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American Electric Power Service Corporation
as agent for
Southwestern Electric Power Company

Request for Proposals for up to 500 MW
of Solar Energy Resources

The Solar Resources requested via this RFP will be acquired via one or more Purchase and Sale Agreements (“PSA”) for purchase of 100% equity interest in the Solar Project’s limited liability company at Mechanical Completion.

RFP Issue Date: September 28, 2022

RFP Proposals Due: November 17, 2022

RFP Web Address: www.swepco.com/rfp

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1. Background

Southwestern Electric Power Company (“SWEPCO” or the “Company”) is pursuing additional generation resources via a Wind Request for Proposals (RFP) and two Solar RFPs to satisfy the need for additional generation resources as a result of announced generation retirements by the Company. This need is reflected in the Company’s Integrated Resource Plan (“IRP”) filed with the Arkansas Public Service Commission in December 2021 and was outlined in the two stakeholder meetings conducted on March 29, 2022 and July 20, 2022 as part of the Louisiana IRP process.

This Solar PSA RFP seeks up to 500 MW of Solar Resources via one or more Purchase and Sale Agreements (“PSA”) for purchase of 100% equity interest in the project companies at Mechanical Completion¹.

The Wind PSA RFP² seeks up to 1,900 MW of Wind Energy Resources.

The Company will evaluate each of the RFPs, individually and collectively, to determine the portfolio of projects that best fits the Company’s needs. The resources procured by the Company in the Wind PSA RFP and the Solar PSA RFP may exceed the targeted volumes listed in the following RFP Summary:

Resource	Wind PSA RFP	Solar PSA RFP
Volume	1,900 MW	500 MW
Size (min)	100 MW	50 MW
Expected COD	12/1/2025 or 12/1/2026	
Interconnection	Arkansas, Louisiana, Texas, Oklahoma, Kansas, or Missouri	
Location	Projects must interconnect to SPP and be in Queue Cluster 2018-001, or earlier	

2. Introduction

American Electric Power Service Corporation (“AEPSC”) and SWEPCO are subsidiaries of American Electric Power Company, Inc. (“AEP”).

AEPSC is administering this RFP on behalf of SWEPCO, who is seeking competitively priced Solar Energy Resources (each a “Project” or “Solar Project” and collectively the “Projects” or “Solar Projects”) solely on a turnkey basis through its acquisition of the ownership interests in one or more projects.

Affiliates of AEP and SWEPCO (“Affiliate”) will not participate in this RFP.

¹ Mechanical Completion means the Project has been mechanically completed, assembled, erected and installed in accordance with the terms and conditions of the PSA.

² The Wind PSA RFP may be found at www.swepco.com/rfp.

AEP is one of the largest electric utilities in the United States, delivering electricity and custom energy solutions to nearly 5.4 million regulated retail customers in 11 states. AEP owns the nation's largest electricity transmission system, a more than 40,000-mile network that includes more 765-kilovolt extra-high voltage transmission lines than all other U.S. transmission systems combined. AEP also operates 224,000 miles of distribution lines. AEP ranks among the nation's largest generators of electricity, owning approximately 26,000 megawatts of generating capacity in the U.S. AEP also supplies approximately 4,300 megawatts of renewable energy to customers. AEP's utility units operate as AEP Ohio, AEP Texas, Appalachian Power (in Virginia and West Virginia), AEP Appalachian Power (in Tennessee), Indiana Michigan Power, Kentucky Power, PSO and SWEPCO (in Arkansas, Louisiana and east Texas). AEP's headquarters is in Columbus, Ohio. More information about AEP can be accessed by visiting www.aep.com.

SWEPCO serves 543,000 customers in northwestern and central Louisiana, western Arkansas, East Texas and the panhandle of North Texas. SWEPCO's headquarters are in Shreveport, Louisiana.

SWEPCO has 5,508 MW of generating capacity, including SWEPCO's 809 MW share of the North Central Energy Facilities³, and has executed long-term renewable energy purchase agreements ("REPA") with wind generation resources totaling 469 MW. In addition, SWEPCO has over 4,000 miles of transmission and 25,000 miles of distribution lines. Additional information regarding SWEPCO can be accessed by visiting www.SWEPCO.com.

3. RFP Overview

- 3.1. **General.** SWEPCO is pursuing up to 500 MW of Solar Projects that can achieve a Commercial Operation Date ("COD") by December 1, 2025, or December 1, 2026, with a preference for December 1, 2025. Projects must interconnect to the Southwest Power Pool ("SPP"), be in the SPP Queue Cluster 2018-001 or earlier, and be located in Arkansas, Louisiana, Texas, Oklahoma, Kansas or Missouri.
- 3.2. **Solar PSA Proposals.** The Solar Energy Resources requested in this RFP will be acquired via PSAs for purchase of 100% of the equity interest of the Project's limited liability company ("Project LLC") at Mechanical Completion. Proposals that do not meet these criteria, including proposals for REPAs, will not be considered by the Company.
- 3.3. **Base Proposal.** A Base Proposal for a Solar Project "only" is required by Bidders to participate in this RFP. Bidders may include an Alternate Proposal for a Solar Project with a battery energy storage system ("BESS"). Standalone BESS proposals will not be accepted in this RFP.
- 3.4. **ITC Value.** SWEPCO is seeking Solar Projects that will qualify for the Federal Investment Tax Credit ("ITC"). While qualifying for these ITCs is not an Eligibility and Threshold Requirement (§9.1) for participating in the RFP, the value brought to the Proposals in buying down the cost of energy by utilization of these tax credits is significant, and is

³ <https://www.swepco.com/clean-energy/renewable/plan>

included in the Company's Economic Analysis (§9.2.1) and ranking of each of the respective Proposals⁴.

- 3.5. Affiliate Proposals. Affiliates of the Company will not participate as Bidders in this RFP.
- 3.6. Timing. The time period between the receipt of Proposals and the time required for the Company's evaluation, due diligence, selection, negotiation and the execution of definitive agreements is anticipated to be seven months (see Section 6.1). The Company anticipates filing for regulatory approval in each of its operating jurisdictions (Louisiana, Arkansas and Texas) in Q3-2023 and receiving regulatory decisions by the end of Q3-2024.
- 3.7. Regulatory Approvals. The Company's decisions regarding the results of this RFP will be subject to its receipt of regulatory approvals from the Arkansas Public Service Commission, the Louisiana Public Service Commission, the Public Utility Commission of Texas, and the Federal Energy Regulatory Commission. Definitive agreements between the Company and Bidders for selected Projects will be conditioned upon the Company receiving the regulatory approvals described in the preceding sentence that are in form and substance satisfactory to the Company in its sole discretion. The Company plans to submit a portfolio of Projects to the regulatory commissions described above for approval. In the event the entire portfolio is not approved, the Company may reduce the size of the portfolio accordingly by eliminating Project(s) from the portfolio.
- 3.8. Notice to Proceed. Upon obtaining regulatory approvals for the Projects selected by the Company as described in Section 3.7, the Company would issue a Notice to Proceed ("NTP") for the Bidders to proceed with the construction of selected Projects. The Form PSA (Appendix D) contains additional information regarding the conditions and timing for NTP issuance. The Company may issue NTP for selected Projects that it prefers over other selected Projects if some, but not all, approvals are received.
- 3.9. Reservation of Rights. The Company reserves the right, without qualification, to select or reject any or all Proposals and to waive any formality, technicality, requirement, or irregularity in the Proposals. In addition, the Company reserves the right to utilize a Bidder's completed Appendices and any supplemental information submitted by the Bidder in any of its regulatory filings.
- 3.10. Non-Binding. This RFP is not a commitment by the Company to acquire any Project and it does not bind the Company or its affiliates in any manner. The Company in its sole discretion will determine which Bidders, if any, it wishes to engage in negotiations that may lead to definitive agreements for the acquisition of a selected Project.

⁴ If legislation is enacted subsequent to the issuance of this RFP that would create or modify the Federal renewable energy tax credits that are available for a Solar Project (including but not limited to any modifications to the ITC, any solar production tax credit, and the refundability of any such credits), the Company's Economic Analysis and ranking of the respective Proposals will take into account a Solar Project's ability to qualify for such tax incentives. To the extent any such tax incentives are conditioned on a Solar Project's compliance with any applicable requirements (e.g., prevailing wage or domestic content requirements), Proposals should address whether a Solar Project will meet such requirements.

3.11. RFP Questions. All questions regarding this RFP should be submitted by email to:

SWEPCO2022RFP@aep.com

Questions and answers that are determined to be pertinent to Bidders will be posted to the RFP webpage. All questions must be submitted by the Q&A Deadline noted in the RFP Timeline (Section 6.1).

4. Project Description and Requirements

- 4.1. Completed Project. Each Project at its COD must be a complete, commercially operable, integrated solar-powered electric generating plant, including all facilities that are necessary to generate and deliver energy into SPP.
- 4.2. Commercial Operation Deadline. The Company is pursuing Projects that can achieve the Commercial Operation Deadline of December 1, 2025, or December 1, 2026, with a preference for December 1, 2025.
- 4.3. Size. This RFP is seeking a total of up to 500 MW nameplate rated Solar Generation Resources. The minimum acceptable Project size is 50 MW.
- 4.4. Interconnection. Each Project must be interconnected to the SPP.
- 4.5. Solar Project Location. Solar Projects must be located in Arkansas, Louisiana, Texas, Oklahoma, Kansas or Missouri. SWEPCO has a preference for Projects located in its service territory or interconnected to its transmission system.
- 4.6. Project Development.
 - 4.6.1. Site Control. Bidder must have established substantial site control of the proposed Project. Site control must be in the form of direct ownership, land lease, land lease option or easement for at least 35 years. A letter of intent will not be an acceptable form of demonstrated site control. The project company is required to acquire fee ownership of the property used to site the operations and maintenance (“O&M”) building and substation.
 - 4.6.2. AEP Solar Generation Facility Standards. Each Project must satisfy the requirements of the AEP Solar Generation Facility Standard (Appendix E). The AEP Solar Generation Facility Standard requires a minimum facility design life of 30 years, includes listings of approved module and inverter manufacturers, and detailed requirements for an O&M Building. Project’s module and inverter manufacturers must be from the list of approved suppliers contained in the AEP Solar Generation Facility Standard or will not qualify for consideration in this RFP.
 - 4.6.3. AEP Requirements for Connection of Facilities. Project substation and interconnection facilities must conform to the AEP Requirements for Connection of Facilities (Appendix F).

- 4.6.4. Solar Resource Analysis/Study. Bidders are required to submit all required Solar Resource Information (Appendix G).
- 4.6.5. Alternate Proposal (w/BESS). Bidders may include in their proposals, as an option, a Bid Price for a Solar Project with a BESS. The optional BESS must be (i) no larger (MW) than 40% of the nameplate rating (MWac) of the Solar Project and, (ii) for 4 and/or 8 hours of capacity. BESSs must satisfy the AEP Battery Energy Storage System Technical Specification and Design Criteria (Appendix E) and AEP Design Criteria for Battery Energy Storage Systems Fire Safety (Appendix E).
- 4.6.6. Small and Diverse Suppliers. Bidder and/or its EPC-BOP contractor shall use reasonable efforts to utilize and adopt a subcontracting plan to use small and diverse suppliers as subcontractors for work.
- 4.7. Interconnection / Delivery Point.
- 4.7.1. The Proposal must identify the Project's proposed transmission interconnection point(s) within SPP, including any studies, applications, line extensions and system upgrades identified as part of the interconnection approval process.
- 4.7.2. The Bidder is responsible during the Project start-up period for following the established SPP, NERC, and transmission operator policies and procedures that are in effect regarding facility interconnection and operation associated with a utility's transmission system.
- 4.7.3. Each Project must be active in the SPP Queue Cluster 2018-001 or earlier. Projects in later queue clusters will not be able to participate in this RFP.
- 4.8. Congestion / Deliverability. The Company is seeking Projects in locations that are not currently experiencing, or anticipated by the Company to experience, significant congestion or deliverability constraints which are likely to result in adverse Project economics.

5. Bid Price and Structure

- 5.1. The Proposal Bid Price shall be the "total" price the Company will pay to the Bidder via three separate payments at Mechanical Completion, Substantial Completion (also referred to as COD), and Final Completion, as further described in the Form PSA. Proposal Bid Price shall not be contingent upon awarding an operations and maintenance agreement for the Project.
- 5.2. The Proposal Bid Price must be for the Company's acquisition of a turnkey Project that is a complete and commercially operable integrated solar-powered electric generating plant designed for a minimum of a 30-year life.

- 5.3. The Project shall include, but is not limited to, solar modules, tracking system, balance of plant equipment, O&M Building, SCADA, and all facilities required to deliver energy into SPP. In addition, pricing must include costs associated with ALTA/title insurance and construction financing.
- 5.4. In addition to Sections 5.2 and 5.3, Proposal pricing must include the costs associated with the following:
- a minimum of a two-year comprehensive warranty from a creditworthy entity for all equipment including design, labor and materials, and fitness for purpose;
 - post-commercial operation testing activities and associated costs; and
 - transmission and interconnection facilities required for the Project, including system or network upgrades, as required by SPP for the Project to interconnect to SPP.

6. RFP Schedule and Proposal Submission

- 6.1. The following schedule and deadlines apply to this RFP. The Company reserves the right to revise this schedule at any time in its sole discretion.

RFP Timeline		
Draft RFP Posted Online	07/29/2022	
Bidders Technical Conference	08/29/2022	
RFP Issued	09/29/2022	
Notice of Intent	10/14/2022	
Q&A Deadline	11/04/2022	
Proposal Due Date	11/17/2022	
Final Project Selection and Negotiation	02/01/2023	
Execute Definitive Agreements	06/30/2023	
File for Regulatory Approvals	07/07/2023	
Required Regulatory Approvals	by 07/08/2024	
Notice to Proceed	08/08/2024	
	12/2025 COD	12/2026 COD
Mechanical Completion	09/01/2025	09/01/2026
Substantial Completion (COD)	No later than 12/01/2025	No later than 12/01/2026

- 6.2. Bidder Technical Conference. A Bidder Technical Conference (teleconference) will be held on August 29, 2022 at 2:00 p.m. EST (1:00 p.m. CST). Prospective Bidders may request details and sign up for the pre-bid conference by sending an email request to:

SWEPCO2022RFP@aep.com

Include the name of your company, email address, company representative name(s), and the following in the subject line of your email: **SWEPCO BIDDER TECHNICAL CONFERENCE**.

- 6.3. Notice of Intent. SWEPCO requests that Bidders provide a Notice of Intent (“NOI”) to SWEPCO by the Notice of Intent Date defined in the RFP Timeline (§6.1). The NOI shall include the project(s) name, technology, location, size (MW), and SPP Queue number. The NOI shall be made via email to the following address:
SWEPCO2022RFP@aep.com
- 6.4. Proposals must be complete in all material respects and be received no later than 4:00 p.m. EST (3:00 p.m. CST) on the Proposal Due Date at AEPSC’s Columbus, Ohio location as defined in Section 7 of this RFP. Proposals should be as comprehensive as possible to enable the Company to make a definitive and final evaluation of the Proposal’s benefits to its customers without further contact with the Bidder.
- 6.5. Bidders will be required to sign a Confidentiality Agreement (“CA”) prior to receiving the following documents:
- Form PSA (Appendix D)
 - AEP Generation Facility Standards (Appendix E)
 - SolarEnergyInputSheet_2022.xls (Appendix G)
 - Project Land Lease, Decommissioning Cost, and Auxiliary Load spreadsheet (Appendix H)
 - Project Technical Due Diligence Material (Appendix I)
- 6.6. Bidders should request SWEPCO’s Form CA by emailing (SWEPCO2022RFP@aep.com) and including the following documentation:
- Supporting documentation of Bidder’s experience in developing, engineering, procuring equipment, constructing and commissioning solar-powered electric generation facilities (> Project bid size) in the United States or any portion of Canada and/or otherwise have demonstrated appropriate experience, and
 - Documentation that the Project is active in the SPP Queue Cluster 2018-001 or earlier.
- 6.7. The Company reserves the right to solicit additional information or Proposals and the right to request additional information from Bidders during the Proposal evaluation process.
- 6.8. Proposals and Bid Pricing must be valid for at least 120 days after the Proposal Due Date at which time Proposals shall expire unless the Bidder has been notified that its Proposal has been included in Final Project Selection.

7. Proposal Submittal

One hard copy of Bidder's Executive Summary and Appendix A and two electronic thumb drive copies of the Bidder's complete Proposal shall be submitted by the Proposal Due Date to:

American Electric Power Service Corporation
Attn: SWEPCO Solar Energy 2022 RFP Manager
1 Riverside Plaza (25th Floor)
Columbus, OH 43215

8. Proposal Content

Bidders must submit the following information for Proposals for new Projects or expansion of existing projects. All electronic versions of the Appendices shall be individual files.

- 8.1. A completed Appendix J (Proposal Content Check Sheet).
- 8.2. An executive summary of the Project's characteristics and timeline, including any unique aspects and benefits.
- 8.3. Summary documentation demonstrating (i) how the Project will qualify for the ITC for Solar Projects under Section 48 of the Internal Revenue Code of 1986, as amended, and (ii) the ITC percentage that will apply to the Project. Bidder shall provide a detailed plan regarding the steps taken to date and future actions required to satisfy IRS start of construction requirements.
- 8.4. A completed Appendix A (Solar Project Summary).
- 8.5. Detailed information regarding equipment (e.g., solar module, inverter, tracking system, and BESS (if applicable)) warranty offerings including parts and labor coverage.
- 8.6. The identity of all persons and entities that have a direct or indirect ownership interest in the Project.
- 8.7. A completed Appendix B (Bidder's Credit-Related Information).
- 8.8. A completed Appendix C (Bidder's Profile). Bidders must provide a general description of its (including its affiliates) background and experience in the development and construction of at least three large-scale solar projects similar to the Projects sought by the Company in this RFP. In addition, Bidders should provide at least three third-party references for such projects.
- 8.9. Any exceptions to the terms and conditions contained in the Form PSA (Appendix D).
- 8.10. Any exceptions to the AEP Generation Facility Standards (Appendix E).

8.11. All required Solar Resource Analysis / Study information (Appendix G).

8.12. Bidder's Proposal shall include a completed Appendix H, which requires the following information:

- Expected Land Lease Costs by year for at least a 35-year operating period. The Land Lease costs will be used in the Economic Analysis (Section 9.2.1);
- Estimated decommissioning costs (including salvage value) and any associated studies as available;
- Estimated auxiliary load (station power) the Project expects to consume for a typical year on a monthly basis.

8.13. Bidders shall provide basic project technical due diligence material (Appendix I).

8.14. Bidder and/or its EPC-BOP contractor shall provide its plan to use reasonable efforts to utilize and adopt a subcontracting plan to use small and diverse suppliers as subcontractors for work (Section 4.6.6).

8.15. Battery Energy Storage System (BESS) Option: Bidders providing an Alternate Proposal for a Solar Project with a BESS shall provide this option separate from the Base Proposal. This Alternate Proposal shall include all applicable information from this Section 8 in addition to technical, operating, performance, and warranty details associated with the BESS.

9. Proposal Evaluation & Selection

The evaluation process will be conducted in three phases:

- Section 9.1 Eligibility and Threshold Requirements
- Section 9.2 Detailed Analysis
- Section 9.3 Final Project Selection

9.1. Eligibility and Threshold Requirements. A preliminary screening of each Proposal will be undertaken by the Company to determine if the Proposal is eligible to proceed to the Detailed Analysis phase. Bidders and their associated Proposals must satisfy the following Eligibility and Threshold Requirements:

- 9.1.1. Base Proposal must be for a Purchase and Sale Agreement for a Solar Project (§3.2, 3.3);
- 9.1.2. Project must have demonstrated a clear path toward constructability (land rights, permits, etc.) and be capable of achieving commercial operation by the Commercial Operation Deadline (December 1, 2025 or December 1, 2026) (§4.2);
- 9.1.3. Project's name-plate rating is at least 50 MW (§4.3);

- 9.1.4. Project must be interconnected to the SPP (§4.4), be active in SPP Queue Cluster 2018-001 or earlier (§4.7.3), and remain active in the queue process with the demonstrated ability to achieve commercial operation of any interconnection for the full output of the Project by the Commercial Operation Deadline;
- 9.1.5. Project must be physically located in Arkansas, Louisiana, Texas, Oklahoma, Kansas, or Missouri (§4.5);
- 9.1.6. Bidder has substantial Project site control (§4.6.1);
- 9.1.7. Project must have a minimum design life of at least 30 years (§4.6.2);
- 9.1.8. Project's module and inverter manufacturers must be included in the AEP Solar Generation Facility Standard (§4.6.2);
- 9.1.9. Proposal Bid Price shall not be contingent upon an operations and maintenance agreement for the Project (§5.1);
- 9.1.10. Bidder must have completed the development, construction, financing, and commissioning of a similar-sized solar project in the United States or Canada and/or otherwise have demonstrated appropriate experience;
- 9.1.11. Bidder's exceptions to the Form PSA, considered individually or in the aggregate, are minimally acceptable to the Company as a basis for further discussions.

The Company reserves the right to reject any Proposal which proceeded to the Detailed Analysis phase but which is subsequently determined by the Company not to satisfy the Eligibility and Threshold Requirements.

9.2. Detailed Analysis. Proposals meeting the Eligibility and Threshold Requirements in Section 9.1 will move to the Detailed Analysis phase which is comprised of the Economic Analysis and the Non-Price Factor Analysis set forth below. The Economic Analysis will constitute 90% and the Non-Price Factor Analysis 10% of the overall evaluated value of each Proposal.

9.2.1. Economic Analysis. The Economic Analysis will include the calculation of four financial metrics which will provide multiple perspectives on cost and value. These will include Levelized Cost of Energy (LCOE), Levelized Adjusted Cost of Energy (LACOE), Levelized Adjusted Net Cost of Energy (LANCOE), and a Value to Cost (V/C) Ratio.

V/C Ratio will be the primary ranking metric, which will constitute 90% of the overall evaluated value of the Proposal in its Final Project Selection. Additional details of the four financial metrics described above are as follows:

$$\text{LCOE (\$/MWh)} = \frac{\text{Total Cost* (Present value of all project costs)}}{\text{Present Value of Projected Energy Production (MWh)}}$$

$$\text{LACOE (\$/MWh)} = \frac{\text{Total Cost (Present value of all project costs, including Transmission and Congestion Costs*)}}{\text{Present Value of Projected Energy Production (MWh)}}$$

$$\text{LANCOE (\$/MWh)} = \frac{\text{LACOE} - \text{(Energy, Capacity and Renewable Energy Certificate (REC) Value)}}{\text{Present Value of Projected Energy Production (MWh)}}$$

$$\text{V/C Ratio} = \frac{\text{Total Value* (Present value of all the value streams)}}{\text{Total Cost* (Present value of all project costs)}}$$

* Defined below

Total Cost: The Company will determine the present value of the costs of each qualifying Proposal. This total cost calculation is based on the Proposal's Bid Price (\$M) plus projected operations and maintenance costs (including land lease costs), **Transmission and Congestion Costs**, tax expenses, decommissioning costs (including expected salvage), terminal value, and applicable federal tax credits. Other costs may be included based on the Company's discretion to appropriately evaluate each Proposal to ensure the Company is comparing all qualifying Proposals on an equivalent basis.

Total Value: The Company will determine the present value of all the value streams of each qualifying Proposal. The value streams include expected SPP revenues for the Proposal's energy, capacity, and any RECs in the SPP market. Additionally, other value streams and financial metrics may be included based on the Company's discretion to appropriately evaluate each Proposal to ensure the Company is comparing all qualifying Proposals on an equivalent basis.

Transmission and Congestion Costs: Transmission and Congestion Costs will be determined by the Company's Transmission Screening Analysis. The Transmission Screening Analysis will evaluate (i) transmission facilities cost contingency and network upgrade cost allocation contingency for projects without a Facilities Study, (ii) cost of transmission congestion and losses to the AEP West load zone and (iii) cost of deliverability / curtailment risk mitigation that the Company calculates to ensure that the resources can be designated as firm resources to meet Company's capacity requirements.

9.2.2. Non-Price Factor Analysis. The Non-Price Factor Analysis, which will constitute 10% of the overall evaluated value of the Proposal will be comprised of the following factors:

9.2.2.1. Environmental and Wildlife Permitting. The Company will review the status of applicable environmental documents associated with the Project (including associated transmission and interconnection facilities) which may include, but not be limited to: a permit matrix and plan, wetland and waters delineations, cultural and historical resource investigations, wildlife

surveys and assessments, habitat assessments, resource agency correspondence and meeting notes, Phase I ESAs, and any other available permit documentation;

- 9.2.2.2. Project Location. The Company will evaluate the Project's (including associated transmission and interconnection facilities) location on or proximity to tribal or government lands;
- 9.2.2.3. Exceptions to the Form PSA (Appendix D). The Company will review the exceptions the Bidder proposed to the Company's form agreements with a focus on risks or additional costs to the Company for those projects that have passed Eligibility and Threshold requirements. All exceptions will be considered in the scoring of this factor. Prior agreement by AEP in previous negotiations does not constitute acceptance of an exception;
- 9.2.2.4. Exceptions to AEP Generation Facility Standards (Appendix E). The Company will review the exceptions the Bidder proposed to AEP's Facility Generation Standards and its associated attachments (such as the Scope of Work) for bids that have passed the Eligibility and Threshold requirements. All exceptions will be considered in the scoring of this factor. Prior agreement by AEP in previous negotiations does not constitute acceptance of an exception;
- 9.2.2.5. Development Status and Risks. The Company will review the development status of the project including, but not limited to the status of land leases, permitting (local and federal), and arrangements with equipment suppliers and contractors. The review will focus on potential risks (e.g., project schedule, equipment supply arrangements) associated with achieving the targeted commercial operations date. Review under this factor will also include an assessment of the proposed project's planned interconnection arrangements, with a focus on completeness of the Generation Interconnection process as prescribed by the respective Regional Transmission Organization (RTO), as well as the scope, schedule, and estimated deliverability of the prospective project;
- 9.2.2.6. Bidder Experience and Financial Wherewithal. The Company will review the Bidder's experience including Bidder's success in completing similar sized projects in the relevant state/jurisdiction, the number of successful projects the Bidder has been involved with to-date, and the Bidder's role in the completion of those projects. The Bidder's ability to meet contractual credit requirements through the review of recent financial statements, ability to post collateral and raise capital, and any other relevant financial information including current credit ratings will also be assessed. The Company will evaluate the form of the Bidder's collateral, including potential parent guaranty, and verify that it is acceptable AEP;

9.2.2.7. Economic Stimulus Benefits, Community Support, Supplier/Contractor Diversity, and other Environmental and Social Impacts/Benefits. This factor will include a review of the economic benefits to local governments and businesses as well as local property and sales tax benefits. Known current or historical community support or opposition for renewable projects, the bidder's plan for managing community relations, and environmental justice impacts will be evaluated. The review will also include consideration of the developer's plan to use small and diverse suppliers and subcontractors, and contractors based in Arkansas, Louisiana, and Texas.

9.3. Final Project Selection. Based upon the results of the Economic Analysis and the Non-Price Factor Analysis described above, the Company will determine which Projects will be included in the final selection. The Company will notify Bidders whether or not their Proposal has been selected and negotiation of definitive agreements will commence with Bidders whose Proposals have been selected.

10. Confidentiality

The Company will take reasonable precautions and use reasonable efforts to maintain the confidentiality of the Proposals. Bidders should clearly identify each page of information considered to be confidential or proprietary. The Company reserves the right to release any Proposals to agents or consultants for purposes of Proposal evaluation. The Company's disclosure policies and standards will be binding upon its agents and consultants. Regardless of such confidentiality, all such information may be subject to review by the appropriate state authority or any other governmental authority or judicial body with jurisdiction relating to these matters and may be subject to legal discovery. Under such circumstances, the Company will make all reasonable efforts to protect Bidder's confidential information.

11. Bidder's Responsibilities

- 11.1. It is the Bidder's responsibility to comply with the deadlines specified in this RFP.
- 11.2. Bidders are responsible for the timely completion of the Project by the Commercial Operation Deadline (Section 4.2) and are required to submit proof of their financial and technical wherewithal to ensure the successful completion of the Project.
- 11.3. Bidders are responsible for costs incurred by them in the preparation of their Proposal.

12. Reservation of Rights

A Proposal will be deemed accepted only when the Company and the successful Bidder have executed definitive agreements for the Company's acquisition of the Project. The Company has no obligation to accept any Proposal, whether or not the stated price in such Proposal is the lowest

price offered, and the Company may reject any Proposal in its sole discretion and without any obligation to disclose the reason or reasons for rejection.

BY PARTICIPATING IN THE RFP PROCESS, EACH BIDDER AGREES THAT ANY AND ALL INFORMATION FURNISHED BY OR ON BEHALF OF THE COMPANY IN CONNECTION WITH THE RFP IS PROVIDED WITHOUT ANY REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, AS TO THE USEFULNESS, ACCURACY, OR COMPLETENESS OF SUCH INFORMATION, AND NEITHER THE COMPANY NOR ITS AFFILIATES NOR ANY OF THEIR PERSONNEL OR REPRESENTATIVES SHALL HAVE ANY LIABILITY TO ANY BIDDER OR ITS PERSONNEL OR REPRESENTATIVES RELATING TO OR ARISING FROM THE USE OF OR RELIANCE UPON ANY SUCH INFORMATION OR ANY ERRORS OR OMISSIONS THEREIN.

The Company reserves the right to modify or withdraw this RFP, to negotiate with any and all qualified Bidders to resolve any and all technical or contractual issues, or to reject any or all Proposals and to terminate negotiations with any Bidder at any time in its sole discretion. The Company reserves the right, at any time and from time to time, without prior notice and without specifying any reason and, in its sole discretion, to (a) cancel, modify or withdraw this RFP, reject any and all Proposals, and terminate negotiations at any time during the RFP process; (b) discuss with a Bidder and its advisors the terms of any Proposal and obtain clarification from the Bidder and its advisors concerning the Proposal; (c) consider all Proposals to be the property of the Company, subject to the provisions of this RFP relating to confidentiality and any confidentiality agreement executed in connection with this RFP, and destroy or archive any information or materials developed by or submitted to the Company in this RFP; (d) request from a Bidder information that is not explicitly detailed in this RFP, but which may be useful for evaluation of that Bidder's Proposal; (e) determine which Proposals to accept, favor, pursue or reject; (f) reject any Proposals that are not complete or contain irregularities, or waive irregularities in any Proposal that is submitted; (g) accept Proposals that do not provide the lowest evaluated cost; (h) determine which Bidders are allowed to participate in the RFP, including disqualifying a Bidder due to a change in the qualifications of the Bidder or in the event that the Company determines that the Bidder's participation in the RFP has failed to conform to the requirements of the RFP; (i) conduct negotiations with any or all Bidders or other persons or with no Bidders or other persons; and (j) execute one or more definitive agreements with any Bidder.

13. Contacts

All correspondence and questions regarding this RFP should be directed to:

SWEPCO2022RFP@aep.com

Appendix A

Solar Project Summary

Company Information

Bidder (Company):		
Contact Name:		
Contact Title:		
Address:		
City:	State:	Zip Code:
Work Phone:	Cell Phone:	
Email Address:		
<p>Is the Proposal being submitted through a partnership, joint venture, consortium, or other association? _____ If so, please identify all partners, joint ventures, members, or other entities or persons comprising same.</p>		

General Project Information

Project Name:		
Project Site Location (County, State):		
Percentage of Federal Investment Tax Credit that the Project will qualify for:		%
SPP Queue Cluster #:	SPP Queue #:	
Expected Commercial Operation Date:		
Module Manufacturer / Model:		Annual Degradation (%):
Configuration (Fixed Tilt / Single Axis):		Design Life (years):
Inverter Manufacturer / Model:		
Solar Project Nameplate (MWac): Solar Project Nameplate (MWdc): Battery Energy Storage System (MWac) (optional):		Expected Annual Availability (%):
<p><i>Bidder must identify its <u>choice</u> in Approved Module Manufacturer and Approved Inverter Manufacturer associated with the bid and provide the applicable production data (Expected Annual Energy, Capacity Factor). Bidder shall attach module and inverter warranty information with its proposal.</i></p> <p><i>If Bidder has not finalized Module Manufacturer, they must identify the module (& inverter) options and provide the applicable design information including layout, production data (Expected Annual Energy, Capacity Factor) for each module / inverter mfg. Bidder shall attach module warranty information with its proposal.</i></p>		

Proposal Bid Pricing¹

Expected COD	Module Mfg.	Expected Annual Energy	Capacity Factor	Bid Price, \$M
Please identify what portion (\$) of the Bid Price that represents costs that are <u>not included</u> (Non-ITC Costs) in an ITC costs basis as further detailed in §1.48-9(d)(3). <u>These costs SHALL be included in the Bid Price above.</u>				Estimated Non-ITC Costs = \$[]

Note 1: Optional size(s) provided cannot be contingent on Bidder selling the remaining portion of the Project to another party via a sale of a portion of the project company or a power purchase agreement.

Alternate Proposal Bid Pricing (Base Proposal with BESS Option)

Expected COD	Module Mfg.	Expected Annual Energy	Capacity Factor	Bid Price, \$M

O&M Building

Confirm Bid Price includes an O&M Building (Y/N)	
If Bid Price does not include an O&M Building, please explain “why”	

Interconnection (SPP)

SPP Queue Cluster #:	SPP Queue #:
SPP DISIS Phase Study Complete (Y/N):	System Impact Study Report Date:
Feasibility Study Complete (Y/N):	Feasibility Study Report Date:
Point of Interconnection with:	Substation Name / Voltage:
SPP Interconnection Status (describe):	
<i>Please attach a copy of all interconnection studies and/or the expected completion date(s).</i>	

BESS (If applicable)

Use Case:	Integrator:
Battery Manufacturer:	Type of Battery:
Battery Model Number:	Cycles per Day:
Nameplate (MWac):	Ramp Rate:
Nameplate (MWdc):	Charge Time:
Duration (hours):	Maximum Charge Rate:
Energy (MWh):	Round Trip Efficiency:
Aux Load:	Aux Power Source:

Overbuild (MW):	Overbuild Years:
PCS Unit Power (kW):	PCS Minimum Voltage:
Qty PCS:	PCS Maximum Voltage:
Inverter Manufacturer / Model:	
Fire Suppression System (wet / pre-action):	
EMS Manufacturer / Model:	

Site Information

Site Legal Description:		
Address:		
City:	State:	Zip Code:
County:	Latitude:	Longitude:
Site Control (lease, own, site purchase pending, etc.):		
Do land lease agreements include payment provisions associated with royalty type payments that are based off of production (MWh)? (Y/N): _____		
The Company requires that all projects included in the RFP’s Final Project Selection (§9.3), 1) do not have land lease agreements with royalty type payment provisions, or 2) are willing to amend these land lease agreements to exclude royalty type payment provisions.		
Site Acres:		
Is there potential for expansion (Y/N)?	If Yes; acres available:	

Permits

<p>Have you contacted all required permitting agencies regarding this project and identified all necessary permits? City (Y/N): County (Y/N): State (Y/N): Federal (Y/N): USF&W (Y/N): Other (Y/N)</p> <p>On an additional sheet, list and describe all city, county, state and federal permits required for this project. Include status, duration, planned steps, critical milestones and timeline.</p>

Preliminary Site Questions¹ (Y/N)

Has the site been assessed for any environmental contamination? Describe any known environmental issues. If necessary, please describe on a separate attachment(s).	
Are there any Tribal Lands or Tribal mineral ownership rights within Project boundary or vicinity?	
Are there any Federally or State owned or controlled lands within Project boundary or vicinity?	

Is the site adjacent or near an Environmental Justice or Fenceline community?	
Has TNC or any other non-governmental organizations been engaged?	
Are there CRP, WRP or other conservation easements within the Project boundary or vicinity?	
<p><u>Attachments Required</u></p> <ul style="list-style-type: none"> • <u>Site Layout</u>: Attach a diagram identifying anticipated placement of major equipment and other project facilities, including transmission layouts and Point of Delivery. • <u>Leases</u>: Attach (electronic version only) a copy of all leases, easements or other ownership documentation. • <u>Permit Matrix</u>: Attach a comprehensive permit matrix and status of all required permits, including, but not limited to Federal (USFWS, FAA), State, County, City, etc. • <u>Decommissioning Studies</u>: Provide available decommissioning studies and cost estimates. • <u>Environmental Report Summary</u>: The initial Proposals shall include a summary of all environmental and other reports associated with the site. (See Note 1 for reports to summarize) <p><i>Note 1: As applicable, the following reports will be requested: Tier I / II Site Characterization Report, Environmental Work / Survey Plan, Bat Acoustic Survey Report, Avian Use Survey Report, Raptor Nest Survey Report, Prey-base Survey Report, Wetland, Waters and Playa Survey / Assessment Report, Whooping Crane Habitat Assessment Report, Lesser Prairie Chicken Survey / Assessment Report, Phase I Environmental Site Assessment Report, Historical and Cultural Resource Survey / Assessment Report, All Other Species and Environmental Resource Survey and Study Reports, Record and Notes of all Federal or State Resource Agency Correspondence and Meetings, Turbine and Environmental Resource Shapefiles (.kmz format), and Bird and Bat Conservation Strategy and Eagle Conservation Plan (if available).</i></p>	

Solar Projects Completed

Provide a summary of all solar projects (≥ 20 MWac) that Bidder has successfully developed and completed in the United States or Canada. For each project, describe the Bidder's specific role in the project.

Project	Location	MW	Bidder's Role

Total MW =

BESS Projects Completed

Provide a summary of all battery energy storage projects (≥ 5 MWac) that Bidder has successfully developed and completed in the United States or Canada. For each project, describe the Bidder's specific role in the project.

Project	Location	MW	Bidder's Role

Total MW =

Please provide a summary of the operating history of previously built solar projects (≥ 20 MW), if necessary, provide in a separate attachment.

Appendix B

Bidder's Credit-Related Information

Full Legal Name of the Bidder:
Type Bidder Entity (corporation, partnership, etc.):
Bidder's Percentage Ownership in Project:
Full Legal Name(s) of Parent Corporation: 1. 2. 3.
Entity Providing Credit Support on Behalf of Bidder (required): Name: Address: City: Zip Code:
Type of Relationship:
Current Senior Unsecured Debt Rating: 1. S&P: 2. Moodys:
Bank References & Name of Institution:
Bank Contact: Name: Title: Address: City: Zip Code: Phone Number:
Legal Proceedings: As a separate attachment, please list all lawsuits, regulatory proceedings, or arbitration in which the Bidder or its affiliates or predecessors have been or are engaged that could affect the Bidder's performance of its bid. Identify the parties involved in such lawsuits, proceedings, or arbitration, and the final resolution or present status of such matters.
Financial Statements: Please provide copies of the Annual Reports for the three most recent fiscal years and quarterly reports for the most recent quarter ended, if available. If available electronically, please provide link:

Appendix C

Bidder's Profile

Please list Bidder's affiliate companies:

- 1.
- 2.
- 3.
- 4.

Please attach a summary of Bidder's background and experience in Solar Energy projects.

References

1. Company
 - a. Contact Name:
 - b. Contact Number:
 - c. Project:

2. Company
 - a. Contact Name:
 - b. Contact Number:
 - c. Project:

3. Company
 - a. Contact Name:
 - b. Contact Number:
 - c. Project:

4. Company
 - a. Contact Name:
 - b. Contact Number:
 - c. Project:

Appendix D

Form Purchase and Sale Agreement

See Section 6.5 for instructions to obtain the applicable Form Purchase and Sale Agreement.

Appendix E

AEP Generation Facility Standards

See Section 6.5 for instructions to obtain the AEP Solar Generation Facility Standards.
The AEP Generation Facility Standards include the following standards.

Facility Standard	AEP Specificatoin / Document Number
AEP Solar Generation Facility Standards	Specification Number: GEN-4550
AEP Battery Energy Storage System Technical Specification and Design Criteria	Specification Number: GEN-4570
AEP Design Criteria for Battery Energy Storage Systems Fire Safety	Document Number: DC-FP-BATT

Appendix F

AEP Requirements for Connection of Facilities

Please follow the link below to access the AEP Requirements for Connection of Facilities (“Requirements for Connection of New Facilities or Changes to Existing Facilities Connected to the AEP Transmission System”).

https://www.aep.com/assets/docs/requiredpostings/TransmissionStudies/Requirements/AEP_Interconnection_Requirements_Rev3_CONSOLIDATION.pdf

Appendix G

Solar Resource Information

See Section 6.5 for instructions to obtain any of the documents identified below:

1. Proposal must provide the source and basis of the solar irradiance data used in the development of energy projections for the Project. Explain all assumptions used in forecasted generation calculations.
2. Bidder must populate the data required in the Company's "SolarDataReviewForm_SWEPCO" spreadsheet.
3. Bidder must attach an 8760 calendar year hourly energy forecast, net of all losses using the Company's form spreadsheet (SolarEnergyInputSheet_2022.xls).
4. Bidder must supply the Project Layout along with the contour and elevation data in CAD format.

Appendix H

Projected Land Lease, Decommissioning Costs, and Auxiliary Load

See Section 6.5 for instructions to obtain the spreadsheet for Projected Land Lease Costs, Decommissioning Costs, and Auxiliary Load.

Information to be provided in the Appendix I spreadsheet shall include:

- Expected Land Lease Costs by year for at least a 35-year operating period. The Land Lease costs will be used in the Economic Analysis (Section 9.2.1);
- Estimated decommissioning costs (including salvage value) and any associated studies as available;
- Estimated auxiliary load (station power) the Project expects to consume for a typical year on a monthly basis.

Appendix I

Project Technical Due Diligence Material

See Section 6.5 for instructions to obtain the Project Technical Due Diligence Material list.

This list will include basic technical due diligence material that the Company will require to perform an initial technical due diligence of the Project.

Appendix J

Proposal Content Check Sheet

Section	Item	Completed
8.2	Executive Summary	
8.3	Documentation demonstrating Project will qualify for % ITC	
8.4	Appendix A (Solar Project Summary) <ul style="list-style-type: none"> - Company information - General Project Information - Proposal Bid Pricing - Interconnection - Site Information - Permits - Preliminary Site Questions - Solar Projects Completed 	
8.5	Manufacturer's warranty offerings	
8.6	Identity of all person and entities that have a direct or indirect ownership interest in the project.	
8.7	Appendix B (Bidder's Credit-Related Information)	
8.8	Appendix C (Bidder Profile)	
8.9	Appendix D (Form PSA exceptions (if any))	
8.10	Appendix E (exceptions to AEP Generation Facility Std)	
8.11	Appendix G (required Solar Resource Analysis / Study Info)	
8.12	Appendix H (Land Lease Cost, Decommissioning Cost, Aux Load)	
8.13	Appendix I (Project Technical Due Diligence material)	
8.14	Bidder and/or EPC-BOP plans to use small and diverse suppliers	
8.15	Alternate Proposal (w/BESS Option) information	