



El Paso Electric Company  
2019 – 2021 New Mexico  
Energy Efficiency and Load Management  
Programs

Request for Proposals – RFP# [EPE-50062135-MM](#)

Released on: **October 9, 2017**

Melissa Muñoz  
Contract Negotiator  
100 N. Stanton, Loc. 121  
El Paso, TX 79901  
Phone: 915-351-4220  
E-mail: [melissa.munoz@epelectric.com](mailto:melissa.munoz@epelectric.com)

**Proposals due: November 13, 2017, 5:00 p.m. (MST)**  
**Estimated Date of Contract Award: March 15, 2018**

# Table of Contents

1	Introduction.....	1
1.1	Purpose.....	1
1.2	Company Background.....	1
1.3	Communications.....	2
1.4	Confidentiality of Responses .....	2
1.5	El Paso Electric Service Territory.....	4
2	Energy Efficiency and Load Management Program Descriptions .....	5
3	RFP Schedule and Process.....	6
3.1	RFP Schedule .....	6
3.2	RFP Issuance .....	6
3.3	Submission of Bidder Questions .....	6
3.4	Responses to Bidder(s)' Questions .....	6
3.5	Intent to Bid.....	7
3.6	Proposal Due Date and Submission Requirements .....	7
3.7	Tentative Date for Selection of Programs .....	7
3.8	Tentative Date for Contract Discussions.....	7
3.9	Proposal Validity.....	7
4	Proposal Content and Form .....	8
4.1	Adherence to Format.....	8
4.2	Proposal Format .....	8
5	Evaluation Process and Selection Criteria .....	12
5.1	Proposal Review.....	12
5.2	EPE's Selection of Bids and Discussions with Bidders.....	13
6	Notice of Disclaimer .....	14
	Appendix A: EPE's Consulting Services Agreement.....	A-1

# 1 Introduction

---

## 1.1 Purpose

El Paso Electric (“EPE” or the “Company”) requests proposals from qualified Bidders for the design, development, and implementation of its Residential and Commercial Energy Efficiency (“EE”) Programs and Residential and Commercial Load Management (“LM”) Programs (together “EE and LM Programs”) in its New Mexico service territory for a three year program period beginning January 1, 2019. EPE will consider the design, development, and implementation of new programs, as well as the redesign, redevelopment, and implementation of its current programs. EPE will not consider any proposals for refrigerator recycling programs for this RFP.

EPE implements a wide range of New Mexico Public Regulation Commission (“NMPRC”) approved programs that result in reduced demand and reduced annual energy consumption. EPE’s portfolio of programs is in compliance with the NMPRC’s Energy Efficiency Rule 17.7.2 New Mexico Administrative Code (“NMAC”) (“Rule”). The objective of this Rule is to implement the New Mexico Efficient Use of Energy Act, Section 62-17-1 *et. seq.* NMSA 1978 and establish criteria to evaluate and implement cost-effective EE and LM Programs that reduce energy demand and energy consumption.

## 1.2 Company Background

For over 100 years, EPE has been serving West Texas and Southern New Mexico with safe, clean, affordable, and reliable electric energy through superior production, acquisition, and delivery. Today, EPE is a regional electric utility providing generation, transmission, and distribution service to approximately 407,000 retail and wholesale customers in a 10,000 square mile service area, extending from Hatch, New Mexico, to Van Horn, Texas (See Figure 1).

There were approximately 96,000 customers in EPE’s New Mexico service territory in 2016: 85,000 residential customers, 10,000 commercial customers, and 1,500 public authority customers. Since 2008, EPE has had a NMPRC approved portfolio of energy efficiency programs in place, most recently approved in NMPRC Case No. 16-00185-UT for the 2017 program year and extended through the 2018 program year pursuant to the Rule. The total 2017 program budget is \$5,191,267, and the anticipated 2017 annual energy savings are 13,246,783 kilowatt hours (“kWh”) at the customer meter as shown in the table below.

2017 EPE Programs			
Programs	Budget	Anticipated kW Savings	Anticipated kWh Savings
<b>Education</b>	<b>\$157,317</b>	<b>26</b>	<b>736,909</b>
LivingWise® Program	\$157,317	26	736,909
<b>Residential</b>	<b>\$2,066,382</b>	<b>2,298</b>	<b>4,817,747</b>
Residential Comprehensive Program	\$1,231,382	1,995	3,259,383
CFL & LED Program	\$478,000	120	1,184,390
ENERGY STAR® New Homes Program	\$357,000	183	373,974
<b>Low Income</b>	<b>\$510,465</b>	<b>111</b>	<b>996,439</b>
NM EnergySaver Program	\$510,465	111	996,439
<b>Commercial</b>	<b>\$2,186,103</b>	<b>1,006</b>	<b>6,695,688</b>
SCORE Plus Program	\$1,531,453	687	4,605,661
Small Commercial Comprehensive Program	\$654,650	319	2,090,027
<b>Non-Program Specific EPE Admin</b>	<b>\$271,000</b>		
<b>Totals:</b>	<b>\$5,191,267</b>	<b>3,441</b>	<b>13,246,783</b>

Bidders can learn more about the Company by visiting EPE’s website at [www.epelectric.com](http://www.epelectric.com).

### 1.3 Communications

Except as described in Section 3.6 below concerning the submission of proposals to EPE in triplicate hard copy format and in soft copy format on a USB drive, all communications from Bidders to EPE, including questions regarding this RFP, must be submitted via e-mail. Based upon the nature and frequency of the questions EPE receives, EPE will choose to respond to individual Bidders either directly, post a response to the question on EPE’s website, or address the question through a conference call.

All submittals, inquiries, and communications related to this RFP should be directed to the Contract Negotiator who shall serve as the Bidder’s sole point of contact with EPE:

Melissa Muñoz  
 Contract Negotiator  
 Phone: (915) 351-4220  
 E-mail: [melissa.munoz@epelectric.com](mailto:melissa.munoz@epelectric.com)

The EPE New Mexico Energy Efficiency and Load Management RFP Solicitation webpage can be found at <https://www.epelectric.com/doing-business-with-epe>.

**All communications between Bidders and EPE shall be conducted via e-mail. Oral communications are discouraged and shall not be binding upon EPE.**

### 1.4 Confidentiality of Responses

EPE will consider proposals and associated information submitted by Bidders to be confidential only if each page of such materials is clearly designated as “Confidential.” Participating and non-participating vendor(s) should be aware that information received in response to this RFP will be subject to the review of applicable local, state and/or federal regulatory agencies, including, but not limited to, the NMPRC, the Public Utility Commission of Texas, and the Federal Energy Regulatory Commission. Information submitted in response to this RFP may become subject to federal or state laws pertaining to public access to information as a result of any reviews conducted by government agencies. EPE shall not be liable for the release of any information

subject to disclosure under any laws pertaining to public access to information. Except as required by regulatory reviews, EPE will use reasonable efforts to avoid disclosure of information designated as confidential to persons other than those involved with the evaluation and selection of the vendor and any subsequent negotiations. EPE will propose that any information and material designated as confidential be provided under a protective order. If a Bidder's proposal is selected by EPE, the Bidder shall cooperate with EPE in making technical descriptions, pricing, and other contract terms available for review as part of any regulatory approval process as EPE deems necessary or appropriate. EPE will follow applicable orders and rules of the NMPRC, and/or other applicable agency, including any protective orders issued, such as disclosure of price, terms, or other information as required.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

## 1.5 El Paso Electric Service Territory

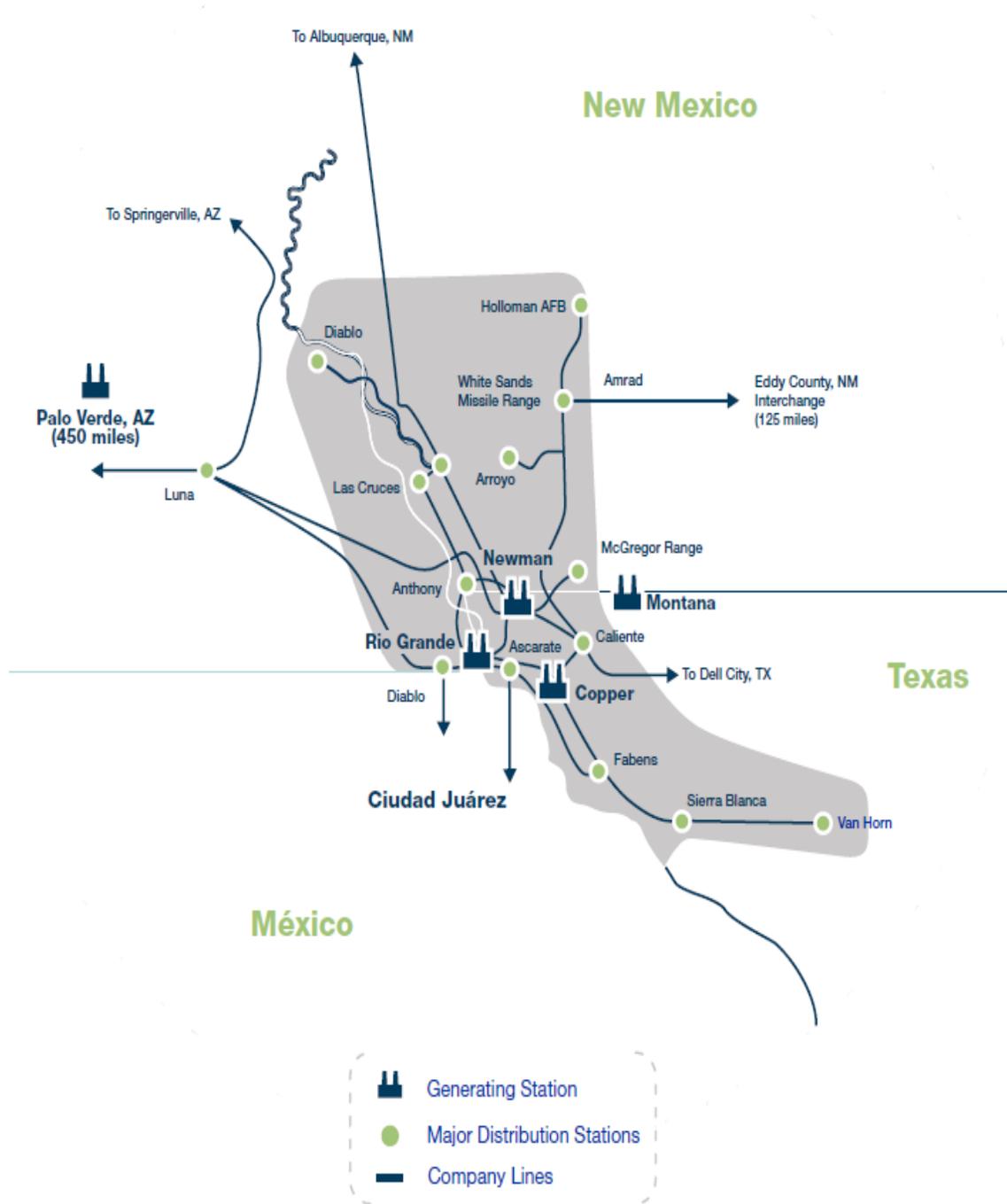


Figure 1 – EPE Service Territory and Electric System

## 2 Energy Efficiency and Load Management Program Descriptions

---

Bidders should provide a Turn-Key Program(s), for the multiple program years running from January 1, 2019, through December 31, 2021. **Bidders may propose multiple programs, but a separate proposal is required for each program.** After selection of Bidder(s) and completion of contract negotiations, EPE will file an application with the NMRPC for approval of proposed programs and proposed program budgets. Selection of final programs and final program budgets are subject to NMRPC approval.

In addition to reducing demand and energy consumption, EE and LM Programs are strategic efforts which include rebates/incentives, training, public awareness, and educational programs designed to lower market barriers and increase the adoption of rate for energy-efficient technologies and practices. EPE must ensure that its portfolio of EE and LM Programs provides every effected customer class with the opportunity to participate and benefit economically.

### **Goals and Parameter of Program Categories:**

- Educational Program(s) – Annual Goal of 740,000 kWh
- Residential Program(s) – Annual Goal of 4,800,000 kWh
  - Residential customers who are above 200% of the Federal Poverty Guidelines
- Low Income Program(s) – Annual Goal of 1,000,000 kWh
  - Residential customers who are at or below 200% of the Federal Poverty Guidelines
- Small Commercial Program(s) – Annual Goal of 2,100,000 kWh
  - Small Commercial customers whose average annual demand is less than or equal to 100 kilowatts (kW)
- Large Commercial Program(s) – Annual Goal of 4,600,000 kWh
  - Large Commercial customers whose average annual demand of greater than 100 kW and eligible Governmental entities
- Residential and Commercial Load Management Programs – Annual kW Goal to be determined with the amount depending on program proposal.

**EPE will not consider any proposals for refrigerator recycling programs for this RFP.**

## 3 RFP Schedule and Process

---

### 3.1 RFP Schedule

The following tentative schedule and deadlines apply to this solicitation

RFP Issuance Date	October 9, 2017
Submission of Bidder Questions by Program	October 23, 2017
Responses to Bidders' Questions by Program	November 6, 2017
Intent to Bid on Specific Program	November 9, 2017
<b>Proposal Due Date</b>	<b>November 13, 2017</b>
Bidder Interviews at EPE's discretion	December 4-13, 2017
EPE Selection of Program(s) Tentative Date	January 5, 2018
Contract Negotiations and execution of agreements Tentative Date	March 15, 2018
Program Implementation Date	January 1, 2019

EPE reserves the right to modify, cancel or withdraw this RFP and to revise the schedule specified above if, in the sole discretion of EPE, such changes are necessary.

### 3.2 RFP Issuance

EPE will extend an electronic invitation to companies and entities, that EPE identified while conducting market research on energy service providers, on **October 9, 2017**. In addition EPE will post the RFP on its website at <https://www.epelectric.com/doing-business-with-epe> to allow other entities to participate in the RFP process.

Receipt of the RFP invitation must be confirmed via e-mail response from Bidders with the Contract Negotiator.

### 3.3 Submission of Bidder Questions

The deadline for submission of written RFP related questions will be **October 23, 2017**, at 5:00 p.m. Mountain Daylight Time to EPE's Contractor Negotiator. Any questions submitted after that deadline will NOT be addressed.

EPE will prepare written responses to questions received and distribute the questions and responses to Bidders. Responses will be distributed to such Bidders with the question included but will not identify who originally submitted the question.

### 3.4 Responses to Bidder(s)' Questions

All questions related to this RFP will be answered by **November 6, 2017**. The responses will be e-mailed to all recipients of the RFP by the Contract Negotiator.

Submission of questions is not mandatory and will not positively or negatively impact the overall review of any Bidder's submissions. Bidders should refrain from asking questions that would reveal confidential and/or proprietary information specific to their proposal.

### 3.5 Intent to Bid

All letters of intent to bid must be received by the Contract Negotiator by 5:00 p.m. Mountain Daylight Time on November 9, 2017. **Bidders should submit a separate letter of intent to bid for each program that they intend to bid on.** Failure to submit a letter of intent to bid for a program may disqualify a bidder's proposal for further consideration.

### 3.6 Proposal Due Date and Submission Requirements

All proposals must be received at EPE's offices to the attention of the Contract Negotiator by 5:00 p.m. Mountain Daylight Time on **November 13, 2017**. Any proposal submitted after the due date will be excluded from consideration.

Three hard copies of the proposal(s) must be submitted. In addition, a soft copy of the proposal(s) must be submitted on a USB flash drive. Facsimile, e-mail, or other electronic submissions not sent in accordance with the requirements of this RFP shall be excluded from consideration.

Bidders are solely responsible for ensuring the proposals are received by EPE in accordance with the RFP instructions prior to the date and time specified and at the place specified. EPE shall not be responsible for any delays in mail or by common carriers or by transmitting errors, delays, misdelivery, or mislabeling.

### 3.7 Tentative Date for Selection of Programs

Following a review of technical and financial information, Bidders' experience and feedback obtained from references, EPE will determine which, if any, of the EE and LM Program(s) proposals best meet EPE's objectives, and may initiate negotiations with those applicable Bidders. EPE will notify the selected Bidders on or before **January 5, 2018**.

### 3.8 Tentative Date for Contract Discussions

Should EPE choose to initiate negotiations with any Bidders, the tentative date for contract execution with the selected Bidder(s) is **March 15, 2018**. Any contract between EPE and a Bidder will be conditioned upon prior regulatory approval by the NMPRC. EPE, at its sole discretion, reserves the right to reject any proposed contract(s) that result from this RFP for any reason including if subsequently issued regulatory approvals or authorizations are subject to conditions, including ratemaking treatments, which are unacceptable to EPE.

### 3.9 Proposal Validity

All proposal terms, conditions, and pricing are binding through the final selection notification and subsequent negotiations as well as for the time necessary to obtain NMPRC approval for EPE's 2019, 2020, and 2021 program application.

## 4 Proposal Content and Form

---

Bidders must demonstrate that each of its proposed EE or LM program is cost-effective and meets the Utility Cost Test.

### 4.1 Adherence to Format

Unless EPE in its sole discretion elects otherwise, proposals that do not include the information requested in this section will be ineligible for further evaluation, unless the information requested is not applicable or relevant to a given proposal. EPE reserve the right to conduct any further due diligence as it considers necessary as outlined in Section 5.1(C).

### 4.2 Proposal Format

A complete separate proposal is required for each EE or LM program assembled in the following format. Each page within the sections denoted below shall be limited to the number of pages listed in parentheses next to the title. Additionally, the pages within the tabs, unless stated otherwise in this RFP, shall be formatted to fit on 8.5 x 11 paper, have one inch margins, utilize Times New Roman 12 point font, and have 1.5 spacing. The page size, margins, and spacing do not apply to Excel schedules. Margins and font sizes may be increased, but in no case may they be decreased. For sections that do not require a page limit, Bidders should limit their responses to relevant information and utilize reasonable formatting. The relevance of information and reasonableness of the formatting shall be determined in EPE's sole discretion.

The sections of the proposal and their page limits are as follows:

- Title Page
- Table of Contents
- Tab 1 – Executive Summary (2 Page Limit)
- Tab 2 – Program Description and Requirements (No Page Limit)
- Tab 3 – High-Level Program Implementation Schedule (3 Page Limit)
- Tab 4 – Marketing Capabilities and Customer Engagement Requirements (5 Page Limit)
- Tab 5 – Technical Capabilities, Data Collection, and Reporting (No Page Limit)
- Tab 6 – Program Costs and Estimated Cost-Effectiveness (6 Page Limit)
- Tab 7 – Experience, Qualifications, Resumes, and References (No Page Limit)
- Tab 8 – Financial Information (No Page Limit)
- Tab 9 – Insurance and Risk Management (No Page Limit)
- Tab10 – Additional Information (No Page Limit)

Additionally, each page of the proposal shall have the following information in the top right corner.

- NM Energy Efficiency and Load Management Programs RFP
- RFP Number: EPE-50062135-MM
- Bidder Name
- [Tab Number] Page [x] of [x]

#### (A) Tab 1 – Executive Summary

The Executive Summary should provide an overall description of the program proposal. The description should include details about the type of program being proposed as well as key quantitative and qualitative benefits to EPE and its customers. The summary should specify how the program will engage EPE customers to participate in the EE or LM program and, based on similar program results, should describe estimated savings in kWh and kW for a proposed EE program and in estimated kW savings for a proposed LM program.

**(B) Tab 2 – Program Description and Requirements**

Each proposal must provide a comprehensive description of the proposed EE or LM program that includes program design, management and administration, marketing, customer enrollment, program milestones, sample reports, and other pertinent information. Each proposal also shall provide evidence of similar programs' energy savings in kWh and kW for EE programs and kW savings for LM programs. Each proposal shall provide an estimated level of cost-effectiveness for the program and detail how it will help EPE meet its program goals as detailed in Section 2.

The following information should be discussed in this section, as applicable to the proposed EE or LM program:

- Describe proposed EE or LM customer incentives structure, (e.g. equipment rebate, annual participation incentive, seasonal incentive, event-based incentive, etc.);
- Discuss target market for this program and how it will be reached;
- Describe the frequency and type of data that will be shared with the EPE;
- Describe the division of responsibility between Bidder and EPE;
- Identify the program's implementation team by entity, person, or job function as appropriate; and
- Discuss the structure of communication and the implementation process between EPE and the program's implementation team, including details about physical location of the implementation team.

**(C) Tab 3 – High-Level Program Implementation Schedule**

Each proposal must provide a high-level schedule of program development activities, target completion dates for program implementation, as well as any training and/or program rollout necessary for each program year. Each proposal must describe the overall program development strategy and work breakdown structure that will ensure that the EE or LM program can be implemented in time to meet the proposed start of program date of January 1, 2019.

**(D) Tab 4 – Marketing Capabilities and Customer Engagement Requirements**

Each proposal must describe marketing capabilities, program marketing plan, and customer enrollment strategy. Each proposal must also describe EPE's expected role in program marketing.

**(E) Tab 5 – Technical Capabilities, Data Collection, and Reporting**

Each proposal must describe engineering support in areas of evaluation, measurement, and verification ("EM&V") analysis; pre- and post-inspections; quality assurance; and quality

control. Each proposal must describe data collection, data retention, EPE access to data, and reporting to both EPE and independent statewide evaluators.

(F) Tab 6 – Program Costs and Estimated Cost-Effectiveness

Proposals must clearly state all components of the proposed EE or LM program. Bidders must provide an itemization of the program costs including program implementation costs, customer incentives, administrative costs, marketing costs, taxes (*e.g.* New Mexico Gross Receipts Tax), etc. In accordance with Section 3.9, proposals must remain open and valid through the time that EPE obtains NMPRC approval.

(G) Tab 7 – Experience, Qualifications, Resumes, and References

The capability and experience of any Bidder must be demonstrated to provide assurance that the Bidder, and any other party involved in the proposal, has adequate competence, resources, and skills. Each proposal must include the following information, as a minimum:

- Description of technical and project management experience, specifically with respect to the implementation of EE and/or LM programs similar to the proposal, and previous collaboration efforts with electric utilities and statewide independent evaluator(s) if any;
- Identify other utility programs Bidder has implemented;
- Description of experience with programs similar to the proposed EE or LM program;
- Description of marketing experience with programs similar to the proposal;
- Description of documented program results for programs similar to the proposal;
- Resumes;
- Licenses and certifications; and
- List of utility and EE and LM industry references.

(H) Tab 8 – Financial Information

The financial viability of any proposal must be demonstrated to provide assurance that the Bidder, and any other party involved in the proposal, has adequate financial capability. Each proposal must include the following information, at a minimum:

- Dun & Bradstreet (DUNs) number, if applicable;
- Most recent financial reports for the Bidder and any other parties involved, or most recent copy of certified public accountant (“CPA”) audited (or reviewed) income statements, balance sheets, and cash flow statements for the past three years;
- Investment rating of the Bidder or its parent company by Moody’s and/or Standard & Poor’s as applicable;
- Description of any current credit issues raised by rating agencies, banks, or accounting firms; and
- A list all lawsuits, regulatory proceedings, or arbitration in which the Bidder or its affiliates or predecessors have been, or are engaged in, that could affect the Bidder’s performance of its bid. Bidders should identify the parties involved in such lawsuits, proceedings, or arbitration as well as the final resolution or present status of such matters.

(I) Tab 9 – Insurance and Risk Management

A list of existing insurance contracts, listing policies by coverage, expiration date, insurer and limits per policy should be included. Also, on a per coverage basis, provide current experience modifier and prior loss history for the last three (3) years. Bidders shall also describe their risk management program if insurance coverage will derive from a parent company.

(J) Tab 10 – Additional Information

Any additional documentation necessary to provide relevant details on a particular section that causes that section to exceed page limits or that cannot conform to that section's formatting requirements shall be included here. Documents included in Tab 10 may not necessarily be reviewed by EPE, and thus, may not necessarily factor into EPE's selection of a Bidder.

## 5 Evaluation Process and Selection Criteria

---

EPE will assess the proposals to determine which, if any, will provide the best value for EPE's customers and the Company.

### 5.1 Proposal Review

EPE will first determine if each proposal meets the bid eligibility requirements. Only those proposals that satisfy the bid eligibility requirements will be further evaluated through EPE's screening and due diligence processes. If at any time during the evaluation process EPE determines that a proposal does not meet its requirements, including timely submission of all documents pursuant to this RFP, EPE reserves the right to disqualify the Bidder's proposal, and EPE will notify the Bidder accordingly during its notification process.

#### (A) Bid Eligibility Determination

Each proposal will be reviewed to determine if it meets the requirements outlined in this RFP and will be preliminarily reviewed for completeness in accordance with the RFP requirements. The Company reserves the right to reject any, all, or portions of any proposal received for failure to meet any criteria set forth in this RFP. The proposal must be submitted on time and comply with the proposal format found in Section 4 and the submission requirements in Section 3.6. Proposals rejected at this stage will not be subjected to further evaluation by the Company.

#### (B) Initial Bid Screening Process and Selection Criteria

The Company will evaluate if the proposal meets EPE's EE and LM Program objectives. EPE will utilize the following Selection Criteria in its evaluation of the proposals:

- Completeness and Responsiveness – Proposals must meet all criteria set forth in the RFP. A thorough explanation of all aspects of the proposal should be included. As well as a detailed program implementation plan should be provided;
- Cost-Effectiveness – As directed by Rule 17.7.2 NMAC, EPE uses the Utility Cost Test (“UCT”) to measure cost-effectiveness. The Efficient Use of Energy Act defines the UCT as “a standard that is met if the monetary costs that are borne by the public utility and that are incurred to develop, acquire and operate efficiency or load management resources on a life-cycle basis are less than the avoided monetary costs associated with developing, acquiring and operating associated supply-side resources.” A benefit-cost ratio greater than 1.0 indicates the program is cost-effective;
- Evidence of energy saved – Program proposals must provide a detailed description of the energy saved or the load reduction resulted from similar type programs;
- Experience – Proposals must demonstrate that the Bidder has direct experience designing, developing, and implementing energy efficiency programs and possess extensive technical and marketing experience with successful projects of a similar nature;
- Financial Viability and Creditworthiness – Proposals should demonstrate that the Bidder has a proven financial track record and be able to provide documentation that demonstrates access to financial resources required to complete the project;

- Project Schedule – Proposals must demonstrate that the program will be ready for initial implementation by January 1, 2019, and be viable through program years 2019 through 2021;
- Technical Capabilities – Proposals must demonstrate the technical capability of the Bidder, directly or through the use of subcontractors, to successfully implement the programs herein. Proposals should include solutions that enable the creation of reports from the program and the ability to provide those reports or data in a usable format to the Company.

Those proposals that adequately address all applicable Selection Criteria shall be subjected to due diligence screening.

### (C) Due Diligence Screening

The Company will conduct due diligence screening to validate information presented in the proposals and ensure that the Selection Criteria is met. EPE may request additional information from Bidders, and Bidders agree to make available to the Company any financial, technical, or other such information associated with the Bidder and its proposal.

EPE may also conduct interviews with some or all of the Bidders as part of its due diligence efforts. Interviews shall be conducted at EPE's sole discretion, and invitations for interviews are not necessarily indicative of a Bidder's overall ranking.

If after reviewing all the bids it is determined that bids within specific categories of EE and LM Programs listed in Section 2 need to be modified to meet regulatory requirements, then EPE may notify Effected Bidders of the necessary adjustments. Effected Bidders are all Bidders that submitted bids for the effected program category and whose bids have made it through the bid eligibility and bid screening process phase of the requested adjustments prior to EPE notifying bidders of the necessary adjustments. EPE will then review each Effected Bidder's revised bids in accordance with the requirements of the RFP.

## **5.2 EPE's Selection of Bids and Discussions with Bidders**

After conclusion of the proposal reviews, EPE may make a final selection of one or more proposals for negotiation of the EE and LM program agreements. An EPE Consulting Services Agreement is attached to this RFP as Appendix A. EPE will notify Bidders whose proposals are eliminated from further consideration.

If EPE cannot reach acceptable agreement terms with the final selected Bidder or Bidders, EPE reserves the right to terminate negotiations with such Bidders and begin discussions with other Bidders, begin a new solicitation, or cancel this RFP. Furthermore, EPE, in its sole discretion, reserves the right to not select any proposals for negotiation of any agreement if warranted by its evaluation.

## 6 Notice of Disclaimer

---

EPE has prepared the information provided in this RFP to assist interested persons and entities in making a decision whether to respond with a proposal. EPE reserves the right to modify, change, supplement, or withdraw the RFP at its sole discretion. No part of this document or any other correspondence from EPE, its employees, officers, or consultants shall be taken as legal, financial or other advice, nor as establishing a contract or any contractual obligations. All communication between Bidders and EPE, except where indicated otherwise in this RFP, shall be conducted in writing.

EPE makes no representations or warranties regarding the completeness of the information contained within the RFP and does not purport that this RFP contains all of the information needed for Bidders to determine whether to submit a proposal. Neither EPE nor its employees, officers, or consultants will make, or will be deemed to have made, any current or future representation, promise, or warranty, expressed or implied, as to the accuracy, reliability, or completeness of the information contained within the RFP or any other information provided to Bidders.

Bidders who submit proposals do so without legal recourse against EPE, or EPE's directors, management, employees, agents, or contractors, due to EPE's rejection, in whole or in part, or their proposal or for failure to execute any agreement with EPE. EPE shall not be liable to any Bidder or to any other party, in law or equity, for any reason whatsoever related to EPE's acts or omissions arising out of, or in connection with, the RFP process.

EPE reserves the right to reject, for any reason, any and/or all proposals. EPE further reserves the right to waive any irregularity or technicality in proposals received, or to consider alternatives outside of this solicitation, at its sole discretion, to satisfy its load savings goals and customer needs. In addition, EPE reserves the right, in its sole discretion, to modify or waive any of the criteria contained herein and/or the process described herein.

No Bidder will have any claim whatsoever against EPE, its employees, officers, or consultants arising from, in connection with, or in any way relating to this RFP. Without limiting the generality of the foregoing, each Bidder agrees, by and through its submission of a proposal, that rejection of a proposal will be without liability on the part of EPE, its employees, officers, or consultants, nor shall a Bidder seek recourse of any kind against any of the foregoing on account of such rejection. The filing of a proposal shall constitute an agreement of the Bidder to each and all of these conditions. Each Bidder and recipient of this RFP is responsible for all costs incurred in evaluating, preparing, and responding to this RFP. Any other costs incurred by any Bidder during negotiations are also the responsibility of the Bidder.

# Appendix A: EPE's Master Consulting Services Agreement

---

See attachment