



American Electric Power Service Corporation
as agent for
Appalachian Power Company

Request for Proposal
Glade-Whitetop Battery Energy Storage

from Qualified Bidders

Three BESS blocks totaling up to
7.5 Megawatts (MW), 15 Megawatt Hour (MWh)

RFP Issued: August 1, 2022

Proposals Due: October 1, 2022

Web Address: <http://www.appalachianpower.com/rfp>

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1. Introduction

American Electric Power Service Corporation (AEPSC) and Appalachian Power APCo (APCo or Appalachian Power) are subsidiaries of American Electric Power APCo, Inc. (AEP).

AEPSC is administering this RFP on behalf of APCo. Affiliates of AEP and APCo (Affiliate) are permitted to participate in this RFP, and APCo reserves the right to offer one or more self-build projects.

Appalachian Power serves about 1 million customers in West Virginia, Virginia and Tennessee. Its headquarters is in Charleston, W. Va., with regulatory and external affairs offices in both Charleston, W. Va. and Richmond, Va.

Appalachian Power is part of the American Electric Power system. Based in Columbus, Ohio, AEP is powering a cleaner, brighter energy future for its customers and communities. AEP's approximately 16,700 employees operate and maintain the nation's largest electricity transmission system and more than 224,000 miles of distribution lines to safely deliver reliable and affordable power to 5.5 million regulated customers in 11 states. AEP also is one of the nation's largest electricity producers with approximately 31,000 megawatts of diverse generating capacity, including more than 7,100 megawatts of renewable energy. The company's plans include growing its renewable generation portfolio to approximately 50% of total capacity by 2030. AEP is on track to reach an 80% reduction in carbon dioxide emissions from 2000 levels by 2030 and has committed to achieving net zero by 2050. AEP is recognized consistently for its focus on sustainability, community engagement, and diversity, equity, and inclusion. AEP's family of companies also includes utilities AEP Ohio, AEP Texas, Indiana Michigan Power, Kentucky Power, Public Service Company of Oklahoma, and Southwestern Electric Power Company (in Arkansas, Louisiana, east Texas, and the Texas Panhandle). AEP also owns AEP Energy, which provides innovative competitive energy solutions nationwide. For more information, visit aep.com.

APCo Service Territory



2. RFP Overview

- 2.1. APCo has issued this RFP to support its obligations pursuant to the Virginia Clean Economy Act for a Phase I utility.
- 2.2. APCo is requesting proposals that will result in obtaining up to 7.5 Megawatts (MW), 15 Megawatt Hour (MWh) Battery of BESS for APCo's Glade-Whitetop Project located in Virginia.
- 2.3. Standalone BESS proposals will be accepted in this RFP.
- 2.4. The resources requested via this RFP will be acquired via direct purchase contract between BESS manufacturer and APCo. APCo will not consider proposals in this RFP that do not meet these criteria.
- 2.5. Any Project(s) with which APCo moves forward as a result of this RFP will be subject to APCo's receipt of the necessary regulatory approvals.
- 2.6. All questions regarding this RFP should be submitted within the online Ariba Sourcing platform. AEPSC will post a list of the non-confidential "Questions and Answers" on its RFP sourcing platform on a weekly basis following the issuance of the RFP until the Proposal Due Date. Bidders participating in the RFP will receive an email notification of the Q&A and Bidders will be able to view the Q&A in the email or within the sourcing platform. Once this RFP is open, all communication must go through Procurement via the Ariba tool. Failure to comply with this guideline may disqualify your bid. No texts, calls or emails will be accepted. Please do not follow up on the status of the bid. Bids cannot be accepted by e-mail.

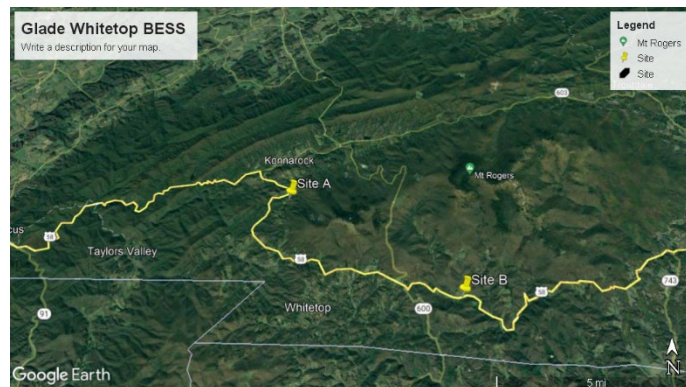
- 2.7. This RFP is not a commitment by APCo to acquire any BESS and it does not bind the APCo or its Affiliates in any manner. APCo in its sole discretion will determine which Bidders, if any, it wishes to engage in negotiations with that may lead to definitive agreements for the acquisition of one or more selected Projects.

3. Product Description and Requirements

- 3.1. Completed Project: Each Project must be a complete, commercially operable, integrated BESS by the Expected In-Service Date.
- 3.2. Expected In-Service Date (ISD): APCo is pursuing Projects that can achieve an Expected ISD by March 1, 2025.
- 3.3. Size: Three BESS installations totaling 7.5 Megawatts (MW), 15 Megawatt Hour (MWh). All three BESS will be a 2.5 MW, 5 MWh block, installed across two different sites.

Site A: two (2) blocks of 2.5 MW, 5 MWh BESS (totaling 5 MW, 10 MWh)
 Site B: one (1) block of 2.5 MW, 5 MWh BESS

- 3.4. Location: The three (3) BESS may be located at two (2) different sites along the existing Glade-Whitetop Circuit.



- 3.5. Local Content: APCo encourages the use of local goods or services sourced, in whole or in part, from one or more Virginia-based businesses in the construction and/or operation of the project or United States-based manufacturers using materials or product components made in Virginia or the United States.
- 3.6. Code of Conduct: As part of the documentation provided with the RFP documents in Ariba, Bidders shall review and follow AEP's Code of Conduct.
- 3.7. Technical Specification: For details on technical requirements of BESS, refer to AEPSC's Energy Storage Specification in Ariba.

4. Bid Price and Structure:

- 4.1. Proposal pricing must include the costs associated with the following:
 - 4.1.1. Completion of the Energy Storage Project Summary in Appendix A
 - 4.1.2. A minimum of five (5) year comprehensive warranty from a creditworthy entity for all work and equipment including design, labor and materials, and fitness for purpose.
 - 4.1.3. Pricing shall include ALL costs associated with the development, engineering, procurement, construction, commissioning and applicable testing of the facility. The proposal shall not be contingent upon awarding an operations and maintenance agreement for the Project.
- 4.2. Prices must be firm, representing best and final bid. Proposals and bid pricing must be valid for at least 180 days after the Proposal Due Date.

5. RFP Schedule and Proposal Submission

- 5.1. The schedule and deadlines set out in this section apply to this RFP. APCo reserves the right to revise this schedule at any time and at its sole discretion.

RFP Timeline	
RFP Issued in Ariba	08/01/22
Proposal Due Date	10/01/22
Final Supplier Selection/Award Recommendation	11/01/22
Submit Petition to State Regulatory Commissions for Approval	11/01/22
Receipt of Regulatory Approval Order(s)	05/01/23
Estimated Contract Execution Deadline	06/30/23
Seller Conditions to NTP Achieved	08/01/23
Notice to Proceed (NTP)	09/01/23
Expected In-Service Date (ISD)	03/01/25

- 5.2. Proposals must be complete in all material respects. Proposals should be as comprehensive as possible to enable APCo to make a definitive and final evaluation of the Proposal’s benefits to its customers without further contact with the Bidder.
- 5.3. Each Bidder shall submit a proposed project schedule with their bid. The project schedule shall take into consideration the major project milestone dates in accordance with the specification.
- 5.4. Bidders will be required to electronically sign a Non-Disclosure Agreement (NDA) within the Ariba Sourcing platform prior to gaining access the bid documents.

- 5.5. APCo reserves the right to solicit additional proposals, if it deems necessary to do so, and the right to submit additional information requests to Bidders during the Proposal evaluation process. Such additional information requests will be posted in the Q&A section of the Ariba Sourcing platform.
- 5.6. Proposals and bid pricing must be valid for at least 180 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 the final selection.
- 5.7. A Proposal should be as comprehensive as possible to enable APCo to make a definitive and final evaluation of the Proposal's benefits to its customers without further contact with the Bidder.
- 5.8. Proposals must be submitted within the Ariba Sourcing platform no later than the due date of the RFP in order to be considered. Proposals will not be accepted outside of the Ariba Sourcing platform.

6. Proposal Evaluation

Proposals must include ALL applicable content requirements. Evaluation and recommendation of award will be completed per the schedule in Section 5.1. Notification of award will follow shortly after, but Contract Execution will be contingent on Regulatory Approval and successful Contract Negotiation. If negotiations between APCo and the Bidder are unsuccessful for any reason after the Award Recommendation has been executed, and prior to Contract execution, AEP may not pursue a contract with the Bidder.

Once the awarded Bidder has been notified, in accordance with Article 1.6 of the AEP Safety and Health Supplemental Terms and Conditions, in order to comply with Owner's registration requirement to the VERO Data Management System operated by Safety Management Group (SMG), Bidder shall, at no additional cost to Owner, register with VERO, by going to <https://safetymg.com/preregistration> or by contacting SMG at admin@safetymg.com. VERO registration will be required prior to contract execution.

7. Reservation of Rights

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

APCo 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. APCo 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, 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 APCo 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 APCo 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; (j) execute one or more definitive agreements with any Bidder, and (k) utilize a Bidder's completed Appendices and any supplemental information submitted by the Bidder in any its regulatory filings.

8. Confidentiality

APCo will take reasonable precautions and use reasonable efforts to maintain the confidentiality of all bids submitted. Bidders should clearly identify each page of information considered to be confidential or proprietary. APCo reserves the right to release any proposals to agents or consultants for purposes of proposal evaluation. APCo's disclosure policies and standards will automatically bind such agents or consultants. Regardless of the confidentiality, all such information may be subject to review by or in proceedings before 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, APCo and AEPSC will make reasonable efforts to protect Bidder's confidential information.

Appendix D

Proposal Content Check Sheet

Document Location	Document	Action Needed	Action Taken
RFP Appendix A	Energy Storage Project Summary	Submit	
RFP Appendix B	Bidder's Credit-Related Information	Submit	
RFP Appendix C	Bidder Profile	Submit	
RFP Appendix D	Proposal Content Check Sheet	Submit	
Ariba Attachment	Single-Line Diagram	Submit	
Ariba Attachment	Outline	Submit	
Ariba Attachment	Data Sheet	Submit	
Ariba Attachment	All Technical Documentation and Specifications	Read and Provide Exceptions	
Ariba Attachment	Draft Contract Letter	Provide Redlines	
Ariba Attachment	General Terms and Conditions for EPC	Provide Redlines	
Ariba Attachment	Security Contract Supplement	Provide Redlines	
Ariba Attachment	Safety and Health Supplemental Terms and Conditions	Read/No Redlines Accepted	
Ariba Attachment	Insurance Language Supplement	Read	
Ariba Attachment	Supplier Code of Conduct	Read	
Ariba Attachment	AEP Use of Technology Systems	Read	
Ariba Attachment	ESD CERD	Read	
Ariba Attachment	Supplier Diversity Reporting Instructions	Read	
Ariba Attachment	Unvouched Liability (UVL) Guidelines	Read	
Ariba Attachment	Unvouched Liability (UVL) Schedule of Value Maximo	Read	
Ariba Attachment	AEP Unmanned Aircraft Addendum (Drones)	Read	
Ariba Attachment	AEP Self-Certification	Submit	
Ariba Attachment	Direct Pay Permit Letter	Read	
Ariba Attachment	Virginia Utility Exemption Repeal Letter	Reference	