

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

**Request for Proposals for up to 1,900 MW
of Wind Energy Resources**

The Wind Energy 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 Wind Project’s limited liability company at final completion.

RFP Issue Date: September 29, 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 a Solar RFP 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 Wind PSA RFP seeks up to 1,900 MW of Wind Energy Resources via one or more Purchase and Sale Agreements (“PSA”) for purchase of 100% equity interest in the project companies at final completion.

The Solar PSA RFP may be found at swepco.com/rfp.

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	
Location	Arkansas, Louisiana, Texas, Oklahoma, Kansas, or Missouri	
Interconnection	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 Wind Energy Resources (each a “Project” or “Wind Project” and collectively the “Projects” or “Wind 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.

AEP is one of the largest electric utilities in the United States, delivering electricity and custom energy solutions to nearly 5.5 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 4,100 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 approximately 547,000 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 Facilities¹, 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 1,900 MW of Wind 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. **Wind PSA Proposals.** The Wind 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 the Project's final 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 Wind Project "only" is required by Bidders to participate in this RFP. Bidders may also include an Alternate Proposal for a Wind Project with a battery energy storage system ("BESS").
- 3.4. **PTC Value.** SWEPCO is seeking Wind Projects that will qualify for the full 100% Federal Production Tax Credit ("PTC") under either Section 45 or Section 45Y of the Internal Revenue Code. While qualifying for these PTCs 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 included in the Company's Economic Analysis (§9.2.1) and ranking of each of the respective Proposals.
- 3.5. **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

¹ <https://www.swepco.com/clean-energy/renewable/plan>

filing for regulatory approval in each of its retail operating jurisdictions (Arkansas, Louisiana, and Texas) in Q3-2023 and receiving regulatory decisions by the end of Q3-2024.

- 3.6. 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.
- 3.7. Notice to Proceed. Upon obtaining regulatory approvals for the Projects selected by the Company as described in Section 3.6, 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.
- 3.8. 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.
- 3.9. 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.
- 3.10. 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 wind-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 1,900 MW nameplate rated Wind Energy Resources. The minimum acceptable Project size is 100 MW.
- 4.4. Interconnection. Each Project must be interconnected to the SPP.
- 4.5. Wind Project Location. Wind 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 Wind Generation Facility Standard. Each Project must satisfy the requirements of the AEP Wind Generation Facility Standard (Appendix E, Specification Number GEN-4560), which includes at a minimum:
- the use of only GE, Siemens-Gamesa, or Vestas wind turbine generators,
 - inclusion of a Cold Weather Package (ability to operate to a minimum of -30 degree C and be capable of operating under an ice operation mode),
 - a minimum facility (including turbines) design life of 30 years, and,
 - specifications for the required O&M Building.
- 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. Wind Resource Analysis/Study. Each Project shall include a robust wind resource analysis/study prepared by an independent consultant, which shows the expected energy output from the Project utilizing the turbines that will be used for the Project. Such analysis should include P50, P75, P90, P95 and P99 output with 1-year, 5-year, 10-year, 20-year and 30-year estimates. During the Company’s evaluation process, Bidders will be required to provide additional site information including raw meteorological data and met tower maintenance records to the Company for use by the Company’s independent wind resource consultant.

4.6.5. Alternate Proposal (w/BESS). Bidders may include in their proposals, as an option, a Bid Price for a Wind Project with a BESS. The optional BESS must meet the following requirements:

- Size: no larger (MW) than 40% of the nameplate rating (MWac) of the Solar Project;
- Capacity: between 4 (minimum) and 16 (maximum) hours of capacity (if storage capacity is less than 6 hours, Bidder to provide information on the ability to extend the storage to 6 hours);
- Design Life: 20 years (Bidder to identify the components with less than a 20-year life);
- Cycles: capable of performing at least 300 cycles per year.

BESSs must satisfy the AEP Battery Energy Storage System Technical Specification and Design Criteria and AEP Design Criteria (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.

4.6.7. Prevailing Wage and Apprenticeship Requirements. For any Project that is expected to qualify for the PTC, Bidders are required to describe how the Project will satisfy the prevailing wage and apprenticeship requirements necessary to allow the Project to qualify for a 100% PTC, or alternatively, describe why the Project will be exempt from such requirements.

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 permitted 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. Proposal Bid Price must be for the Company’s acquisition of a turnkey Project that is a complete and commercially operable integrated wind-powered electric generating plant designed for a minimum of a 30-year life. The Project shall include, but is not limited to, wind turbine generators, 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. Bid Price shall not be contingent upon awarding an operations and/or maintenance agreement with the Bidder.
- 5.2. In addition to §5.1, Proposal Bid Price must include the costs associated with the following:
- a minimum of a two-year comprehensive warranty from a creditworthy entity for all non-turbine balance of plant equipment including design, labor and materials, and fitness for purpose;
 - post-commercial operation power curve testing activities and associated costs, including the installation / removal of any temporary test met towers; 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.
- 5.3. Proposal Bid Price shall reflect a purchase at COD. All costs required to achieve the full (100%) PTC and any available PTC bonus credits shall be for the Seller’s account and be included in the Bid Price.

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	09/20/2022	
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	
	2025 COD	2026 COD
Commercial Operation Date	No later than 12/01/2025	No later than 12/01/2026

- 6.2. Bidder Technical Conference. A Bidder Technical Conference (teleconference) was held on September 20, 2022 at 1:00 p.m. CDT (2:00 p.m. EDT). A copy of the conference presentation slides may be found at swepco.com/rfp.
- 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)
 - WindEnergyInputSheet_2022.xlsx (Appendix G)
 - Project Land Lease, Decommissioning Cost, and Auxiliary Load spreadsheet (Appendix H)
 - Project Technical Due Diligence Material (Appendix I)
 - Site Information, Environmental, and Wildlife Documentation (Appendix J)
 - Other Non-Price Factor Documentation (Appendix K)
 - PTC Supporting Documentation (Appendix L)
- 6.6. Bidders should request SWEPCO’s Form CA by emailing (SWEPCO2022RFP@aep.com) and including the following documentation:
- RFP Type (Wind or Solar),
 - Supporting documentation of Bidder’s experience in developing, engineering, procuring equipment, constructing and commissioning wind-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 2022 Wind Energy 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 M (Proposal Content Check Sheet).
- 8.2. An executive summary of the Project's characteristics and timeline, including any unique aspects and benefits.
- 8.3. A completed Appendix A (Wind Project Summary).
- 8.4. Detailed information regarding the turbine manufacturer's warranty offering including parts and labor coverage, warranted turbine availability levels, power curve warranty, liquidated damages, other key terms, and BESS (if applicable).
- 8.5. The identity of all persons and entities that have a direct or indirect ownership interest in the Project.
- 8.6. A completed Appendix B (Bidder's Credit-Related Information).
- 8.7. 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 wind 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.
- 8.8. Any exceptions to the terms and conditions contained in the Form PSA (Appendix D).
- 8.9. Any exceptions to the AEP Generation Facility Standards (Appendix E).
- 8.10. All required Wind Resource Analysis / Study information (Appendix G).
- 8.11. 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.

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

8.13. A completed Appendix J (Site Information / Environmental / Wildlife).

8.14. A completed Appendix K (Other Non-Price Factor Documentation), which includes Bidder's and/or its EPC-BOP contractor's 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. A completed Appendix L (PTC Supporting Documentation). Summary documentation demonstrating how the Project will qualify for the 100% PTC for Wind Projects under either Section 45 or Section 45Y of the Internal Revenue Code. Bidder shall provide a detailed plan regarding how the Project will satisfy the prevailing wage and apprenticeship requirements necessary to qualify for the 100% PTC, or alternatively, describe why the Project will be exempt from such requirements, in which case the Bidder should describe the steps taken to date and future actions required to satisfy IRS start of construction requirements.

8.16. Battery Energy Storage System (BESS) Option: Bidders providing an Alternate Proposal for a Wind 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. Proposal must be for a Purchase and Sale Agreement for a Wind Project (§3.2, §3.3);

9.1.2. Project must 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 minimum name-plate rating is 100 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;
- 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 wind turbine generators must be manufactured by GE, Siemens-Gamesa, or Vestas; and include a Cold Weather Package (§4.6.2);
- 9.1.9. Proposal Bid Price shall not be contingent upon an operations and/or maintenance agreement with the Bidder (§5.1);
- 9.1.10. Bidder must have completed the development, construction, financing, and commissioning of a similar-sized wind project in the United States or Canada and/or otherwise have demonstrated appropriate experience; and
- 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 three 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), 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 three financial metrics described above are as follows:

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

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

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

* 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 coordination, Phase I ESAs, and any other available environmental-related documentation.

- 9.2.2.2. Project Location. The Company will evaluate the Project's (including associated transmission and interconnection facilities) 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 agreement with a focus on risks or additional costs to the Company. 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 appendices. 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 Operation 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 Environmental Justice. This factor will include a review of: 1) the economic benefits to local governments and businesses as well as local property and sales tax benefits, 2) known current or historical community support or opposition for renewable projects, 3) the Bidder's plan for managing community relations, 4) environmental justice impacts, and 5)

consideration of the developer's plan to use small and diverse suppliers and subcontractors, and contractors based in Arkansas, Louisiana, and Texas.

9.2.2.8. Bidder's Independent Wind Consultant. The Company will evaluate the credentials of the Bidder's independent consultant used to prepare the Wind Resource Analysis Study (Appendix G) for the Project as described in 4.6.4.

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

Wind Project Summary

Company Information

Bidder (Company):		
Contact Name:		
Contact Title:		
Address:		
City:	State:	Zip Code:
Work Phone:	Cell Phone:	
Email Address:		
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.		

General Project Information

Project Name:	
Project Location (County, State):	
Percentage of Federal Production Tax Credit that the Project will qualify for:	%
SPP Queue Cluster #:	SPP Queue #:
Wind Project Size (MW):	Source of wind energy forecast:
Independent wind report / analysis completed and included in proposal?	(Y/N):
Turbine Specific Site Suitability Report completed & included in proposal?	(Y/N):
Bidder confirms that it has substantial Project site control?	(Y/N):

Proposal Bid Pricing¹

Expected COD	Turbine Manufacturer	Expected Annual Energy	Capacity Factor	Bid Price, \$M

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.

Turbine Manufacturer (GE/Siemens-Gamesa/Vestas)			
Nameplate (MW)			
# of Turbines			
Model #		Design Life (Years)	
Expected Capacity Factor (%)			
Expected Annual Energy (MWh)			
Year 1 Capacity Factor (%) ²			
Year 1 Expected Annual Energy ²			
Battery Energy Storage System (MWac) (Optional)			

Note 1: Bidder is required to identify the Turbine Manufacturer and associated data above for their bid.

Note 2: Year 1 production data is required to account for potential lower Year 1 production due to routine maintenance associated with the break-in period.

Alternate Proposal Bid Pricing (Base Proposal with BESS Option)

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

BESS (If applicable)

Use Case:	Integrator:	
Battery Manufacturer:	Type of Battery:	
Battery Model Number:	Cycles per Day:	Cycles per Year:
Nameplate (MWac):	Ramp Rate:	
Nameplate (MWdc):	Charge Time:	
Duration (hours):	Maximum Charge Rate:	
Initial State of Charge (%)	Minimum 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:
Design Life (years):
List Components with less than a 20-Year Design Life:
For a BESS with storage capacity that is less than 6 hours, provide information on the ability to extend the storage to 6 hours:
Annual Degradation: Please attach a BESS annual capacity % degradation curve based on operation/cycles provided by manufacturer warranty (referenced to Appendix A-BESS).

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 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:
Total Direct Interconnection costs from System Impact Study or Facilities Study if completed:	Type of Study: \$
Total Network Upgrade Costs Allocated to Project from System Impact Study or Facilities Study if completed:	Type of Study: \$
Types of transmission service (NRIS, ERIS):	
SPP Interconnection Status (describe):	
<i>Attach electronic copies of all interconnection studies and/or the expected completion date(s).</i>	

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:	Acres Under Site Control (%):
Is there potential for expansion (Y/N)?	If Yes; acres available:

Wind Projects Completed

Provide a summary of all wind projects (> 100 MW) 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 =			

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:
Ability to post collateral and raise capital: Please provide a narrative describing the Bidders' ability and plan to both post collateral and raise capital to facilitate the development and construction of the project.

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 Wind 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 Wind Generation Facility Standard

See Section 6.5 for instructions to obtain the AEP Wind Generation Facility Standards.

The AEP Generation Facility Standards include the following standards.

Facility Standard	AEP Specification / Document Number
Wind Farm Technical Specification and Design Criteria	Specification Number: GEN-4560
AEP Battery Energy Storage System Technical Specification and Design Criteria	Specification Number: GEN-4570

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

Wind Resource Analysis / Study

Required Information

- Attach the independent wind energy report
 - Wind report shall also include P50, P75, P90, P95 and P99 production estimates with 1, 5, 10, 20 and 30-year timeframes
 - Independent consultant information (resume, contact information) if not included in the wind energy report.
- Describe on-site meteorological campaign including:
 - Number of met towers
 - Height of met towers
 - Remote sensing (lidar and/or sodar)
 - Number of years of data for each tower / remote sensing device.
- Identify any wind direction sector management or other operation restriction requirements.
- Experience of developer in OK, AR, LA, TX, KS, and MO. Identify the number of projects, years each project has been operating, turbine models and capacity rating.
- Source and basis of the wind speed data used in the development of energy projections for the project. Explain all assumptions for wake losses, line losses, etc. and the location where the data was measured.
- Wind turbine power curve adjusted for the site's specific air density.
- Provide a description of the system intended to provide real-time telemetry data.
- Attach an 8760 calendar year hourly energy forecast, net of all losses (See attached Excel spreadsheet (*WindEnergyInputSheet_2022.xlsx*)).
- Bidders shall provide a summary of representative wind data with measurement height referenced and any extrapolations used to estimate the wind speeds at the proposed hub height. (This item shall be provided in the electronic (CD, flash drive, etc.) version of the Proposal only.)

The following information should be available upon request; however, is not required with the submission of the Proposal.

- Project boundary (shape files, kmz files, or pdf on USGS topographic map)
- Land control, broken down by leased land, likely to be leased land, likely NOT to be leased land, and indeterminate status (shape files, kmz are best)
- Setbacks/exclusions (shape files preferred)
- Met tower installation commissioning sheets and all subsequent maintenance documents
- Raw data files for all on-site met towers
- If applicable, sodar or lidar documentation and raw data files
- Proposed turbine locations (shape file, kmz file, Excel file with coordinates, including map datum (e.g., WGS84, NAD83))
- All documents related to turbine availability, electrical system design with losses
- Any other materials the developer has in terms of turbine siting

Appendix H

Projected Land Lease / Decommissioning Costs / 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 H 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

Site Information / Environmental / Wildlife

See Section 6.5 for instructions to obtain the Supplemental Documentation Form to this Appendix J.

1. Bidder must include the following attachments (referenced to Appendix J)
 - a. Site Layout: Attach a diagram identifying anticipated placement of major equipment and other project facilities, including transmission layouts and Point of Delivery.
 - b. Leases: Attach (electronic version only) a copy of all leases, easements or other ownership documentation.
 - c. Permit Matrix: List and describe all city, county, state and federal permits required for this project. Include: status, duration, planned steps, any known mitigation requirements, critical milestones, and timelines.
 - d. Decommissioning Studies: Provide available decommissioning studies and cost estimates.
 - e. Environmental Report Summary: The initial Proposals shall include a summary of all environmental studies, reports and agency meetings associated with the Project. (See below for potential reports to summarize, include data summaries, results and findings)
2. Please attach any reports providing environmental information specific to the project, including but not limited to, the following reports as available:
 - a. Critical Issues Analysis
 - b. Tier I / II Site Characterization Report
 - c. Environmental Work / Survey Plan
 - d. Bat Acoustic Survey Report
 - e. Avian Use Survey Report
 - f. Raptor Nest Survey Report
 - g. Prey-base Survey Report
 - h. Wetland, Waters and Playa Survey / Assessment Report
 - i. Whooping Crane Habitat Assessment Report
 - j. Lesser Prairie Chicken Survey / Assessment Report
 - k. Phase I Environmental Site Assessment Report
 - l. Historical and Cultural Resource Survey / Assessment Report
 - m. All Other Species and Environmental Resource Survey and Study Reports
 - n. Record and Notes of all Federal or State Resource Agency Correspondence and Meetings
 - o. Associated Project Infrastructure and Environmental Resource Shapefiles (.kmz format)
 - p. Aviation / FAA Studies
 - q. Radar Study
 - r. Noise and Shadow Flicker Study
 - s. Bird and Bat Conservation Strategy and Eagle Conservation Plan (if available).

Appendix K

Other Non-Price Factor Documentation

See Section 6.5 for instructions to obtain the Other Non-Price Factor Documentation Form.

This form will include questions for the Non-Price Factor Analysis described in §9.2.2.7 (Economic Stimulus Benefits, Community Support, Supplier/Contractor Diversity, and Environmental Justice).

Appendix L

PTC Supporting Documentation

See Section 6.5 for instructions to obtain the PTC Supporting Documentation Form.

Appendix M

Proposal Content Check Sheet

Section	Item	Completed
8.2	Executive Summary	
8.3	Appendix A (Wind Project Summary) <ul style="list-style-type: none"> - Company Information - General Project Information - Proposal Bid Pricing - Interconnection - Site Information - Wind Projects Completed 	
8.4	Manufacturer's warranty offerings	
8.5	Identity of all persons and entities that have a direct or indirect ownership interest in the project.	
8.6	Appendix B (Bidder's Credit-Related Information)	
8.7	Appendix C (Bidder Profile)	
8.8	Appendix D (Form PSA exceptions (if any))	
8.9	Appendix E (Exceptions to AEP Wind Generation Facility Std)	
8.10	Appendix G (Required Wind Resource Analysis / Study Info)	
8.11	Appendix H (Land Lease Cost, Decommissioning Cost, Aux Load)	
8.12	Appendix I (Project Technical Due Diligence Material)	
8.13	Appendix J (Site Information / Environmental / Wildlife)	
8.14	Appendix K (Other Non-Price Factor Documentation)	
8.15	Appendix L (Documentation demonstrating Project will qualify for 100% PTC)	
8.16	Alternate Proposal (w/BESS Option) information (if applicable)	