

Posted on April 10, 2009

(Redline edits reflect changes from draft documents posted March 30, 2009)

**STANDARD PRODUCTS RFP**

\_\_\_\_\_  
Name of RFP Bidder

**DRAFT STANDARD PRODUCTS RFP**  
**PART 2 FORM**  
**DUE DATE: APRIL 28, 2009**  
**DUE DATE FOR BIDS: APRIL 29, 2009**

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This Part 2 Form is the form to submit the Part 2 Proposal in Commonwealth Edison Company's ("ComEd's") Request for Proposals for Standard Block Forward Products ("Standard Products RFP" or "RFP").

Before completing this Part 2 Form, please review both the Commonwealth Edison Company 2009 Standard ~~Products RFP~~ Product Request for Proposals Process and Rules ("RFP Rules") and the Master Power Purchase & Sale Agreement for the Standard Products RFP ("Master Agreement") so that you understand the conditions under which the Standard Products RFP will be conducted. ~~Please see the Standard Products RFP Rules and the Master Power Purchase & Sale Agreement, which~~ These documents are posted at [www.comed-energyrfp.com](http://www.comed-energyrfp.com) ~~when they become available.~~

By having submitted a Part 1 Proposal in response to this RFP, you agreed to all terms and conditions of this RFP.

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*Any information that you provide in this Part 2 Proposal is provided on a confidential basis to the Procurement Administrator, and may be provided on a confidential basis to the Procurement Monitor, to the Illinois Power Agency ("IPA") or to the Staff of the Illinois Commerce Commission. ComEd representatives will review the Pre-Bid Letter of Credit with the name of the RFP Bidder and the amount redacted and will participate in the evaluation of this Pre-Bid Letter of Credit. All information provided to ComEd will be provided simultaneously to the Procurement Monitor.*

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\_\_\_\_\_  
Name of RFP Bidder

### **INSTRUCTIONS FOR PROPOSAL**

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RFP Bidders submit the Part 1 Form and all documents required therein to respond to the qualification standards for the Standard Products RFP. An RFP Bidder that is qualified after complying with all qualification requirements of the Part 1 Proposal may submit a Part 2 Proposal.

This Part 2 Form must be used to submit a Part 2 Proposal in the Standard Products RFP.

#### **Please complete all sections.**

#### **I. Part 2 Proposal Submission**

An RFP Bidder must:

- Submit **3 original** completed Part 2 Forms (with original signatures);
- Submit **one copy** of documents required to support the Part 2 Form as specified in Sections 2 and 3; and
- Manually insert the name of the RFP Bidder **on every page** of the Part 2 Form.

*The completed Part 2 Form MUST be received by the Procurement Administrator no later than 12:00 p.m. (noon) CPT<sup>1</sup> on April 28, 2009 at:*

Procurement Administrator  
2009 ComEd Procurement

**[address]**

222 South Riverside Plaza, 29th Floor  
Chicago, IL 60606

Inquiries may be directed to the Procurement Administrator by:

- telephone **[phone]** (312) 239-1506
- fax **[fax]** (312) 239-1510
- through the “Ask a Question” page on the **web** Web site at [www.comed-energyrfp.com](http://www.comed-energyrfp.com)

**Photocopies and facsimiles of completed forms will not be accepted under any circumstances.**

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<sup>1</sup> Unless noted otherwise, all times refer to the Central Prevailing Time (CPT) zone.

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\_\_\_\_\_  
*Name of RFP Bidder*

### **II. Part 2 Proposal Submission**

#### Confirmation

If your Part 2 Proposal is received by post, a confirmation consisting of a photocopy of the first page of your Part 2 Form stamped with the time and the date that it was received will be faxed to you. This confirmation of receipt will be faxed after an initial review, either with a confirmation that your proposal is complete, or with a deficiency notice (see below). If your Part 2 Proposal is hand-delivered, a confirmation consisting of a photocopy of the first page of your Part 2 Form stamped with the time and the date that it was received will be provided to the deliverer.

#### Timing of Part 2 Proposal Review

The Part 2 Proposal Window opens at 8:00 a.m. on April 24, 2009 and closes at 12:00 p.m. (noon) on April 28, 2009. All materials for the Part 2 Proposals, except an RFP Bidder's Bids, must be received by noon on the Part 2 Date, April 28, 2009. Bids are due on April 29, 2009, the Bid Date. Bids must be received between 9:00 a.m. and 12:00 p.m. (noon) on April 29, 2009. The Procurement Administrator performs an initial review of all Part 2 Proposals during the Part 2 Proposal Window. Part 2 Proposals received prior to the Part 2 Proposal Window are processed on April 24, 2009. Part 2 Proposals received during the Part 2 Proposal Window are processed on the day they are received. Proposals received after the proposal window are late proposals and are not processed.

#### Incomplete Part 2 Proposals

If your Part 2 Proposal is incomplete or requires clarification, the Procurement Administrator will send a deficiency notice to you by fax. You will have until noon on the Part 2 Date, or until 6:00 p.m. on the business day following the business day during which a deficiency notice is faxed to you, whichever comes later, to respond. In no event will the RFP Bidder be allowed to respond after 3 PM on the Bid Date. If you do not correct or adequately explain the deficiency within the time allowed, your Part 2 Proposal may be rejected and you may be unable to participate in the Standard Products RFP. One copy of your Part 2 Form and all supporting documents will be returned to you.

#### Late Part 2 Proposals

No late Part 2 Proposals will be accepted under any circumstances.

#### Complete Part 2 Proposals

When your Part 2 Proposal is complete, the Procurement Administrator will send a complete notice to your Representative by fax with a photocopy of the first page of your Part 2 Form stamped "complete". All Bids from Part 2 Proposals that are complete and compliant by the Bid Date are evaluated on the Bid Date.

#### RFP Bidders Under Agency Agreements

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To ensure that all RFP Bidders to the Standard Products RFP are treated on a fair and equal basis, an entity applying to the Standard Products RFP under an Agency Agreement is required to submit additional documents.

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\_\_\_\_\_  
*Name of RFP Bidder*

**PART 2 FORM**

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**1. Contact Information and Representations**

**COMPLETE ALL INFORMATION IN THIS SECTION 1 OF THIS PART 2 FORM.**

Name and Address of the RFP Bidder

On April 23, 2009, the Procurement Administrator sent you a Record of Contact Information along with your Notification of Qualification. This Record of Contact Information contains the contact information that we have on record for you from the Part 1 Proposal.

**PLEASE CHECK HERE  IF THE INFORMATION IN THE RECORD OF CONTACT INFORMATION IS CORRECT AND PROCEED TO THE REPRESENTATIONS ON PAGE 6 OF THIS FORM. OTHERWISE, PLEASE MAKE ANY CORRECTIONS IN THE SPACE PROVIDED BELOW.**

*Please note that fields will expand to accommodate text.*

*Legal Name of RFP Bidder*

*Street Address*

*City*

*State*

*Zip Code*

The Officer of the RFP Bidder named below will make all representations and certifications in this Part 2 Proposal and will execute the Master Agreement for which the executed signature pages are required in Section 3. This must be the individual designated as the Officer of the RFP Bidder in the Part 1 Proposal.

*Last Name of Officer of the RFP Bidder*

*Given Name(s)*

*Mr/Mrs/Ms/Dr/(other)*

*Title of Officer of the RFP Bidder*

*Company*

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\_\_\_\_\_  
*Name of RFP Bidder*

The Representative and the Officer of the Bidder are the contacts between the RFP Bidder and the Procurement Administrator. The Representative will receive all documentation related to the procurement event, including confidential information required to submit bids on the Bid Date.

*Last Name of Representative*

*Given Name(s)*

*Mr/Mrs/Ms/Dr/(other)*

*Telephone No. of Representative*

*Alternate Telephone No.*

*Email Address of Representative*

*Fax No. of Representative*

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\_\_\_\_\_  
*Name of RFP Bidder*

### **Representations of the Officer of the RFP Bidder**

Please note that Section 111.1(h) of the Illinois Public Act 95-0481, effective August 28, 2007 (the “Act”), including the Act’s amendments to the Public Utilities Act (“PUA”) states that “The names of the successful bidders and the load weighted average of the winning bid prices for each contract type and for each contract term shall be made available to the public at the time of Commission approval of a procurement event. The Commission, the procurement monitor, the procurement administrator, the Illinois Power Agency, and all participants in the procurement process shall maintain the confidentiality of all other supplier and bidding information in a manner consistent with all applicable laws, rules, regulations, and tariffs.” Furthermore, in the ICC’s January 7, 2009 Order approving the Procurement Plan, the ICC accepted Staff’s recommendation ~~that (1) the number of megawatts awarded for each contract type and for each contract term will be to release publicly disclosed after a Commission vote approving the recommended winning bids, provided there are at least three winning bidders in the entire procurement event, and (2) that the winning quantities and average prices for all Products, and not just for each Segment of each month, will be publicly released~~additional information. The Procurement Administrator will make public at the time of ICC approval of a procurement event: (i) the names of successful Bidders; (ii) the load-weighted average of the winning Bids for each Segment of each month; (iii) the load-weighted average of the winning Bids for each Product and for each Combination; and (iv) the number of megawatts awarded for each Segment of each month, provided that there are at least three successful Bidders. The Act states that participants in the procurement process will maintain the confidentiality of all other supplier and bidding information.

**THE FOLLOWING CERTIFICATIONS MUST BE SIGNED BY THE OFFICER OF THE RFP BIDDER AND THE SIGNATURE MUST BE NOTARIZED OR ATTESTED WITH THE CORPORATE SEAL.**

- (1) I certify that I am an Officer of the RFP Bidder, empowered to undertake contracts and bind the RFP Bidder.
- (2) I certify that this Part 2 Proposal will remain in full force and effect, ~~unless otherwise specified,~~ until ~~eight (8)~~seven (7) business days after the Bid Date.
- (3) I certify that to the best of my knowledge and belief, all information provided in the Part 2 Proposal is true and accurate.
- (4) I certify that the RFP Bidder is bidding independently and has no knowledge of any Proposal being submitted for this procurement event by another RFP Bidder in response to this RFP.
- (5) I certify that the RFP Bidder has maintained and will continue to maintain the confidentiality of its Proposal during the preparation of the Proposal, including in communicating with its financial institution for the purpose of preparing the Pre-Bid Letter of Credit or in communicating with advisors, if any.
- (6) I certify that, with only the exceptions noted in (5) above, the RFP Bidder has not otherwise disclosed, and will not otherwise disclose, publicly or to any other party any information relating to its Proposal, which could have an effect on whether another party submits a Proposal to this RFP, or on the contents of such Proposal that another RFP Bidder would be willing to submit in response to the RFP. Such information includes, but is not limited to: the fact that the RFP Bidder is submitting a Proposal in response to this RFP; the RFP Bidder’s Bids; the RFP Bidder’s number of blocks bid for any Product, any Combination, or for any bundle of Products and Combinations; the RFP Bidder’s estimation of the value of a Product or Combination; the RFP Bidder’s estimation of

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the risks associated with providing supply under the Master Agreement; and the RFP Bidder's preference for bidding on specific Products or Combinations. I acknowledge that this certification must hold until the ICC has rendered its decision on the results of the procurement event.

\_\_\_\_\_  
Name of RFP Bidder

- (7) I certify that any Bid on any Product or any Combination submitted in response to this RFP is binding until ~~eight (8)~~seven (7) business days after the Bid Date. Each Bid constitutes a binding and irrevocable offer to supply a block of a Product or a block of the Combination at the price provided as the Bid and under the terms of the Master Agreement submitted with the Part 2 Proposal. All Bids together constitute a binding and irrevocable offer to supply, under the terms of the Master Agreement submitted in the Part 2 Proposal, the number of blocks of each Product at each price submitted and the number of blocks of each Combination at each price submitted up to the specified maximum willingness to supply ~~submitted~~ for each ~~product~~Segment of each month.
- (8) I certify that if the ICC approves ~~the results of the RFP in whole or in part, and~~ some or all of the RFP Bidder's Bids, a binding and enforceable obligation arises under the terms of the Master Agreement provided with the Part 2 Proposal to execute a Confirmation to supply and deliver energy to ComEd ~~under the terms of the Master Agreement~~ for each ~~month and~~ Segment during the period June 1, 2009 to May 31, 2011, of each month for which the RFP Bidder's ~~Bid is~~ Bids are approved by the ICC. For each Segment of each month, the price paid to the RFP Bidder is the average of the RFP Bidder's own winning Bids for all blocks of ~~that the~~ Product and for all blocks of a Combination that includes that Segment of that month.
- (9) I acknowledge that if the ICC approves ~~the results of the RFP in whole or in part, and~~ some or all of the RFP Bidder's Bids ~~are part of the Least Cost Package, ComEd will send the unexecuted Confirmation(s) to the winning RFP Bidder no later than the, within one (1) business day after~~ of the ICC decision. By approving the results, ComEd will send electronically to the Officer of the RFP Bidder each applicable unexecuted Confirmation. I acknowledge that the RFP Bidder will have until 1:00 p.m. CPT (2:00 p.m. EPT) on the next Business Day following a winning RFP Bidder's receipt of such unexecuted Confirmation(s), both the RFP Bidder and ComEd shall Eastern Prevailing Time) on the next business day after receipt to execute two (2) originals of each Confirmation in counterpart and shall to return by facsimile or electronic means to each other ComEd one (1) copy of each executed original Confirmation, and shall send by overnight delivery to each other one (1) executed original of each executed Confirmation and retain, with one (1) executed original of each Confirmation for their own records. ComEd shall also fully execute the Master Agreement and send with the fully executed Confirmation(s) one (1) original of the executed Master Agreement, and the RFP Bidder and ComEd will execute two originals of each Confirmation in counterpart and shall return to each other one copy of each executed original Confirmation by fax or electronic means, with originals to follow by overnight delivery to ComEd.

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Signature of Officer

Date

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Signature and Seal from Notary Public

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Date

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\_\_\_\_\_  
Name of RFP Bidder

### 2. Pre-Bid Letter of Credit

**PROVIDE ALL INFORMATION REQUESTED IN THIS SECTION 2 OF THIS PART 2 FORM.**

*Please note that fields will expand to accommodate text.*

#### Pre-Bid Letter of Credit

The RFP Bidder must provide an executed Pre-Bid Letter of Credit, drawn for the account of the RFP Bidder ~~that~~. The RFP Bidder must either ~~uses the standard form as use~~ the Standard Pre-Bid Letter of Credit provided in Appendix 6 of the ~~Standard Products~~ RFP Rules, or the RFP Bidder must submit a Pre-Bid Letter of Credit that incorporates only those modifications to the ~~standard form~~ Standard Pre-Bid Letter of Credit accepted ~~by ComEd~~ as a result of the evaluation of Part 1 Proposals. All approved modifications will be posted to the RFP Web site. An RFP Bidder may use any of the approved modifications, regardless of whether the RFP Bidder itself or another RFP Bidder proposed the modification. The RFP Bidder cannot propose or incorporate any modification to its Pre-Bid Letter of Credit other than the modifications approved and posted as such on the RFP Web site. If the Pre-Bid Letter of Credit incorporates or proposes modifications other than those approved and posted as such on the RFP Web site, the Pre-Bid Letter of Credit will be non-compliant and the Part 2 Proposal will be automatically considered deficient.

The RFP bidder is submitting an executed Pre-Bid Letter of Credit (check one):

- using the standard form; or
- incorporating only approved modifications.

#### Amount of the Pre-Bid Letter of Credit

The Pre-Bid Letter of Credit must be in an amount no less than \$10,000 per block of the RFP Bidder's Maximum Quantity, which is the sum of the maximum willingness to supply ~~for~~ of the RFP Bidder across all ~~Products~~ Segments and all months.

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*Name of RFP Bidder*

You may use the following table to calculate the Maximum Quantity.

Segment	On-Peak		Off-Peak		
	Month	Maximum willingness to supply (50 MW Blocks)	Cannot exceed	Maximum willingness to supply (50 MW Blocks)	Cannot exceed
	June 2009		40		27
	July 2009		66		40
	August 2009		60		36
	September 2009		34		21
	October 2009		24		14
	November 2009		30		20
	December 2009		39		28
	January 2010		42		31
	February 2010		37		27
	March 2010		29		20
	April 2010		23		15
	May 2010		24		15
	June 2010		15		4
	July 2010		40		17
	August 2010		33		12
	September 2010		6	N/A	0
	October 2010	N/A	0	N/A	0
	November 2010		4	N/A	0
	December 2010		14		5
	January 2011		16		8
	February 2011		11		4
	March 2011		4	N/A	0
	April 2011	N/A	0	N/A	0
	May 2011	N/A	0	N/A	0

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**Sum**

(a)

(b)

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Name of RFP Bidder

Maximum Quantity = Sum of Willingness to Supply for On-Peak Segments (cell a) 0 +  
Sum of Willingness to Supply for Off-Peak Segments (cell b) 0  
= 0

Amount of Pre-Auction Letter of Credit (or Bid Bond)

= Maximum Quantity 0 (blocks) x (\$10,000)  
= \$ 0

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\_\_\_\_\_  
*Name of RFP Bidder*

Release of the Pre-Bid Letter of Credit

ComEd will release the Pre-Bid Letter of Credit no later than ~~nine~~ (eight (8)) business days after the Bid Date. If the ICC does not approve any of a particular RFP Bidder's Bids, ComEd will release that RFP Bidder's Pre-Bid Letter of Credit within one (1) business day of the ICC decision on the procurement event. Please provide any special instructions for returning the Pre-~~Auction~~Bid Letter of Credit below.

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\_\_\_\_\_  
Name of RFP Bidder

### **3. Master Agreement Documents**

**PROVIDE ALL INFORMATION REQUESTED IN THIS SECTION 3 OF THIS PART 2 FORM.**

#### Master Agreement

Please confirm that you are providing the following with this Part 2 Proposal:

Two ~~copies~~**(2) originals** of the signature pages of the Master Agreement

#### Signatory to the Master Agreement

Both ~~copies~~**originals** of the Master Agreement must be signed by the Officer of the RFP Bidder designated in the Part 1 Proposal whose contact information was provided in Section 1 of the Part 1 Form **and whose contact information is confirmed in Section 1 of the Part 2 Form.**

#### RFP Bidders ~~using~~relying on the financial standing of a Guarantor

If the RFP Bidder has named an RFP Guarantor in its Part 1 Proposal, the RFP Bidder must provide an original executed ~~guaranty~~**Guaranty** with this Part 2 Form. Please confirm whether you are providing the following with this Part 2 Proposal:

Original Executed Guaranty

The Guaranty must be in the standard form provided as Schedule 2 to the Master Agreement or must include only those ~~changes that were deemed acceptable to ComEd~~**modifications accepted** pursuant to the comment process that closed on April 1, 2009. ~~These acceptable changes~~**All approved modifications to the Guaranty** are posted to the RFP Web site. **Each RFP Bidder may use any of the approved modifications, regardless of whether the RFP Bidder itself or another RFP Bidder proposed the modification.**

#### RFP Bidders Under an Agency Agreement

**THIS APPLIES ONLY TO RFP BIDDERS SUBMITTING A PROPOSAL UNDER AN AGENCY AGREEMENT. IF YOU ARE NOT APPLYING UNDER AN AGENCY AGREEMENT, PLEASE CHECK HERE  AND PROCEED TO SECTION 4 OF THIS PART 2 FORM.**

Please confirm that you are providing the following with this Part 2 Proposal:

An Officers' Certificate, substantially in the form of Appendix 7 of the ~~Standard Products~~ RFP Rules and signed by an officer of each Principal.

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\_\_\_\_\_  
*Name of RFP Bidder*

If no representatives of the RFP Bidder are authorized to execute Confirmations pursuant to the Master Agreement, the RFP Bidder must name below a representative of a Principal that is so authorized:

*Last Name of Representative*

*Given Name(s)*

*Mr/Mrs/Ms/Dr/(other)*

*Telephone No. of Representative*

*Alternate Telephone No.*

*Email Address of Representative*

\_\_\_\_\_  
*Name of RFP Bidder*

*Fax No. of Representative*

The individual named above must also execute the two (2) originals of the signature pages of the Master Agreement submitted with the Part 2 Proposal.

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\_\_\_\_\_  
Name of RFP Bidder

**4. Bids**

Each RFP Bidder submits its Bids electronically. The Procurement Administrator sends by overnight delivery to each RFP Bidder the Bid Form electronically on a CD. The Procurement Administrator also sends to each RFP Bidder instructions for completion of the Bid Form, for encryption of the Bid Form, and for electronic transfer of the completed Bid Form to the Procurement Administrator, as well as instructions for fax submission of the Bids in case of technical difficulties with the electronic transfer. These instructions will contain a username, password, and security codes unique to each RFP Bidder that will allow the Procurement Administrator to authenticate the Bids received. In case of technical difficulties, an RFP Bidder may print and fax its Bid Form to the Procurement Administrator.

**PLEASE REVIEW ALL RULES FOR THE SUBMISSION OF BIDS AS PROVIDED IN SECTION V.4 OF THE ~~STANDARD PRODUCTS~~ RFP RULES. BIDS ~~ARE DUE BY~~ MUST BE RECEIVED BETWEEN 9 AM AND 12 PM (NOON) CPT ON APRIL 29, 2009.**

I agree that if the Pre-Bid Letter of Credit is insufficient, the Procurement Administrator will determine the ~~Maximum Quantity~~ number of blocks that the Pre-Bid Letter of Credit can support. The Procurement Administrator will remove Bids to ensure that the Pre-Bid Letter of Credit is sufficient. I agree that the Procurement Administrator may modify the RFP Bidder's Bids as described in Section V.4 of the ~~Standard Products~~ RFP Rules should such action be necessary.

\_\_\_\_\_  
Signature of Officer

\_\_\_\_\_  
Date

I confirm that I have received the Confidential Information intact, and that to the best of my knowledge, no one but RFP Bidder Authorized Personnel has had access to this information.

\_\_\_\_\_  
Signature of Officer

\_\_\_\_\_  
Date

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\_\_\_\_\_  
Name of RFP Bidder

### **Checklist**

This is a checklist of documents to be enclosed in the Part 2 Proposal.

**3 originals** of the completed Part 2 Form (with original signatures and original notarized signatures where required) *[Instructions Part I]*

~~One copy (hardcopy or electronically on a CD).~~

~~The following documents of the entity, the RFP Bidder, a Guarantor, or a Principal, that will be fulfilling the credit and financial requirements:~~

An executed Pre-Bid Letter of Credit for the account of the RFP Bidder that either uses the standard form as provided in Appendix 46 of the ~~Standard Products~~-RFP Rules, or a Letter of Credit that incorporates only those modifications to the standard form accepted by ComEd as a result of the evaluation of Part 1 Proposals. *[Section 2]*

**Two originals** of the signature pages of the Master Agreement *[Section 3]*

**One Original Executed Guaranty** if the RFP Bidder has named an RFP Guarantor in its Part 1 Proposal. *[Section 3]*

**Officers' Certificate** if the RFP Bidder is applying under an Agency Agreement. *[Section 43]*

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*End of Part 2 Form*