

Midland Cogeneration Venture
Request for Proposal
for
MISO Zone 7 Capacity

Conducted
by
ACES

Date Issued: October 16, 2020



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Appendices (Available on the Website Indicated Below)

- A Notice of Intent to Respond
- B Proposal Pricing Form

<https://www.acespower.com/rfps/>

1. General Information

1.1 Introduction

Midland Cogeneration Venture (MCV) is the largest gas-fired combined electrical energy and steam energy generating plant in the United States of America. MCV is a major wholesale supplier of electrical energy to customers in Michigan and the midcontinent, and a supplier of bulk process steam energy to proximity chemical production companies. Using combined-cycle heat and power (CHP) technology, MCV is an integral part of the efficient energy economy, efficiently converting the energy contained in natural gas to produce electricity and process steam.

Located in Midland, Michigan, the facility is capable of continuously producing 1,633 Megawatts of electrical power, and in parallel, producing process steam at a rate of 1.5 million pounds per hour. This is enough electrical energy output to supply a city the size of over one million households, and at the same time, constantly supply major-sized industrial facilities with all of their process steam

1.2 Summary

MCV is requesting proposals containing bids from Respondents who are seeking to purchase Midcontinent Independent System Operator (MISO) accredited capacity.

MCV requests proposals as follows:

- Seller: Midland Cogeneration Venture (MCV)
- Buyer: Respondent
- Product:
 - Capacity; annual Zonal Resource Credits (ZRC) only;
- Term:
 - Up to 5 years:
 - MISO Planning Year (PY) 2021/2022 through PY 2025/2026 is preferred;
 - Minimum contract term of 1 year, and

- MCV will consider proposals containing contract terms longer than 5 years.
- Quantity:
 - Up to 100 MW.
- Location:
 - MISO Zone 7.

2. Instructions to Respondents

2.1 Proposal Format

Respondents must submit an Appendix A Notice of Intent to Respond by the submission deadline referenced in Section 7 RFP Schedule.

Except as noted below, proposal information must be supplied electronically as requested in the forms supplied in the Appendices.

Proposals received without the above electronic files will be considered incomplete and will be rejected.

2.2 Transmittal Instructions

Proposals and any supplemental information are due no later than 5:00 PM Eastern Prevailing Time on the Proposal Due date referenced in Section 7 RFP Schedule. Proposals must be submitted electronically by email by the due date.

Emailed proposals should be sent to MCVRFP2020@acespower.com. Include the words "MCV 2020 Capacity RFP" in the subject line.

3. Modification or Cancellation of the RFP

MCV reserves the right, without qualification, to select or reject any proposals. MCV may request additional information to complete its evaluations. Respondents who submit proposals do so without recourse against MCV for rejection or failure to execute an agreement for any reason. MCV will not reimburse any cost incurred in the preparation or submission of a proposal or any subsequent negotiations regarding a proposal. MCV

reserves the right to terminate this RFP process at any time, without notice and with no obligation to purchase or continue negotiations.

4. Confidentiality

MCV will use reasonable efforts to protect Respondent's confidential information provided that such information is clearly identified as follows:

- Mark "Confidential Information" on each page containing such information; and
- Highlight or shade the specific confidential information on the marked page.

A blanket statement that an entire page or the entire proposal is confidential will not be considered clear indication and may result in rejection of the proposal.

Notwithstanding the foregoing, MCV may disclose information that has been designated as confidential if MCV determines, in its sole discretion, that disclosure is necessary to comply with any applicable law or order of a governmental authority with competent jurisdiction. MCV will notify Respondent if disclosure of confidential information is deemed necessary prior to such disclosure. MCV reserves the right to disclose proposals to its consultants, counsel or financiers for the purpose of assisting MCV in evaluating proposals.

5. RFP Administrator

The duties of the RFP Administrator will be performed by Alliance for Cooperative Energy Services Power Marketing LLC (ACES).

As RFP Administrator, ACES' business model provides an established infrastructure of independent energy management practices that supports the verification of, and compliance with, applicable processes, policies, and procedures. ACES manages a significant amount of confidential data through a combination of specific internal guidelines, the company's independent control group, the company's corporate compliance manager, and periodic reporting to the board of directors risk oversight and audit committee. ACES takes its obligations regarding the maintenance of Confidential

Information very seriously and will handle all Confidential Information with the highest professional regard.

6. Initial Evaluation, Shortlist, Proposal Affirmation and Negotiations

MCV will evaluate proposals based on the criteria identified in the Appendices. MCV may request supplemental information as necessary to complete its evaluation. Upon completion of the initial evaluation, MCV will develop a short list of offers.

Prior to beginning negotiations, shortlisted Respondents will be required to affirm the following:

- The information provided in the proposal remains accurate and complete.
- The proposed price is valid through November 30, 2020;
- MCV is requesting a one month period of exclusivity for negotiations; and
- All Respondents whose approval is required for execution of a contract with MCV have been identified and will be directly represented in any preliminary discussions and subsequent negotiations with MCV.
- MCV may require board approval of the transaction depending on the negotiated terms. Given a reasonable progression of negotiations, this approval is expected by December 3, 2020 if needed.

7. RFP Schedule

RFP Issued	October 16, 2020
Notice of Intent Due	October 23, 2020
Proposals Due	October 30, 2020
Notification of Short List	November 6, 2020
Targeted Execution	December 3, 2020