

## Bidder Questions WE 12.8.2023

1. NDA: The RFP states each bidder must include a signed NDA with the RFP submission. If we have redlines to the NDA, please let me know if that is acceptable to submit with the RFP, rather than the NDA signed by Ranger Power. Also please advise when the NDA is expected to be fully executed by Minnesota Power. RFP statement on this is below:

**Attachment E – Mutual Non-Disclosure Agreement.**

Each bidder must provide a signed Non-Disclosure Agreement to be executed by the bidder and MP.

- a. MN Power's preference is to submit the NDA with redlines prior to bid close. That will give MN Power time to review and determine if the changes are acceptable. MN Power plans to fully execute the NDA shortly after bids are received. Note that the time it will take MP to fully execute will be dependent on the extent of proposed redlines, time to review and negotiate new terms, and the volume of NDAs that have alternate terms. To ensure a timely execution we recommend limiting changes to the NDA.
2. Our team does not understand how a security (cash, LC, or bond) could be provided without a contract. These are performance securities tied to an agreement with performance obligations. We do not understand how a financial security would be posted upon being shortlisted without a specific contract or agreement in place. Because this seems to be an unworkable requirement, will MP accept proof of LC or bond capacity (via a letter from the lender or otherwise) at the time of bidding?
    - a. Minnesota Power will not accept a proof (via a letter from the lender or otherwise) of LC or bond capacity at the time of short-listing. Minnesota Power would be willing to provide to all bidders that are short listed written assurance on management of security during negotiations.
  3. Would MP accept an alternative bid structure in addition to or separate from the PPA and BOT structure? Specifically, can we propose a development asset sale and service structure?
    - a. MP will review all bids based on the requirements outlined in the RFP. MP prefers a PPA and BOT structure, but the RFP does not restrict alternative bid structures from being submitted and evaluated. The Shortlisting will be based on all merits of the solar project.
  4. We are wondering if the deadline of January 4th for proposals is firm or will be changed
    - a. We will be pushing the bid due date until 5 p.m. CST on January 17, 2024.

5. If we have two, small change requests to the Form NDA (adding lenders and potential lenders to the defined term "Representative" and having both parties waive consequential damages), how should that be communicated or submitted?
  - a. If you could send those as a redline to the draft NDA we will review.
  
6. Can you confirm that the developers will be the one(s) to source the solar panels on this RFP, or would MN Power consider a bulk purchase of panels?
  - a. Yes, the project developers would be responsible for sourcing the solar panels in response to Minnesota Power's RFP.