



*Appendix G*

*Process for*

*Protection of Proposal Information*

*for*

*2022 Request for Proposals*

*for*

*Renewable Resources*

*for*

*Entergy Louisiana, LLC*

Entergy Services, LLC

June 14, 2022

The statements contained in this Appendix G are subject to the Reservation of Rights set forth in Appendix E to the RFP and the terms and acknowledgements set forth in the Proposal Submission Agreement.

## APPENDIX G

### PROCESS FOR PROTECTION OF PROPOSAL INFORMATION

This Appendix G describes the process ESL will follow to ensure that confidential information Bidders provide in this RFP is kept confidential and not improperly disclosed to or used by any employee, agent, consultant, or contractor of ESL or any other Affiliate of ESL. Additionally, this Appendix G outlines ESL's process for evaluating proposals submitted in response to this RFP in a manner that affords objective and impartial treatment to all Bidders, and complies with all applicable legal and regulatory requirements, including applicable Affiliate Rules.<sup>1</sup>

#### 1. Overview

This Appendix G details various mechanisms ESL has developed and implemented to protect the confidentiality of Bidder's information in the RFP process and to achieve the additional objectives identified in the opening paragraph above, including:

- (1) Reliance upon a Bid Event Coordinator;
- (2) Reliance upon an RFP Administration Team;
- (3) Adherence to protocols for Receipt of Bidder Registration Information;
- (4) Adherence to procedures for Receipt of Proposal Information and Protection of Confidentiality;
- (5) Adherence to protocols for Protection of Market-Sensitive Proposal Information; and
- (6) Compliance with applicable Affiliate Rules.

**1.1. RFP Process Design and Implementation.** The RFP process has been developed in an attempt to ensure that the RFP process is designed and implemented in a fair and impartial manner and is consistent with principles associated with a market-based procurement process.

**1.2. Proposal Review.** All proposals submitted by Bidders into the RFP will be reviewed and screened by the RFP Administration Team to identify information needed to be redacted before the proposals are sent to the Evaluation Teams. For each proposal, the RFP Administration Team will be required to redact Bidder's name and other select information prior to the proposal's distribution to the Economic Evaluation Team and to redact the pricing terms prior to the proposal's distribution to the Viability Assessment Team and the Transmission Evaluation Team. The redactions are part of a process designed to protect Bidder confidentiality and to ensure that the evaluation of all proposals by the Evaluation Teams is impartial and that information that is or may be needed for review of the proposals is provided to the Evaluation Teams (and any consultants, agents, and contractors assisting the Evaluation Teams or ESL with the RFP) without the disclosure of proposal information to persons who do not need such information to perform their evaluation obligations. After segregation, each

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<sup>1</sup> As specified in Section 1.8 of the Main Body, Entergy Competitive Affiliates are eligible to participate in this RFP. Safeguards to ensure that confidential RFP information is not shared with Entergy Competitive Affiliates are discussed later in this Appendix G.

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Evaluation Team will receive and have access to only the information it needs to perform its portion of the proposal evaluation. The information segregation process is designed to protect Bidder confidentiality and ensure impartial evaluation of all proposals by the Evaluation Teams. While no process can ensure that a Bidder's identity remains completely anonymous, the review and redaction process was developed with the intent of providing to Bidders a reasonable assurance of anonymity in the proposal selection process.

**1.3. Proposal Submission Process.** The Bid Event Coordinator and, as necessary, other members of the RFP Administration Team will oversee receipt of all proposals during the Proposal Submission Period. Authorized members of the RFP Administration Team and the Evaluation Teams (as needed) will review information submitted by Bidders to determine whether the proposals meet the Threshold Requirements specified in Section 2.4 of the Main Body and whether additional information is needed or appropriate.

**1.4. Proposal Evaluation and Selection Process.** The RFP Administration Team will monitor the proposal evaluation and selection processes for the purpose of ensuring that the RFP process is objective and impartial, all proposals are treated in a consistent fashion, and no undue preference is provided to any Bidder. In addition, the RFP Administration Team will review the measures taken to restrict access to proposal information to those members of the Evaluation Teams (and any consultants, agents, and contractors assisting an Evaluation Team or ESL with the RFP at the Evaluation Team's or ESL's request) who need such information for evaluation purposes.

**1.5. Oversight of Communications with Bidder.** To the extent any Bidder is contacted pursuant to Section 2.2 of this Appendix G, the Bid Event Coordinator will minimize the dissemination of information that explicitly identifies Bidders to Evaluation Team members who do not need such information.

**1.6. Contract Negotiation and Due Diligence Phase.** After a Bidder has been notified of the inclusion of a proposal submitted on the Primary Selection List or the Secondary Selection List, the Bid Event Coordinator will monitor the status of developments relating to such proposals, including the status of negotiations of a Definitive Agreement with such Bidder.

## **2. Role of Bid Event Coordinator**

ESL has designated an individual to serve as the "Bid Event Coordinator." The Bid Event Coordinator will serve in a multi-purpose role that includes, but is not limited to, the following responsibilities:

**2.1. Responsibility as Liaison.** The Bid Event Coordinator will serve as a liaison between Bidders or potential Bidders and ESL on RFP-related matters.

**2.2. Processing of Questions.** In the event that ESL needs to contact a Bidder to clarify its proposal(s), to request additional information, or for other purposes contemplated by this RFP, the Bid Event Coordinator will perform those functions and communicate directly with Bidders. Bidders will

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be required to submit any written response to such communications to the Bid Event Coordinator, in accordance with Sections 1.4 and 1.5 of the Main Body. The Bid Event Coordinator will transmit the response to the appropriate Evaluation Team if the Bid Event Coordinator determines the response meets the RFP criteria for distribution to such Evaluation Team.

**2.3. Responsibility for RFP Files.** The Bid Event Coordinator will ensure that all RFP-related files and information are properly organized, stored, and secured to adequately protect the confidentiality of information in accordance with the processes and procedures described herein.

**2.4. Liaison with the Independent Monitor.** The Bid Event Coordinator will engage with the Independent Monitor throughout the RFP process.

### **3. Role of RFP Administration Team**

For this RFP, ESL has established an RFP Administration Team, which consists of the following ESL personnel: (i) the Bid Event Coordinator, (ii) the Manager of Project and Performance Management, and (iii) the Manager of Generation Planning and Models. No members of the RFP Administration Team are members of any Evaluation Team. The role of the RFP Administration Team includes, but is not limited to, the following responsibilities:

**3.1. Responses to Bidder Questions.** The RFP Administration Team will ensure that Bidder questions received by the Bid Event Coordinator concerning this RFP are addressed, with questions and answers posted on the 2021 ELL Renewables RFP Website, subject to Section 6.2 of the Main Body.

**3.2. Distribution of Proposal Information.** The RFP Administration Team will ensure that proposal information is distributed to appropriate members of the RFP Evaluation Teams.

### **4. Protocols for Receipt of Bidder Registration Information**

Bidders will be required to register for this RFP in accordance with the instructions provided in Section 4.2 of the Main Body and the Bidder Registration Agreement. Information submitted to ESL through the Bidder Registration Process will be submitted to the Bid Event Coordinator. Only the Bid Event Coordinator and, if necessary, members of the RFP Administration Team and the Evaluation Teams will have access to and review the information received from Bidders in the Bidder Registration Process.

### **5. Procedures for Receipt of Proposal Information and Protection of Confidentiality**

Bidders will be required to submit proposals responsive to this RFP in accordance with the instructions provided in Section 4.5 of the Main Body. A key process objective of the RFP process is to ensure that information provided by Bidders in response to this RFP is kept confidential. ESL has designed procedures, described in the Main Body, that its employees, agents, consultants, and contractors are required to follow in the proposal review and the proposal evaluation processes of this

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RFP. These procedures are designed to preserve, to the extent practicable, the confidentiality of any confidential information contained in Bidders' proposals. Procedural protections include requiring the submission, via PowerAdvocate (as described in the Main Body), of Bidder's Proposal Packages to the Bid Event Coordinator and the redaction of certain information in the Bidder Proposal Packages so that the members of each Evaluation Team receive the information needed to carry out their respective evaluations. These procedures are intended to provide reasonable assurance to Bidders that, except as noted below with respect to legal or regulatory requirements, information contained in their proposals will be disclosed (i) only to the appropriate members of the Evaluation Teams, and (ii) only to select agents, consultants, and contractors utilized by the Evaluation Teams or ESL, and only to the extent necessary for such agents, consultants, and contractors to perform their respective functions in connection with this RFP.

**5.1. Basic Preliminary Protective Measures.** Immediately after the end of the Proposal Submission Period, members of the RFP Administration Team will review each Proposal Package and redact certain information from the Proposal Package before any information from the Proposal Package is given to any member of any Evaluation Team. The RFP Administration Team will review proposal information before its distribution to the Evaluation Teams and will endeavor to ensure that Bidder's name is redacted in the version of the proposal provided to the Economic Evaluation Team and pricing terms are redacted in the version of the proposal distributed to the Viability Assessment Team and the Transmission Evaluation Team. As part of the process for protecting proposal information, the Bidder's proposal information provided to the Evaluation Teams may exclude data specifically identifying Bidder (Bidder company name, Bidder company address, Bidder company contact information, etc.). During proposal evaluation, each proposal will be identified by its unique Bidder ID, Proposal ID, and/or Resource ID.

#### Preliminary Executive Report

After completion of each of the Bidder Registration Process and the Proposal Submission Process, the RFP Administration Team may prepare, with oversight of the Independent Monitor, an Executive Report about the RFP (each, a "**Preliminary Executive Report**"). Each Preliminary Executive Report will communicate the following RFP information: (1) the total number of Bidders submitting proposals; (2) the total number of resources for which proposals have been submitted; (3) the total number of proposals and the total amount of Capacity offered; and (4) any additional information that recipients of the Executive Report may request and that the RFP Administration Team concurs is appropriate to provide. Preliminary Executive Reports will be communicated only to the ELL operating committee, the Chief Executive Officer of Entergy Corporation, the Chief Executive Officer of ELL, the Senior Vice President and Chief Accounting Officer of Entergy Corporation, the Executive Vice President and Chief Financial Officer of Entergy Corporation, the Executive Vice President and Chief Operating Officer of Entergy Corporation, the Group President of Utility Operations of Entergy Corporation, and, as needed, other senior executives of Entergy Corporation or any direct or indirect subsidiary thereof ("**Authorized Executive Report Recipients**").

#### Supplemental Executive Reports

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After reviewing proposals for compliance with the Threshold Requirements or in connection with a decision to eliminate a proposal from this RFP, the RFP Administration Team may prepare, with Independent Monitor oversight, an Executive Report (each, a “**Supplemental Executive Report**”) that will communicate the following with respect to the proposals remaining in this RFP or the proposal(s) that have been or may be eliminated: (1) Proposal IDs; (2) capacity amount; (3) resource location; (4) if applicable, the generic basis for elimination of the proposal(s); and (5) any additional information that recipients of the Supplemental Executive Report may request and that the RFP Administration Team concurs is appropriate to provide. Any Supplemental Executive Report will be communicated only to Authorized Executive Report Recipients.

**5.2. Evaluation Team Reports.** The Evaluation Teams will prepare reports informed by results of their analysis of the proposals. The Evaluation Team reports will be reviewed by the RFP Administration Team and by senior advisors and other decision-makers at ESL and ELL. If and after a proposal has been selected for the Primary Selection List or the Secondary Selection List, all information relating to such proposal may be made available to the team or individuals tasked with negotiating the Definitive Agreement, to appropriate executives and other decision-makers at ESL and ELL, and, with the RFP Administration Team’s concurrence, to the Economic Evaluation Team. ESL reserves the right to disclose, with the RFP Administration Team’s concurrence, proposal information to additional ESL and to ELL personnel as necessary to address unforeseen circumstances that may materialize and materially affect the evaluation of one or more of the proposals received in this RFP. Without limiting Section 5.4 below, all Entergy personnel and other agents, consultants, and contractors having access to confidential information in this RFP will be contractually and/or professionally bound to protect the confidentiality of confidential Bidder information and to use it for no purpose other than activities related to the RFP process and resource evaluation processes. Notwithstanding the foregoing, and without limiting Appendix E, ESL and ELL expressly disclaim and have no liability to any Bidder, any affiliate thereof, or any of their respective representatives for any losses or damages of any kind resulting from any disclosure of any Bidder or proposal information.

**5.3. Post-RFP Treatment of Proposals and Related Information.** Proposals and any correspondence or other material (including electronic material) provided to ESL in connection with this RFP will not be returned to Bidders. At the conclusion of the RFP process (including regulatory review of any transaction entered into as a result of this RFP), all proposals will be either destroyed or archived by ESL in accordance with internal policies governing the storage and retention of records and subject to the procedures described in this section providing for the treatment of such proposals as confidential and subject to any applicable Affiliate Rules.

**5.4. Certain Permitted Disclosures of Proposal Information.** All information contained in a proposal or otherwise provided by Bidder to ESL in connection with this RFP may be: (i) required to be disclosed by ESL or ELL pursuant to any applicable law, rule, or regulation or in any proceeding or review, audit, or investigation involving ESL or ELL and (ii) subject to review by one or more of the regulatory bodies, including their staffs, having jurisdiction over ESL or ELL in connection with any proceeding, audit, or investigation involving ESL or ELL, or by any other Governmental Authority with jurisdiction over ESL or ELL over any matter related to or affected by, directly or indirectly, this RFP, and may be subject to formal or informal discovery or disclosure. By submitting a proposal in

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this RFP, and subject to any less restrictive terms included in any confidentiality agreement entered into by ESL or ELL and Bidder (or party on whose behalf Bidder submitted its proposal), Bidder agrees to (a) allow ESL and ELL to use any of the information contained in any of its proposals or otherwise submitted to ESL in connection with this RFP in filings, pleadings, responses to information requests, testimony, or evidence in any proceeding before or review, audit, or investigation involving any such regulatory body or other Governmental Authority and, without limiting the generality of the foregoing, (b) disclose any of such information when required to do so as described above. In the event such information is to be so disclosed, ESL or ELL, as applicable, will use good faith efforts to obtain from such Governmental Authority (or other Person to whom such disclosure is being made), prior to the disclosure of such information, a confidentiality agreement or protective order or other mechanism or provide the information in a manner designed to protect the confidentiality of such information and limit its dissemination. ESL and ELL can provide and makes no assurance of the outcome of any such attempt. ESL advises Bidders that intervenors have sought access to confidential Bidder information about potential resource acquisitions in prior regulatory proceedings relating to previous ESL requests for proposals or in which ELL has been involved, and similar requests for access could be made in proceedings relating to this RFP.

#### **6. Protocols for Protection of Market-Sensitive Proposal Information**

Because numerous departments and personnel in the ESL organization are involved in the resource planning, asset management/supply procurement, and operations functions, ESL has implemented specific protocols for the protection of proposal information to limit access to specific market-sensitive proposal information provided by Bidders in this RFP, including the protocols listed below:

- (i) No proposal information shall ever be disclosed to any Entergy Competitive Affiliate, except to the extent that such information is made public.
- (ii) Subject to Section 5.1 above, prior to the selection of proposals to the Primary Selection List and the Secondary Selection List, no proposal information shall be provided to any person within ESL who is not a member of an RFP Evaluation Team (or a consultant, agent, or contractor assisting an Evaluation Team or ESL with the RFP at the Evaluation Team's or ESL's request) or the RFP Administration Team, other than the information that may be provided to counsel for confidential legal analysis involving such information and to senior advisors and decision-makers at ESL and ELL as provided for in Section 5.1 above.
- (iii) No proposal information shall be provided to any member of an Evaluation Team prior to the Proposal Submission Deadline or before review and approval by the RFP Administration Team.
- (iv) All proposal information files created by the Bid Event Coordinator in connection with the RFP process shall be available only to approved personnel. Approved personnel

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will include only the members of the RFP Administration Team and those of the Evaluation Teams with designated access to the subject information.

- (v) ESL management is responsible for communicating to the members of the Evaluation Teams the importance of compliance with these protocols, both at the outset of the RFP process and on a continuing basis.
- (vi) ESL personnel involved with the RFP process shall sign a confidentiality acknowledgement that governs access to and uses of information contained in proposals and proposal documents or shall be professionally bound to protect the confidentiality of confidential Bidder information and to use it for no purpose other than activities related to the RFP process and resource evaluation processes.

For the avoidance of doubt, the foregoing protocols will be subject to Section 5.4 above.

#### **7. Affiliate Rules**

All employees of ESL, any Entergy Operating Company, or any Entergy Competitive Affiliate must adhere to the following Affiliate Rules, as applicable:

- i. FERC Transmission Standards of Conduct, codified at 18 CFR § 358;
- ii. FERC Market-Based Rate Affiliate Restrictions, codified at 18 CFR § 35.39;
- iii. FERC Cross-Subsidization Restrictions on Affiliate Transactions, codified at 18 CFR §§ 35.43-44;
- iv. Arkansas Affiliate Transaction Rules, as applicable;
- v. Texas Public Utility Regulatory Act § 39.157, 16 Texas Administrative Code (TAC) § 25.271, and 16 TAC § 25.273;
- vi. Council for the City of New Orleans Code of Conduct for Entergy New Orleans, Inc.;
- vii. October 1992 Settlement Agreement between Entergy and the Arkansas Public Service Commission;
- viii. Appendix 3 to the Louisiana Public Service Commission's May 3, 1993, Order No. U-19904;
- ix. March 26, 1998, Settlement Agreement between Entergy and the Council for the City of New Orleans;
- x. April 10, 1998, Settlement Agreement between Entergy and the Mississippi Public Service Commission;
- xi. Mississippi Code Section 77-3-10;
- xii. October 19, 2000, Gas Settlement Agreement between the Council for the City of New Orleans and Entergy New Orleans, Inc.; and
- xiii. Entergy Corporation Standards of Conduct regarding the relationship between Entergy Corporation's regulated and unregulated subsidiaries.

A link to these Affiliate Rules is posted on the 2022 ELL Renewables RFP Website.

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