



Commonwealth Wind Incentive Program: Community Scale

Feasibility Study and Design & Construction Incentives

Background, Guidelines, Application Forms and Instructions

Solicitation No. 2010-CWIPCS-01

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Attachments to this Solicitation are available as separate documents

1. Introduction

1.1 Commonwealth Wind Incentive Program: Community Scale Overview

The Commonwealth Wind Incentive Program: Community Scale provides grants through a competitive application process for the installation of Wind Projects by professional, licensed contractors at commercial, industrial, institutional, residential, and Public Entity facilities. The Applicant and project site must both be served by distribution utilities that pay into the Massachusetts Renewable Energy Trust (MRET). The grants are based on the size and other characteristics of the Wind Project.

This is Solicitation No. 2010-CWIPCS-01.

1.2 Purpose of Solicitation

The purpose of this Solicitation is to assist potential Applicants and Developers with the process for pursuing grants for a Wind Project(s) from the Commonwealth Wind Incentive Program: Community Scale. Wind Developers are responsible for providing Applicants with development and installation services, including responsibility for the Commonwealth Wind Incentive Program: Community Scale application and grant process, securing required permits, performing needed analysis, and system installation.

This solicitation describes the available funding, grant levels, application process, and payment process. As the program develops over time, this Solicitation will be updated to reflect the current offerings.

1.3 Who We Are

The Massachusetts Technology Collaborative

The Massachusetts Technology Collaborative (MTC) is an independent economic development agency chartered by the Commonwealth to serve as a catalyst for increasing the state's innovation economy. MTC brings together industry, academia, and government to advance technology-based solutions that lead to economic growth and a cleaner environment. For more information, visit www.masstech.org.

As of the issuance date of this Solicitation, the Massachusetts Renewable Energy Trust (the "Trust") utilizes the Massachusetts Technology Collaborative's ("MTC") contracting function in order to select and enter into an agreement with successful Applicants to the Solicitation. Therefore, the parties acknowledge and agree that in issuing this Solicitation, MTC is acting as the agent of the Trust and its Governing Board.

The Massachusetts Renewable Energy Trust

The Massachusetts Renewable Energy Trust (MRET, or the Trust) was created by the Electric Utility Restructuring Act of 1997 in order to increase the supply and demand for green electricity while expanding economic activity in the state's renewable energy industry. For more information, visit www.masstech.org/renewableenergy.

2. Key Definitions

The following are definitions or references for key terms frequently used in the Solicitation.

2.1 Applicant Related Terms

Applicant	An individual or entity that submits an application to MRET for a Commonwealth Wind: Community Scale grant but has not yet received a Grant Award. The Applicant is the customer of the electric utility into which the Wind Project will be interconnected.
Awarded Applicant	An Applicant that has received a Grant Award.
System Owner	The owner of the Wind Project that was supported by Commonwealth Wind: Community Scale. This may or may not be the Awarded Applicant.

2.2 Developer Related Terms

Developer	The Developer is the primary entity responsible for the Wind Project installation for the Applicant. The Developer is typically directly responsible for project management and installation work. However, the entity responsible for overall project management and installation is not required to actually (or physically) install the project and, for example, could be responsible for turnkey project management and sub-contracting the installation work to another entity or entities.
Third-Party Owner	For the purposes of the Commonwealth Wind Incentive Program: Community Scale definitions, the Developer also could be a Third-Party Owner that has a turnkey contract involving a power purchase agreement and other arrangements with the Applicant or project host. In some cases, the Third-Party Owner may have a separate contract with another entity for the actual installation work.

2.3 Other Related Terms

Grant Award	A commitment to provide the Applicant with a cash grant upon achieving project completion. A Grant Award is the notification of a future payment.
Wind Project	A project that relates to the feasibility of developing a wind energy system or the actual installation of a wind energy system, including all of the unit(s) and the specific contiguous property at which the wind energy system will be located.

2.4 Attachments

Authorized Applicant Signature Form	Attachment A
Applications	Attachment B-1: Site Assessment
	Attachment B-2: Feasibility and Design & Construction
Minimum Technical Requirements	Attachment C
Deliverable Requirements	Attachment D-1: Site Assessment
	Attachment D-2: Feasibility
	Attachment D-3: Design & Construction
Task Order Templates	Attachment E-1: Feasibility
	Attachment E-2: Design & Construction
Insurance Requirements	Attachment F-1: Insurance Requirements
	Attachment F-2: Sample Insurance Certificate
General Terms & Conditions	Attachment G

3. Minimum Applicant and Project Requirements

3.1 Applicant and Project Requirements

<p>Eligible Applicant</p>	<p>The Applicant must be the electricity end user and customer on record in an eligible electric provider territory which is a contributor to the Trust. The Green Communities Act of 2008 allows municipally owned electric departments to voluntarily opt-in to the Trust. More information about opting into the Trust and those MLPs that have already done so is available online at: http://www.masstech.org/renewableenergy/mandate.htm</p> <p>For information on areas served by investor-owned electric distribution companies: www.masstech.org/RenewableEnergy/green_buildings/ElectricUtilityMap.pdf</p> <p>For residential customers seeking to pursue a Wind Project that will utilize neighborhood net metering, the host customer must be the Applicant.</p> <p>For all projects, the Applicant must be the primary end-user for electricity produced by the proposed project and must demonstrate site control over the project location. Site control is defined as ownership or demonstration of a ground lease of at least 25 years from the date of application. For Public Entity Wind Projects, exceptions will be made for projects if the applicant shows it has, at a minimum:</p> <ul style="list-style-type: none"> a) a Memorandum of Understanding with the site owner before applying for support at either the site assessment or feasibility/business planning stages, or b) a two-year lease option or a 25-year lease from the site owner before applying for a design and construction grant. <p>Third party ownership is allowed. However, the Applicant must still be the primary end-user of electricity and meet all applicable requirements.</p> <p>Note: MRET, at its sole discretion, shall determine the eligibility of each Applicant based on the requirements set forth herein. MRET strongly recommends that any potential Applicant intending to apply for an exception consult with MRET prior to submitting an application.</p>
<p>Project Location and Building Type</p>	<p>The proposed Wind Project must be located in Massachusetts within the service territory of an eligible electric provider which is a contributor to the Trust. The Wind Project must be grid-connected through a utility meter.</p> <p>An Eligible Applicant can be a commercial, industrial, institutional, residential or Public Entity.</p>
<p>Minimum Project Size</p>	<p>The nameplate capacity of the proposed renewable energy system(s) must be greater than or equal to than 100 kW ac. This program is designed specifically for projects seeking to install only turbines that are greater than or equal to 100 kW in nameplate capacity.</p>
<p>Public Entity Wind Projects</p>	<p>The Applicant qualifies for this definition if the proposed Wind Project will be located at a facility that is Publicly-owned and occupied by an instrumentality, authority, agency, department or political subdivision of the Commonwealth of Massachusetts, including municipalities. This requires that a Public Entity pays the electric bills for the facility where the system is</p>

	<p>proposed. The list of eligible facilities includes, but is not limited to, public schools, state or community colleges and universities, public libraries, public safety buildings, city or town halls, state office buildings, public water treatment facilities, prisons, housing authorities, state or district courthouses, state offices, etc.</p> <p>Federal projects and private non-profits, such as private colleges/universities, religious organizations, private schools, museums, foundations, etc. do not qualify for the Public Entity definition.</p>
Net Metered/Behind the Meter Usage	<p>For feasibility and design & construction applications, the Applicant must demonstrate that 50% or more of the renewable energy produced by the renewable system funded by MRET will be consumed or assigned behind the meter of record as allowed by the net metering provisions of the Green Communities Act and based on annual production and usage estimates.</p>

3.2 Developer Requirements

Minimum Insurance Requirements	<p>All Developers must comply with the Minimum Insurance Requirements in Attachment F.</p>
Existing MRET Service Providers	<p>Entities providing services directly to MTC through a Master Services Agreement and associated Work Orders with MTC functioning as the contracting entity on behalf of MRET are not eligible to receive funding under Commonwealth Wind either as an Applicant or as a Developer.</p>

3.3 Technical and Installation Requirements

Minimum Technical Requirements	<p>All installations must comply with the Minimum Technical Requirements in Attachment C, one requirement of which is that Wind Project electrical work must be performed by a Massachusetts licensed electrical professional. All installations must be done in compliance with local, state, and federal laws and codes, and all projects must install a Data Acquisition System (DAS). Additional requirements are outlined in Attachment C to this solicitation.</p>
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3.4 Other Requirements

Public Procurement Compliance (Public Entities only)	<p>Massachusetts Public Entities seeking a Commonwealth Wind: Community Scale grant must demonstrate compliance with Massachusetts Public Procurement Law. For more information: http://www.mass.gov/ig/</p>
Prevailing Wage	<p>Applicants must agree that all Developers will pay prevailing wages for work performed on the construction and installation of the Wind Project by covered labor classifications as determined by the Division of Occupational Safety of the Massachusetts Department of Labor and otherwise comply with the prevailing wage requirements of Chapter 149 of the Massachusetts General Laws. The Applicant shall be responsible for ensuring that prevailing wages are paid for all aspects of the installation of the Wind Project regardless of the percentage of actual costs that are covered by the grant. Prevailing wage rates must be incorporated into the total cost submitted in the application. The Applicant shall collect, review, and retain supporting documents, which shall be made available to MRET upon request. For more information: http://www.mass.gov/dos/pw/index.htm</p>

4. Public Entity Wind Project Site Assessment (Public Entities Only)

Note: Non-Public Entity projects can skip this section and move directly to Section 5, Feasibility Study Grant Specifics.

4.1 Public Project Wind Site Assessment

The Public Wind Project Site Assessment provides qualified Public Entities with a free, preliminary assessment of the potential for wind generation on a number of publicly-owned sites. The goal of the Public Wind Project Site Assessment is to help Public Entities identify sites that might be appropriate for a Wind Project, to assess the advantages, disadvantages, and potential fatal flaws of each site, and to provide recommendations as to which sites could be worthy of further analysis.

An MRET funded Public Wind Project Site Assessment is not a prerequisite for a feasibility study application to the Commonwealth Wind Incentive Program: Community Scale, but a completed site assessment is required. Please note that the MRET site assessment deliverable, Attachment D-1, is a required part of the feasibility application for all projects.

4.2 Deliverables

The Public Wind Project Site Assessment, which can be conducted by technical experts retained by the MRET, includes:

- A desktop analysis to determine whether the entity controls sites of sufficient size and wind resource to warrant a detailed site visit.
- A site visit led by a technical wind consultant. Site visits typically last up to 3 hours, depending on the location and proximity of the sites. The technical consultant may suggest visiting sites other than those identified on the application. Note: A site visit will not be performed if the desktop analysis finds no Public Entity-owned sites that warrant a detailed site assessment.
- A Public Wind Assessment report, issued within 45 days after the site visit. The entity and MRET staff will review the Public Wind Assessment by phone or at the Trust offices to help the Public Entity determine what site and size of Wind Project it wishes to pursue.

4.3 Eligible Applicants/Projects

- ♦ Open to Massachusetts Public Entities that pay into the Trust at the location to be considered
- ♦ The lead Applicant must either be a Municipality or a State Agency/Authority. Applications for Public Entities other than state agencies or authorities should originate from the host municipality. For example, a public housing authority should not apply for a Site Assessment directly, but should be listed as a potential site within its host municipality
- ♦ Sites to be surveyed must have an estimated wind speed of 6.0 m/s or greater at a 70 meter height, above effective ground level, based on AWS True Wind Maps (see Step 2 of the website).
- ♦ The entity must appoint a primary contact to coordinate and accompany the wind technical consultant(s) on the site visit.

4.4 Application Process

- ♦ Identify a public employee who can serve as the primary contact for the assessment
- ♦ Complete and submit the application form, available as Attachment B-1 to this solicitation
- ♦ Include all required attachments, and obtain the required necessary approvals and signatures

MRET staff may call the primary contact to clarify the application or seek additional information. In addition, MRET will make site assessment services available to eligible Applicants on a first come, first

serve basis, subject to the receipt by MRET of a complete and conforming application, technical consultant and staff availability, and within the funding levels approved the MRET Governing Board.

5. Feasibility Study Grant Specifics

5.1 Feasibility Study Grant Details

MRET is offering funding for the in-depth study of the feasibility of eligible Wind Projects. MRET awards reimbursement grants for Feasibility Studies that do not exceed the grant levels outlined in Table 1, below.

Note: Public Entities do not have a cost share requirement for costs incurred below the maximum available funding level. If the cost exceeds the maximum available MRET grant, Public Entity Awarded Applicants will be responsible for all additional costs.

Non-Public Entity Applicants must demonstrate a cash cost share of 20% of the total study cost. The Applicant cost share must be a cash contribution to the project. Permitted cash contributions for purposes of satisfying the cost share requirements may include payments to subcontractor/consultants, direct materials/costs, and travel.

An MRET-funded Feasibility Study is not a prerequisite to apply for a Commonwealth Wind Incentive Program: Community Scale Design & Construction Grant. In some cases, Applicants choose to complete a non-MRET funded Feasibility Study and apply to MRET only for a Design & Construction grant.

	Non-Public Entity		Public Entity	
	Basic	With wind Monitoring Equipment	Basic	With wind Monitoring Equipment
100-599kW	\$20,000	\$30,000	\$30,000	\$50,000
600kW+	\$40,000	\$55,000	\$65,000*	\$85,000*

Table 1 - Feasibility Study Incentive Levels

* Qualified public entity projects can use up to \$15,000 for business planning activities, as outlined below.

5.2 Minimum Eligibility Requirements

Projects seeking feasibility study funding must demonstrate that the onsite wind speed is greater than or equal to 6.0 m/s at a height of 70 M, above actual ground level. The process for demonstrating this is calculated by using the Commonwealth Wind Energy & Siting Tool (CWEST), outlined in Attachment D-1.

*Note, for this and only this block of funding, Block 2, projects being developed in communities that previously received services through the Trust’s now closed Community Wind Collaborative program are eligible to apply for feasibility study grants if the estimated onsite wind speed is greater than or equal to 5.8 m/s at a height of 70 M.

Wind Projects must meet the requirements, including siting requirements, outlined in Attachment C.

Applications must include all attachments, as outlined in Attachment B-2, in order to be complete.

5.3 Project Timeframes

For projects installing a meteorological (MET) tower, SODAR, or LIDAR the following maximum timeframes (relative to the contract effective date) will apply:

- ◆ Obtain Building Permit: 4 months
- ◆ Draft Report: 18 months
- ◆ Final Report: 21 months
- ◆ Completion of Business Planning**: 30 months

For projects not installing a MET tower:

- ◆ Draft Report: 6 months
- ◆ Final Report: 9 months
- ◆ Completion of Business Planning**: 18 months

** Only applies to Public Entity projects

MRET will not offer extensions for these timeframes. Applicants and Developers should be fully prepared to meet the required submission deadlines outlined above at the risk of not receiving reimbursement for incomplete tasks.

5.4 Payment Process

For feasibility Awarded Applicants not installing MET towers, MRET will make 100% payment at the submission and acceptance of a complete set of deliverables, with three exceptions:

- (1) MRET will make a progress payment of 50% of the grant amount at the draft submission for Public Entity projects in the case that no MET Tower is installed.
- (2) For studies involving the installation of a MET tower, MRET will make a progress payment not to exceed \$15,000 or 80% of incurred costs for non-Public Entities and \$20,000 or 100% of incurred costs for Public Entities, at the time of the MET tower installation.
- (3) For Public Projects that are 600 kW or greater in nameplate capacity, MRET will pay the total grant amount, less \$15,000, and not to exceed 100% of incurred costs, upon acceptance of the final report. The remaining balance of the grant will be paid upon completion of the Business Planning phase, and not to exceed 100% of incurred costs.

Final Payment for all feasibility study grants is contingent upon submission to MRET of all the required deliverables as outlined in Attachment D-2, to the satisfaction of the MRET Commonwealth Wind Project team.

6. Design & Construction Grant Specifics

6.1 Design and Construction Grant Details

MRET will award grant funding simultaneously for both the Design phase and the Construction phase of a project. Thus, Applicants are required to submit one application to MRET for both design and construction phases, but they must include a separate budget for each phase of the project. (See Section 9.2 and Attachment E for more information about Contractual Requirements).

An MRET-funded Feasibility Study is not a prerequisite to apply for a Design & Construction Grant. However, MRET requires that a complete feasibility study which meets the requirements outlined in Attachment D-2 be completed and submitted with the Design & Construction application.

6.2 Minimum Eligibility Requirements

Projects seeking design & construction study funding must demonstrate that the wind speed at hub height is greater than or equal to the values outlined in Table 2, below. This calculation should be performed as outlined in Attachment D-2, feasibility study deliverable requirements.

Hub Heights (m)	Minimum Hub Height Wind Speed (m/s)
30-39	5.2
40-49	5.4
50-59	5.6
60-69	5.8
70+	6.0

Table 2 - Minimum Wind Speeds for Funding Eligibility

Wind Projects must meet the requirements, including siting requirements, outlined in Attachment C.

Applications must include all attachments, as outlined in Attachment B-2 in order to be considered complete.

6.3 Grant Funding Levels

Design and Construction grants will be capped at the lesser of:

- ♦ 75% of total installed costs for Non-Public Entity Wind Projects
- ♦ 100% of total installed costs for Public Entity Wind Projects, and
- ♦ The maximum dollars as dictated by Table 3, below.

The grant funding levels for common turbine sizes are as follows:

Capacity (kW)	Non-Public Entities	Public Entities
100	\$142,000	\$213,750
225	\$285,000	\$427,500
250	\$294,500	\$441,750
600+	\$380,000	\$570,000

Table 3 - Design & Construction Funding Levels

If you are interested in pursuing a turbine size that is between 100 and 600 kW in nameplate capacity but is not explicitly listed above, consult MRET regarding your specific grant funding level.

The Applicant must submit separate budgets for the design and construction phases, as outlined in Attachment B-3 to this solicitation.

Note: Public Entities do not have a cost share requirement below the maximum available funding level. If the cost exceeds the maximum available MRET grant for either phase, Public Entity Awarded Applicants will be responsible for all additional costs.

MRET will require that any Awarded Applicant that will be decreasing its system size nameplate capacity by more than 10% forfeit the existing grant and reapply under a future Commonwealth Wind Incentive Program funding round.

6.4 Project Compliance Timeframes

Projects will be required to meet certain deadlines in order to be able to proceed to additional milestones. In particular, these deadlines are as follows (relative to the contract effective date):

- ♦ File applications for all major permits: 6 months
- ♦ Public Entity projects Only- Issue RFP for construction: 12 months
- ♦ Execute all construction contracts: 18 months
- ♦ Order turbine and commence construction: 24 months

MRET will offer all Design & Construction projects a one-time extension of three months to one of the deadlines above, at a time to be mutually agreed upon by the Commonwealth Wind Team and the Awarded Applicant. This extension can be used only once in the entire Design & Construction phase.

Other than the one-time exception outlined above, Applicants and Developers should be fully prepared to meet the required submission deadlines outlined above at the risk of not receiving reimbursement for incomplete tasks.

6.5 Payment Process

For the design phase, payment will be made upon submission and acceptance of the final design report, as outlined in Attachment D-3.

For non-Public Entity projects, the maximum level of MRET’s Design phase support will not exceed the lesser of 20% of the maximum available grant and 75% of incurred design costs. For Public Entity projects, the maximum design phase support will not exceed 20% of the available grant and 100% of incurred costs.

Note: Projects will not be eligible for construction milestone payments until design has been completed and approved by MRET.

For the construction phase, payments will be issued at the following milestones:

- ◆ 15% upon ordering of the equipment
- ◆ 50% upon system installation
- ◆ 15% (or remainder of grant) upon system commissioning and PTS reporting

The Applicant cost share must be a cash contribution to the project. Permitted cash contributions for purposes of satisfying the cost share requirements may include payments to subcontractor/consultants, direct materials/costs, and travel.

6.6 Additional Information

MRET reserves the right to re-evaluate the award amount if the planned project has undergone any changes. MRET will ensure that the total amount paid to the Grantee never exceeds the funding caps set forth in Section 5.3 and the maximum cost share requirements (seventy-five (75%) percent of the actual expenses of the project for non-Public Entity projects and one hundred (100%) percent for Public Entity projects) that are supported by the Grant. No grant funds may be used to reimburse or write down costs incurred prior to the execution of an agreement with MRET.

7. Selection Criteria

Both Feasibility Study and Design & Construction projects will be selected through a competitive process according to the criteria discussed in the next section. These criteria will be used to: 1) identify projects that meet minimum threshold criteria; and 2) compare and select projects that meet MRET goals and demonstrate a relatively high probability of success. MRET reserves the right to only consider applications that, in its sole judgment, meet the minimum threshold requirements.

MRET staff may contact the Applicant to request supplemental information prior to formal review. MRET may also request an interview with qualified Applicants. MRET staff and a panel of external reviewers will review the applications, and will present their recommendations for funding to the MRET Governing Board.

MRET reserves the right to make no awards, to award less than the Applicant requests, and/or to award less than the maximum amount of funds potentially available through this Solicitation.

Selection Criteria

Criteria	Sub-Criteria
Minimum Threshold	<p>MRET reserves the right to only consider applications that in its sole judgment, meet the following minimum threshold criteria, including:</p> <ul style="list-style-type: none"> • The application is complete and responsive to the Solicitation and Application requirements. • The application includes all required attachments. • The clarity, specificity, and consistency of the application are sufficient to be deemed credible. • The Applicant has committed to the required cash cost-share and there is evidence of the Applicant’s commitment to the project.
Team	<ul style="list-style-type: none"> • Relative commitment of Applicant and Applicant's understanding of

Commitment and Qualifications	<p>project compared to other similar applications. Related criteria including the Applicant's commitment to proceed to construction, and the Applicant's impetus and expectations for the project.</p> <ul style="list-style-type: none"> • If applicable, the commitment of other key players, such as site property owners (if different than the Applicant). • Qualifications, experience, and commitment of the key technical personnel in providing similar services for other projects.
Project Technical Characteristics	<ul style="list-style-type: none"> • Suitability of site and load for proposed project. • Proposed renewable energy system technical feasibility, efficiency, and onsite utilization. • Financial analysis or estimates supporting the ability of proposed project to meet or exceed the end user's target payback threshold. • Feasibility of ownership model(s). • Project risks relative to similar proposed projects. • Development progress and timeframe relative to similar proposed projects.
Project Programmatic Benefits	<ul style="list-style-type: none"> • Technology, building type, and geographic diversity • Visibility and public awareness • Replicability • Public Entity projects
Project Ratepayer Cost Benefit	<ul style="list-style-type: none"> • Request of less than the maximum amount for which the project is eligible based on the grant levels and funding caps. • Cost benefit of dollars requested per watt relative to similar projects. • Cost benefit of dollars requested per kilowatt hour generated over the life of the project relative to similar proposed projects.
Scope of Work and Schedule	<ul style="list-style-type: none"> • Understanding of deliverables. • Clarity and reasonableness of work plan (realistic goals & schedule).
Budget	<ul style="list-style-type: none"> • Reasonableness of the budget relative to the activities. • Cash cost share relative to similar projects.

8. Selection Process

8.1 Application and Submission Instructions

Applicants must complete and submit a formal application for **either** a Feasibility Study Grant or a Design & Construction Grant. A separate application must be submitted for each proposed project. Applicants seeking a Feasibility Study Grant may **not** apply for a Design & Construction Grant for the same project site during the same round.

- **Feasibility Study** Applicants should demonstrate that some pre-feasibility work has already been done to assess the opportunity and fatal flaws as well as understand technical and economic issues associated with the project. Applications must be complete, as outlined in Attachment B-2.
- **Design & Construction** Applicants are expected to have already completed a feasibility study (which does not need to have been funded by MRET) and provide more substantive technical and economic detail as well as demonstrate a thorough understanding of project risks and related mitigation measures and a firm commitment from all partners involved in the project.

The Application and Budget Forms and Instructions are in Attachment B. MRET recommends that Applicants carefully follow instructions and prepare complete, clear, and concise applications. It is the sole responsibility of the Applicant to ensure that its application is complete, meets minimum threshold requirements and is properly submitted to MRET. MRET reserves the right to only consider applications that in its sole judgment, meet the minimum threshold and submission requirements.

The following items must be submitted to MRET as part of an application package:

- one unbound double sided copy of the Authorized Applicant Signature and Acceptance Form, application and attachments with original signatures (preferably signed in blue ink);
- six bound double sided copies (no three-ring binders) of the Authorized Applicant Signature and Acceptance Form, application and attachments;
- one unbound single sided copy of the Authorized Applicant Signature and Acceptance Form, application and attachments; and
- an electronic copy of the Authorized Applicant Signature and Acceptance Form, application and budget (in MSWord only) and attachments (in MSWord or Adobe Acrobat format). **The application and budget must be submitted in MSWord to help expedite the contracting process for Awarded Applicants.** Do not submit more than 2 electronic files.

Applicant is cautioned to review Section 9.1.2 hereof, prior to submitting an electronic copy of their application. In accordance with the procedures set forth in Section 9.1.2, any information that Applicant has identified as “sensitive information” in the hard copy of their application should be deleted from the electronic copy prior to submission to MRET.

Applications must be clearly labeled either **Feasibility** or **Design & Construction** and delivered by **4:00 PM on November 17, 2009**. (Applications received after 4:00 PM will not be accepted and will be returned to the sender unopened):

Commonwealth Wind Incentive Program: Community Scale
Solicitation No. 2010-CWIPCS-01
Massachusetts Technology Collaborative
Innovation Center
75 North Drive
Westborough, MA 01581-3340

8.2 Application Timeframe

The schedule for the Commonwealth Wind Incentive Program: Community Scale Solicitation is outlined in the table below. The target dates are subject to change.

Solicitation Posted	October, 2009
Deadline for Written Questions	October 19th, 2009
Final Question and Answer Posted	October 23rd, 2009
Applications due at MRET	November 17th, 2009– 4:00 P.M. (applications received after 4:00 PM will not be accepted)
Awards Announced	Target: January 2010

Potential Applicants are advised to periodically visit our web site for formal updates to the Solicitation.

8.3 Applicants’ Questions and Answers

Questions concerning this Solicitation should be submitted in **writing (e-mail, mail, or fax)** to the contact listed below. All inquiries should reference the Solicitation (2010-CWIPCS-01). MRET provides a link on the Commonwealth Wind website (see above) to a listing of all questions and answers. MRET will periodically update this listing and Applicants are encouraged to visit the website for updates prior to submitting a question. Only answers posted on the web site should be treated as MRET's official response to any question. The contact for questions is:

Martha Broad
Massachusetts Technology Collaborative
75 North Drive - Innovation Center
Westborough, MA 01581
Commwind@masstech.org
Fax: 508-898-9226

8.4 Grants Taxability

Grants may be considered taxable income to the Awarded Applicant by the Internal Revenue Service of the United States of America and the Department of Revenue of the Commonwealth of Massachusetts. Awarded Applicants are strongly encouraged to consult with a tax professional to determine the federal and/or state tax implications of receipt of the Grant. The Awarded Applicant is responsible for any federal or state tax liability incurred as a result of the Grant. Please note: A grant tax liability may exist for the Awarded Applicant regardless of whether the payment is made directly to the Awarded Applicant or to the Developer for the benefit of the Awarded Applicant.

8.5 Other

Projects that do not receive funding in any given round may reapply for funding in a subsequent round by submitting a new application. MRET reserves the right to amend or otherwise alter the allocation of funds and is under no obligation to fund any application. MRET does not pay for any costs associated with application submission. Any changes to this Solicitation will be posted on the MRET website.

9. General Commonwealth Wind Conditions

9.1 Notice of Public Disclosure

9.1.1. General Statement

Funds awarded are public funds and any information submitted to MTC by the Applicant in response to Commonwealth Wind or generated in relation thereto is subject to public disclosure requirements as set forth in the Massachusetts Public Records Act, M.G.L. c. 66 (the "Public Records Act"), which governs the retention, disposition and archiving of public records. For purposes of the Public Records Act, "public records" include all books, papers, maps, photographs, recorded tapes, financial statements, statistical tabulations, or other documentary materials or data, regardless of physical form or characteristics, made or received by MTC.

The foregoing notwithstanding, "public records" do not include certain materials or data which fall within one of the specifically enumerated exemptions set forth in the Public Records Act or in other statutes, including MTC's enabling act, M.G.L. Chapter 40J. One such exemption that may be applicable to documents submitted by the Applicant in response to Commonwealth Wind is for any documentary materials or data made or received by MTC that consists of trade secrets or commercial or financial information regarding the operation of any business conducted by the Applicant, or regarding the competitive position of such Applicant in a particular field of endeavor (the "Trade Secrets Exemption").

It is MTC's expectation and belief that the overwhelming percentage of documents it receives from Applicants does not contain any information that would warrant an assertion by MTC of an exemption from the Public Records Act. Applicants should therefore take care in determining which documents they submit to MTC in response to Commonwealth Wind, and should assume that all documents submitted to MTC in response to Commonwealth Wind are subject to public disclosure without any prior notice to the Applicant and without resort to any formal public records request.

9.1.2. Procedures for Handling Documents Identified as "Sensitive Information."

In the event that Applicant's response to Commonwealth Wind includes the submission to MTC of documents that Applicant believes may be proprietary in nature and may fall within the parameters of the Trade Secrets Exemption and/or some other applicable exemption, the following procedures shall apply:

- A) At the time of the Applicant's initial submission of documents to MTC, the Applicant must provide a cover letter, addressed to MTC's General Counsel, indicating that it is submitting documents which it believes are exempt from public disclosure, including a description of the specific exemption(s) that Applicant contends is/are applicable to the submitted materials, a precise description of the type and magnitude of harm that would result in the event of the documents' disclosure, and a specific start date and end date within which the claimed exemption applies. If different exemptions, harms and/or dates apply to different documents, it is Applicant's responsibility to provide detailed explanations for each such document.
- B) At the time of the Applicant's initial submission of documents to MTC, the Applicant must also clearly and unambiguously identify each and every such document that it contends is subject to an exemption from public disclosure as "Sensitive Information." It is the Applicant's responsibility to ensure that all such documents are sufficiently identified as "Sensitive Information," and Applicant's designation must be placed in a prominent location on the face of each and every document that it contends is exempt from disclosure under the Public Records Act.

Information submitted to MTC in any form other than a hard copy document will not be subject to the procedures set forth in this Section 6.1. For example, information submitted by e-mail, facsimile and/or verbally will not be subject to these procedures and may be disclosed at any time without notice to Applicant.

- C) Documents that are not accompanied by the written notification to MTC's General Counsel or are not properly identified by the Applicant as "Sensitive Information" at the time of their initial submission to MTC are presumptively subject to disclosure under the Public Records Act, and the procedures for providing the Applicant with notice of any formal public records request for documents, as set forth below, shall be inapplicable.
- D) At the time MTC receives documents from Applicant in response to Commonwealth Wind, any such documents designated by Applicant as "Sensitive Information" shall be segregated and stored in a secure filing area when not being utilized by appropriate MTC staff for purposes of evaluating the application for funds. By submitting a signed grant application to MTC, Applicant certifies, acknowledges and agrees that (a) MTC's receipt, segregation and storage of documents designated by Applicant as "Sensitive Information" does not represent a finding by MTC that such documents fall within the Trade Secrets Exemption or any other exemption to the Public Records Act, or that the documents are otherwise exempt from disclosure under the Public Records Act, and (b) MTC is not liable for the subsequent disclosure of any documents submitted to MTC by the Applicant, whether or not such documents are designated as "Sensitive Information" or MTC was negligent in disclosing such documents.
- E) In the event that MTC receives an inquiry or request for documents submitted by Applicant in response to Commonwealth Wind, MTC shall produce all responsive documents without notice to Applicant. In the event that the inquiry or request entails documents that the Applicant has previously designated as "Sensitive Information", the inquiring party shall be notified in writing that one or more of the documents it has requested has been designated by the Applicant as "Sensitive Information", and that a formal, written public records request must be submitted by the requesting party to MTC's General Counsel for a determination of whether the subject documents are exempt from disclosure.
- F) Upon the General Counsel's receipt of a formal, written public records request for documents that encompass materials previously designated by Applicant as "Sensitive Information", the Applicant shall be notified in writing of MTC's receipt of the public records request, and MTC may, but shall not be required to provide Applicant an opportunity to present MTC with information and/or legal arguments concerning the applicability of the Trade Secrets Exemption or some other exemption to the subject documents.
- G) The General Counsel shall review the subject documents, the Public Records Act and the exemption(s) claimed by the Applicant in making a determination concerning their potential disclosure.

The General Counsel is the sole authority within MTC for making determinations on the applicability and/or assertion of an exemption to the Public Records Act. No employee of MTC other than the General Counsel has any authority to address issues concerning the status of "Sensitive Information" or to bind MTC in any manner concerning MTC's treatment and disclosure of such documents.

Furthermore, the potential applicability of an exemption to the disclosure of documents designated by the Applicant as "Sensitive Information" shall not require MTC to assert such an exemption. MTC's General Counsel retains the sole discretion and authority to assert an exemption, and he may decline to exert such an exemption if, within his discretion, the public interest is served by the disclosure of any documents submitted by the Applicant.

- H) MTC shall provide the requesting party and Applicant with written notice of its determination that the subject documents are either exempt or not exempt from disclosure.
- I) In the event that MTC determines that the subject documents are exempt from disclosure, the requesting party may seek review of MTC's determination before the Supervisor of Public Records, and MTC shall notify the Applicant in writing in the event that the requesting party pursues a review of MTC's determination.

- J) In the event the requesting party pursues a review of MTC's determination that the documents are exempt from disclosure and the Supervisor of Public Records concludes that the subject documents are not exempt from disclosure and orders MTC to disclose such documents to the requester, MTC shall notify the Applicant in writing prior to the disclosure of any such documents, and Applicant may pursue injunctive relief or any other course of action in its discretion.
- K) In the event that MTC determines that the subject documents are not exempt from disclosure or the General Counsel determines that, under the circumstances and in his discretion, MTC shall not assert an exemption, MTC shall notify the Applicant in writing prior to the disclosure of any such documents, and Applicant may pursue injunctive relief or any other course of action in its discretion.

Applicant's submission of a grant application, with or without supporting documentation, shall require a signed certification that Applicant acknowledges, understands and agrees with the applicability of the foregoing procedures to any documents submitted by Applicant in response to Commonwealth Wind, including but not limited to the acknowledgements set forth in Section 9.1.2(D),, and that Applicant shall be bound by the procedures set forth in this Section 9.1.

All documents submitted by Applicant, whether designated as "Sensitive Information" or not, are not returnable to Applicant, except in the case of returning late submissions as indicated in Section 8.

9.2 Contractual Requirements

MTC intends to enter into a grant agreement with the selected Applicants containing certain standard provisions (the "Grant Agreement"). MTC reserves the right to amend the Grant Agreement without further issuance of another solicitation.

Applicant should review the Grant Agreement in Attachment E. The Grant Agreement is designed to be executed once by an awardee and will govern any award received by the awardee from *any division of MTC (i.e., Renewable Energy Trust; John Adams Innovation Institute; e-Health Initiative; Life Science Collaborative)*. It consists of three parts, the General Terms and Conditions which are the legal terms that will govern the award, MTC's Sensitive Information Policy which sets forth the procedures by which awardees can submit sensitive information under the Public Records Law; and a Task Order Template which contains language an awardee may see depending on the division providing the award. This document is not intended to be specific to an award made under this solicitation. Upon MTC authorization to proceed with the project, MTC and the selected Applicant will execute a task order which will set forth the respective roles and responsibilities of parties specifically as they relate to the project receiving the award under this solicitation. A sample of such task order is appended as Attachment E. **APPLICANTS ARE REQUIRED TO SPECIFY ANY EXCEPTIONS TO THE AGREEMENT AND TO MAKE ANY SUGGESTED COUNTERPROPOSAL WITH THEIR APPLICATION. A FAILURE TO SPECIFY EXCEPTIONS AND/OR COUNTERPROPOSALS WILL BE DEEMED AN ACCEPTANCE OF THE AGREEMENT'S GENERAL TERMS AND CONDITIONS, AND NO SUBSEQUENT NEGOTIATION OF SUCH PROVISIONS SHALL BE PERMITTED.** If the Applicant has no exceptions to the Grant Agreement, Applicant may complete and submit the Grant Agreement as part of its Application.

9.3 Waiver Authority

MRET reserves the right, at its sole discretion, to waive minor irregularities in submittal requirements, to request modifications of the application, to accept or reject any or all applications received, and/or to cancel all or part of Commonwealth Wind at any time prior to awards.

9.4 Disclaimer

The Commonwealth Wind Solicitation does not commit MTC, acting as the contracting entity on behalf of MRET, to award any funds, pay any costs incurred in preparing an application, or procure or contract for services or supplies. MRET reserves the right to accept or reject any or all applications received, negotiate with all qualified Applicants, cancel or modify the Solicitation in part or in its entirety, or change the application guidelines, when it is in its best interests.

9.5 Changes/Amendments to the Solicitation

This Solicitation has been distributed electronically using MTC's website. It is the responsibility of Applicants to check MTC's website for any addenda or modifications to the Solicitation to which they intend to respond. MTC, MRET, the Commonwealth of Massachusetts, and its subdivisions accept no liability and will provide no accommodation to Applicants who submit an application based on an out-of-date Solicitation and/or related document.