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

2018
REQUEST FOR PROPOSAL
FOR THE SALE OF
RENEWABLE ENERGY
PRODUCTS

ISSUED
APRIL 3, 2018

OFFERS DUE
MAY 7, 2018

RFP WEBSITE
https://www.sdge.com/2018RECsaleRFP

EMAIL QUESTIONS/COMMENTS TO
RECsaleRFP@semprautilities.com

INDEPENDENT EVALUATOR
hjudd@acciongroup.com
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1.0 **SCOPE OF REQUEST**

As authorized by D.17-12-007, San Diego Gas & Electric Company (“SDG&E”) is issuing this Request for Proposal (“RFP”) seeking proposals from third parties (“Respondents”) who are interested in purchasing energy products from eligible renewable resources under contract with SDG&E (“Resources”). By responding, Respondents are bound by the terms and conditions of this RFP. Energy products are derived from Resources that meet the California Renewables Portfolio Standard (“RPS”) eligibility criteria set forth by the California Energy Commission (“CEC”) (See Section 5.0 for additional information on “RPS Program Parameters”). This RFP solicits bids from financial institutions, energy service providers, utilities, municipal utilities, industrial end users, wholesale power marketers, and any other entity that would have a need to purchase bundled energy or REC’s.

**Table 1 – Acceptable Product Types**

<table>
<thead>
<tr>
<th>Product Types:</th>
<th>RPS Categories: Bundled (Category 1) and REC (Category 3)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minimum Term:</td>
<td>1 month</td>
</tr>
<tr>
<td>Maximum Term:</td>
<td>10 years (120 months)</td>
</tr>
<tr>
<td>Delivery Start Date:</td>
<td>Start no earlier than <strong>November 2018 and no later than December 2018</strong>¹</td>
</tr>
<tr>
<td>Point of Delivery:</td>
<td>SP-15 or NP-15 EZ Gen Hub (Category 1) or WREGIS Account (Category 3)</td>
</tr>
<tr>
<td>Min Total Contract Volume:</td>
<td>50,000 MWh</td>
</tr>
</tbody>
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A. Definition of Products

SDG&E is required to serve its customers in the following manner: (a) with an average of 20% of retail sales from renewable resources between January 1, 2011 and December 31, 2013, inclusive² (“Compliance Period 1”); (b) with 25% of retail sales from renewable resources by December 31, 2016, with reasonable progress made in 2014 and 2016³ (“Compliance Period 2”); (c) with 33% of retail sales from renewable resources by December 31, 2020, with reasonable progress made in 2017, 2018 and 2019⁴ (“Compliance Period 3”); and (d) with 33% of retail sales from renewable resources in each year beyond 2020⁵ (“Post 2020 Compliance Period”).

SDG&E must meet these goals by procuring renewable resources that meet the requirements of the products outlined in Public Utilities Code 399.16(b). A summary of each product type is provided below:

**Category 1 (Public Utilities Code 399.16(b) (1) (A-B)): Bundled Products**

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¹ Respondent to propose dates for purchase.
² Compliance towards Compliance Period 1 goals shall be measured as required by D.11-12-020, Ordering Paragraph (“OP”) 1.
³ Compliance towards Compliance Period 2 goals shall be measured as required by D.11-12-020, OP 2.
⁴ Compliance towards Compliance Period 3 goals shall be measured as required by D.11-12-020, OP 3.
⁵ Compliance towards Post 2020 Compliance Period goals shall be measured as required by D.11-12-020, OP 4.
• Must have first point of interconnection ("POI") with a California Balancing Authority ("CBA"); or
• Must have first POI with distribution facilities used to serve end users within a CBA; or
• Must be scheduled from the eligible renewable resource ("ERR") into a CBA without substituting electricity from another source; or
• Have an agreement to dynamically transfer electricity to a CBA.

**Category 3 (Public Utilities Code 399.16(b)(3): Unbundled Renewable Energy Credits ("RECs"))**

- ERR products, or any fraction of the electricity generated, including unbundled RECs, that do not qualify under 399.16(b) (1-2).

SDG&E is not selling Resource Adequacy ("RA") with any of these transactions. The final portfolio sale will be shaped as specified by the seller in the bid form. Offered resources may be:

- 1) Re-powered or existing facilities;
- 2) New facilities;
- 3) New facilities that are scheduled to come online during the years specified in this RFP; and/or
- 4) Other facilities.

**B. Transaction Documents**

- **a) Category 1**

  Respondents bidding on bundled energy (“Category 1”) products must sign an Edison Electric Institute ("EEI") Confirmation. Any resulting agreement shall be subject to CPUC approval. Additional respondent criteria are described in Section 7.0 “Products & Eligibility Requirements.”

- **b) Unbundled REC Agreements ("Category 3")**

  Respondents bidding on unbundled RECs ("Category 3") products must sign SDG&E’s Model REC Agreement (See Section 4.0 “RFP Response Instructions”) to be provided to bidder upon shortlisting. Any resulting agreement shall be subject to CPUC approval. Additional eligibility requirements are described in Section 7.0 “Products & Eligibility Requirements”.

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6 If using another source to provide real-time ancillary services required to maintain an hourly or sub-hourly import schedule into a CBA is permitted, but only the fraction generated by the ERR will count as Category 1.
2.0 RFP WEBSITE AND COMMUNICATIONS

The RFP and all subsequent revisions and documents are available for download from the RFP Website (https://www.sdge.com/2018RECsaleRFP). Potential Offerors are responsible for monitoring the RFP Website for subsequent updates, notices and postings.

Offers for the 2018 RPS REC Sale RFP must be submitted through the PowerAdvocate® website. Offerors intending to submit an Offer but who do not yet have an existing account with PowerAdvocate® must first register to create a username/password to receive access to the event. See below for instructions to log in/register:

First-time users must register as a Supplier using the instructions above and the Referral information below to access the RFP event:
Users with an existing PowerAdvocate® account may request access to the event by searching open RFPS or by using the link below:

Public Registration Link: https://www.poweradvocate.com/pR.do?okey=79084&pubEvent=true

All questions or other communications regarding this RFP must be submitted via email to RECsaleRFP@semprautilities.com and MUST cc hjudd@acciongroup.com. SDG&E will not accept questions or comments in any other form, except at the bidder’s Conference. Question submitted after the deadline as specified in the RFP Schedule will only be answered at the sole discretion of SDG&E or the IE. All questions and their answers will be posted publicly on this website anonymously soon after receipt. We cannot respond directly to or confidentially to any questions.
3.0 **RFP SCHEDULE**

The following schedule and deadlines apply to this RFP. SDG&E reserves the right to revise this schedule at any time and in SDG&E’s sole discretion. Respondents are responsible for accessing the RFP Website for updated schedules and possible amendments to the RFP or the solicitation process.

<table>
<thead>
<tr>
<th>NO.</th>
<th>ITEM</th>
<th>APPROX. DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>RFP Issued</td>
<td>April 3, 2018</td>
</tr>
<tr>
<td>2.</td>
<td>Pre-Bid Conference (Webinar)</td>
<td>April 13, 2018</td>
</tr>
<tr>
<td>3.</td>
<td>DEADLINE TO SUBMIT QUESTIONS</td>
<td>April 30, 2018</td>
</tr>
<tr>
<td></td>
<td>Question submittal cut-off date. Answers to all questions will be posted on the website no later than 3 business days following question submittal cutoff date</td>
<td></td>
</tr>
<tr>
<td>4.</td>
<td>CLOSING DATE: Offers must be emailed to and received by the RFP email inbox no later than NOON (Pacific Standard Time).</td>
<td>May 7, 2018</td>
</tr>
<tr>
<td>5.</td>
<td>SDG&amp;E notifies winning Bidder(s).</td>
<td>June 19, 2018</td>
</tr>
<tr>
<td>6.</td>
<td>Letter due from winning Bidders indicating:</td>
<td>June 29, 2018</td>
</tr>
<tr>
<td></td>
<td>a. Withdrawal from SDG&amp;E’s solicitation; OR</td>
<td></td>
</tr>
<tr>
<td></td>
<td>b. Acceptance of the winning position and binding price confirmation.</td>
<td></td>
</tr>
<tr>
<td>7.</td>
<td>SDG&amp;E submits Tier 1 or Tier 3 Advice Letter(s) with agreements for Commission approval.</td>
<td>August 24, 2018</td>
</tr>
</tbody>
</table>

**PRE-BID CONFERENCES**

SDG&E will host one pre-bid webinar conference as listed on the RFP schedule and RFP website via web conference (e.g. WebEx). While encouraged, participation in the pre-bid conference is NOT mandatory in order to submit an offer. Please monitor the RFP Website periodically for updates and participation instructions.

Any party interested in attending this pre-bid conference and/or webinar should email the following information to **RECsaleRFP@semprautilities.com**. Please limit your participation to two representatives per organization.

- Company name
- Attendees’ names, titles, email address and phone number
4.0 RFP RESPONSE INSTRUCTIONS

Respondents may submit bids into this solicitation by submitting the forms listed below via PowerAdvocate® prior to the offer due date. Forms are available on the RFP Website. The failure to provide the listed information, including failure to provide it in the required format, may result in the proposal being deemed non-conforming and may disqualify the proposal from further consideration.

**Required Forms for Category 1 Offers:**
1) Participation Summary and Bid Form
2) Credit Application
3) Transaction Document – Respondents shall populate and redline the Transaction Agreement.

**Required Forms for Category 3 Offers:**
1) Participation Summary and REC Bid Form
2) Credit Application
3) Model REC Agreement – To be provided to bidder by SDG&E at time of shortlisting.

Submissions containing unsolicited materials or submissions of individual Offer documents in file formats other than the formats of the original Offer forms may be rejected. This RFP is an electronic only Solicitation; Respondents need not submit paper documents nor e-binders.

All offer materials submitted in accordance with the above Response Instructions shall be subject to the confidentiality provisions of Section 10 “Confidentiality” of this RFP.

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 RFP 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 RFP or to meet additional information needs. SDG&E also reserves the unilateral right to waive any technical or format requirements contained in the RFP.

**ALL BIDS SHOULD BE VALID AND BINDING FOR THE DURATION OF THE RFP.**

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

CALIFORNIA RPS PROGRAM

California’s Renewable Portfolio Standard ("RPS") Program was adopted in 2002 and is codified at Public Utility Code sec 399.11, et seq.7 In adopting the RPS legislation, the Legislature specifically found and declared that increasing California’s reliance on renewable energy resources promotes the purpose of and may accomplish each of the following:

- Increase the diversity, reliability, public health and environmental benefits of the energy mix
- Promote stable electricity prices
- Protect public health and improve environmental quality
- Stimulate sustainable economic development and create new employment opportunities
- Reduce reliance on imported fuels
- Ameliorate air quality problems
- Improve public health by reducing the burning of fossil fuels

Current law requires all California load-serving entities ("LSEs") to procure renewable energy in the amount of 33% of retail sales by 2020.8 Unlike the prior annual RPS program, the 33% regime sets increasing targets for three multi-year Compliance Periods ("CPs"). The targets are set at 20% by the end of CP1 (2011-2013), 25% at the end of CP2 (2014-2016), and 33% by the end of CP3 (2017-2020). The CPUC issued its first decision implementing the RPS Program, D.03-06-071 on June 19, 2003. This decision established certain basic RPS Program parameters. The CPUC has subsequently issued several additional RPS-related decisions in rulemaking proceeding R.04-04-026, and successor proceedings R.06-02-012, R.06-05-027, R.08-08-009, R.11-05-005, and R.15-02-020. SDG&E will comply with all CPUC decisions governing RPS procurement. These decisions are publicly available on the CPUC’s website at http://www.cpuc.ca.gov/PUC/energy/Renewables/decisions.htm.

This RFP 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. A full text of the law and the above-mentioned CPUC decisions can be downloaded from the CPUC website. Respondents are encouraged to review all RPS-related, CPUC issued directives available on the same Internet websites and are responsible for understanding and abiding by all RPS provisions.

RPS ELIGIBILITY CRITERIA

Resources being offered in this solicitation are certifiable as an “eligible renewable resource” by the CEC. Eligibility criteria are set forth by the CEC in its Renewable Portfolio Standard Eligibility Guidebook, which can be downloaded from the CEC's website at http://www.energy.ca.gov/renewables/documents/index.html. Respondents are encouraged to review all RPS-related, CEC issued directives available on the same Internet website and are

7 See, Senate Bill (SB) 1078 (Stats. 2002 Ch. 516), as amended by SB 107, (Stats. 2006, Ch. 464).
8 See, Senate Bill (SB) 2 (1x) (Simitian), stats. 2011, ch. 1
responsible for understanding and abiding by all RPS provisions. All requirements set forth within the CEC’s guidebooks and all RPS-related documents shall be incorporated herein by reference.

**PROCUREMENT REVIEW GROUP**

The Procurement Review Group (“PRG”), a CPUC-endorsed entity, is 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. CPUC Decision D.03-06-071 established the role of the PRG. The PRG is charged with overseeing the IOU’s procurement process, reviewing procedural fairness, examining overall procurement prudence and providing feedback during all stages. From RFP language development to offer evaluation to contract negotiation, IOUs brief the PRG on a periodic basis during the entire process.

Respondents are hereby notified that revealing confidential offer information to the PRG is required during PRG briefings in accordance with Section 10 “Confidentiality”. Each Respondent must clearly identify, as part of its offer, what type of information it considers to be confidential.

**INDEPENDENT EVALUATOR**

The CPUC requires each IOU to use an Independent Evaluator to separately evaluate and report on the IOU’s entire solicitation, evaluation, and selection process for this solicitation. This will serve as an independent review of SDG&E’s implementation of the RFP process and final selections. The Independent Evaluator shall make periodic presentations regarding its findings to the IOU, and the IOU’s PRG including the CPUC Energy Division staff. The intent is to preserve the independence of the Independent Evaluator by ensuring free and unfettered communication between the Independent Evaluator and the CPUC as well as an open, fair, and transparent process that the Independent Evaluator can affirm.

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

SDG&E provides electricity to 3.4 million consumers. It delivers the electricity through 1.4 million meters in San Diego County and an adjacent portion of southern Orange County. SDG&E also delivers natural gas through 855,000 meters in San Diego County and transports electricity and natural gas for others. The electric customer base comprises 89% residential and 11% commercial and industrial customers.

SDG&E’s electric transmission network is comprised of 130 substations with 884 miles of 69-kV, 265 miles of 138-kV, 349 miles of 230-kV, and 215 miles of 500-kV transmission lines. Local (“on system”) generating resources include the Encina plant (connected into SDG&E’s grid at 138 kV and 230 kV), the Palomar Energy Center (connected at 230kV) and a number of combustion turbine facilities located around the service area (connected at 69 kV). Imported resources are received via the Miguel Substation as the delivery point for power flow on the Southwest Power Link, which is SDG&E’s 500-kV transmission line that runs from Arizona to San Diego along the U.S./Mexico border, and via the San Onofre Nuclear Generating Station 230-kV switchyard.

The figure below shows a simplified diagram of existing SDG&E’s service area, which encompasses an area of 4,100 square-miles and spans 2 counties and 25 communities.

For a map of California IOU service territories please visit:
http://www.energy.ca.gov/maps/serviceareas/electric_service_areas.html
7.0 PRODUCTS & ELIGIBILITY REQUIREMENTS

A. Compliance Periods

In this RFP, SDG&E intends to offer short and medium-term Category 1 and 3 for the periods defined in Table 1 of this document. Such products are defined below.

I. Category 1 Products
   a. Term: 10 years or less
   b. Pricing: SP-15 EZ Gen Hub day ahead or NP-15 EZ Gen Hub day ahead index price plus premium expressed in $/MWh
   c. Volume: To be bid in

II. Category 3 Products
   a. Term: 10 years or less
   b. Pricing: Bid REC price expressed in $/MWh
   c. Volume: To be bid in

Eligibility Requirements

1. WREGIS Account; and
2. Credit Capability (See Section 11.0 “Credit Terms and Conditions”).
8.0 EVALUATION CRITERIA AND SHORTLISTING

All incoming Bids will be assessed for conformance. Respondents shall conform to the minimum eligibility criteria in order to be considered, please see RFP Response Instructions.

SDG&E will utilize all the information provided in the required forms and narratives to evaluate all Bids. Respondents are responsible for the accuracy of all information provided in response to this RFP.

SDG&E will periodically brief the members of the PRG during the various stages of evaluation. Upon completion of SDG&E’s evaluation process, SDG&E will brief the PRG members regarding SDG&E’s recommendations for its short-list. Based upon the comments and recommendations received from the PRG, SDG&E may modify the preliminary list of winning bids.

QUANTITATIVE EVALUATION

SDG&E evaluates and ranks bids based on the pricing, volume and term information provided by the Bidders. SDG&E’s analysis evaluates both quantitative and qualitative aspects of each bid to estimate its value to SDG&E’s customers and its relative value in comparison to other Offers. SDG&E considers the value of selling surplus Renewable Energy as compared to the potential value of using surplus Renewable Energy to defer future RPS purchases to meet RPS compliance targets through banking. The quantitative valuation of an Offer takes into account SDG&E’s RPS position and any opportunity costs associated with each transaction. A bid that minimizes overall cost to SDG&E’s customers and satisfies all volumetric and timing constraints will be selected. The Offer will be accepted if it fulfills the quantitative and qualitative criteria and SDG&E decides to move forward to close a transaction.

QUALITATIVE EVALUATION

Qualitative factors and benefits may be used to determine advancement onto the short list or evaluate tie-breakers, if any.

ADHERENCE TO TERMS AND CONDITIONS

Respondents may not make material modification to the supplied Transaction Documents. SDG&E will review modifications of any terms and conditions proposed in the Offer and consider the materiality of these changes. Material changes will result in disqualification.

BID CONFORMANCE EVALUATION

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

1. SDG&E uncovers evidence of market manipulation in the bid preparation and Offer process;
2. The Respondent does not provide adequate evidence it meets minimum participation criteria;
3. If there is a question as to whether or not the bids meet minimum eligibility criteria;
4. If the Respondent cannot fulfill the terms and conditions of the supplied Transaction Documents;
5. If the Respondent is unable to comply with RFP timing and other solicitation requirements; and/or
6. Respondent in SDG&E’s sole judgment may not be able to provide or maintain the level of security of the transaction.
9.0 REJECTION OF OFFERS

SDG&E SHALL TREAT ALL RESPONDENTS FAIRLY AND EQUALLY AND SHALL EVALUATE ALL BIDS IN GOOD FAITH. WHILE SDG&E IS MINDFUL OF THE BENEFITS OF THIS RFP, IT MAKES NO GUARANTEE THAT A CONTRACT AWARD SHALL RESULT FROM THIS RFP EVEN AFTER A BID HAS BEEN SHORTLISTED. IN ADDITION, SDG&E NOTES THAT SHORTLISTING A BID DOES NOT CONSTITUTE SDG&E ACCEPTANCE OF ALL REDLINED CHANGES TO THE REQUIRED TRANSACTION AGREEMENT. SDG&E RESERVES THE RIGHT AT ANY TIME, AT ITS SOLE DISCRETION, TO ABANDON THIS RFP PROCESS, TO CHANGE THE BASIS FOR EVALUATION OF BIDS, TO TERMINATE FURTHER PARTICIPATION IN THIS PROCESS BY ANY PARTY, TO ACCEPT ANY BID OR TO ENTER INTO ANY DEFINITIVE AGREEMENT, TO EVALUATE THE QUALIFICATIONS OF ANY RESPONDENT OR THE TERMS AND CONDITIONS OF ANY BID, OR TO REJECT ANY OR ALL BIDS, 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 BID.
10.0 CONFIDENTIALITY

EXCEPT AS STATED BELOW OR 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 RFP, 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. RESPONDENT MAY DISCLOSE THEIR PARTICIPATION IN THIS RFP, THEIR OFFER INFORMATION, AND THE NEGOTIATION PROCESS, TO THE CPUC, ITS STAFF, THE PRG AND THE IE UNDER APPROPRIATE CONFIDENTIALITY PROTECTIONS.

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”) FOR THE PURPOSE OF EVALUATING RESPONDENT’S OFFER, 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 RFP WILL BE PROVIDED TO THE CPUC, ITS STAFF, THE CEC, ITS STAFF, AND THE PRG. SDG&E WILL SEEK CONFIDENTIAL
TREATMENT PURSUANT TO CPUC DECISION NUMBER 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 FOR THE PURPOSES OF OBTAINING REGULATORY APPROVAL. SDG&E WILL ALSO SEEK CONFIDENTIALITY PROTECTION FROM THE CEC FOR RESPONDENT’S CONFIDENTIAL INFORMATION AND WILL SEEK CONFIDENTIALITY AND/OR NON-DISCLOSURE AGREEMENTS WITH THE 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.
11.0 CREDIT TERMS AND CONDITIONS

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

All credit support arrangements (e.g., parent guaranty, deed of trust, letter of credit, or cash) must be negotiated prior to an offer being accepted as a winning offer. The form of the security (e.g. parent guaranty, deed of trust letter of credit, or cash) will be at SDG&E’s sole discretion and will depend on various factors including Respondent’s credit worthiness, product type, the volume and the term of the agreement. A guaranty template and a letter of credit template may be downloaded from the RFP Website as separate attachment to the Transaction Document.
12.0 CPUC APPROVAL

SDG&E shall submit all signed agreements to the CPUC for approval. CPUC approval that is final and non-appealable will be required as a condition precedent to the effectiveness of any contract resulting from this RFP. Deliveries under any contract will not start prior to CPUC approval.