Such other information as reasonably requested by SDG&E.
- g) If consolidation is required and considered material by the buyer to buyer's financial statements or its parent company's financial statements and buyer reasonably determines seller's internal controls over financial reporting are considered to be significantly deficient or a material weakness, then seller is to remediate within 30 calendar days;
- h) Seller to provide to buyer any SEC Form 8K disclosures, two calendar days after the occurrence of the SEC Form 8K event; and
- i) Seller to notify buyer at any time during the term of the agreement of any consulting (non-independent) services proposed to be provided to seller by the buyer's independent auditor.

Any information provided to SDG&E shall be treated as confidential, except that it may be disclosed for financial statement purposes. Full details of SDG&E's requirements in connection with consolidation are set forth in the model agreements.

9.0 EVALUATION CRITERIA AND SHORTLISTING

All incoming offers will be assessed for conformance based on the requirements outlined in Eligibility Requirements section. Respondents' offers shall conform with minimum participation criteria and eligibility requirements in order to be considered.

SDG&E will utilize all the information provided in the required forms and narratives to evaluate all offers. Respondents are responsible for the accuracy of all discussions, figures and calculations. Errors discovered during evaluation may impact a Respondent's potential shortlist status.

Initially, all offers will go through a conformance check to ensure that the project meets the requirements outlined in the RFO document for firm, zero-emitting resources. Conforming offers will then go through a Least-Cost/Best-Fit ("LCBF") analysis.

OFFER CONFORMANCE EVALUATION

In addition to the elements described above, SDG&E may also reject an offer if:

1. SDG&E uncovers evidence of market manipulation or unlawful collusion in the offer preparation and offer process;
2. the Respondent does not provide adequate evidence that it meets minimum participation criteria;
3. the Respondent is unable to comply with RFO timing and other solicitation requirements.

QUANTITATIVE EVALUATION

SDG&E evaluates and ranks offers based on Least-Cost/Best-Fit ("LCBF") principles. The LCBF analysis evaluates both quantitative and qualitative aspects of each offer to estimate its value to SDG&E's customers and its relative value in comparison to other offers. The valuation of an offer takes into account both benefits and costs.

A primary consideration used in the LCBF process is quantifying the price of an offer compared to the value it would provide using a set of price benchmarks. Other grid services, such as energy and ancillary services will also be used in the quantitative evaluation benefits for technology types that are capable of providing each service. Projects that generate RPS eligible RECs will also have that financial benefit included in the quantitative revenue evaluation. SDG&E plans to include some or all of the following costs: contract payments, ownership costs, variable costs, and network upgrades. These benefit and cost components are netted, discounted and weighted to yield a Net Market Value for each offer. These values are then ranked to establish the initial least cost portion of the evaluation.

QUALITATIVE EVALUATION

Following the least-cost methodology, several additional aspects of each conforming offer are analyzed to establish how well the offer meets grid needs and satisfies priorities set out by the CPUC.

A. INTERCONNECTION STATUS

The Decisions set clear targets for delivery, please see Table 1 for details. Consideration will be given to the project's position in the CAISO interconnection queue or WDAT process along with its deliverability status.

B. RESOURCE ADEQUACY

All proposed facilities and associated delivery points located within CAISO are eligible to participate in the RFO. However, facilities interconnecting in the San Diego-Imperial Valley Local Area will be given a higher value to meet SDG&E's local capacity requirements. Interconnection location within the SD-IV Local Area may also be considered if it benefits SDG&E's local capacity requirement position.

SDG&E will give preference to resources that are able to meet the CAISO's prevailing Flexible Resources Availability Criteria and Must Offer Obligations ("FRAC-MOO")⁸ and obtain an Effective Flexible Capacity ("EFC") greater than zero. In addition, SDG&E will differentiate flexible attributes based on their Flexible Resource Categories, with Category 1 \geq Category 2 \geq Category 3.

C. SUPPLIER DIVERSITY

SDG&E analyzes the qualitative aspects of each conforming offer to establish how well the offer satisfies priorities set out by the CPUC, including supplier diversity. SDG&E strongly encourages Diverse Business Enterprises ("DBEs"), Women-Owned, Minority-Owned, Disabled Veteran-Owned, Lesbian-Owned, Gay-Owned, Bisexual-Owned and/or Transgender-Owned Business Enterprises ("WMDVLGBTBES") as defined in G.O. 156, to participate in this RFO. Furthermore, SDG&E strongly encourages developers to utilize DBEs during various stages of project development and construction. As a part of G.O. 156, SDG&E will require developers to identify, verify and report their DBE contractors/subcontractor spending if any. Additional information on SDG&E's DBE program can be found at: <https://www.sdge.com/more-information/doing-business-with-us/supplierdiversity> and <http://www.cpuc.ca.gov/puc/supplierdiversity/>

D. MODIFICATIONS TO PPA

Bidders may modify the Pro Forma agreements submitted as part of their offer package to the extent such modifications add value to the offer. However, SDG&E discourages extensive modifications and will consider materiality of such changes on a qualitative basis as it evaluates the offers received.

E. OTHER CONSIDERATIONS

SDG&E is seeking experienced companies and development teams to develop and operate facilities utilizing known and proven technology to the degree available. Status of site control, required permits and major equipment orders will be considered in offer selection. Additionally, SDG&E will

⁸ A must-offer obligation, or MOO, is a commitment to be available for dispatch by the CAISO. The proposed MOO for Flexible RA resources (FRAC-MOO) aims to ensure that flexible resources will be available to contribute to the times of greatest system ramping. The proposed FRAC-MOO requirements can be found at <https://www.caiso.com/informed/Pages/StakeholderProcesses/FlexibleResourceAdequacyCriteria-MustOfferObligations.aspx>.

seek to mitigate single-technology risk, preferring a mixed portfolio solution as well as consider demonstrable resiliency benefits.

F. COMMERCIAL ONLINE DATES

As discussed above, SDG&E has a preference for offers from firm, zero emitting resources with an online date on or before June 1, 2028 and will accept and consider the impact of offers for resources with online dates up to June 1, 2031, which includes evaluating the availability of and cost associated with other capacity options to bridge the 2028 target requirements pursuant to D.24-02-047.

SDG&E WILL NOT REIMBURSE RESPONDENTS FOR THEIR EXPENSES UNDER ANY CIRCUMSTANCES, REGARDLESS OF WHETHER THE RFO PROCESS PROCEEDS TO A SUCCESSFUL CONCLUSION OR IS ABANDONED BY SDG&E IN ITS SOLE DISCRETION.

10.0 ROLE OF THE PRG AND THE INDEPENDENT EVALUATOR

The Procurement Review Group (PRG) and Cost Allocation Mechanism (CAM) PRG are CPUC-endorsed entities and are composed of non-market participants such as ratepayers' advocacy groups, state energy and water commissions, power authorities, utility-related labor unions and other non-commercial, energy-related special interest groups. Each IOU has its own PRG and CAM PRG. The PRG and CAM PRG are charged with overseeing the IOU's procurement process, reviewing procedural fairness, examining overall procurement prudence and providing feedback during all stages. From RFO language development to offer evaluation to contract negotiation, IOU's brief the PRG and/or the CAM PRG on a periodic basis during the entire process.

Respondents are hereby notified that revealing confidential offer information to the PRG and/or CAM PRG is required during briefings in accordance with the Confidentiality section of this protocol. Each Respondent must clearly identify, as part of its offer, what type of information it considers to be confidential.

The CPUC requires each IOU to use an Independent Evaluator ("IE") to separately evaluate and report on the IOU's entire solicitation, evaluation, and selection process. The IE will review SDG&E's implementation of the RFO process and final selections. The IE also makes periodic presentations regarding its findings to the IOU, and the IOU's PRG and/or CAM PRG including the CPUC Energy Division staff. The intent of these IE presentations is to preserve the independence of the IE by ensuring free and unfettered communication between the IE and the CPUC, as well as an open, fair, and transparent process that the IE can affirm.

SDG&E is committed to ensuring an open and transparent solicitation, and to providing a fair, reasonable and competitive process.

The Independent Evaluator ("IE") for this solicitation is PA Consulting.

11.0 REJECTION OF OFFERS

SDG&E SHALL TREAT ALL RESPONDENTS FAIRLY AND EQUALLY AND SHALL EVALUATE ALL OFFERS IN GOOD FAITH. SDG&E MAKES NO GUARANTEE THAT A CONTRACT AWARD SHALL RESULT FROM THIS RFO EVEN AFTER AN OFFER HAS BEEN SHORTLISTED. IN ADDITION, SDG&E NOTES THAT SHORTLISTING AN OFFER DOES NOT CONSTITUTE SDG&E ACCEPTANCE OF ANY OR ALL REDLINED CHANGES TO THE PROFORMA CONTRACT. SDG&E RESERVES THE RIGHT AT ANY TIME, AT ITS SOLE DISCRETION, TO ABANDON THIS RFO PROCESS, TO CHANGE THE BASIS FOR EVALUATION OF OFFERS, TO TERMINATE FURTHER PARTICIPATION IN THIS PROCESS BY ANY PARTY, TO ACCEPT ANY OFFER OR TO ENTER INTO ANY DEFINITIVE AGREEMENT, TO EVALUATE THE QUALIFICATIONS OF ANY RESPONDENT OR THE TERMS AND CONDITIONS OF ANY OFFER, OR TO REJECT ANY OR ALL OFFERS, ALL WITHOUT NOTICE AND WITHOUT ASSIGNING ANY REASONS AND WITHOUT LIABILITY OF SEMPRA ENERGY, SDG&E, OR ANY OF THEIR SUBSIDIARIES, AFFILIATES, OR REPRESENTATIVES TO ANY RESPONDENT. SDG&E SHALL HAVE NO OBLIGATION TO CONSIDER ANY OFFER.

12.0 CONFIDENTIALITY

EXCEPT WITH THE PRIOR WRITTEN CONSENT OF SDG&E, RESPONDENTS MAY NOT DISCLOSE (OTHER THAN BY ATTENDANCE ALONE AT ANY MEETING TO WHICH MORE THAN ONE RESPONDENT IS INVITED BY SDG&E) TO ANY OTHER RESPONDENT OR POTENTIAL RESPONDENT THEIR PARTICIPATION IN THIS RFO, AND RESPONDENTS MAY NOT DISCLOSE, COLLABORATE ON, OR DISCUSS WITH ANY OTHER RESPONDENT, OFFER STRATEGIES OR THE SUBSTANCE OF OFFERS, INCLUDING WITHOUT LIMITATION THE PRICE OR ANY OTHER TERMS OR CONDITIONS OF ANY INDICATIVE OR FINAL OFFER.

SDG&E WILL USE THE HIGHER OF THE SAME STANDARD OF CARE IT USES WITH RESPECT TO ITS OWN PROPRIETARY OR CONFIDENTIAL INFORMATION OR A REASONABLE STANDARD OF CARE TO PREVENT DISCLOSURE OR UNAUTHORIZED USE OF RESPONDENT'S CONFIDENTIAL AND PROPRIETARY INFORMATION THAT IS LABELED AS "PROPRIETARY AND CONFIDENTIAL" ON THE OFFER PAGE ON WHICH THE PROPRIETARY INFORMATION APPEARS ("CONFIDENTIAL INFORMATION"). RESPONDENT SHALL SUMMARIZE ELEMENTS OF THE OFFER(S) IT DEEMS CONFIDENTIAL. THE SUMMARY MUST CLEARLY IDENTIFY WHETHER OR NOT PRICE, PROJECT NAME, LOCATION, SIZE, TERM OF DELIVERY AND TECHNOLOGY TYPE (EITHER COLLECTIVELY OR INDIVIDUALLY) ARE TO BE CONSIDERED CONFIDENTIAL INFORMATION. CONFIDENTIAL INFORMATION MAY BE MADE AVAILABLE ON A "NEED TO KNOW" BASIS TO SDG&E'S DIRECTORS, OFFICERS, EMPLOYEES, CONTRACTORS, CONSULTANTS, THE

INDEPENDENT EVALUATOR, AGENTS AND ADVISORS (“REPRESENTATIVES”), BUT SUCH REPRESENTATIVES SHALL BE REQUIRED TO OBSERVE THE SAME CARE WITH RESPECT TO DISCLOSURE AS SDG&E.

NOTWITHSTANDING THE FOREGOING, SDG&E MAY DISCLOSE ANY OF THE CONFIDENTIAL INFORMATION TO COMPLY WITH ANY LAW, RULE, OR REGULATION OR ANY ORDER, DECREE, SUBPOENA OR RULING OR OTHER SIMILAR PROCESS OF ANY COURT, SECURITIES EXCHANGE, CONTROL AREA OPERATOR, GOVERNMENTAL AGENCY OR GOVERNMENTAL OR REGULATORY AUTHORITY AT ANY TIME EVEN IN THE ABSENCE OF A PROTECTIVE ORDER, CONFIDENTIALITY AGREEMENT OR NON-DISCLOSURE AGREEMENT, AS THE CASE MAY BE, WITHOUT NOTIFICATION TO THE RESPONDENT AND WITHOUT LIABILITY OR ANY RESPONSIBILITY OF SDG&E TO THE RESPONDENT.

IT IS EXPRESSLY CONTEMPLATED THAT MATERIALS SUBMITTED BY A RESPONDENT IN CONNECTION WITH THIS RFO WILL BE PROVIDED TO THE CPUC, ITS STAFF, THE CEC, ITS STAFF, SDG&E'S INDEPENDENT EVALUATOR, SDG&E'S PRG, AND THE COST ALLOCATION METHODOLOGY ("CAM") GROUP. ADDITIONALLY, SDG&E MAY PROVIDE LIMITED INFORMATION SUCH AS (BUT NOT LIMITED TO) ON-LINE DATE, INTERCONNECTION POINT, TECHNOLOGY AND OTHER OPERATIONAL CHARACTERISTICS TO THE CAISO FOR MODELING PURPOSES. SDG&E WILL SEEK CONFIDENTIAL TREATMENT PURSUANT TO D.06-06-066, PUBLIC UTILITIES CODE SECTION 583 AND GENERAL ORDER 66-D OF THE CPUC, WITH RESPECT TO ANY RESPONDENT CONFIDENTIAL INFORMATION SUBMITTED BY SDG&E TO THE CPUC. SDG&E WILL ALSO SEEK CONFIDENTIALITY PROTECTION FROM THE CALIFORNIA ENERGY COMMISSION (“CEC”) FOR RESPONDENT’S CONFIDENTIAL INFORMATION AND WILL SEEK CONFIDENTIALITY AND/OR NON-DISCLOSURE AGREEMENTS WITH THE PROCUREMENT REVIEW GROUP (“PRG”). SDG&E CANNOT, HOWEVER, ENSURE THAT THE CPUC OR CEC WILL AFFORD CONFIDENTIAL TREATMENT TO A RESPONDENT’S CONFIDENTIAL INFORMATION OR THAT CONFIDENTIALITY AGREEMENTS OR ORDERS WILL BE OBTAINED FROM AND/OR HONORED BY THE PRG, CEC, OR CPUC.

SDG&E, ITS REPRESENTATIVES, SEMPRA ENERGY, AND ANY OF THEIR SUBSIDIARIES DISCLAIM ANY AND ALL LIABILITY TO A RESPONDENT FOR DAMAGES OF ANY KIND RESULTING FROM DISCLOSURE OF ANY OF RESPONDENT’S INFORMATION.

13.0 CREDIT TERMS AND CONDITIONS

SDG&E has the unilateral right to evaluate and determine the credit-worthiness of the Respondent relative to this RFO. The Respondent is required to complete, execute and submit the

RFO credit application as part of its offer. The application requests financial and other relevant information needed to demonstrate creditworthiness. Respondents may download the application from the RFO Website. Winning Respondents will be required to comply with the credit and collateral requirements set forth in the pro forma agreement. The amount of such requirements will be determined by SDG&E at the time of shortlisting and will be based on product, deliveries, price, and term, among other variables. For clarity, Respondents should **not** include credit costs within their offer price (note: respondents are required to provide information regarding the added cost of collateral per \$100,000 increment to satisfy the initial collateral requirement if SDG&E decides not to extend unsecured credit - this information will be gathered via the credit application form. These costs will be considered as discussed in the quantitative evaluation section within this document).

Shortlist Acceptance Fee

The Shortlist Acceptance Fee is the greater of \$100,000 or \$2 per kW of project nameplate / aggregate program capacity and shall be required to be paid to SDG&E within ten (10) business days of notification by SDG&E that the offer has been shortlisted. The Shortlist Acceptance Fee shall be refunded (with interest for cash deposits) to Respondent if Respondent and SDG&E fail to reach an agreement and such failure is not due to Respondent's withdrawal of its offer or a material misrepresentation of pricing or non-pricing information provided by Respondent. For questions regarding credit terms, please contact SDGE_MMCCredit@sdge.com. Project-specific questions and answers will not be disclosed to other Respondents.

14.0 CPUC APPROVAL

SDG&E shall submit any signed contracts to the CPUC for approval. CPUC approval will be required as a condition precedent to the effectiveness of any contract resulting from this RFO, however, SDG&E, in its sole discretion, may choose to take deliveries prior to such approval.

15.0 SDG&E BACKGROUND

SDG&E is a regulated public utility that provides clean, safe and reliable energy service to 3.6 million consumers through 1.4 million electric meters and 873,000 natural gas meters in San Diego and southern Orange counties. The utility's area spans 4,100 square miles. SDG&E is committed to creating ways to help customers save energy and money every day. SDG&E is a subsidiary of Sempra (NYSE: SRE), a Fortune 500 energy services holding company based in San Diego. Connect with SDG&E's Customer Contact Center at 800-411-7343, on [Twitter](#) (@SDGE) and [Facebook](#).



For a map California IOU service territories please visit:

http://www.energy.ca.gov/maps/serviceareas/electric_service_areas.html

Attachment A

Renewable Generation Resource Requirements

For offers with RPS generation in this RFO resources shall have, at a minimum, the following requirements:

- 1) The product shall qualify as RPS Product Category 1 (bundled products as defined in Public Utilities Code 399.16(b)(1)(A-B)).
- 2) The project shall be located within the CAISO balancing authority (including pseudo-tied or dynamically transferred to CAISO), with a preference for San Diego Imperial Valley Local Area.
- 3) The project must be California Energy Commission (“CEC”)-certifiable as an eligible renewable resource (“ERR”), not subject to any moratorium or injunction against procurement by the CEC, CPUC, or other legal authority with jurisdiction over utility procurement. Respondents successfully signing agreements with SDG&E must warrant that the resources being offered in response to this solicitation are certifiable as an “eligible renewable resource” by the California Energy Commission (CEC). Eligibility criteria are set forth by the CEC in its Renewable Portfolio Standard Eligibility Guidebook. The most recent revision to the CEC guidebook can be downloaded from the CEC's website at <https://www.energy.ca.gov/programs-and-topics/programs/renewables-portfolio-standard/renewables-portfolio-standard-0>. Respondents are encouraged to review all RPS-related, CEC issued directives available on the same Internet website and are responsible for understanding and offering by all RPS provisions. All requirements set forth within the CEC's guidebooks and all RPS-related documents shall be incorporated herein by reference.
- 4) Respondents must have completed a Phase II interconnection study or will complete a Phase II interconnection study two years prior to the online date and seek to be evaluated as a RA resource, which requires a CAISO deliverability study.
- 5) All green attributes associated with the project must be tendered to SDG&E.
- 6) Respondents must take all necessary steps to allow the Renewable Energy Credits transferred to Buyer to be tracked in the Western Renewable Energy Generation Information System prior to the first delivery under the contract.
- 7) Project must, at a minimum, have achieved the “application deemed complete” (or equivalent) status under the land use entitlement process associated with the environmental review under the California Environmental Quality Act (CEQA) and/or under the National Environmental Quality Act (NEPA).
- 8) The Respondent will own and operate⁹ the facility(ies) associated with the offer and be responsible for development, land acquisition, fuel supply source and transportation, permitting, financing and construction for the facility(ies).

⁹ A direct contractual relationship with the operator of the facility is sufficient to meet these criteria.

- 9) SDG&E expects that third party owned and operated facilities will be operated and maintained in accordance with accepted electrical practices, applicable law and industry standards, including those related to safety, to be confirmed by Respondent in its project / program description form provided as part of the offer package. If the Respondent is unable to confirm these statements, the offer will be considered nonconforming.
- 10) The Respondent must state any affiliate relationship with Sempra Energy, if one exists.

This RFO is being conducted in compliance with relevant statutory and regulatory directives. Requirements set forth within the law and all directives shall be incorporated herein by reference. RPS generation procurement will comply with all CPUC decisions governing RPS procurement. A full text of the law and the above-mentioned CPUC decisions are publicly available on the CPUC's website at https://www.cpuc.ca.gov/RPS_Overview/. Respondents are encouraged to review all RPS-related, CPUC issued directives available on the CPUC website.