

APPENDIX D

CERTIFICATION AND AUTHORIZATION

A proposal will be considered incomplete unless all required signatures are provided

The Certification and Authorization ("Certification") is subject to the following qualifications:

1. For purposes of this Certification, "Bidder" shall mean GridAmerica Holdings Inc. ("GridAmerica").
2. References in this Certification to the Bidder's proposal and all appendices thereto, individually and/or collectively, shall mean the "GridAmerica GSPL – RES Wind Portfolio Category IV bid" and information submitted in such proposal and all appendices thereto shall mean information solely related to the transmission project sponsored by GridAmerica, referred to as "GSPL" and as discussed in Sections 2, 3, 5-11, 13-16 of the proposal and/or related appendices.
3. As to certification (3), GridAmerica is bidding independently and it has no knowledge of non-public information for any proposal being submitted by another party in response to this RFP except as otherwise disclosed to the Evaluation Team. Because GridAmerica is the transmission project sponsor for the "GridAmerica GSPL – RES Wind Portfolio Category IV bid", which is submitted in conjunction with Renewable Energy Systems Canada, Inc. ("RES"), GridAmerica has knowledge of the non-confidential portions of RES's information related to the clean energy generation included by RES in the "GridAmerica GSPL – RES Wind Portfolio Category IV bid."

The undersigned certifies that he or she is an authorized officer or other authorized representative of the Bidder, and further certifies that:

(1) the Bidder has reviewed this RFP and all attachments and has investigated and informed itself with respect to all matters pertinent to this RFP and its proposal; (2) the Bidder's proposal is submitted in compliance with all applicable federal, state and local laws and regulations, including antitrust and anti-corruption laws; (3) the Bidder is bidding independently and that it has no knowledge of the substance of any proposal being submitted by another party in response to this RFP other than a response submitted by the bidder's affiliate of for a project where the Bidder is also a project proponent or participant, and notice of each such affiliated bid or project must be disclosed in writing with each of the Bidder's and affiliated bidder's proposal; (4) the Bidder has no knowledge of any confidential information associated with development of the RFP; (5) the Bidder's proposal has not been developed utilizing knowledge of any non-public information associated with the development of the RFP; (6) the Bidder has not obtained any confidential bidding-related information directly or indirectly from any of the Distribution Companies, in preparation of its bid; and (7) except as disclosed by the Bidder in the relevant portions of its response, the Bidder is not an Affiliated Company of any Massachusetts investor-owned electric Distribution Company and no Distribution Company which is seeking proposals pursuant to the RFP has a financial or voting interest, controlling or otherwise in the bidder or the bidder's proposed project.

Violation of any of the above requirements may be reported to the appropriate government authorities and shall disqualify the Bidder from the RFP process.

The undersigned further certifies that the prices, terms and conditions of the Bidder's proposal are valid

and shall remain open for at least 180 days from the submission date.

The undersigned further certifies that he or she has personally examined and is familiar with the information submitted in this proposal and all appendices thereto, and based on reasonable investigation, including inquiry of the individuals responsible for obtaining the information, the submitted information is true, accurate and complete to the best of the undersigned's knowledge and belief.

The undersigned understands that a false statement or failure to disclose material information in the submitted proposal may be punishable as a criminal offense under applicable law. The undersigned further certifies that that this proposal is on complete and accurate forms as provided without alteration of the text. The undersigned further understands and agrees to the provisions of this RFP related to confidential information, and consents to the limited exchange and sharing of confidential information related to the Bidder's proposal as described in this RFP, including with members of the Evaluation Team, the Independent Evaluator, ISO-NE, or and adjacent Control Area personnel.



Bidder or Bidder's Authorized Representative



Print or Type Name

GridAmerica GSPL – RES Wind Portfolio Category IV bid

Project Title(s) as Submitted to the Evaluation Team



Title



Date