

EXHIBIT B





Request for Proposal

RFP # SPP-RFP-000003

RFP ISSUED DATE: September 28, 2020
Updated ISSUE DATE: December 7, 2020

RFP ORIGINATION STUDY:
2019 Integrated Transmission Plan Assessment ("2019 ITP")

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Section 1 - Background

1.1 RFP Solicitation Overview

SPP is issuing this Request for Proposal (“RFP”) to solicit proposals from Qualified RFP Participants or QRPs (“Respondent”) for the project described below in Section 2 of this RFP. By submitting a response to this RFP, Respondent agrees to be bound by the terms and conditions of this RFP.

This RFP and the overall Transmission Owner Selection Process (“TOSP”) are governed by the SPP Open Access Transmission Tariff (“Tariff”) and SPP Business Practices. If there is a conflict between this document and SPP’s Tariff or Business Practices, the SPP’s [Tariff](#) and [Business Practices](#) shall govern.

1.2 TOSP Deposit

The TOSP deposit and cost calculation are outlined in Section III.2.e. of Attachment Y of the SPP Tariff. The TOSP deposit must be submitted with each RFP proposal submittal, and is required to be paid by electronic funds transfer or by check at the time the RFP Proposal is submitted. SPP will hold each Respondent’s TOSP deposit in a segregated interest-bearing account in the name of the Respondent tied to the Respondent’s Internal Revenue Service Tax Identification Number. The TOSP deposit required for this RFP proposal is: **\$50,000**.

In accordance with Section III.2.e. of Attachment Y of the SPP Tariff, SPP will determine the actual costs to administer the TOSP at the completion of the TOSP. The cost will be allocated to each RFP proposal on a pro-rata share basis; calculated by taking the total TOSP costs for each Competitive Upgrade and dividing by the number of RFP proposals submitted for that Competitive Upgrade. Each Respondent is required to make additional payments or will be eligible to obtain refunds based on the reconciliation of the TOSP deposits collected and actual TOSP costs. Any unused deposit amounts will be refunded with interest earned on such deposits.

1.3 RFP Timetable

The following events are scheduled for this response:

Task	Deadline
RFP Issued Date	9/28/2020
Pre-Response Meeting*	10/21/2020
Notice of Intent to Submit RFP Response**	12/28/2020
Industry Expert Panel Bidder Guidance Document	1/06/2021
Last Date SPP will Accept RFP Questions	3/12/2021
RFP Response/Deposit Deadline by 5 p.m. (Central Time)***	3/29/2021

* The Pre-Response Meeting will be an open meeting to allow QRPs and other interested parties to ask questions and receive feedback prior to submitting an RFP Response. The Q&A will be publicly posted to SPP.org.

**The Notice of Intent to Submit RFP Response is a non-binding notice that will be used by SPP to assist in estimating the amount of resources required to evaluate the RFP Responses.

***180 days from September 28, 2020 is March 27, 2021 however this date is a Saturday. Per Attachment Y Section III.2.(c)(xix) in this circumstance the due date shall be the next business day.

1.4 Instructions for Submitting an RFP Proposal

The Respondent shall provide the following items in a submitted RFP Proposal:

- A completed RFP Response Form Word and Excel documents, including any supporting documentation itemized in the RFP Response Form as referenced in the Word form “Index of Attachments” section;
- An executed copy of the Acknowledgements in Section 4 of this RFP; and
- The TOSP deposit

All RFP Proposals and any supporting documentation shall be submitted through the SPP Request Management System (RMS) (<https://spprms.issuetrak.com/login.asp>). The submitter shall use the RMS quick pick, “Transmission Owner Selection Process” subtype 1 “RFP Proposal” when submitting an RFP Proposal.

See [SPP Business Practice 7700](#) for RFP receipt and response information.

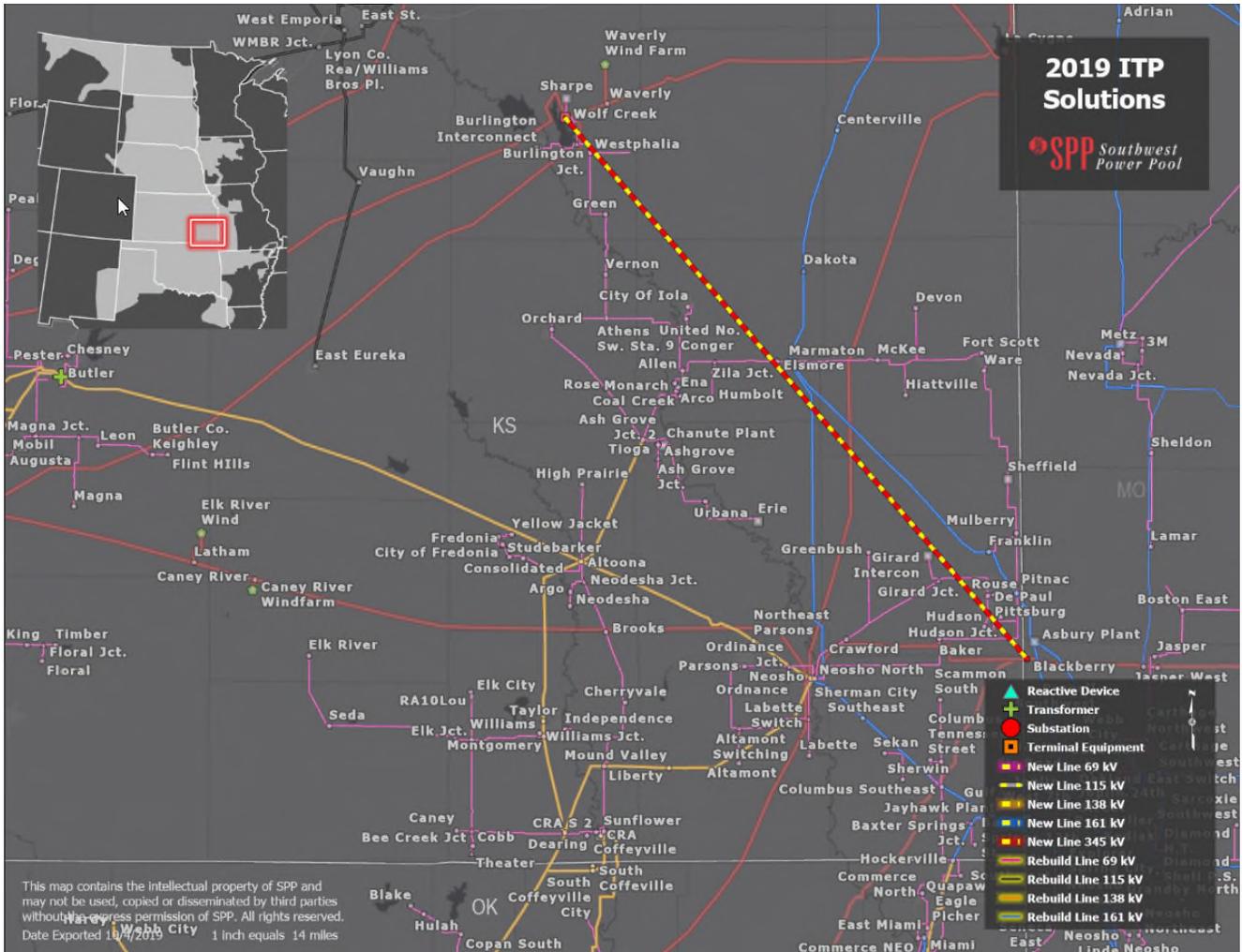
1.5 RFP Communication

The Respondent shall submit any inquiries about the RFP process through [RMS](#). RMS responses will be posted publicly in the [Wolf Creek-Blackberry RFP Folder](#) on spp.org.

Section 2 – Project Objectives

2.1 Project Overview

On October 29, 2019, the SPP Board approved the new Wolf Creek-Blackberry 345 kV line project (Wolf Creek-Blackberry) for construction as part of the [2019 ITP](#). Wolf Creek-Blackberry meets the requirements of a Competitive Upgrade in Attachment Y of the SPP Tariff.



2.2 Project Specifications

Project ID: 81547

Need Date for Project: 1/1/2026

Study Cost Estimate for entire Project (+/-30%): \$155,524,855

Project Name: Line - Wolf Creek-Blackberry 345 kV

Project Overview: The Competitive Upgrade portion of this RFP requires construction of a new 345 kV transmission line from the Wolf Creek substation to the Blackberry substation to address economic needs.

Date Regulatory Approvals Are Required to Be Completed: 1/1/2023

Expected Financial Expenditure Date: 1/1/2022

The Wolf Creek-Blackberry project includes the following non-competitive portions:

- The Blackberry substation is owned by Associated Electric Cooperative, Inc. (AECI). SPP will coordinate with AECI to install any 345 kV terminal equipment at the existing Blackberry substation necessary to accommodate termination of new 345 kV line. (Project ID: 81547 / Upgrade ID: 112508)
- The Wolf Creek substation is owned by Everygy Kansas Central, Inc. (EKC). SPP will issue an NTC to EKC to install any 345 kV terminal equipment at the existing Wolf Creek substation necessary to accommodate termination of new 345 kV line. (Project ID: 81547 / Upgrade ID: 112509)

The Wolf Creek-Blackberry project includes the following competitive portion:

Competitive Upgrade ID: 122598

Network Upgrade Name: Wolf Creek - Blackberry 345 kV

Network Upgrade Description: Build a new 345kV line from Wolf Creek to Blackberry with a summer emergency rating of 1792 MVA

Network Upgrade Specification: All elements and conductor must have at least a minimum ampacity of 3000 A.

Network Upgrade Justification: Upgrade identified in the 2019 ITP Assessment as an economic project (need date: 1/1/2026).

Study Cost Estimate for Competitive Upgrade: \$142,601,178

2.3 Interconnection Information

- Interconnection to the Wolf Creek substation shall be from the north side of the substation. Interconnection will be at a dead end structure¹ located inside the substation.

¹ The transmission line deadend structure will be constructed and owned by the incumbent substation owner. The DTO will own the conductor and the insulators attaching to the dead end structure. The substation owner will attach jumpers to the incoming line at the deadend structure, providing all hardware and conductor necessary to connect from the tap point to the substation buswork. Additionally, the substation owner will provide splice cans on the legs of the substation deadend for termination of the two OPGW fiber cables. DTO will be responsible for attaching OPGW to substation deadend and providing sufficient OPGW for several loops around the splice can. Substation owner will be responsible for terminating OPGW in the splice cans. The selected DTO for the transmission line should reflect any costs/hardware associated with constructing and owning their structures but not include any costs/hardware identified as being owned by the incumbent substation owner to meet this point of interconnection.

- Interconnection to the Blackberry substation shall be from the north side of the substation. Interconnection will be at a dead end structure².
- Fiber optic shall be used for both the primary and redundant communication paths for this project.

2.4 Project Design Standards

The Respondent shall, at a minimum, comply with design specifications as outlined in the Minimum Transmission Design Standards for Competitive Upgrades, Revision 2, dated 12/6/2016 (MTDS), which can be found at http://www.spp.org/publications/Minimum_Design_Standard_Rev_2.pdf. The Respondent shall acknowledge and provide any necessary supporting documentation on how the MTDS requirements have all been met. If the Respondent exceeds the MTDS, then it is the responsibility of the Respondent to detail and support the reason it exceeded the MTDS.

The Respondent shall comply with the [SPP Effective Planning Criteria V2.2](#), as it pertains to this RFP.

2.5 Project Regulatory Context and Authority

Pursuant to Section III of Attachment Y of the SPP Tariff, SPP is issuing this RFP providing QRPs with the opportunity to submit an RFP proposal for Wolf Creek-Blackberry. The SPP Board approved Wolf Creek-Blackberry as part of the 2019 ITP.

2.6 RFP Proposal Cost Estimate

Respondent must include an RFP Response Estimate (RRE) as further described in [SPP Business Practice 7060](#) for Wolf Creek-Blackberry. The RRE will be used by the Industry Expert Panel (IEP) to evaluate the RFP Proposal that will be included in the reports given to the SPP BOARD for RFP selection. The RRE will be used as the established baseline for reporting all cost estimate changes during the Project Tracking process and will be the basis for determining project cost variance. The final project cost is expected to be within a -20% to + 20% variance from the RRE.

² The transmission line deadend structure will be constructed and owned by the incumbent substation owner. The DTO will own the conductor and the insulators attaching to the dead end structure. The substation owner will attach jumpers to the incoming line at the deadend structure, providing all hardware and conductor necessary to connect from the tap point to the substation buswork. Additionally, the substation owner will provide splice cans on the legs of the substation deadend for termination of the two OPGW fiber cables. DTO will be responsible for attaching OPGW to substation deadend and providing sufficient OPGW for several loops around the splice can. Substation owner will be responsible for terminating OPGW in the splice cans. The selected DTO for the transmission line should reflect any costs/hardware associated with constructing and owning their structures but not include any costs/hardware identified as being owned by the incumbent substation owner to meet this point of interconnection.

Section 3 – RFP Proposal Process and Requirements

3.1 Respondent Information

The Respondent shall provide information for the authorized person(s) making this proposal and any alternate person with the same authority whom SPP should contact in the event of questions or clarification. If this is a Joint RFP Proposal or Multi-Owner RFP Proposal (or both) as those terms are defined in Section III.2(a) of Attachment Y of the SPP Tariff, Respondent(s) must complete applicable sections within Section A on the RFP Response Form.

- Using the RFP Response Form Word document, complete Section A: RFP RESPONDENT INFORMATION. Include all Respondent(s) and/or Competitive Upgrade Participant(s) information in section A1; if applicable complete information for Joint RFP and/or Multi-Owner RFP information in section A2. If the RFP Proposal is a Joint or Multi-Owner RFP Proposal, sections A2.1 – A2.5 must be completed defining the roles and responsibilities of each respondent in the RFP Proposal.

3.2 RFP Project Summary

The Respondent shall provide overview information related its proposal to Wolf Creek-Blackberry RFP.

- If applicable, complete information in Table B1.2
- All Respondents shall complete information under sections B1.3, B1.4, B1.5, and B1.6

3.3 RFP Supporting Documentation

The Respondent shall provide a complete indexed listing of any and all supporting documentation being submitted with the RFP Response Form referencing the appropriate section identifier under the SUBSECTION ID column.

- Complete INDEX OF ATTACHMENTS section on the RFP Response Form. If no attachment or supporting documentation was provided for a particular subsection of the Response Form, answer “No” in column 2 of the index. If however, a supporting attachment was provided, answer “Yes” and note whether the information is deemed confidential. The file name of the attachment shall be provided in column 4 of the index.

3.4 Engineering Design (Reliability/Quality/General Design)

The Respondent shall provide proposed engineering design and technical information specific to Wolf Creek-Blackberry. Responses should be specific to this upgrade and supported accordingly as to why they were chosen and how they meet all requirements.

- The design wind speed and direction for calculating line rating shall be 2 ft/sec at 90 degrees (normal to conductor).
- The shield design shall be determined based on the anticipated fault currents generating from the terminal substations. The maximum anticipated fault current is 22kA.

- Surge protection shall be applied on all line terminals and power transformers. The expected surge protection energy rating on the line terminals shall be determined through a system study performed by the successful bidder, or an agent of the successful bidder.
 - Using the RFP Response Form Word and Excel documents complete the following sections listed below:

Section 1: Engineering Design

TRANSMISSION LINE SECTION

- 1A.1 TYPE OF LINE CONSTRUCTION (WOOD, STEEL, DESIGN LOADING, ETC)
- 1A.2 LOSSES (DESIGN EFFICIENCY)³
- 1A.3 ESTIMATED LIFE OF CONSTRUCTION
- 1A.4 RELIABILITY/QUALITY METRICS
- 1A.5 DESIGN EXPERIENCE
- 1A.6 OTHER COMMENTS

3.5 Project Management (Construction Project Management)

The Respondent shall provide construction project management information specific to its proposal to construct Wolf Creek-Blackberry. Responses should be specific to this upgrade.

- Using the RFP Response Form Word document complete the following sections listed below.

Section 2: Project Management

- 2A.1 ENVIRONMENTAL
- 2A.2 RIGHTS-OF-WAY ACQUISITION
- 2A.3 PROCUREMENT
- 2A.4 PROJECT DEVELOPMENT SCHEDULE (INCLUDING OBTAINING NECESSARY REGULATORY APPROVALS)
- 2A.5 CONSTRUCTION
- 2A.6 COMMISSIONING
- 2A.7 TIMEFRAME TO CONSTRUCT
- 2A.8 EXPERIENCE/TRACK RECORD
- 2A.9 OTHER COMMENTS

³ Average annual ambient temperature method can be used to calculate losses. Alternatively, losses can be calculated at rated power in MVA without a temperature using the bidder's line resistance parameters R and X:
Current $i = (MVA * 1000) / (KV * \sqrt{3})$
Real Power Losses $P = i^2 * R$
Reactive Power Losses $Q = i^2 * X$

3.6 Operations (Operations/Maintenance/Safety)

The Respondent shall provide operations information specific to its proposal to operate Wolf Creek-Blackberry. Responses should be specific to this upgrade.

- Using the RFP Response Form Word document complete the following sections listed below.

Section 3: Operations

- 3A.1 CONTROL CENTER OPERATIONS (STAFF,ETC)
- 3A.2 STORM/OUTAGE AND EMERGENCY RESPONSE PLAN
- 3A.3 RELIABILITY METRICS
- 3A.4 RESTORATION EXPERIENCE/PERFORAMNCE
- 3A.5 MAINTENANCE STAFFING/TRAINING
- 3A.6 MAINTENANCE PLANS
- 3A.7 SPECIALIZED MAINTENANCE EQUIPMENT AND SPARE PARTS
- 3A.8 MAINTENANCE PERFORMANCE/EXPERTISE
- 3A.9 NERC COMPLIANCE PROCESS HISTORY
- 3A.10 INTERNAL SAFETY PROGRAM
- 3A.11 CONTRACTOR SAFETY PROGRAM
- 3A.12 SAFETY PERFORMANCE RECORD
- 3A.13 OTHER COMMENTS

3.7 Rate Analysis (Cost to Customer)

The Respondent shall provide detailed rate analysis information for Wolf Creek-Blackberry. Responses should be specific to this upgrade.

- Using the RFP Response Form Word and Excel documents complete the following sections listed below.

Section 4: Rate Analysis

- 4A.1 ESTIMATED TOTAL COST OF THE PROJECT
 - 4A.1.2 PROVIDE THE RRE FOR THIS RFP PROPOSAL
 - 4A.1.3 PROVIDE DTAILS ON WHAT THE BASIS FOR THE COST ESTIMATES ARE FOR TABS 2A AND 2B.
- 4A.2 FINANCIING COST
- 4A.3 FERC INCENTIVES
- 4A.4 REVENUE REQUIREMENTS
- 4A.5 LIFETIME COST OF THE PROJECT TO CUSTOMERS
- 4A.6 RETURN ON EQUITY
- 4A.7 THE QUANTITATIVE COST IMPACT OF MATERIAL ON HAND, ASSETS ON HAND, RIGHTS-OF-WAY OWNERSHIP, CONTROL, OR ACQUISTION
- 4A.8 COST CERTAINTY GUARANTEE
- 4A.9 OTHER COMMENTS

3.8 Finance (Financial Viability and Creditworthiness)

The Respondent shall provide finance information specific to Wolf Creek-Blackberry. Responses should be specific to this upgrade.

- Using the RFP Response Form Word and Excel documents complete the following sections listed below.

Section 5: Finance

- 5A.1 EVIDENCE OF ABILITY TO FINANCE
- 5A.2 MATERIAL CONDITIONS
- 5A.3 FINANCIAL/BUSINESS PLAN
- 5A.4 PRO FORMA FINANCIAL STATEMENTS
- 5A.5 EXPECTED FINANCIAL LEVERAGE
- 5A.6 DEBT COVENANTS
- 5A.7 PROJECTED LIQUIDITY
- 5A.8 DIVIDEND POLICY
- 5A.9 CASH FLOW ANALYSIS
- 5A.10 DEMONSTRATION OF FINANCIAL STRENGTH
- 5A.11 OTHER COMMENTS

3.9 Conditions of Proposal

In submitting a response to this RFP, the Respondent acknowledges and accepts the conditions detailed in Section 4 (Acknowledgements). To signify such acknowledgement, an authorized representative of Respondent must initial each sub-paragraph and sign at the bottom. If Respondent fails to include such acknowledgments or fails to accept any condition set forth herein, the RFP Proposal will be deemed withdrawn and will be disqualified from consideration.

If the RFP Proposal is a Multi-Owner RFP Proposal or Joint RFP Proposal, an authorized representative from each participating company must acknowledge and accept the conditions detailed in Section 4. If the RFP Proposal does not include such acknowledgments or acceptance of any of the conditions set forth herein by each participating company, the RFP Proposal will be deemed withdrawn and will be disqualified from consideration.

3.10 Confidential Information Identification

The Respondent must identify any information in the RFP Proposal that the Respondent considers to be confidential.

3.11 Information Exchange Requirements

Identification of data required to be provided to the Transmission Provider is in accordance with NERC reliability standards and CEII requirements.

3.12 Confidentiality

In accordance with Attachment Y, Section III.2.d.iii of the SPP Tariff, SPP will not disclose the information contained in any RFP proposal, except to the IEP, until the issuance of the IEP reports in

accordance with Attachment Y, Section III.2.d.vi.2 of the SPP Tariff. Any information identified by the Respondent as confidential in the RFP will be redacted from the public version of the IEP report.

3.13 Disclaimer

This RFP is not an offer to enter into a contract, but is merely a request for the Respondent to submit information. Expenses incurred in responding to this request are solely the responsibility of the Respondent. SPP's issuance of this RFP does not constitute any commitment on SPP's part to move forward with Wolf Creek-Blackberry, and SPP may reevaluate Wolf Creek-Blackberry in accordance with the SPP Tariff and Business Practices and withdraw this RFP at any time.

3.14 RFP Evaluation

Pursuant to Attachment Y, Section III of the SPP Tariff, an IEP will evaluate the written proposal. During this time, the IEP may initiate discussions with SPP or the Respondent for the purpose of clarifying aspects of the proposal. However, the proposal may be evaluated without such discussions. The Respondent shall not initiate such discussions with the IEP.

The RFP proposals will be evaluated in accordance with the process in Attachment Y, Section III.2.f of the SPP Tariff.

Section 4 - Acknowledgments

In submitting a response to this RFP, the Respondent (and, in the case of a Multi-Owner RFP Proposal or Joint RFP Proposal, an authorized representative from each participating company) acknowledges and accepts the following conditions, and makes the following representations. Please initial each sub-paragraph in each box below in your response.

- A-1 RFP Proposal – RFP Respondent is providing the completed RFP Response Form, an executed copy of this Section 4 Acknowledgements, a TOSP deposit, as well as any supporting documentation itemized in the RFP Response Form on Tab C.
- A-2 No Cure Period – No additions or other changes to the original Proposal will be allowed after RFP Response Window is closed.
- A-3 TOSP Deposit – The RFP Respondent will make additional payments or obtain refunds based on the final reconciliation of the TOSP costs for this RFP.
- A-4 SPP Membership Agreement – (1) Each RFP Respondent agrees to execute the SPP Membership Agreement as a Transmission Owner if the RFP Proposal is selected by the Transmission Provider, if it has not already done so; and (2) Each Competitive Upgrade Participant in a Multi-Owner RFP Proposal shall agree in writing to execute the SPP Membership Agreement as a Transmission Owner at such time that the entity is first eligible to execute the Membership Agreement as a Transmission Owner, if it has not already done so.
- A-5 RFP Withdrawal – SPP may withdraw this RFP at any time.
- A-6 SPP Tariff and Business Practices – This RFP and the overall TOSP are governed by the SPP Tariff and Business Practices. If there is a conflict between this document and the SPP Tariff or Business Practices, the [SPP Tariff](#) and [Business Practices](#) shall govern.
- A-7 Joint RFP Proposal – (1) Each RFP Respondent shall be jointly and severally liable for all aspects of finance and construction of the Competitive Upgrade, such that if the Joint RFP Proposal is selected by the Transmission Provider, the other RFP Respondent(s) shall be liable for the defaulting RFP Respondent's(s') obligations in the event that one or more RFP Respondent(s) defaults on its obligations; and (2) In the event that each RFP Respondent(s) does not agree to be jointly and severally liable, as set forth in Section III.2(c)(xiv)(a) of Attachment Y of the SPP Tariff, if the Joint RFP Proposal is selected by the Transmission Provider, the Transmission Provider shall reevaluate the entire Competitive Upgrade pursuant to Section V(4) of Attachment Y of the SPP Tariff if one or more RFP Respondent(s) default on its obligations with respect to the Competitive Upgrade.
- A-8 Multi-Owner RFP Proposal – The RFP Respondent acknowledges and agrees that notwithstanding any defaults of any Competitive Upgrade Participant on its obligations under any participation agreement(s), each RFP Respondent, as identified on the RFP Response Form as responsible for any Competitive Upgrade Participant default, is responsible for all aspects of the Competitive Upgrade.



A-9 Minimum Transmission Design Standards for Competitive Upgrades – The RFP Respondent acknowledges all MTDS have been met, as referenced in Section 2.3 above. If the RFP Respondent exceeds the MTDS, then it is the responsibility of the RFP Respondent to detail and support the reason it exceeded the MTDS.

IN WITNESS WHEREOF, the parties hereto have caused this RFP Proposal to be executed by their respective authorized officials.

RFP Respondent:*

Company Name: _____

By: _____
Name Title Date

Additional Authorized Representatives, if needed:*

Company Name: _____
 RFP Respondent Competitive Upgrade Participant

By: _____
Name Title Date

Company Name: _____
 RFP Respondent Competitive Upgrade Participant

By: _____
Name Title Date

Company Name: _____
 RFP Respondent Competitive Upgrade Participant

By: _____
Name Title Date

* For a single RFP Respondent, only one signature is required. For a Joint RFP, each company submitting the Joint RFP is expected to complete a signature block and indicate “RFP Respondent” under the Company line. For a Multi-Owner RFP, each company submitting the Multi-Owner RFP are expected to complete a signature block and indicate whether they are a “RFP Respondent” or “Competitive Upgrade Participant” under the Company line.