

SOLAR PROPOSAL

Menard County, Illinois is seeking to identify and contract with a Successful Proposer for a "Project" that shall include the design, financing, installation and operation of solar photovoltaic ground-mounted generators for 2, 2MW projects, (Site) located side by side outside of Petersburg, Illinois, and interconnection of the generation equipment to the utility distribution system, along with any such improvements or repairs needed at the Site to accommodate any of such improvements ("Project"). The Site is owned by Menard County (hereinafter "County"). The Site is located on Sunny Acres Rd, just east of Petersburg, County of Menard, Illinois (See Site Location Map attached as Exhibit A). The Site is identified by property identification numbers 12-19-100-002 and 12-19-300-001. The Site Operation is to be for a minimum of twenty (20) years. Longer term proposals are welcome.

All entities delivering timely and complete Proposals shall be referred to as "Proposers" under this RFP. A Proposer may simply ask for a twenty (20) year or longer lease of the Site by Menard County, with proposed monetary and other terms of rent and a binding commitment to develop a solar photovoltaic field by a date certain, together with demonstration of capability to bring the development to completion and successful operation, plus undertake long term O&M, inspections, repairs, corrective measures, and decommissioning/restoration as needed. Alternatively, or also, the Proposer may submit a complete development package showing it has substantially pre-identified the equipment owner(s), prime contractor and terms of economic return to the County (other than rent). **Whether lease, license or other arrangement is proposed, a Proposer must demonstrate in its proposal that it has the professional skill, capital and other necessary qualifications to be selected and entrusted to install, sell, manage and operate/maintain, repair, and eventually dismantle and decommission the system successfully, as well as provide insurance or performance bond to hold the County harmless as to any claims, damages, losses, costs, or adverse impact caused by activities of solar development.**

Each proposal should include a confidential pro-forma demonstration that the Proposer's contemplated development of the Site is commercially viable so as to provide economic benefit to the County and quantify estimates of the economic benefit. Each proposal should demonstrate the willingness and ability to finance, design, construct, commission, own, operate, maintain and decommission all ground-mounted photovoltaic generation and other project-related equipment on the Site. Proposers may condition their willingness to contract on specific prerequisites being fulfilled.

A Proposer must include detailed descriptions of its qualifications to undertake, finance, install, operate and complete the Project it is proposing. A Proposer may claim and identify confidential business information status for sensitive information that is confidential or proprietary. Each Proposal should contain details on what a Proposer wishes to undertake, any contracting prerequisites, necessary contract conditions, and a description of the type of contractual relationship it proposes (i.e. lease, turnkey, or either).

The County expects that the Site will be made available and the Project will be undertaken pursuant to the terms and conditions of a contract agreement to be negotiated between the Selected Proposer and the County. Any contracts executed under this RFP shall be contingent upon the approval of the Menard County Board of Commissioners. A condition of any contract that is not a lease is that the

economics of the Proposal accepted must benefit the County or associated entity by directly or indirectly reducing, offsetting, or paying for their energy and/or operating costs.

Final contract approval and all terms of any contract for any aspect of the project development, installation, or operations shall be contingent upon confirmation and approval of such installation and operation arrangements by the County. The Site must also comply with all other applicable laws and regulations, including, without limitation, the County zoning ordinance and solar ordinance. The Proposer would need to apply for a special use permit to allow a solar development of the Site.

The Successful Proposer will be awarded an exclusive opportunity to investigate and negotiate with the County for the award of the Project. This exclusive opportunity shall terminate on December 20, 2019. Extensions of the exclusive opportunity may be possible for good cause shown at the discretion of the County. **The County reserves the right to reject any or all proposals if deemed to be in the best interest to the County.**

SUBMISSION OF PROPOSAL

Submission of Proposal:

-Provide three (3) hard copies to Menard County Board, c/o Chairman Robert Lott, 102 South 7th Street, Petersburg, IL 62675; and

-Provide one (1) electronic copy to: Dara Worthington at dworthington@co.menard.il.us. The subject line must read "Solar Proposal for Menard County".

PROPOSAL REQUIREMENTS

1. General Letter of Intent to Contract or Lease

All Proposals shall include a Letter of Intent. The Letter of Intent must identify the company, partnership, corporation or individual(s) proposing the Project and shall include a detailed summary of the proposed project. The Letter of Intent shall include a statement that the Proposer has read this RFP and accepts its terms and conditions.

2. Project Proposal

Project Proposals shall accompany the Letter of Intent and shall include the following information:

- a. Name, address, and telephone number of firm or principal contract person.
- b. Type of organization (i.e. corporation, partnership, joint venture, etc.) including list of participants, as appropriate.
- c. History, ownership, professional qualifications and organizational background of the firm(s) and all contemplated sub-contractors (Development Team):
 - a. Provide a brief history of the firm(s) as well as a synopsis of ownership;

- b. If the company responding is a partially or fully owned subsidiary of another firm, include the above information for the parent company and an appropriate statement by the parent company in support of the subsidiary's submittal;
 - c. If the Proposer intends to sub-contract parts of the work, include the above information for all contemplated sub-contractors to the extent known;
 - d. Professional qualification of the individual principals who are to be involved in the design, installation and production process and their areas of particular emphasis or expertise.
 - e. Provide a list of projects in Illinois.
 - f. Provide references.
- d. Project schedule, expressed in weeks and months, indicating major project milestones and durations once contact is awarded. Elements that must be addressed in Project Schedule include:
 - i. Management and Maintenance Plan for grounds and structures;
 - ii. Conceptual site plan;
 - iii. Final site plan and construction specifications;
 - iv. Site security plans;
 - v. Construction safety plan;
 - vi. Construction schedule;
 - vii. As-built documentation;
 - viii. System O&M, removal and decommissioning plan;
 - ix. Financial assurance of contract performance arrangements.
- e. List of all previous and current similar solar projects of Proposer including:
 - i. Location and project description;
 - ii. Project size and cost details;
 - iii. Proposer's involvement;
 - iv. References (names, titles and telephone numbers); and
 - v. Dates started and completed.
- f. Qualifications and list of key personnel involved in all phases of the project.
- g. Projected customer and rate information suitable and sufficient to enable evaluation of likelihood of success of Proposer to make solar energy and renewable energy credit (REC) sales commercially viable,

along with a pro-forma estimate of projected Developer's costs, revenue received and expected economic benefit to the County.

3. Financial Capability

Proposals must demonstrate the reasonable likelihood of sufficient financial resources to develop the Site in a manner consistent with the Proposal. The contract may require that the Proposer or its contractors' performance be bonded and shall include certain indemnity obligations to cover any damages or claims that are caused by the installation, operation and decommissioning of the proposed Project.

4. Insurance Coverage

Proposals shall expressly acknowledge the need for insurance and include a statement that at least the following insurances will be required to be in force upon finalizing the contract:

- a. Worker's Compensation Insurance for the protection of all employees throughout the entire period that the contract is in operation with coverage B limit of liability of not less than \$1,000,000.00.
- b. Comprehensive General Liability for bodily injury in the amount of \$1,000,000.00 (for one person) and \$2,000,000.00 (on account of one accident), including contingent liability for the County for the acts or omissions of the engineer or its subcontractors in the same amounts. The County shall be named as an additional insured under this coverage.
- c. Property damage in the amount of \$2,000,000.00 each occurrence and \$4,000,000.00 aggregate.
- d. The property damage insurance shall be in amounts approved by the County and cover/include comprehensive for premises/operations, subsidence, collapse, explosion, and surface and/or underground damage to the Site, with no exclusion for environmental matters, public utilities, products/completed, operations, contractual, independent contractor, broad form property damage, and shall also cover and include contingent liability for the County for factors of omissions of the engineer or its subcontractors in the same amounts. The County shall be named as an additional insured under this coverage.
- e. Architects'/Engineers' Professional Liability (errors and omissions on a claims-made basis) in the amount of \$1,000,000.00 for any one claim, and in the annual \$5,000,000.00 aggregate with not more than \$100,000.00 deductible for each claim. The County shall be named as an additional insured under this coverage.
- f. Automotive vehicles, both owned and non-owned, used in conjunction with the job both on and off the public highway shall carry the same rates of insurance for bodily

injury and property damage as stated above. The County shall be named as an additional insured under this coverage.

- g. Umbrella or Excess Insurance coverage applicable to all insurance policies issued to satisfy subparagraphs a through f of this section in the amount of \$5,000,000.00 each occurrence and \$10,000,000.00 aggregate. The County shall be named as an additional insured under this coverage.
- h. Contractors' completion bond in an amount specified in the contract sufficient to assure the construction completion of the solar photovoltaic field and related equipment should work involving construction not timely ensue or reach completion.

5. Questions & Correspondence

All Proposers' questions should be submitted via email to Dara Worthington, at dworthington@co.menard.il.us with "Solar Proposal for Menard County" in the subject line no later than 4:00 p.m., November 1, 2019. A link to Information related to the RFP can be found on the website at Menard County's website www.menardcountyil.org.

6. Communication Before and After Submittal of Proposals

Meetings and discussions regarding Proposals and issues relevant to the success of a possible Proposal may be held with representatives of the County and any other relevant entity prior to the submittal date. After submittal, evaluation of Proposals will generally not involve actual meetings of the County and will be deemed confidential. At points in the process, however, Proposals may be discussed at pre-arranged and pre-announced meetings of the County Board with or without the Proposer present, consistent with the confidentiality provisions of the Illinois Open Meetings Act respecting real estate, professional engagement and legal matters. Some otherwise confidential information may be deemed public under such laws.

All questions about the RFP should be made in writing and directed to Dara Worthington at dworthington@co.menard.il.us no later than 4:00 p.m November 1, 2019, or mailed and received by the County at the Menard County Courthouse, 102 South 7th Street, Petersburg, Illinois 62675. Oral explanations or instructions are not binding on the County.

If any information furnished in a Proposal is deemed highly confidential because of a trade secret or other proprietary information that is normally kept confidential by the Proposer, and Proposer does not agree that it may be divulged at a public meeting or pursuant to freedom of information laws of Illinois or the United States, express written declaration and designation of Highly Confidential shall be made on all parts or pages of the Proposal that contain such Highly Confidential information.

7. Site Inspection Opportunity

All Proposers who would like to inspect the Site must do so by making an appointment through Dara Worthington at dworthington@co.menard.il.us or (217) 632-4412. A representative of the County must be present.

8. Submittals

Proposals must be submitted by:

-Provide three (3) hard copies to Menard County Board, c/o Chairman Robert Lott, 102 South 7th Street, Petersburg, IL 62675; and

-Provide one (1) electronic copy to: Dara Worthington at dworthington@co.menard.il.us. The subject line must read "Solar Proposal for Menard County".

-Proposers may also provide the submission on a jump drive in PDF format delivered to: Menard County Board, c/o Chairman Robert Lott, 102 South 7th Street, Petersburg, IL 62675.

9. Evaluation

The County will select the Proposal that it believes is in the best interest of the County. The County reserves the right to reject any and all proposals and the right to explore more than one Proposal before selection of the successful Proposal. Proposers and the County may modify and otherwise negotiate terms of Proposals prior to finalization if such modifications are mutually agreed.

10. Permits and Proposers Pre-Submittal Costs

The successful Proposer must obtain all required permits from federal, state and local agencies. The project shall be contingent on consistency with Menard County zoning regulations and solar ordinance. A special use permit will be required. The Proposer is responsible for all costs related to obtaining any permits or certifications.

Proposers must provide and pay for any type of related engineering services and field surveys needed for design purposes, engineering surveys, marking to enable contractor(s) to proceed with their work, and providing special field surveys. Site access may require prearranged access. Access to the Site is off of Sunny Acres Rd near Sunny Acres Nursing Home. Proposers bear all costs related to the making of the Proposal, presenting the Proposal to the County, and other approval related meetings or hearings.

Successful Proposer is expected to confirm acceptability/qualification of any prime contractor, subcontractors, supplier, and other persons and organizations proposed, and to conduct background and reference checks on proposed contractors, subcontractors, and suppliers in anticipation of a contract award.

11. Statement of Agreement

A statement signed by the Proposer shall be submitted stating that the Proposer has read this RFP and accepts its terms and conditions.

12. Disqualification

The Proposer may be disqualified if the Proposer or its principal(s): a) has been convicted of a crime chargeable as a felony within the past five (5) years; b) has been the subject of a voluntary or

involuntary bankruptcy or insolvency proceeding in the past five (5) years that was not dismissed within 180 days of filing; c) has made material misrepresentations of fact in its Proposal; and/or if is responsible for apparently inappropriate business acts indicating a lack of qualifications for a public benefit project of this type.

13. Compliance with all Laws

The Proposal and any subsequent Contract entered into between the County and Proposer shall be governed and construed in accordance with the laws of the State of Illinois. If any provision hereof shall be held to contravene any applicable law, such provision shall be deemed reformed to the extent of conforming to said law, and in all other respects the terms hereof shall remain in full force and effect.

The Proposer shall comply with all applicable laws, regulations, rules and policies promulgated by the Federal, State, County and/or other government unit or regulatory body, now in effect or with may be in effect during the performance of the Contract. Included within the scope of the laws, regulations, and rules referred to in this Section, but in no way to operate as a limitation, are all forms of public utility and Interstate Commerce Commission regulations, Workers' Compensation Laws, the Prevailing Wage Act, the Social Security Act, Occupational Safety and Health Act, and the Illinois Municipal Code.

Proposer and its Contractor shall comply with all Federal, State, and local laws and regulations pertaining to wages and hours of employment of all personnel employed.

Additionally, the Proposer shall comply with all laws and regulations pertaining to equal opportunity and fair employment practices including the Illinois Human Rights Act. The Proposer shall not discriminate against any worker, employee, applicant, or any other member of the public because of race, religion, color, age, sex, handicap, marital status, national origin, or unsatisfactory military discharge, nor otherwise commit an unfair labor practice. The Proposer further agrees that this paragraph will be incorporated by the Proposer in all contracts entered into with suppliers of materials and services, subcontractors and labor organizations, furnishing skilled, unskilled, or craft union skilled labor that may perform any such labor or service connection with the contract.

Further, by submitting a proposal, the Proposer certifies that it has adopted and implemented a written sexual harassment policy in full compliance with Section 2-105A(4) of the Illinois Human Rights Act, 775 ILCS 5/2-105A(4), and, in case the Contractor has 25 or more employees, a drug-free workplace policy and practice in full compliance with Section 3 of the Illinois Drug-Free Workplace Act, 30 ILCS 580/3.

As an independent contractor, records in the possession of the Proposer related to the contract may be subject the Illinois Freedom of Information Act ("FOIA"), 5 ILCS 140/1-1 seq.; 5 ILCS 140/7(2). The Proposer shall immediately provide the County with any such records requested by the County in order to timely respond to any FOIA request received by the County. The County will review all such records to determine whether FOIA exemptions apply before disclosing the records, such that information property exempt as proprietary or prohibited from release by other laws or exempt for other reasons will not be released. If the Proposer refuses to provide a record that is the subject of a FOIA request to the County and the Attorney General or a court of competent jurisdiction subsequently requires the release of the record or penalizes the County in any way, the Proposer shall reimburse the County for all costs, including attorneys' fees, incurred by the County related to the FOIA request and records at issue.

By submitting a proposal, the Proposer certifies that it is not ineligible for award of the contract by reason of debarment for a violation of any of the above-referenced laws and regulations and acknowledges that any breach of the foregoing provisions shall constitute a breach of the contract. Failure of the Contractor to be in compliance with this paragraph shall be cause for the County to terminate the contract.

14. No Gratuity to the County or County Employees

No employee or officer of the County or other public body is to be extended any form of gratuity in connection with this RFP, any Proposal, or the contracting process involved therein.

15. Certification

All Proposals must be accompanied by certifications, signed by the Proposer and/or its principal(s) attesting that the attached evidence of the qualifications and financial responsibility, including financial statements, are true and correct.

16. Selection and Award

Proposals will be reviewed by the County and depending on the number of Proposals and their competitiveness, may choose to conduct interviews. When the County has selected a Proposal, the County will enter into a negotiated agreement with the selected Proposer which shall include all material terms and conditions agreed upon by the County and the Proposer.

17. Successful Proposer

The Successful Proposer will be notified in writing by email and by telephone. The Successful Proposer will obtain the exclusive opportunity to engage in contract negotiation with the County until December 20, 2019. The County will also attempt to facilitate the provision of the prerequisites to contract that the successful Proposer has included in its Proposal. No guaranty of success in contracting or that the prerequisites stated by a proposer will be met is given. The exclusive negotiation period may be extended at the discretion of the County.

Final contract is subject to review and comment by the County Board and other agencies and must be approved by the County Board. Approval is not guaranteed and the assessment of whether to accept and approve a contract is subject the reasonable judgment of the County Board. The County Board retains the right to refuse or deny any proposal.

18. General Terms and Conditions

The County, with or without cause, and without liability of any kind to any Proposer reserves the right to:

- a. Accept or reject any and all Proposals;
- b. Cancel this RFP at any time and/or take any action in the best interest of the County. The County's decision in all matters shall be final;
- c. Retain all Proposals for official record purposes and use them in whatever official manner as deemed appropriate;

- d. Elect not to accept any request by any Proposer to correct error or omissions in any information, calculations or comparative price submitted once a Proposal is submitted;
- e. Investigate the financial capability, integrity, experience and quality of performance of each proposer, including principals;
- f. Request an oral presentation for any proposer;
- g. Request any additional information from any proposer;
- h. Be the sole judge as to whether any Proposal complies with the requirements of this RFP and may waive any non-compliance or informality in the Proposal received and the County's decision shall be final, conclusive and not reviewable except as required by Illinois law.
- i. All proposers to this RFP do so at their sole expense and risk. The County assumes no financial or other obligations to the proposers. The County will not be liable to any broker, consultant, or any other entity acting on behalf of any respondent for any fee or payment relating directly or indirectly to the proposer of their Proposal.
- j. All information furnished in this RFP solicitation was gathered from sources deemed reliable. No representation or warranty is made as to the accuracy or completeness of the information contained in this document. Prospective proposers should independently verify all information.

19. Due Date and Format for Proposals

Submittals must be physically received by the County, c/o Chairman Robert Lott, 102 South 7th Street, Petersburg, IL 62675, before the deadline for Proposals, which is 4:00 p.m. on November 1, 2019, or such later time as may be formally announced and posted by the County.

The electronic copies furnished to the County shall be in color and in PDF or other commonly retrievable format.

If any information furnished in a Proposal is deemed highly confidential because of trade secrets or other proprietary information that is normally kept confidential by the Proposer, and Proposer does not agree that it may be divulged at a public meeting or pursuant to freedom of information laws of Illinois or the United States, express written declaration and designation of Highly Confidential shall be made on all parts or pages of the Proposal that contain such Highly Confidential information.

All proposals must comply with the Menard County Solar Ordinance.

*****END*****