

Section 83D: Massachusetts Clean Energy

REQUEST FOR PROPOSAL APPLICATION FORM

PREPARED BY:

CHARIOT SOLAR, LLC
DAWN LAND SOLAR, LLC
FARMINGTON SOLAR, LLC
KENNEBEC SOLAR, LLC
LONE PINE SOLAR, LLC

(COLLECTIVELY REFERRED TO HEREIN AS THE "NEXTERA BIDDING AFFILIATES")

27 JULY 2017

Applicant	
Applicant Name:	Chariot Solar, LLC Dawn Land Solar, LLC Farmington Solar, LLC Kennebec Solar, LLC Lone Pine Solar, LLC (COLLECTIVELY REFERRED TO HEREIN AS THE "NEXTERA BIDDING AFFILIATES")
Contact	
Contact Name:	Mr. Eric Mooney Executive Director NextEra Energy Resources, LLC
Address:	700 Universe Boulevard, E5E/JB Juno Beach, Florida 33408
Telephone:	(561) 304-5315
Email:	eric.mooney@nee.com

CONFIDENTIAL; Contains Privileged Information - Do Not Release.

TABLE OF CONTENTS

SECTION 1:	CERTIFICATION, PROJECT AND PRICING DATA	3
SECTION 2:	EXECUTIVE SUMMARY OF THE PROPOSAL (INCLUDING THE BASE PROPOSAL AND ANY ALTERNATIVE PROPOSALS)	4
SECTION 3:	OPERATIONAL PARAMETERS	8
SECTION 4:	ENERGY RESOURCE AND DELIVERY PLAN	15
SECTION 5:	FINANCIAL/LEGAL.....	21
SECTION 6:	SITING, INTERCONNECTION, AND DELIVERABILITY	34
SECTION 7:	ENVIRONMENTAL ASSESSMENT, PERMIT ACQUISITION PLAN AND NEW CLASS I RPS CERTIFICATION	58
SECTION 8:	ENGINEERING AND TECHNOLOGY; COMMERCIAL ACCESS TO EQUIPMENT	102
SECTION 9:	OPERATION AND MAINTENANCE	106
SECTION 10:	PROJECT SCHEDULE	109
SECTION 11:	PROJECT MANAGEMENT/EXPERIENCE.....	111
SECTION 12:	EMISSIONS.....	121
SECTION 13:	CONTRIBUTION TO EMPLOYMENT AND ECONOMIC DEVELOPMENT AND OTHER DIRECT AND INDIRECT BENEFITS.....	124
SECTION 14:	ADDITIONAL INFORMATION REQUIRED FOR TRANSMISSION PROJECTS (AND ALL SYSTEM UPGRADES ASSOCIATED WITH PROPOSED TRANSMISSION PROJECTS)	128
SECTION 15:	EXCEPTIONS TO FORM PPA AND/OR VARIATIONS FROM THE PROPOSED TARIFF REQUIREMENTS.....	134
APPENDIX D	137
APPENDIX H	138

SECTION 1: CERTIFICATION, PROJECT AND PRICING DATA

The Certification, Project and Pricing Data (“CPPD”) document is a Microsoft Excel workbook that is provided on the website at www.MACleanEnergy.com.

The Certification, Project, and Pricing Data (“CPPD”) documents are attached in separate Microsoft Excel Spreadsheets (.xlsx) file for each of the proposed Projects.

- See Section 1 Attachment 1: CPPD – Chariot
- See Section 1 Attachment 2: CPPD – Dawn Land
- See Section 1 Attachment 3: CPPD – Farmington
- See Section 1 Attachment 4: CPPD – Kennebec
- See Section 1 Attachment 5: CPPD – Lone Pine

SECTION 2: EXECUTIVE SUMMARY OF THE PROPOSAL (INCLUDING THE BASE PROPOSAL AND ANY ALTERNATIVE PROPOSALS)

The bidder is required to provide an executive summary of the project proposal that includes a complete description of the proposed generation and/or transmission bid, the proposed contract term and pricing schedule, and other factors the bidder deems to be important.

The following project companies (collectively, the NextEra Bidding Affiliates) are proposing the following utility-scale >20 megawatt ("MW") photovoltaic ("PV") solar energy projects in New England ("ISO-NE"):

- **Chariot Solar, LLC** ("Chariot Solar")– Hinsdale, New Hampshire (50 MWac nameplate capacity)
- **Dawn Land Solar, LLC** ("Dawn Land Solar")– [REDACTED] (75 MWac nameplate capacity)
- **Farmington Solar, LLC** – ("Farmington Solar") Farmington, Maine (25 MWac nameplate capacity expansion)
- **Kennebec Solar, LLC** ("Kennebec Solar")– [REDACTED] (20 MWac nameplate capacity)
- **Lone Pine Solar, LLC** ("Lone Pine Solar") [REDACTED] (150 MWac nameplate capacity)

NextEra Bidding Affiliates is pleased to present multiple utility-scale PV solar projects to the Evaluation Team and Electric Distribution Companies ("EDCs") of Massachusetts. We understand that the EDCs, in coordination with the Massachusetts Department of Energy Resources ("DOER") (collectively, the "Soliciting Parties"), are seeking qualified clean energy from new renewable energy projects, which can deliver long-term reliable energy at stable prices.

In order to facilitate the Evaluation Team's review we have combined all of our proposed projects into this single proposal document, with separate bid forms for each project and product offering. Since much of the information is common to all the NextEra Bidding Affiliates' projects and proposals, we believe this structure will help facilitate the Evaluation Team's review of the individual projects. Our proposed projects each have a separate CPPD form and energy resource plan attached. None of the proposed projects are contingent upon the selection of any other NextEra Bidding Affiliates project.

Each of NextEra Bidding Affiliates' proposed projects (collectively referred to herein as "NextEra Bidding Affiliates' Solar Projects" or "the Projects") have land under lease and/or purchase option sufficient to accommodate the respective nameplate capacity of the Projects, while avoiding or minimizing impacts to sensitive natural and cultural resources. All of our proposed Projects are currently in the ISO-NE queue or state utility queues for interconnection as required in Section 2.2.1.9 of the RFP. Each of our Projects has undergone extensive environmental screening. Each of our proposed Projects is viable, constructible, and capable of delivering power by [REDACTED]. All Projects target a Commercial Operation Date ("COD") in [REDACTED] with the exception of [REDACTED]. Proposed power purchase prices are available in the attached CPPD forms for each proposed Project. The pricing provided is intended to be independent for each Project.

An affiliate of NextEra Energy Resources, LLC ("NEER") acquired the Projects from Ranger Solar LLC ("Ranger Solar") in February 2017 and now employs several key personnel from the original Ranger Solar team who bring with them years of solar project development experience in New England. With its unique

understanding and expertise in the New England market, Ranger Solar sited the Projects in strategic locations to provide significant value to the grid, minimize impacts to the natural environment, and position the Projects for success in their respective permitting processes. Since acquiring the Projects, NextEra has maintained Ranger Solar's strong relationships with communities and regulators and built upon the foundation developed by Ranger Solar.

All of NextEra Bidding Affiliates' Solar Projects will deliver cost-effective, clean, and renewable on-peak solar power to Massachusetts through the ISO-NE electric grid. Our PV solar Projects offer numerous advantages over other types of renewable generation technology and are uniquely suited for the Soliciting Parties for the following reasons:

- On-peak production – NextEra Bidding Affiliates' Solar Projects will generate power with a high correlation to peak demand hours.
- Mature development – The NextEra Bidding Affiliates Solar Projects have executed land leases, purchase options, or other land control, preliminary environmental assessments, and have high constructability prospects. All of the proposed Projects are located in New England.
- Seasoned team – the NextEra Bidding Affiliates team is composed of professionals with a track record of success in developing projects in New England and throughout North America.
- Strong balance sheet – NextEra Bidding Affiliates is supported by the largest renewable developer in the world with investment grade credit ratings and a commitment to growing its New England renewable energy portfolio.
- Possibility of procuring multiple on-peak utility scale solar projects across the system allowing for increased reliability and grid stability by not relying solely on the production profile in one part of the region.
- Facilitation of local investment and new tax base – selection of the NextEra Bidding Affiliates Solar Projects will have a meaningful contribution to the New England economy, including the creation of hundreds of development and construction related jobs, increases to the gross domestic product ("GDP"), new tax revenues, and long-term competitively priced electricity for the region's businesses.

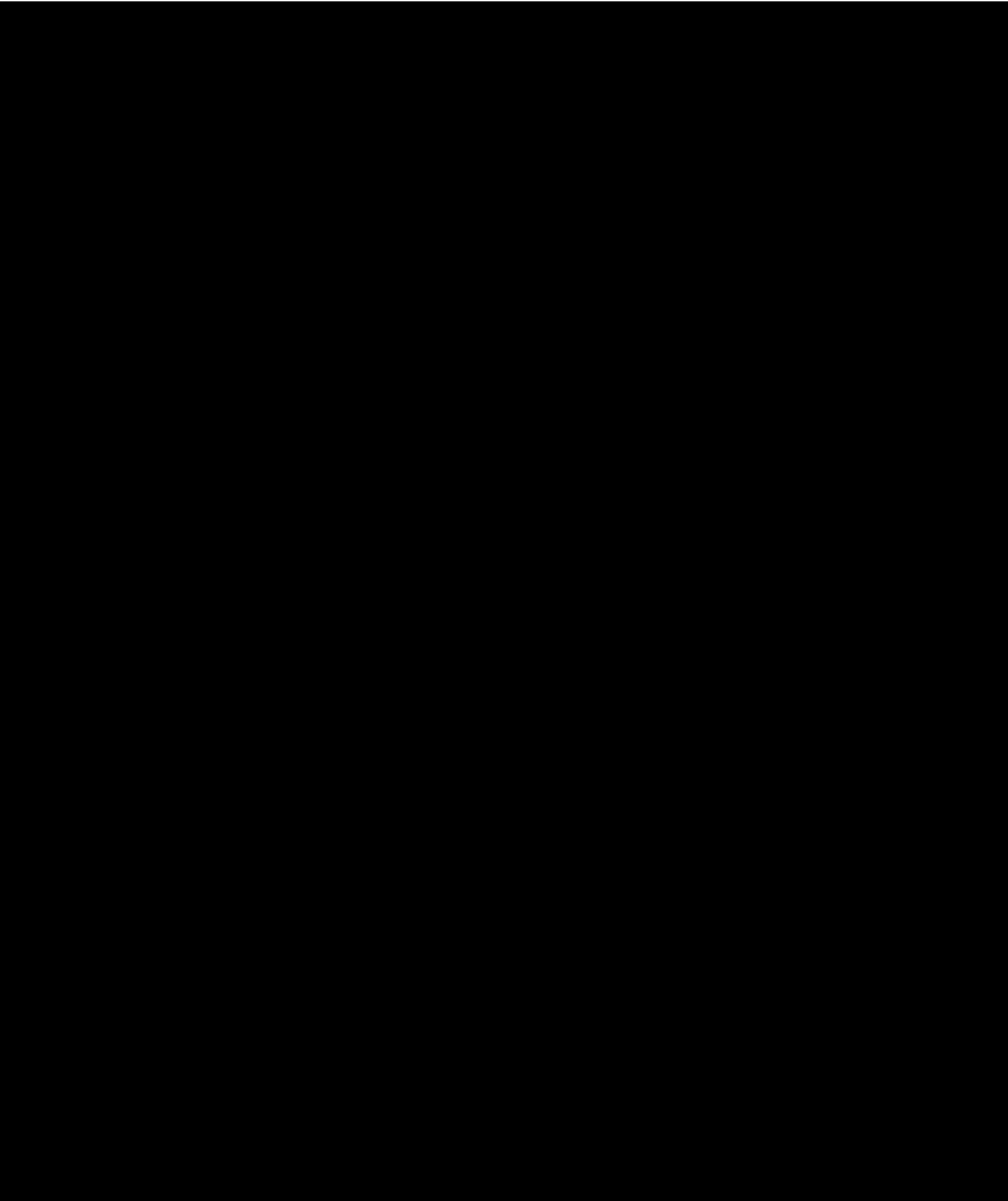
Please see Figure 2A for the overall Projects Overview.

The confidential information identified in the confidential version of the NextEra Bidding Affiliates' proposal includes proprietary forecasting, formulas, critical infrastructure, drawings, compilations, modeling, studies, pricing, location-specific commercial information, and business practices that are trade secrets, and, thus, qualify as exempt from public disclosure under the applicable freedom of information statutes: Mass. Gen. Laws c. 25A, § 7 (providing Department of Energy Resources authority to maintain certain information, including information regarding electricity and other fuels available for supply within the Commonwealth, as confidential); Mass. Gen. Laws c. 4, § 7 (exempting, among other things, trade secrets and commercial or financial information provided to an agency from the definition of public records).

The confidential information is not generally known and is not readily ascertainable by proper means by other persons who can obtain economic value from its disclosure or use. If the confidential information were so disclosed, it would give competitors information that would be useful in making their own project

decisions, without expending the time and money necessary to gather and develop the information independently, and would allow competitors to profit or otherwise derive benefits at the expense of the NextEra Bidding Affiliates and their customers. The NextEra Bidding Affiliates have also taken measures to maintain the secrecy of this information. The NextEra Bidding Affiliates have treated the information as confidential and controlled its dissemination so as to prevent it from becoming available to the public or to their competitors. Given the nature and protection of the NextEra Bidding Affiliates confidential information, the application of the Massachusetts statutes requires the protection of the information.

We look forward to reviewing our Projects in detail with the Evaluation Team.



SECTION 3: OPERATIONAL PARAMETERS

This section of our proposal addresses Section 3 of Appendix B in the RFP and is structured to with the RFP's suggest bid form, and address each requirement in depth.

- 3.1 Maintenance Outage Requirements – Specify partial and complete planned outage requirements in weeks or days for all generation facilities and transmission facilities. Also, list the number of months required for the cycle to repeat (e.g., list time interval of minor and major overhauls, and the duration of overhauls).

NEXTERA BIDDING AFFILIATES SOLAR PROJECTS

One of the advantages of utility scale solar is that there are minimal maintenance requirements. Unlike most other forms of energy generation, PV solar has few moving parts. Due to the modular nature of a solar facility, a loss or reduction in production of a few generators will not cause a significant reduction in power being supplied to the grid. The Projects will be operated in accordance with proven practices utilized by NextEra Bidding Affiliates, based on its extensive operational experience with PV facilities and other generation technologies. For these Projects, NextEra Bidding Affiliates would perform the following service and maintenance in conformity with Annual Facility Operating Plans:

- Perform all scheduled and unscheduled service and required preventative maintenance of all equipment including: PV modules, inverters, controllers, control panels, connections to supervisory control and data acquisition (“SCADA”)system sensors, DC electrical collection system, including the controls, and instruments and resetting of inverters, according to PV module and inverter operation and maintenance (“O&M”) manual.. Also, provide scheduled and unscheduled services to the electrical system from the inverters to the substation including the pad mounted transformers and collection system.
 - Solar modules and inverters are inspected weekly;
 - Solar modules will have annual thermography scans;
 - Inverters will be cleaned annually in coordination with the annual HVAC maintenance
- Coordinate all warranty work with PV equipment and inverter supplier during the warranty period;
- Employ, hire, train, direct, and discharge, per agreed upon guidelines, all employees and any contractor hired to support service and maintenance of the on-site equipment;
- Provide qualified supervision of service and maintenance employees;
- Provide any and all technical support required for service and maintenance. Develop, maintain, and implement safety programs for the employees;
- Provide all regulatory required training including, but not limited to hazardous materials, and occupational safety and health; and

- Provide all materials, tools, supplies, consumables, equipment, vehicles, maintenance equipment, safety equipment, operating equipment, clothing and other supplies, personal property and assets necessary to conduct scheduled and unscheduled service and preventative maintenance of the equipment per manufacturer's specifications.

Twenty-four hour remote monitoring and diagnostic analysis of PV site conditions will be conducted from the Fleet Performance Diagnostics Center ("FPDC") located at NextEra Bidding Affiliates' corporate headquarters. Planned outages are expected to be minimal, generally lasting 4 hours or less, and can be performed during times of low energy production.

Please refer to Section 9 for further discussion regarding the Operation and Maintenance plans of the proposed Projects.

- 3.2 Operating Constraints – Specify all the expected operating constraints and operational restrictions for the project (i.e., limits on the number of hours a unit may be operated per year or unit of time). If the bid includes firm deliveries, list the anticipated situations and frequency of interruptions of transmission sources which would affect power deliveries.

NEXTERA BIDDING AFFILIATES SOLAR PROJECTS

There are no operational constraints or restrictions expected for the proposed NextEra Bidding Affiliates' Solar Projects. Utility-scale solar generation will only operate during periods when sunlight is available to generate electricity from the facility. The full resource assessment, time of day production analyses and 8760 analyses for the Projects are available in [REDACTED]

- 3.3 Reliability – Describe how the proposal would provide enhanced electricity reliability to Massachusetts, including its impact on transmission constraints.

NEXTERA BIDDING AFFILIATES SOLAR PROJECTS

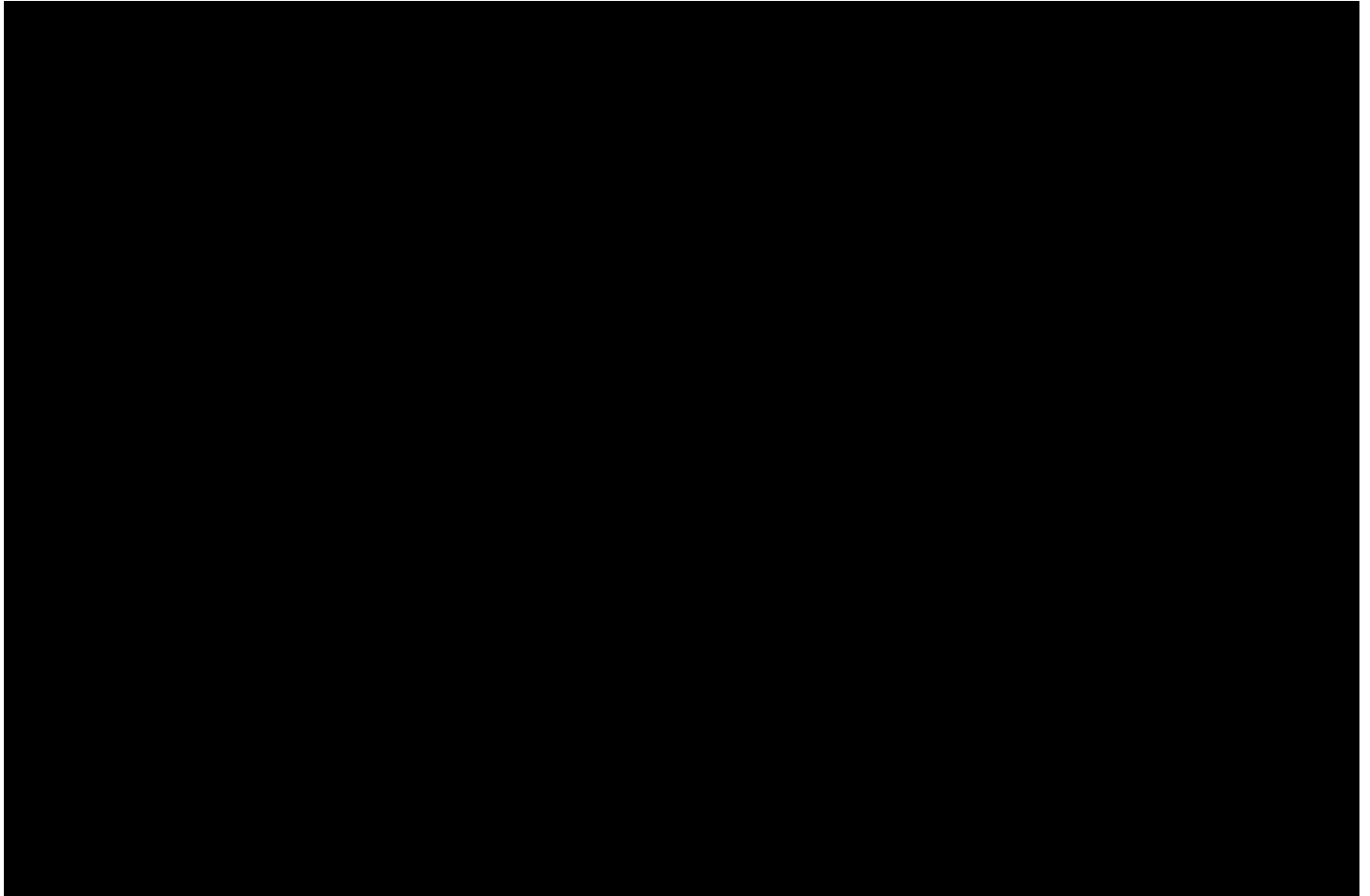
Each of the NextEra Bidding Affiliates Solar Projects agrees to exclusively commit any qualifying capacity to ISO-NE. Each facility has filed for Capacity Network Resource Interconnection Service with ISO-NE as described more fully in Section 6.6. Additionally, with the exception of Kennebec Solar, the Projects have submitted materials to the ISO-NE to qualify as capacity resources in the annual Forward Capacity Market ("FCM"). Kennebec Solar will apply to qualify as a capacity resource in 2018.

The proposed Projects add summertime capacity, and therefore contribute to reliability of the Massachusetts and New England electrical systems by providing predictable solar generation during periods of peak demand. Additionally, the Projects are likely to reduce requirements on more carbon intensive resources such as oil, coal, and gas during certain periods.

- 3.4 Moderation of System Peak Load – Describe how the proposal would contribute to moderating system peak load requirements and provide the following information:

- i. Estimated average output for each summer period (June- September) from 1:00 - 6:00 pm
- ii. Estimated average output for each winter period (October-May) from 5:00 – 7:00 pm

The NextEra Bidding Affiliates Solar Projects will contribute to moderating system peak load, since the Solar Projects will be interconnected to the regional transmission system and will be available to serve load throughout New England, including Massachusetts. This will help to moderate the New England system peak during times that the Project is generating. The table below provides the estimated average output for the NextEra Bidding Affiliate Solar Projects during the summer and winter peak periods specified for this section.



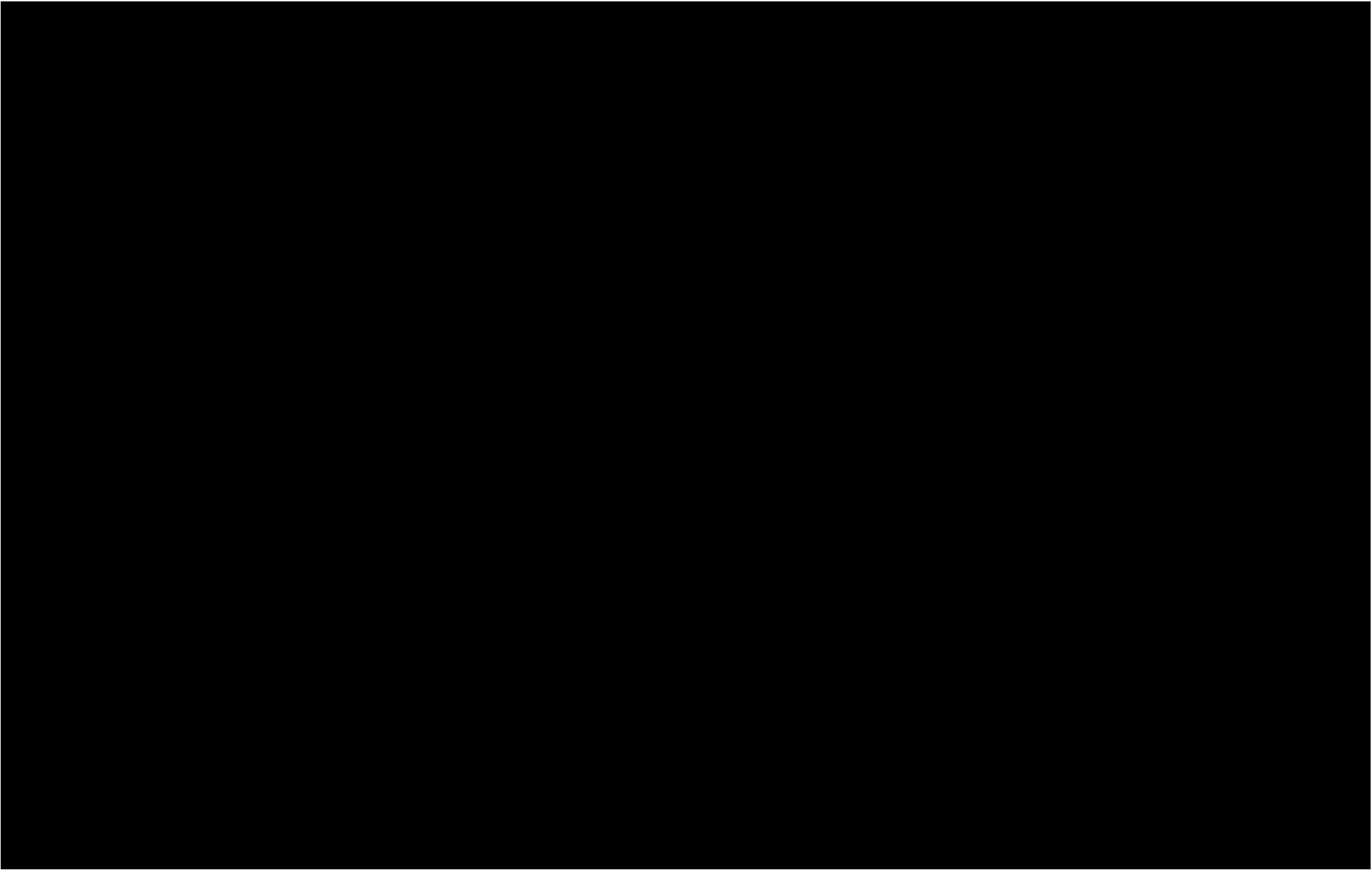
- 3.5 Development Stage of all physical aspects of the bid – Describe whether the project is in operation, in construction or in the development phase.
- a. If in operation, when did the project achieve commercial operation
 - b. If in construction, when did construction commence and what are the projected dates for initial testing and commercial operation.
 - c. If the project is partly in one development stage and partly in another, please explain in detail the status of the project.

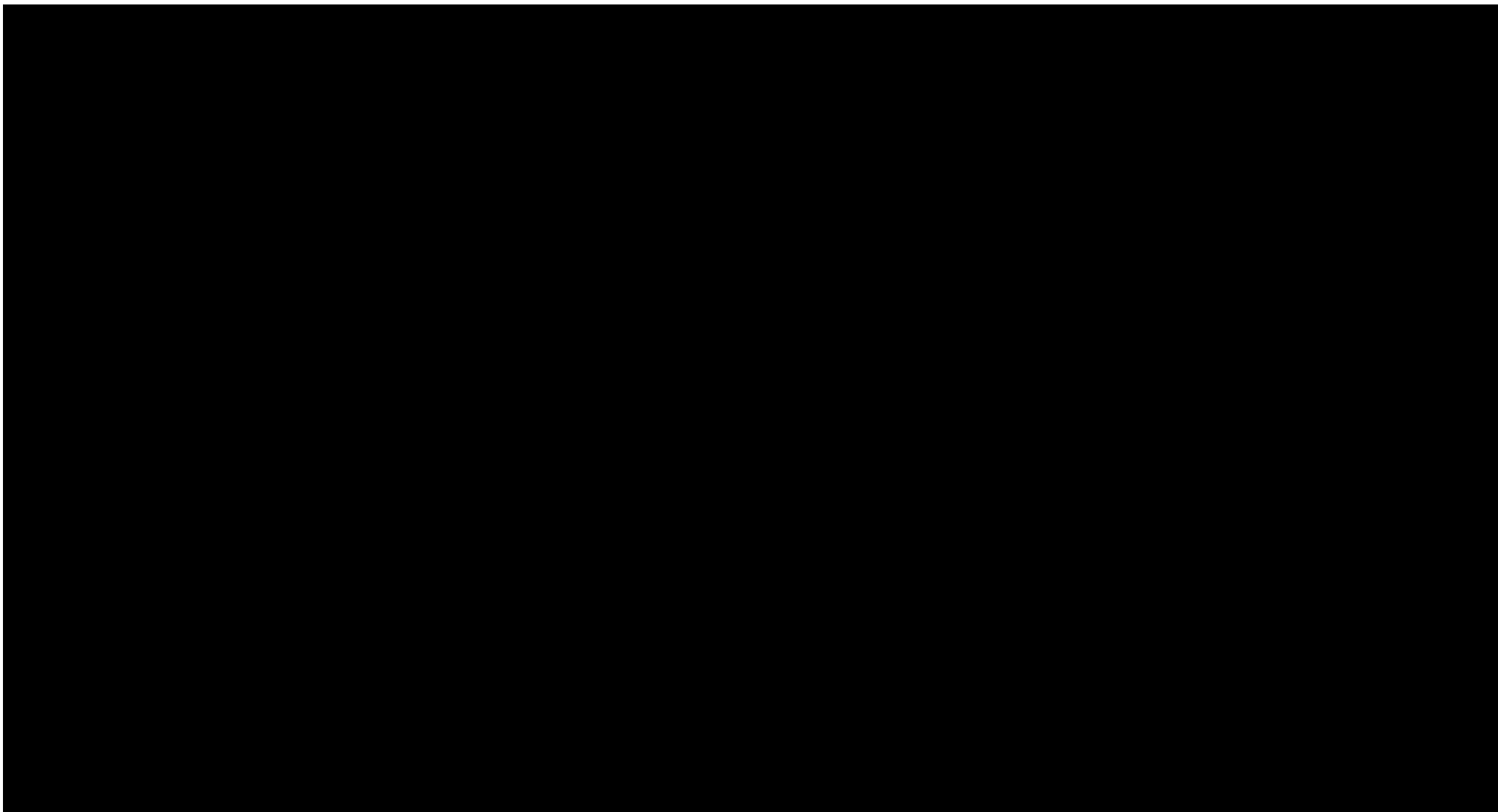
The Projects offered by the NextEra Bidding Affiliates are under development and are not in operation or under construction.

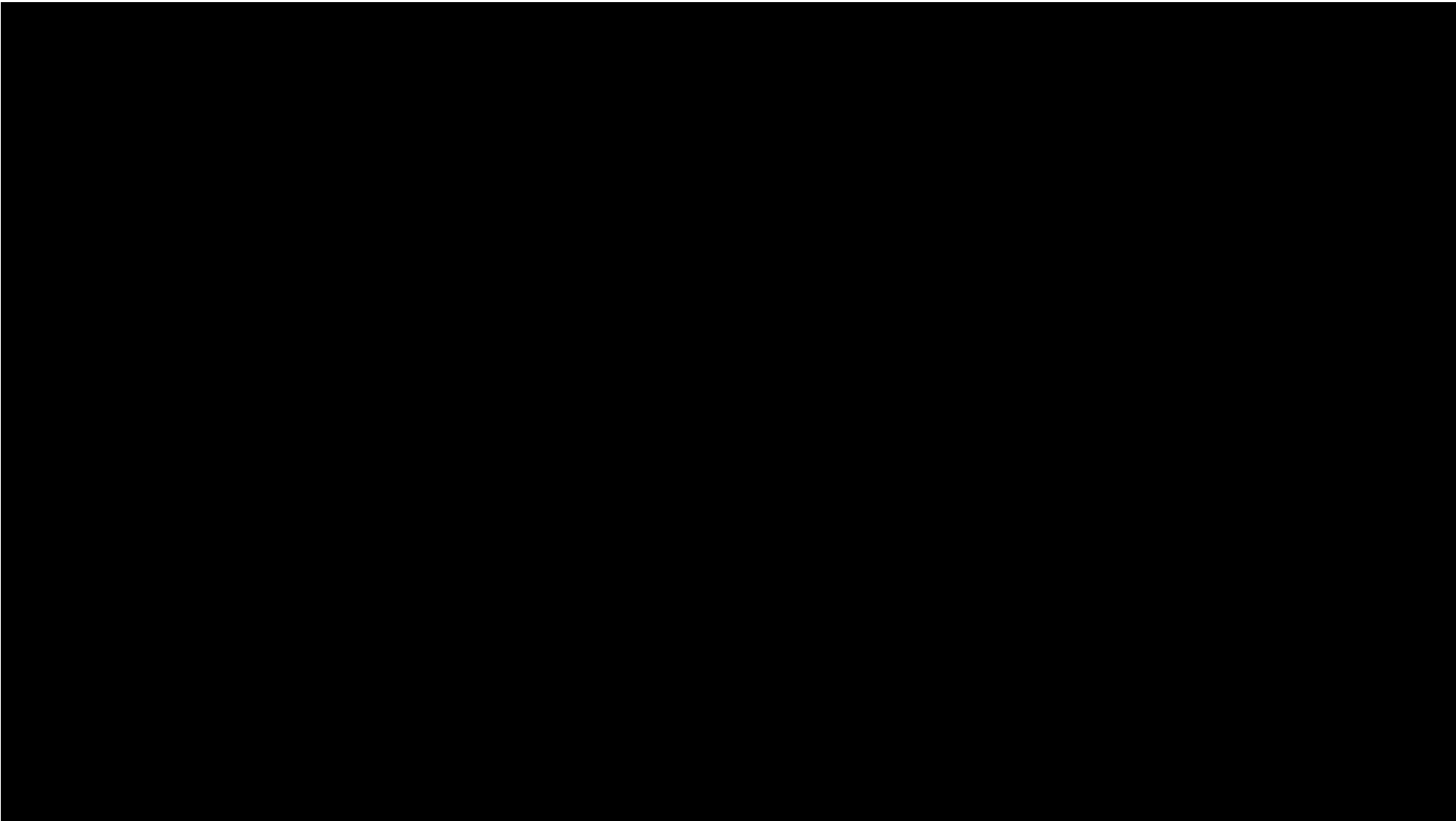
If the proposed project is an expansion, repowering, environmental investment or other modification of an existing Facility, please describe the project in detail, the total cost and cost on a \$/kW basis specifying the existing project and the proposed expansion, repowering or other modification. Indicate any incremental or decremental capacity.

None of the Projects offered by the NextEra Bidding Affiliates are repowering, environmental investments, or some other modification of an operating facility. The Farmington Solar Project, however, is a proposed expansion of a facility that was contracted with the Massachusetts EDCs through the New England Clean Energy RFP issued in 2015 and is currently under development.

The chart below details the development stage of each Project bid in by NextEra Bidding Affiliates.







SECTION 4: ENERGY RESOURCE AND DELIVERY PLAN

- 4.1 For Eligible Facilities, the bidder is required to provide an energy resource or fuel supply plan for its proposed project, including supporting documentation. The fuel supply/energy resource profile information should be consistent with the type of technology/resource option proposed and the term proposed. The information requested is organized according to the type of project or energy resource. Bidders should respond to all information requests which are relevant to the bid in a timely manner.

Wind Energy Projects

Provide a summary of all collected wind data for the proposed site. Identify when the data was collected and by whom.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Indicate where the data was collected and its proximity to the proposed site. Include an identification of the location and height for the anemometers that were used to arrive at an assessment of the site generation capability.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide (a) at least one year of hourly wind resource data, and (b) a wind resource assessment report from a qualified unaffiliated third-party wind resource assessment firm. Include an analysis of the available wind data which addresses the relationship between wind conditions and electrical output. Provide a projection of net annual energy production, including projections of average net hourly energy production, based on the wind resource data (a 12 x 24 energy projection) at both P50 and P90 levels.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide a site-adjusted power curve. Each curve should list the elevation, temperature, and air density used.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Identify the assumptions for losses in the calculation of projected annual energy production, including each element in the calculation of losses.

This subsection is not applicable as the Projects being developed are solar generation facilities.

If your bid includes a delivery forecast which is substantially different than NREL data would suggest, please reconcile the differences.

Landfill Gas

Provide a gas production forecast for each landfill. Provide a table that shows the annual, monthly, and hourly projection of gas flow and energy export from each landfill.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide supporting data that illustrates the expected generation from each landfill based on the projected gas production.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Describe any contingencies or constraints that could affect the availability of fuel or the energy resource for the project and any contingency plans for meeting projected generation levels.

This subsection is not applicable as the Projects being developed are solar generation facilities.

If the landfill gas is provided by pipeline, provide information related to gas pipeline delivery, including gas pipeline interconnection points of the landfills delivering the gas into the pipeline system.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Biomass

Describe specifically how the project will conform to the Massachusetts biomass laws and regulations M.G.L. c. 25A, § 11F, and 225 CMR 14.00.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide a resource assessment of available biomass fuel for the proposed project and its proximity to the project site.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide a plan for obtaining the biomass fuel, including a transportation plan.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide any contracts or letters of intent to acquire and transport the biomass fuel.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Demonstrate that projected energy output for the project over the term of the contract is consistent with the energy supply available.

This subsection is not applicable as the Projects being developed are solar generation facilities.

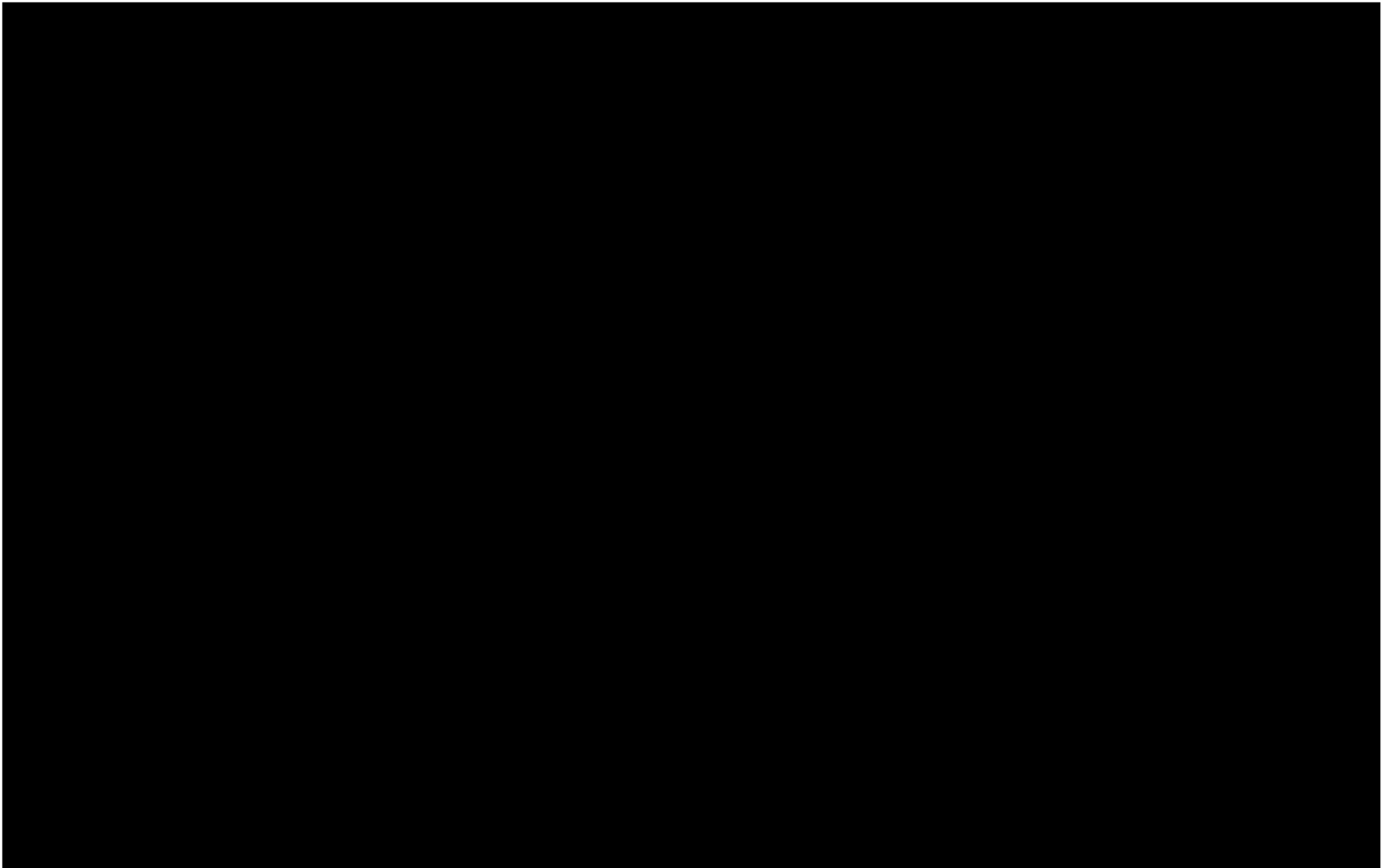
Describe any contingencies or constraints that could affect the availability of fuel or the energy resource for the project and any contingency plans for meeting projected generation levels.

This subsection is not applicable as the Projects being developed are solar generation facilities.

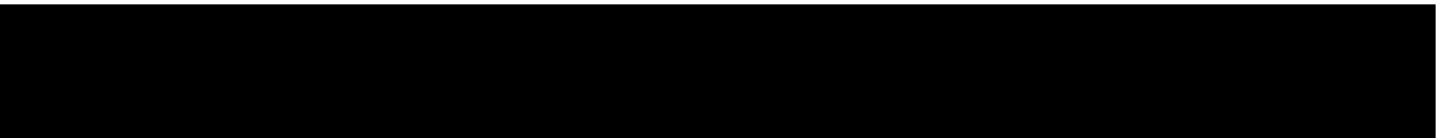
Solar

Provide an assessment of the available solar incidence or resource. Describe any trends in generation capability over time (i.e., annual decline rate of expected output).

The Projects' resource analyses indicate the below results for net capacity factor, expected output, and DC/AC ratio. All output figures are based on P50 estimates for the first year of operations. We estimate solar module degradation will reduce output at a rate of [REDACTED]. The effective annual irradiance on the modules is derived from a Horizontal Global Irradiance and is adjusted for global incidental irradiance on the collector plane, incidence angle modifier, and soiling loss. Please see Section 4 Attachment 1 Solar 8760 Spreadsheet for full details and Attachment 2 Solar Energy Assessment Project Resource Report.



Describe the methodology used to generate the projected generation and describe the in- house or consulting expertise used to arrive at the generation estimates.





Hydropower

Describe the project characteristics in terms of water flow (on a monthly basis) and head, and state the assumptions regarding seasonal variations, and a conversion of such flow into megawatts and megawatt-hours.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Provide monthly flow duration curves based upon daily stream flow records.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Identify if the project is run-of-river or has storage capability.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Specify if the project is new, or if the project is an expansion of an existing facility.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Describe why the generation proposal qualifies as Incremental Hydropower Generation. If the entire project is not new, specify the amount of power provided to or sold into the ISO- NE market during 2014, 2015, and 2016. Provide information which demonstrates that the resources and transmission capacity described in your proposal are capable of providing an increase in the amount of such power compared to the average power deliveries in ISO-NE over those three years.

This subsection is not applicable as the Projects being developed are solar generation facilities.

The bidder must disclose in its bid how it proposes to certify that the environmental attributes are included with the energy delivered.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Other information as required to describe the energy resource plan

What is the availability of the fuel supply? This subsection is not applicable as the Projects being developed are solar generation facilities.

Does the bidder have any firm commitments from fuel suppliers? If so, please provide a copy of any agreements with confidential information redacted if necessary.

Yes: ☐ No: ☒

Not applicable.

4.2 Clean Energy Generation Delivery Plan

Please provide documentation that any clean energy plan delivery plan that includes hydroelectric generation meets the definition of “Incremental Hydroelectric Generation” as defined in the body of the RFP.

This subsection is not applicable as the Projects being developed are solar generation facilities.

Please provide an energy delivery plan and profile for the proposed project, including supporting documentation. The energy delivery profile must provide the expected Clean Energy Generation to be delivered into the ISO-NE market settlement system and permit the Evaluation Team to determine the reasonableness of the projections for purposes of Sections 2.2.1.3 Eligible Bid Categories and 2.2.1.7 Minimum Contract Size of the RFP. Such information should be consistent with the energy resource plan provided above and also considering any and all constraints to physical delivery into ISO-NE.

Each of the NextEra Bidding Affiliates Solar Projects will qualify as a New Class I RPS eligible resource as required in Section 2.2.1.3 (ii) of the RFP and further demonstrated in the CPPD Form, Part III (b), and Section 7.5 of the proposal. Generation profiles have been provided in the individual project specific CPPD forms.

Clean Energy Generation for projects containing new Class I eligible resources only must comply with Section 2.2.2.7 of the RFP. They must submit a delivery profile guaranteeing 70% of the energy in their delivery profile for the Winter Peak Period over the course of every Winter Peak Period on the CPPD form in their bidder response package.

NextEra Bidding Affiliates guarantee 70% of the energy in the respective delivery profile for the Winter Peak Period over the course of every Winter Peak Period as offered on the CPPD forms.

Clean Energy Generation for projects containing firm service hydroelectric generation, and Clean Energy from new Class I RPS eligible resources paired with firm service hydroelectric generation must comply with section 2.2.2.7 of the RFP. They will be required to submit a delivery profile with no Winter Peak Period hour less than 60% of their highest annual single hourly delivery claimed in their annual delivery profile as submitted as a part of their CPPD form in their bidder response package. Bidders will be required to guarantee the submitted delivery profile in all hours during the Winter Peak Period. Bidders should supply any studies performed to support this profile. Bidders should respond to all information requests which are relevant to the bid in a timely manner.

4.3 REC/Environmental Attribute Delivery Plan

Please provide documentation demonstrating that the project will Deliver GIS Certificates representing those RECs or Environmental Attributes. For projects located outside of the ISO-NE control area, describe how the Delivered energy and associated RECs or Environmental Attributes will satisfy NEPOOL-GIS rules for the Delivery of GIS Certificates.

NextEra Bidding Affiliates' generation from the solar Projects will be delivered into the ISO-NE control area at the project specific points of delivery, which will be the Pool Transmission Facilities ("PTF"). Renewable Energy Credits ("RECs") and Environmental Attributes associated with that generation will be delivered in accordance with the New England Power Pool Generation Information System ("NEPOOL") GIS delivery process, which will require: 1) the solar Projects to properly interconnect to the ISO-NE control area; 2) register with Massachusetts as a qualified Class I RPS generation facility; and 3) register with the NEPOOL GIS to ensure proper delivery of the GIS Certificates.

SECTION 5: FINANCIAL/LEGAL

Bidders are required to demonstrate the financial viability of their proposed project. Bidders should provide the following information:

- 5.1 Each bidder is required to submit information and documentation that demonstrates that a long term contract resulting from this RFP Process would either permit the bidder to finance its proposal that would otherwise not be financeable, or assist the bidder in obtaining financing of its proposal.

The NextEra Bidding Affiliates are all indirect, wholly owned subsidiaries of NEER.

NEER's primary business strategy is to own and operate renewable energy projects with long-term contracts. Long-term contracts provide certainty to developers and ensure that customers benefit from new forms of clean, reliable, and stably priced energy generation. Long term contracts have been repeatedly identified as a primary factor in driving new renewable energy development. New renewable projects, including solar, have significant upfront sunk costs which then must be recovered during operation. In the absence of a long-term contract, the upfront investment in the facility is subject to uncertainty. NEER and other renewable energy companies must be able to ensure that there will be long-term revenues to cover the cost of the initial investment. In the absence of a suitably liquid market, investors in new renewable energy markets rely on long term contracts.

Without regulatory mechanisms like a Renewable Portfolio Standard, the energy market in ISO-NE and in most other parts of the U.S. are insufficiently liquid to ensure that large up-front costs will be recovered during the life of the project. In addition, the cost of capital is also directly related to long term contracts for energy and RECs. If, for example, a project without a long term contract were to enter the market, the likely cost of capital for a new renewable project without a long-term contract could be so high as to cause the required project's power price to exceed prevailing market prices. Therefore, mechanisms like this RFP help bring new renewable energy projects online, while ensuring low energy prices for ratepayers. Research in 2012 by the Peregrine Energy Group concluded that "Long-term contracts for energy and RECs are, and will be, necessary for Massachusetts to meet the goals under its RPS with respect to Class I Renewable Generating Units" and "There are an insufficient number of creditworthy entities willing to enter into long-term contracts with renewable energy developers for multi-MW grid-connected projects in the absence of a mandate on the Distribution Companies to do so."

For these reasons, NEER and others continue to pursue opportunities to invest in long-term contracted assets such as presented by this RFP, and will continue to forego speculative or merchant investments.

Simply put, but for the prospect to enter into long-term contracts with credible and creditworthy counterparties that will permit renewable projects to be financed, NEER would not be advancing the development of the solar Projects outlined in this proposal.

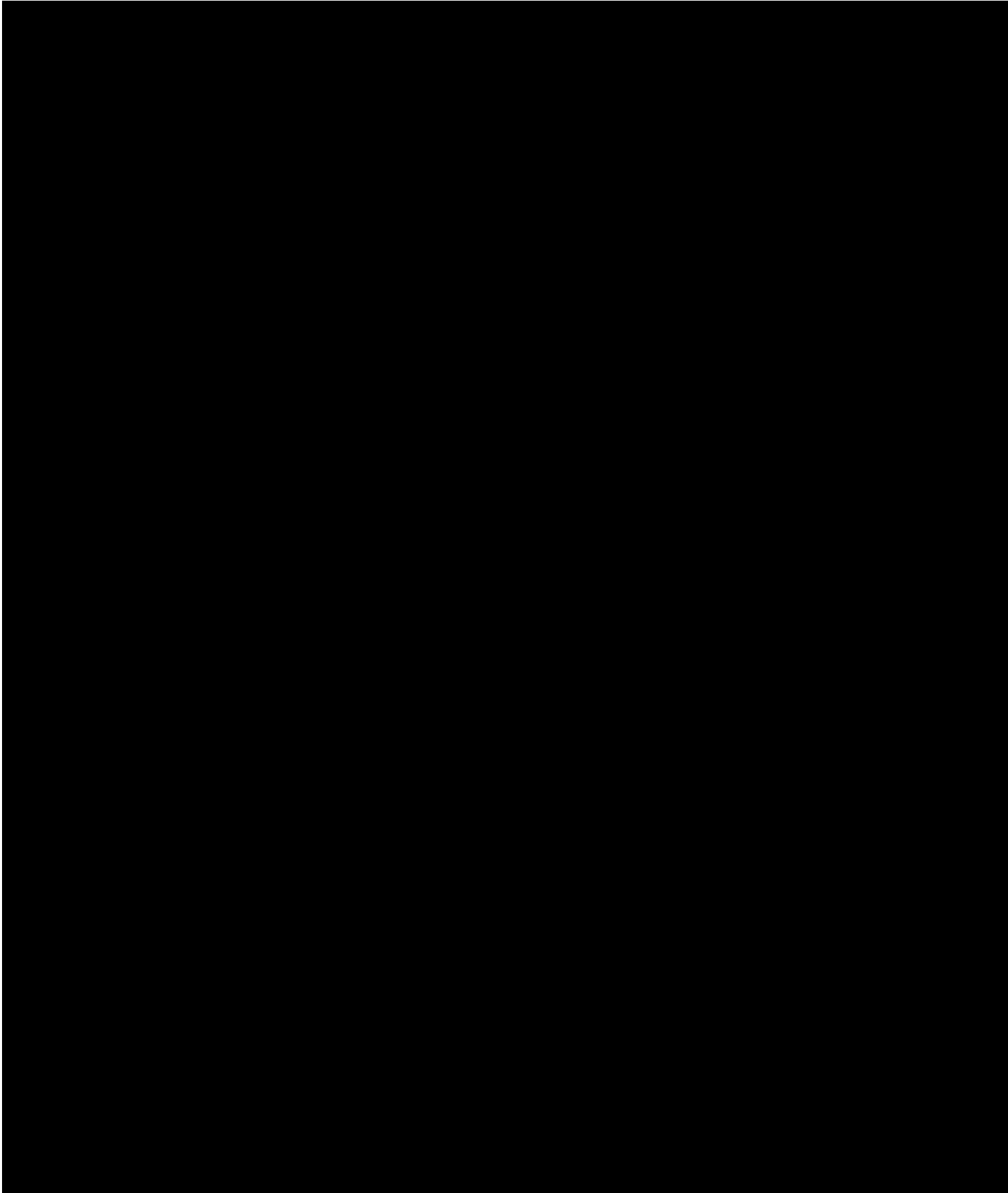
In 2016 NEE invested \$9.6 billion in new infrastructure and was the third largest capital investor in the U.S. across all industries, and the largest in the entire energy sector. Long-term contracts help

NEE and others maintain a strong credit position and allow us to bring new renewable projects to fruition. Long-term contracting mechanisms have helped to create the renewable market in the U.S. As part of its fundamental value proposition to maintain its strong credit position, NEE has fueled its growth by investing primarily in regulated or contracted assets. For example, in the past eight years, NEER has consciously emphasized investments in contracted assets and has increased the percentage of its operating cash flows from contracted assets from 49% to 71%, a 45% increase providing NEER with stable and predictable cash flows for years to come.

- 5.2 Please provide a description of the business entity structure of the bidder's organization from a financial and legal perspective, including all general and limited partners, officers, directors, managers, members and shareholders, involvement of any subsidiaries supporting the project, and the providers of equity and debt during project development. Provide an organization chart showing the relationship between the equity and debt participants and an explanation of the relationships. For jointly owned facilities, identify all owners and their respective interests, and document the Bidder's right to submit a binding proposal.

As described above in Section 5.1, NEECH will provide the funding for the NextEra Energy Bidding Affiliates Solar Projects. For additional information on NEE and its subsidiaries, please see NEE's 2016 Corporate Profile included on Section 5.2 Attachment 1_NextEra 2016 Corporate Profile.

Please see below for an organizational chart illustrating the relationships among NEE, NEECH, NEER, and the NextEra Bidding Affiliates.



5.2A For projects that include new facilities or capital investment, provide a description of the financing plan for the project, including construction and term financing. The financing plan should address the following:

- i. Who will finance the project and the related financing mechanism or mechanisms that will be used (i.e. convertible debenture, equity or other) including repayment schedules and conversion features.

NextEra Bidding Affiliates' proposal under this RFP is not contingent on external financing during the development or construction periods. NextEra Bidding Affiliates' financial requirements will be met through capital funding from its indirect corporate parent, NEECH. Therefore, NextEra Bidding Affiliates do not need or envision seeking project financing for design, procurement, construction, or placing the Projects into service. Due to NEECH's size, credit standing and available liquidity, we are one of the few companies in the energy industry that has the flexibility to initially fund the development and construction of a project using our balance sheet and not be obligated to obtain external financing at the se stages.

Our standard approach is to utilize internally generated funds to contribute equity to the project during the construction period and then obtain limited or non-recourse financing at or after the project's commercial operation date. However, as an option, we always reserve the right to secure construction financing prior to commercial operation if market conditions are beneficial and advantageous.

External financings are normally issued at a stand-alone project entity level or at a portfolio/holding entity level depending upon financing needs. The financing structure of the project is normally a mixture of debt and equity with the debt funding provided by banks or private placement investors on a limited or non-recourse basis. As the owner of the proposed project, we reserve the right to obtain additional equity sponsor(s) for the project at our own discretion and if necessary.

NEECH has a very strong track record of accessing the capital markets on a limited or non-recourse financing basis (i.e., project financing). We are confident that a number of financing structures will be available to the projects if we elect to go in that direction. All options including the lowest cost of capital will be carefully weighed prior to selecting a final approach.

- ii. The project's existing initial financial structure and projected financial structure.

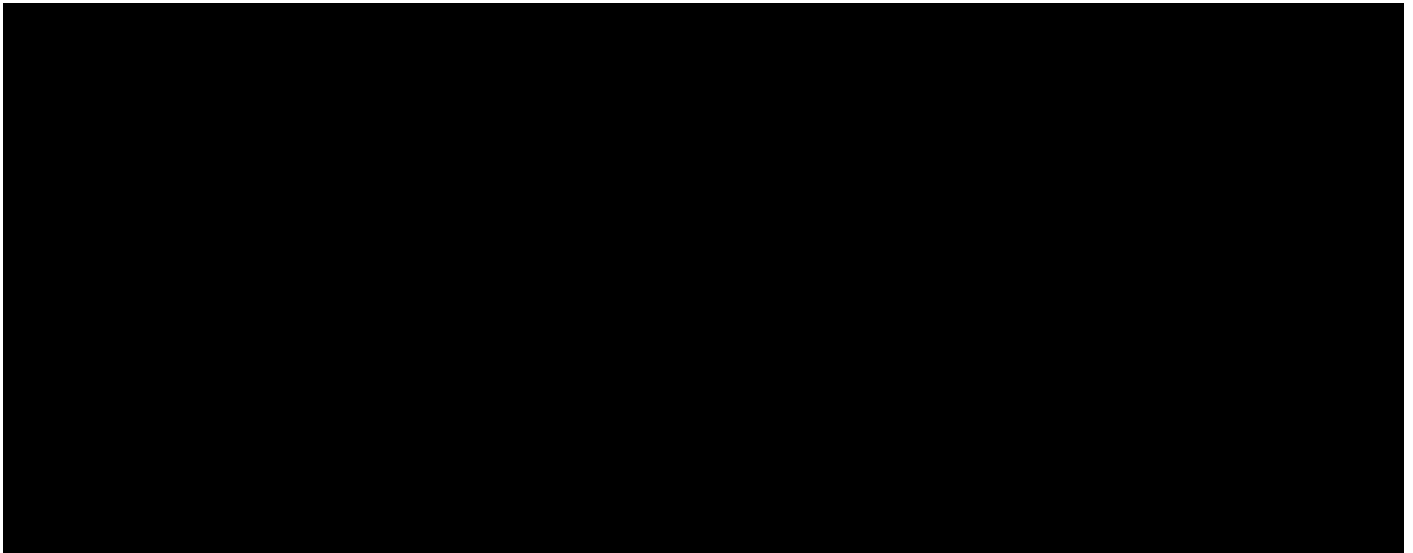
Please see Section 5.2.i.

- iii. Expected sources of debt and equity financing.

Please see Section 5.2.i.

- iv. Estimated construction costs.

Table 5.2A below provides estimates for the total estimated capital expenditures for the solar Projects.



- v. The projected capital structure.

Please see Section 5.2.i.

- vi. Describe any agreements, both pre and post commercial operation date, entered into with respect to equity ownership in the proposed project and any other financing arrangement.

There are no agreements, or any other financing arrangements, entered into with respect to equity ownership in the proposed Projects.

In addition, the financing plan should address the status of the above activities as well as the financing of development and permitting costs. All bidders are required to provide this information.

Please see Section 5.2.i for the expected financing plan for all costs associated with NextEra Bidding Affiliates' Solar Projects. Internally generated funds will be used to finance the development and permitting costs for the Projects.

- 5.3 Provide documentation illustrating the experience of the project sponsor in securing financing for projects of similar size and technology. For each project previously financed provide the following information:

- i. Project name and location
- ii. Project type and size
- iii. Date of construction and permanent financing
- iv. Form of debt and equity financing

v. Current status of the project

NEECH has extensive financing experience and actively uses various methods (tax equity and/ or project finance) to finance its projects. In 2016 alone, NEER commenced operation of more than 2,400 MW of new wind (~1,465 MW) and solar (~ 980 MW) projects. Many of these projects were financed using either tax equity and/or project finance structures. With over 15 gigawatts of wind and solar projects currently online with many being financed, we expect to continue to have success accessing the capital markets if we chose to continue financing our pipeline of projects.

Below are examples of relevant information from NEECH's development and finance experience over the last six years that have been financed, and disclosed via an SEC Form 8k.

Silver State Solar Power South, LLC: On May 14, 2015, Silver State Solar Power South, LLC entered into a \$619 million limited-recourse construction and term loan facility and an approximately \$75 million letter of credit facility, and Silver State South Solar, LLC entered into cash grant bridge loan facilities aggregating \$250 million. The proceeds from borrowings under the construction and term loan facility and the cash grant bridge loan facilities are used to fund a portion of the costs associated with the construction and development of a 250 MW utility-scale solar PV generating facility in Nevada and to reimburse NEER for a portion of its previous capital contributions in connection with the Silver State South Project.

McCoy Solar Funding, LLC: On December 19, 2014, McCoy Solar Funding, LLC, entered into a \$425 million limited-recourse variable rate construction and term loan facility and a \$154 million variable rate cash grant bridge loan facility. The proceeds from borrowings under the construction and term loan facility and the cash grant bridge loan facility will be used to fund a portion of the costs associated with the construction and development of a 250 MWs utility-scale solar PV generating facility in California and to reimburse NEER for a portion of its previous capital contributions in connection with the McCoy Project.

Genesis Solar Funding: On June 13, 2014, Genesis Solar Funding, LLC, issued \$280 million principal amount of 5.60% limited-recourse senior secured amortizing notes maturing in September 2038. The note proceeds were used primarily to reimburse affiliates for a portion of the costs associated with the construction of the 250 MW solar thermal generating facility located in California.

Varna Wind, LP: On June 13, 2014, Varna Wind, LP entered into, and borrowed approximately C\$170 million under, a Canadian limited-recourse senior secured variable rate term loan agreement. Substantially all of the loan proceeds were used to repay, in part, affiliate loans, and to reimburse affiliates for capital contributions made to cover costs, related to the development and construction of a wind generating facility with a generating capability of approximately 60 megawatts located in Ontario, Canada. The loan is secured by liens on the wind generating facility's assets.

Lone Star Refinancing: On April 29, 2014, Lone Star, an indirect wholly-owned subsidiary of NEECH, entered into a note purchase agreement providing for the issuance of \$360 million in aggregate principal amount of senior secured notes, which notes Lone Star issued in July 2014. The maturity dates of the notes range from 2021 to 2044. Notes bear interest at rates ranging from 2.45% to 4.42%, payable semi-annually, with principal payable for \$275 million of the notes at

maturity with the balance of the principal payable in installments. Proceeds from the sale of the notes were used to, among other things; pay down Lone Star's existing indebtedness and for general corporate purposes. Notes are secured by liens on the majority of Lone Star's transmission assets.

Trillium Windpower Financing: On December 12, 2013, Trillium Windpower, LP issued approximately C\$315 million principal amount of 5.803% limited-recourse senior secured amortizing notes maturing in February 2033. Principal and interest on the notes are payable semi-annually. Substantially all of the proceeds from the sale of the notes were used to repay, in part, loans from affiliates related to the construction of wind generating facilities with a generating capability totaling approximately 147 MW located in Ontario, Canada. The notes are secured by liens on those wind generating facilities' assets and certain other assets of, and the ownership interest in, Trillium and the entities that own the facilities, which are wholly-owned subsidiaries of Trillium.

North Sky River Financing: An approximately \$254 million limited-recourse senior secured variable rate term loan with a financing that closed on June 27, 2013. Principal and interest on the loan are payable semi-annually and quarterly, respectively, and the loan matures in June 2031. Proceeds of the loan were used to reimburse NEER, in part, for its capital contributions related to its development of the North Sky River project, a wind generating facility with a generating capability totaling approximately 162 MW located in California. The loan is secured by liens on the wind generating facility's assets and certain other assets of, and the ownership interest in, North Sky River.

La Frontera Financing: On May 10, 2013, La Frontera Generation, LLC, an indirect wholly-owned subsidiary of NEER entered into, and borrowed \$1.15 billion under a limited-recourse senior secured variable rate term loan maturing in September 2020. Minimum principal amortization on the loan is payable quarterly with additional payments to be made annually, to the extent cash is available to meet targeted debt balances. Interest is due at the end of rate periods which can range from one to twelve months, as selected by La Frontera. Loan proceeds were primarily used by La Frontera to fund a dividend payment to NEER, which it will use for general corporate purposes. The loan is secured by liens on natural gas-fired generation facilities with a generating capability totaling approximately 2,792 MW and related assets located in Texas as well as certain other assets of, and the ownership interest in, La Frontera.

Cimarron Wind Financing: An approximately \$236 million limited-recourse senior secured variable rate term loan with a financing closing date of December 19, 2012. Principal and interest on the loan are payable semi-annually and quarterly, respectively, and the loan matures in November 2030. Proceeds of the loan were used to reimburse NEER, in part, for its capital contributions related to its acquisition of the Cimarron Wind project, a wind generating facility with a generating capability totaling approximately 165 MW located in Kansas. The loan is secured by liens on the wind generating facility's assets and certain other assets of, and the ownership interest in, Cimarron Wind.

Centennial Wind Financing: An approximately \$140 million limited-recourse senior secured variable rate term loan with a financing closing date of December 14, 2012. Interest and principal on the loan are payable quarterly and the loan matures in December 2019. Proceeds of the loan

were used to reimburse NEER, in part, for its capital contributions related to the development and construction of wind generating facilities with a generating capability totaling 400 MW located in Colorado. The loan is secured by a pledge of Centennial Wind Funding's Class A membership interests in Centennial Wind, LLC, an indirect wholly-owned subsidiary of NEER.

Canyon Wind Financing: An approximately \$232 million limited-recourse senior secured variable rate term loan with a financing closing date of September 27, 2012. Principal and interest on the loan are payable semi-annually and quarterly, respectively, and the loan matures in December 2030. Proceeds of the loan were used to reimburse NEER, in part, for its capital contributions related to the development and construction of wind generating facilities with a generating capability totaling approximately 219 megawatts located in Arizona and Michigan. The loan is secured by liens on those wind generating facilities' assets and certain other assets of, and the ownership interest in, Canyon Wind and the entities that own the facilities, which are wholly-owned subsidiaries of Canyon Wind.

Redwood Trails Wind Financing: An approximately \$234 million limited-recourse senior secured variable rate term loan with a financing closing date of December 21, 2011. Principal and interest on the loan are payable semi-annually and quarterly, respectively, and the loan matures in December 2029. Proceeds of the loan were used to reimburse NEER, in part, for its capital contribution related to the development and construction of wind generating facilities with a generating capability totaling approximately 237 megawatts located in California and Oklahoma. The loan is secured by liens on those wind generating facilities' assets, and certain other assets of, and the ownership interest in, Redwood Trails Wind and the entities that own the facilities, which are wholly-owned subsidiaries of Redwood Trails Wind.

Genesis Solar: On August 26, 2011, Genesis Solar, LLC issued a \$702 million note and entered into a \$150 million variable rate term loan facility and an \$82.9 million letter of credit facility. Proceeds from the issuance of the note and from borrowings under the term loan facility were used by Genesis Solar primarily in connection with the construction of a 250 megawatt utility-scale concentrating solar thermal generating facility in California. The letter of credit facility is used to support certain reserves associated with the financing as well as security for obligations under power purchase and interconnection agreement obligations of Genesis Solar relating to the Genesis Project. The term loan facility and note mature in 2019 and 2038, respectively, with interest payable semi-annually. The DOE has guaranteed payment of 80% of principal and interest on both the note and term loan facility pursuant to its Financial Institution Partnership Program. All project debt is secured by all of the assets of, and the equity interest in, Genesis Solar.

White Oak Financing: On June 13, 2011, a subsidiary of NEER sold Class B membership interests in White Oak Energy Funding, LLC. The transaction was comprised of two fundings totaling \$177 million in proceeds. The White Oak project consists of 150 MW of wind energy located in Illinois.

Penta Wind Financing: On April 28, 2011, Penta Wind, LLC, a subsidiary of NEER, issued Class B membership interests in exchange for approximately \$118 million up front and a commitment to fund expected capital contributions of approximately \$290 million (estimated as of April 28, 2011) in the future. Penta Wind consists of 483 megawatts of wind energy projects in five states.

Baldwin Wind Financing: On February 8, 2011, Baldwin Wind, LLC issued \$82 million of 6.25% limited-recourse senior secured notes maturing in January 2031. Principal and interest on the notes are payable semi-annually. Substantially all of the proceeds from the sale of the notes were used to reimburse NEER, in part, for its capital contributions related to the development and construction of a wind generation facility with a generating capability totaling approximately 102 megawatts located in North Dakota. The notes are secured by liens on the wind generating facility's assets and certain other assets of, and the ownership interests in, Baldwin Wind.

- 5.4 For projects that include new facilities or capital investment, provide evidence that the bidder has the financial resources and financial strength to complete and operate the project as planned.

NEECH's financial resources and financial strength are bulleted below:

- As of December 31, 2016, NEECH's common shareholders' equity was equal to \$7.7 billion (USD).
- As of December 31, 2015, NEECH's common shareholders' equity was equal to \$7.0 billion (USD).
- As of December 31, 2014, NEECH's common shareholders' equity was equal to \$6.6 billion (USD).

In addition, as of December 31, 2016, NEECH had over \$6.9 billion of net available liquidity, primarily consisting of bank revolving line of credit facilities, letter of credit facilities, cash and cash equivalents, less letters of credit issued under the credit facilities. Moreover, as of February 23, 2017, 67 banks participate in FPL's and NEECH's revolving credit facilities.

- 5.5 Provide complete copies of the most recent audited financial statement or annual report for each bidder for each of the past three years; including affiliates of the bidder (if audited statements are not available, reviewed or compiled statements are to be provided). Also, provide the credit ratings from Standard & Poor's and Moody's (the senior unsecured long term debt rating or if not available, the corporate rating) of the bidder and any affiliates and partners.

NEECH provides select financial information in the Notes to Consolidated Financial Statements of NEE's annual report. All financial information, including annual reports and SEC filings, can be accessed on NEE's investor relations website at: <http://www.investor.nexteraenergy.com>. Please see following attachments for Annual Reports and the most recent 10-Q:

- Section 5.5 Attachment 1 – NEE 2014 Annual Report
- Section 5.5 Attachment 2 – NEE 2015 Annual Report
- Section 5.5 Attachment 3 – NEE 2016 Annual Report
- Section 5.5 Attachment 4 – NEE 1Q17 10Q

NEECH's credit ratings are shown below and are rated as Stable by both Standard & Poor's and Moody's

Table 5.5A NEECH Credit Ratings

NEECH Credit Ratings		
Description	S&P	Moody's
Corporate	A-	Baa1
Debentures	BBB+	Baa1
Junior Subordinated Debentures	BBB	Baa2
Commercial Paper	A-2	P-2

- 5.6 Please also include a list of the board of directors, officers and trustees for the past three years and any persons who the bidder knows will become officers, board members or trustees.

Please see Section 5.5 Attachment 1 to Attachment 3 for Annual Reports for a list of officers, and board members including their tenure.

- 5.7 The bidder should demonstrate its ability (and/or the ability of its credit support provider) to provide the required security, including its plan for doing so.

Consistent with the associated final power purchase agreement ("PPA") for each project, the NextEra Bidding Affiliates plan to provide letters of credit, surety bonds, and/ or guarantees to satisfy the security requirements. Please see Section 5.5 Attachment 1 to Attachment 3 for Annual Reports for more information on the financial strength of the NextEra Bidding Affiliates' parent companies.

- 5.8 Provide a description of any current or recent credit issues/ credit rating downgrade events regarding the bidder or affiliate entities raised by rating agencies, banks, or accounting firms.

None.

- 5.9 Describe the role of the Federal Production Tax Credit or Investment Tax Credit (or other incentives) on the financing of the project.

- [REDACTED]
- 5.10 Bidders must disclose any pending (currently or in the past three years) litigation or disputes related to projects developed, owned or managed by Bidder or any of its affiliates in the United States, or related to any energy product sale agreement.

All material litigation involving NextEra and its subsidiaries is disclosed in the public filings of NextEra (10-K and Qs) (the “Disclosed Matters”); link: <http://www.investor.nexteraenergy.com>.

- 5.11 What is the expected operating life of the proposed project? What is the depreciation period for all substantial physical aspects of the bid, including generation facilities, transmission lead lines to move power to the grid, transmission proposals, and mandatory and voluntary transmission system upgrades?

The NextEra Bidding Affiliates Solar Projects are expected to have a [REDACTED] with expected solar module warranties of approximately [REDACTED]

- 5.12 For projects that include new facilities or capital investment, has the bidder already obtained financing, or a commitment of financing, for the project? If financing has not been obtained, explain how obtaining a long-term agreement as proposed will help you in obtaining financing for the proposed project, in obtaining more favorable terms for the financing of the proposed project, or in supporting the future capital investment.

Please see Section 5.2.i.

- 5.13 State whether the bidder or its affiliates have executed agreements with respect to energy, RECs and/or capacity for the project (including any agreements that have been terminated) and provide information regarding the associated term and quantities, and whether bidder has been alleged to have defaulted under or breached any such agreement.

With the exception of Farmington Solar, NextEra Bidding Affiliates have not executed any power sales agreements with respect to energy, RECs and/or capacity for the Projects. Farmington Solar will be an expansion of a facility that was contracted with the Massachusetts EDCs through the New England Clean Energy RFP issued in 2015 and is currently under development. The Farmington Solar facility will have a full nameplate capacity of 75 MWac with approximately 50 MWac contracted through the New England Clean Energy RFP process and the remaining 25 MWac is included in this proposal.

- 5.14 List all of the Bidder’s affiliated entities and joint ventures transacting business in the energy sector.

See Section 2 Executive Summary and Section 5.2 of the Proposal, for a description of NextEra Bidding Affiliates and affiliated entities associated with these projects transacting business in the energy sector. In addition, please see attachment [REDACTED] [REDACTED] for a list of all affiliated entities and joint ventures of NextEra Bidding Affiliates doing business in the energy sector.

- 5.15 Has Bidder, or any affiliate of Bidder, in the last five years, (a) consented to the appointment of, or was taken in possession by, a receiver, trustee, custodian or liquidator of a substantial part of its assets, (b) filed a bankruptcy petition in any bankruptcy court proceeding, (c) answered, consented or sought relief under any bankruptcy or similar law or failed to obtain a dismissal of an involuntary petition, (d) admitted in writing of its inability to pay its debts when due, (e) made a general assignment for the benefit of creditors, (f) was the subject of an involuntary proceeding seeking to adjudicate that Party bankrupt or insolvent, (g) sought reorganization, arrangement, adjustment, or composition of it or its debt under any law relating to bankruptcy, insolvency or reorganization or relief of debtors?

For the current calendar year and the five prior calendar years, the NextEra Bidding Affiliates are not aware of any bankruptcy, insolvency, company creditor arrangement, or other insolvency proceeding and any material litigation or other material adverse proceeding, that may affect its ability to perform its obligations in respect of the Project; however, please see 8Ks and 10Qs link: <http://www.investor.nexteraenergy.com>, including information on events under the project-level financing agreements for the Spain solar project.

- 5.16 Briefly describe any known conflicts of interest between Bidder or an affiliate of Bidder and any Distribution Company, or any affiliates of the foregoing.

There are no known conflicts of interest between the NextEra Bidding Affiliates or an affiliate of the NextEra Bidding Affiliates and any Distribution Company, or any affiliates of the foregoing, other than the usual commercial matters associated with being competitors.

- 5.17 Describe any litigation, disputes, claims or complaints involving the Bidder or an affiliate of Bidder, against any Distribution Company or any affiliate of any Distribution Company.

There are no litigation, disputes, claims or complaints involving the NextEra Bidding Affiliates or an affiliate of the NextEra Bidding Affiliates, against any Distribution Company or any affiliate of any Distribution Company.

- 5.18 Describe any litigation, disputes, claims or complaints, or events of default or other failure to satisfy contract obligations, or failure to deliver products, involving Bidder or an affiliate of Bidder, and relating to the purchase or sale of energy, capacity or renewable energy certificates or products.

All material litigation involving NextEra and its subsidiaries is disclosed in the public filings of NextEra (10-K and Qs) (the "Disclosed Matters"); link: <http://www.investor.nexteraenergy.com>.

None of the Disclosed Matters have or will have a material impact on the NextEra Bidding Affiliates or its affiliates' ability to deliver the necessary services required by this Bid.

- 5.19 Confirm that Bidder, and the directors, employees and agents of Bidder and any affiliate of Bidder are not currently under investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any

contract, or have been the subject of any debarment action (detail any exceptions).

Neither the NextEra Bidding Affiliates, nor its directors, employees and agents of NextEra Bidding Affiliates and any affiliate of NextEra Bidding Affiliates are currently under investigation by any governmental agency nor have they been in the last four years convicted or found liable for any act prohibited by State or Federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract, nor have they been the subject of any debarment action.

5.20 Identify all regulatory and other approvals needed by Bidder to execute a binding sale agreement.

None.

5.20A Describe how the project will conform to FERC's applicable regulatory requirements, including, but not limited to, FERC requirements relating to allocation of transmission capacity and open access, the justness and reasonableness of rates, the potential for undue preference or discrimination, and affiliate dealings, if any. Describe how your proposed approach is consistent with FERC precedent and ratemaking principles.

The NextEra Bidding Affiliates Solar Projects associated with this bid will each apply for and expect to receive market-based rate authority from the Federal Energy Regulatory Commission ("FERC").

5.21 Describe and document any and all direct and indirect affiliations and affiliate relationships, financial or otherwise in the past three years between the bidder and one or more of the Distribution Companies and their affiliates, including all relationships in which one of the Distribution Companies has a financial or voting interest (direct or indirect) in the bidder or the bidder's proposed project. These relationships include:

- Corporate or other joint arrangements, joint ventures, joint operations whether control exists or not;
- Minority ownership (50% or less investee);
- Joint development agreements;
- Operating segments that are consolidated as part of the financial reporting process;
- Related parties with common ownership;
- Credit, debenture, and financing arrangements, whether a convertible equity feature is present or not;
- Wholly owned subsidiaries; and
- Commercial (including real property) relationships with any Distribution Company.

None of the NextEra Bidding Affiliates have a direct or indirect affiliation and affiliate relationship, financial or otherwise in the past three years with one or more of the Distribution Companies and their affiliates. .

SECTION 6: SITING, INTERCONNECTION, AND DELIVERABILITY

This section of the proposal addresses project location, siting, real property rights and interconnection issues. Bidders should ensure that the threshold criteria outlined in Section 2.2 of the RFP for generation, transmission proposals, and system upgrades are verified in their responses.

- 6.1 Provide a site plan including a map of the site that clearly identifies the location of the Eligible Facility site and/or Transmission Project route, the assumed right-of-way width, the total acreage for Eligible Facilities, the anticipated interconnection point (or, if applicable, multiple points for a Transmission Project), and the relationship of the site to other local infrastructure, including transmission facilities, roadways, and water sources. In addition to providing the required map, provide a site layout plan which illustrates the location of all major equipment and facilities on the site.

Site plan included? Yes: ☒ No: ☐ If not, please explain:

The preliminary site plans for the NextEra Bidding Affiliates' Projects are available in [REDACTED]

[REDACTED] Details regarding the site layouts and existing resources located on or near each project site are provided below.

CHARIOT SOLAR

The Chariot Solar project is an approximately 50 MWac solar PV generation facility to be located in Hinsdale, NH. [REDACTED]

[REDACTED] Any network upgrades associated with the project will be installed within existing utility ROW, or in the Project area.

DAWN LAND SOLAR

The Dawn Land Solar project is an approximately 75 MWac solar PV generation facility to be located in [REDACTED]

[REDACTED] Any network upgrades associated with the project will be installed within existing utility rights-of-way, or in the Project area.

FARMINGTON SOLAR

The Farmington Solar project is an approximately 25 MWac solar PV generation facility to be located in Farmington, Maine. [REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]. Any network upgrades associated with the project will be installed within existing utility ROW, or in the Project area.

KENNEBEC SOLAR

The Kennebec Solar project is an approximately 20 MWac solar PV generation facility to be located in [REDACTED]
[REDACTED]
[REDACTED]. Any

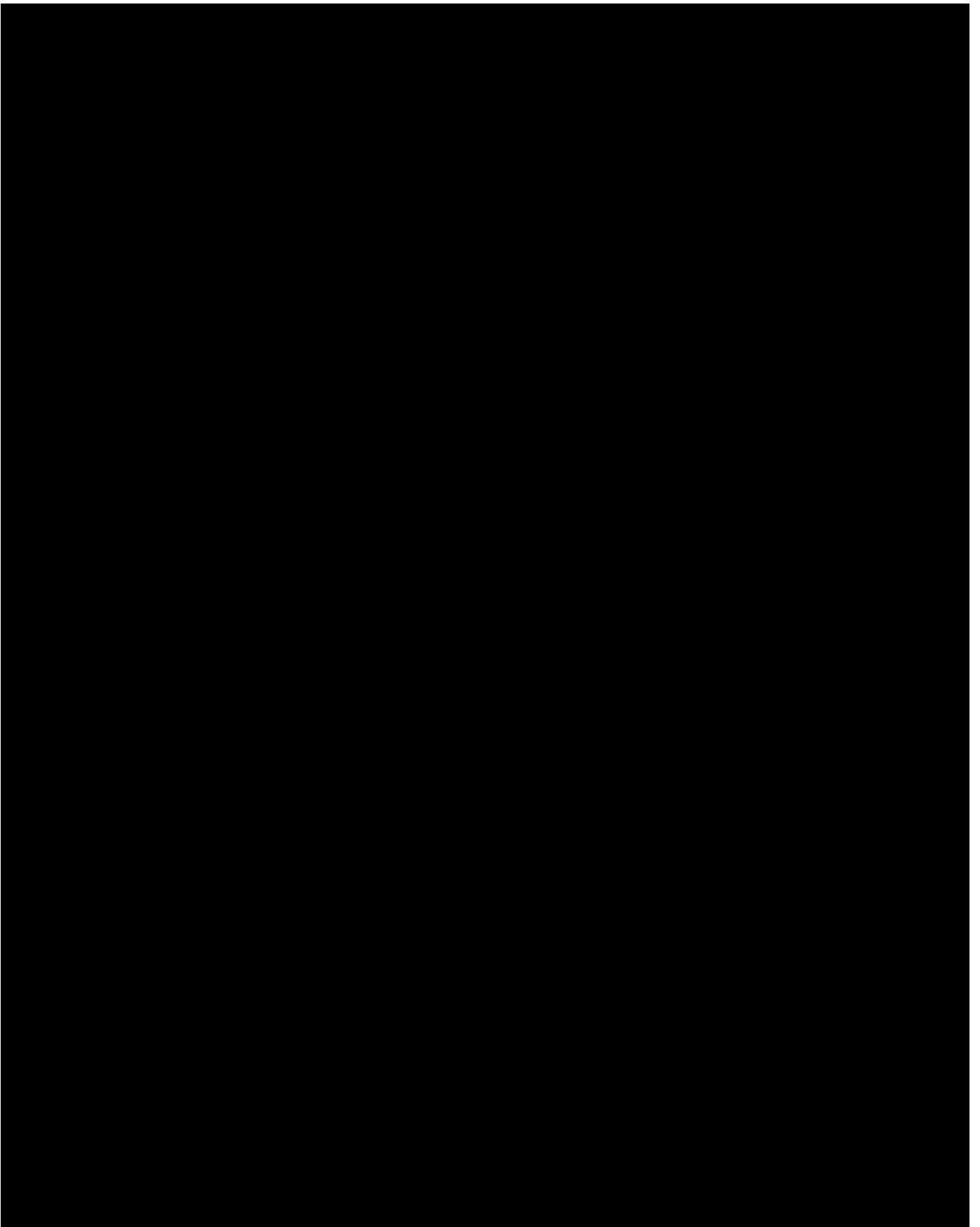
network upgrades associated with the project will be installed within existing utility ROW, or in the Project area.

LONE PINE SOLAR

The Lone Pine Solar project is an approximately 150 MWac solar PV generation facility to be located [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]. Any network upgrades associated with

the project will be installed within existing utility ROW, or in the Project area.

[REDACTED]



6.2 Identify any real property rights (e.g., fee-owned parcels, rights-of-way, development rights or easements or leases) that provide the right to use the Eligible Facility site and/or Transmission Project route, including, for Eligible Facilities, and any rights of way needed for interconnection.

- i. Does the project have a right to use the Eligible Facility site and/or Transmission Project route for the entire proposed term of the PPA or tariff (e.g., by virtue of ownership or land development rights obtained from the owner)?

Yes: ☒ No: ☐ If not, please explain:

See 6.2(ii) and Table 6.2A below for information regarding the land control documents for the Projects.

- ii. If so, please detail the Bidder's rights to control the Eligible Facility site and/or Transmission Project route control.

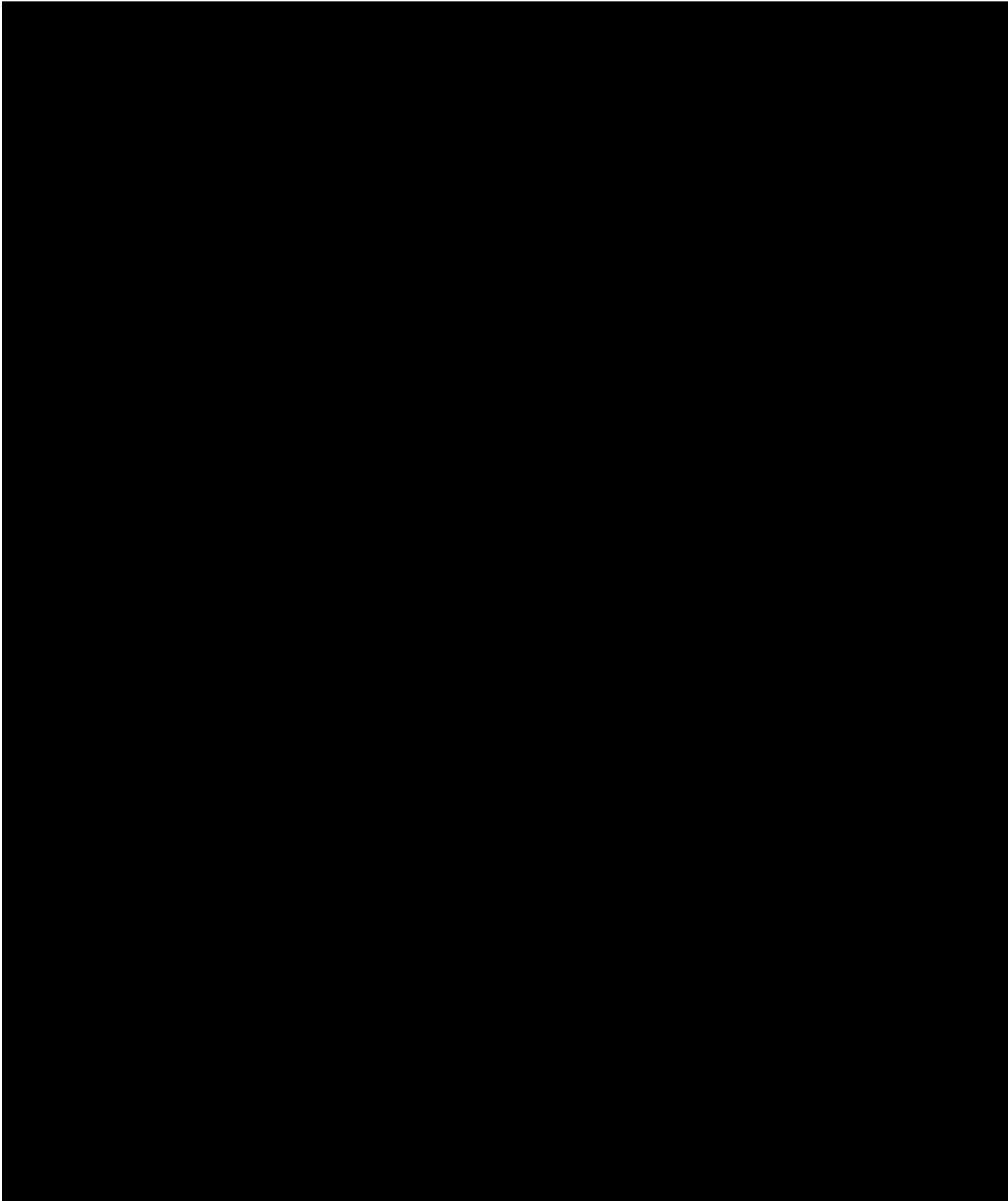
The Bidder has all necessary rights to develop, construct, and own the solar facilities (and ancillary structures) on the NextEra Bidding Affiliate solar project sites. Generally, NextEra Bidding Affiliates has acquired all necessary rights for the Projects' gen-tie routes. In some limited instances, NextEra Bidding Affiliates intend to use public ROW, or are in advanced negotiations for easements for the gen-tie routes to deliver power from the Facility Site to the Projects' points of interconnection. In other Maine projects NEER has had success with working with Towns on approvals to use public ROW for project collector and gen-tie lines. As detailed below, each project has a combination of lease agreements, purchase options, and transmission facilities agreements. All lease agreements are for a term of up [REDACTED] and all transmission facilities agreements are for a term [REDACTED]

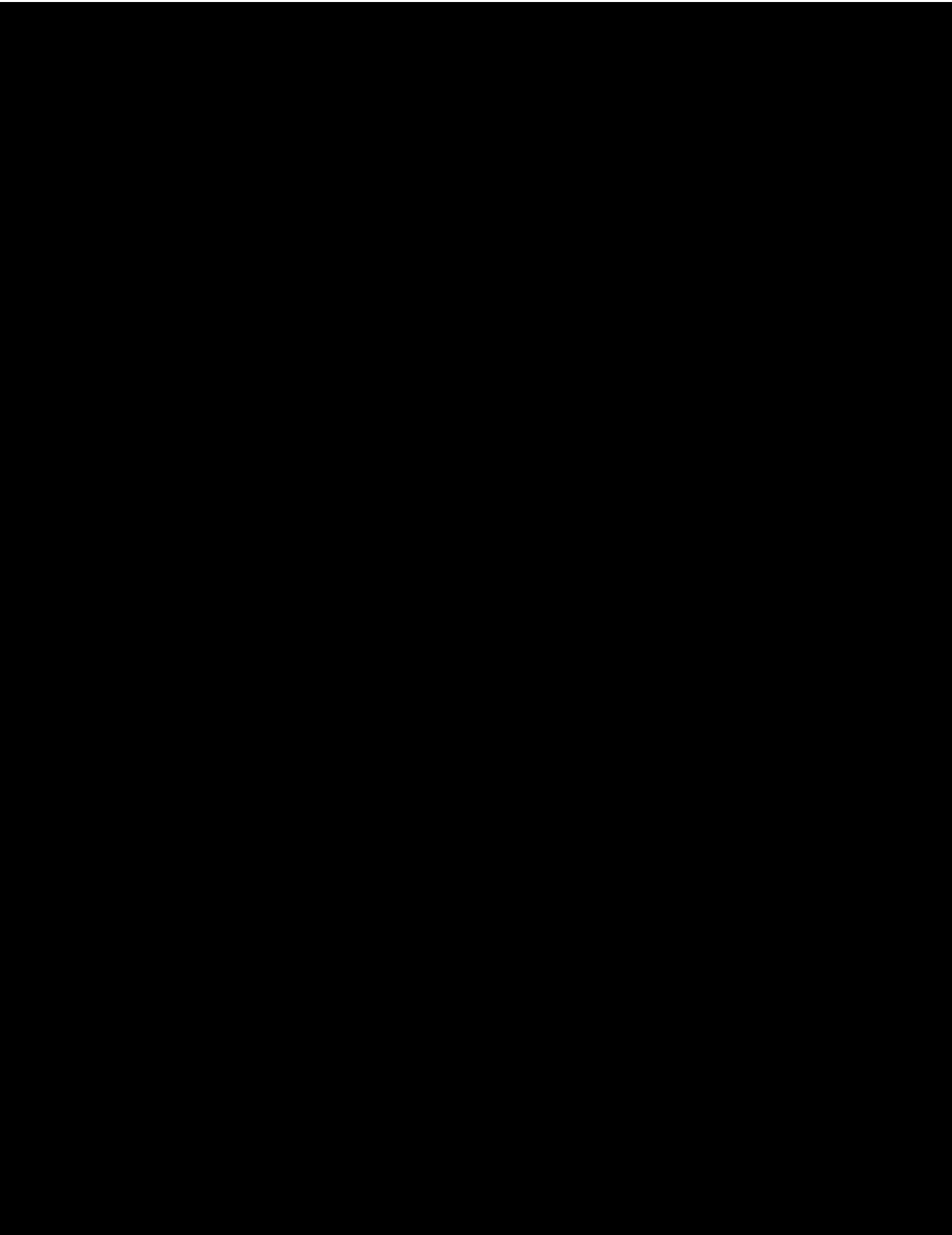
- iii. Describe the status of acquisition of real property rights, any options in place for the exercise of these rights and describe the plan for securing the necessary real property rights, including the proposed timeline. Include these plans and the timeline in the overall project timeline.

NextEra Bidding Affiliates' real property rights, interconnection routes and plans are described below by project in Table 6.2A. Please see [REDACTED] for all relevant real property/site control documents.

- iv. Identify any joint use of existing or proposed real property rights

See [REDACTED] (Land control documents)





- 6.3 Provide evidence that the Eligible Facility site and/or Transmission Project route is properly zoned or permitted. If the Eligible Facility site and/or Transmission Project route is not currently zoned or permitted properly, identify present and required zoning and/or land use designations and permits and provide a permitting plan and timeline to secure the necessary approvals.

Detail the zoning and permitting issues:

NEW HAMPSHIRE

CHARIOT SOLAR

Permitting/Zoning for Solar

Chariot Solar in Hinsdale, New Hampshire will seek a state-level siting permit – known as a Certificate of Site and Facility – from the New Hampshire Site Evaluation Committee (“NH SEC”). The NH SEC’s jurisdiction preempts local zoning and municipal siting authority; however, NextEra Bidding Affiliates will continue to work closely with the town of Hinsdale on the Project’s development.

Due to the overall size of the Project footprint, Chariot Solar will require an Alteration of Terrain permit from the NH Department of Environmental Services (“DES”). If there are any unavoidable wetland impacts, the project will also require a Standard Dredge and Fill Wetland Permit from NH DES and, depending on the impacts to jurisdictional waters, a Clean Water Act (“CWA”) Section 404 Permit from the U.S. Army Corps of Engineers (“USACE”).

New Hampshire Permitting Plan

Although the NH SEC process supersedes local permitting, prior to granting a Certificate, the NH SEC must find that projects "will not unduly interfere with the orderly development of the region with due consideration having been given to the views of municipal and regional planning commissions and municipal governing bodies" (NHRSA 162-H:16, IV). Chariot Solar has been actively engaged with local officials and the community in Hinsdale and there has been no stated opposition to the proposed Project. In addition, the project has received unanimous support from the Town of Hinsdale Board of Selectmen. Section 7.4 Attachment 4 for a copy of the Letter of Support signed by the Hinsdale Board of Selectmen. Additionally, the Project has negotiated and executed a Payment-in-Lieu-of-Tax (“PILOT”) Agreement with the Town of Hinsdale.

At the state and federal level, Chariot Solar has assembled a highly qualified team of consulting professionals that has been assisting with preparing and acquiring all the necessary permits for the Project. The Project team has recent and lengthy experience in acquiring permits at the local, state and federal levels in New Hampshire, including for several large scale energy projects. Chariot Solar and the Project team will continue to coordinate with the regulatory decision making and commenting agencies and stakeholders in order to ensure predictability and cooperation throughout the permit process.

No critical permitting challenges that would impede the project schedule have been identified.

Timeline

The Project schedule is available in [REDACTED] Regulatory approvals are expected to take up to 15 months.

All environmental and cultural resource surveys for the Chariot Solar Project, including wetland surveys, vernal pool surveys, rare plants, wildlife, bats, and pre-historic and historic resource surveys, were completed in summer-fall 2016 and summer 2017. Visual impact and noise assessments will be completed in fall 2017.

MAINE

Permitting/Zoning for Solar

In Maine, most energy projects (depending on the size and potential for impacts) are reviewed and approved at the local and state levels of government, and often have some federal regulatory nexus. At the local level large scale solar projects are generally subject to Site Plan Review and approval from the host municipality. Most organized towns in Maine also have ordinances for the purpose of natural resource protection, including shoreland zoning and resource protection districts. Determination of compliance with these ordinances is often included in the Site Plan Review process. Additionally, some Maine towns have implemented specific solar ordinances, designed to allow for streamlined project review.

At the state level, large solar projects require approvals from the Maine Department of Environmental Protection ("MDEP"). The MDEP regulates land uses under the Site Location of Development Act ("Site Law") and the Natural Resources Protection Act ("NRPA").

Site Law approval is required for all projects occupying more than 20 acres (amongst other criteria). If there are unavoidable impacts or alterations to wetlands or other protected natural resources associated with a Project, the development may also be required to obtain a NRPA permit from the MDEP. Generally, the Site Law, NRPA, and stormwater permit applications are combined into a single application to MDEP.

Additionally, at the federal level, if a development has unavoidable impacts on federal-jurisdictional wetlands, the USACE may require a Section 404 permit. As the solar Projects are being designed to have no or minimal wetland impacts it is likely that if a CWA Section 404 authorization is required, the Projects can be permitted under the more streamlined Maine General Permit process. Compliance with the Maine General Permit requires consultation with other federal commenting agencies, such as the US Fish and Wildlife Service for compliance with Section 7 of the Endangered Species Act. Thus far there are no known federally protected or listed threatened or endangered species on any of the proposed Project areas that would affect project schedules or completion (correspondence with the agencies is ongoing). Additionally, the MDEP has permit-granting authority for CWA Section 401 (Water Quality Certification) and will generally provide the CWA

401 certification as part of the Site Law and NRPA permit document.

Commenting agencies that support the MDEP and USACE in determining if projects meet the appropriate standards for permitting include the Maine Natural Areas Program (“MNAP”), the Maine Department of Inland Fisheries and Wildlife (“MDIFW”), and the Maine Historic Preservation Commission (“MHPC”). Applications to the MDEP, which are listed below, will be submitted per the schedule listed in Section 10.1.

Maine Permitting Plan

The NextEra Bidding Affiliates and their development team have an existing track record of working with Maine towns to help develop solar ordinances (e.g., Winslow, Farmington, and Sanford, Maine) and to garner local support. The NextEra Bidding Affiliates have owned and operated energy projects in Maine for over two decades. NextEra will continue to work with the host communities to ensure these projects conform to local requirements and performance standards.

NEER’s project team has significant experience in assembling and procuring local, state and federal permits for grid-scale energy projects in Maine. The team is conducting ongoing outreach to state and federal regulators and their commenting agencies, and will continue this coordination throughout the permitting process.

Based on early site work, and outreach to natural resource agencies, at this time no permitting challenges that would impede any project schedule have been identified.

Potential project-specific zoning, permitting requirements, and discussions are included below.

DAWN LAND SOLAR

The Dawn Land Solar project is a 75 MWac solar energy generation facility located in unorganized territory [REDACTED]. This region of the state is primarily rural and has a long history of wild blueberry cultivation. The development area has been extensively developed and managed over decades for agriculture, forestry and industrial uses. The Dawn Land project is proposed in an area that is partially forested, but is generally flat with gentle south slopes, and is generally well-drained.

The Maine Land Use Planning Commission (“LUPC”) has partial regulatory authority, in addition to MDEP, over development in unorganized territories. The Dawn Land project will require Land Use Planning Commission approval as part of the MDEP approval process, and in lieu of local municipal approval, pursuant to title 38, section 489-A-1. Concurrent to the MDEP Site Law approval process, the LUPC will certify that the development is an allowed use and that it complies with the LUPC land use requirements. Under LUPC’s current zoning, the majority of the Project site is mapped as the General Management Subdistrict. At this time, no permitting challenges that would impede project schedule have been identified.

FARMINGTON SOLAR

The proposed Farmington Solar Project is a 25MWac expansion of an existing Facility that was contracted with the Massachusetts EDCs through the New England Clean Energy RFP issued in 2015. The original Project was described in 2015 as scalable for a large facility. The contracted 50MWac and the proposed 25MWac expansion will be permitted at the same time, as a single project.

The Farmington Solar project is located on approximately 1862.36 acres of leased land in Farmington, Franklin County, Maine. Farmington is a rural town that has a long history of agriculture and forestry, and hosts the University of Maine at Farmington (approximately 2,500 students enrolled).

The Farmington Solar Project team has forged a strong relationship with the Town of Farmington and has consulted and coordinated with the Town and stakeholders to share information about the benefits of solar for the community. In 2016, members of the Farmington Solar team worked with the Town of Farmington in the implementation of a reasonable and prudent solar ordinance. The new solar ordinance was passed by the Farmington Planning Board in November, 2016 (see [REDACTED]). Under the solar ordinance, the land proposed for the Farmington Solar Project is correctly zoned for industrial scale solar facilities.

At the state level, the Farmington Solar project will require Site Law and NRPA permits from the MDEP and, at the federal level, a Maine General Permit (CWA Section 404) from the USACE. Farmington Solar has consulted with state and federal agencies to ascertain information on known or potential resources on the Project site. Consultation is ongoing, but thus far no significant or unavoidable significant resources have been identified. The permitting schedule, including ongoing consultation, is included in Section 10.

KENNEBEC SOLAR

The Kennebec Solar Project is a 20 MWac solar energy generation facility located in the [REDACTED]

[REDACTED] The principle historic and current land-uses in [REDACTED] include farming and forestry.

The project location is currently zoned for general use. The current zoning would accommodate the installation of the facility as proposed under the town's Site Plan Review process. The proposed development area accounts for setbacks from regulated natural resources and abutters.

At the state level, the Kennebec Solar project may require a Site Law permit from the MDEP. Based on the current design, impacts to protected natural resources are being avoided and it is likely that the project will not require a NRPA permit from the MDEP or a CWA Section 404 permit from the USACE. Kennebec Solar has initiated consultations with state and federal agencies to ascertain information on known or potential resources on the Project site. Consultation is ongoing, but thus far no significant or unavoidable significant resources have been identified. The permitting schedule, including ongoing consultation, is included in Section 10.

LONE PINE SOLAR

The Lone Pine Solar Project is a 150 MWac solar energy generation facility located in the [REDACTED]. Both towns are rural with a long history of agriculture, forestry and other extractive land uses. The zoning ordinances for each town do not regulate solar energy systems. NextEra Bidding Affiliates intend to work with each town to develop favorable solar ordinances. Currently, there is no regulation in either Town's ordinance which would prohibit the installation of the proposed Lone Pine Solar Project.

The Project location is currently zoned General Purpose and Limited Residential. Neither town has developed a solar ordinance at this time, but we expect that the current zoning would accommodate the installation of the facility as proposed under the town's Site Plan Review process. The proposed development area accounts for setbacks from mapped shoreland and resource protection areas and abutters.

At the state level, the Lone Pine Solar Project will require Site Law and NRPA permits from the MDEP and a Maine General Permit (CWA Section 404) from the USACE. Lone Pine Solar has initiated consultations with state and federal agencies to obtain information on known or potential resources on the Project site. Consultation is ongoing, but thus far no significant or unavoidable significant resources have been identified. The permitting schedule, including ongoing consultation, is included in Section 10.

Maine Permitting Timeline

The Project schedule is available in [REDACTED]. As provided, the Projects will require Site Plan reviews. No zoning variances are expected to be required for the proposed Solar Projects in Maine.

Permitting plan and timeline:

Please see Section 10 for a full permitting plan and timeline, including start and end dates.

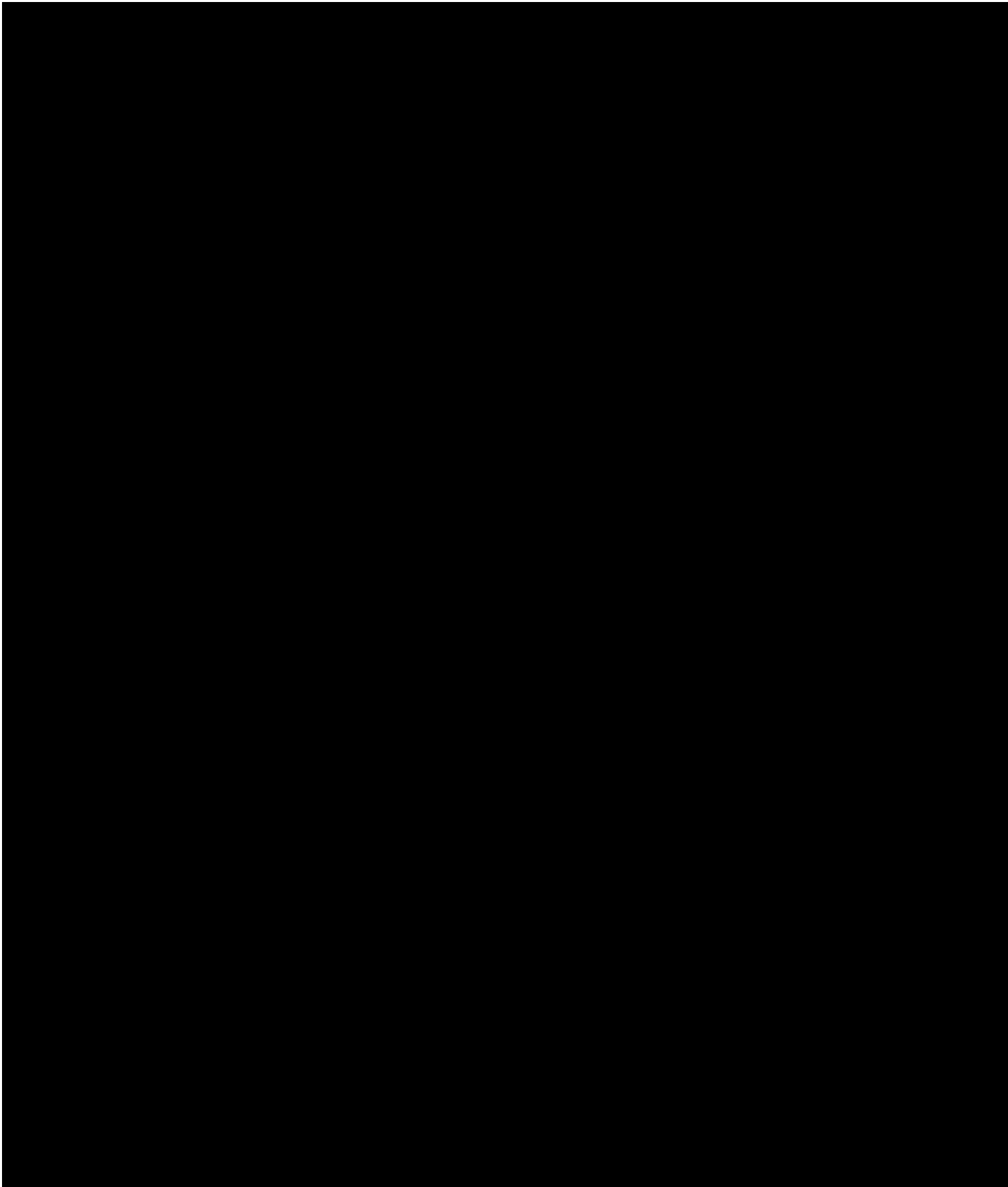
Start Date: Insert Date End Date: Insert Date

- 6.4 Provide a description of the area surrounding the Eligible Facility site and/or Transmission Project route, including a description of the local zoning, flood plain information, existing land use and setting (woodlands, grasslands, agriculture, other).

6.5 For Eligible Facilities, describe and provide a map of the proposed interconnection that includes the path from the generation site to the ISO New England Inc. (“ISO-NE”) Pool Transmission Facilities (“PTF”). Describe how the bidder plans to gain interconnection path site control.

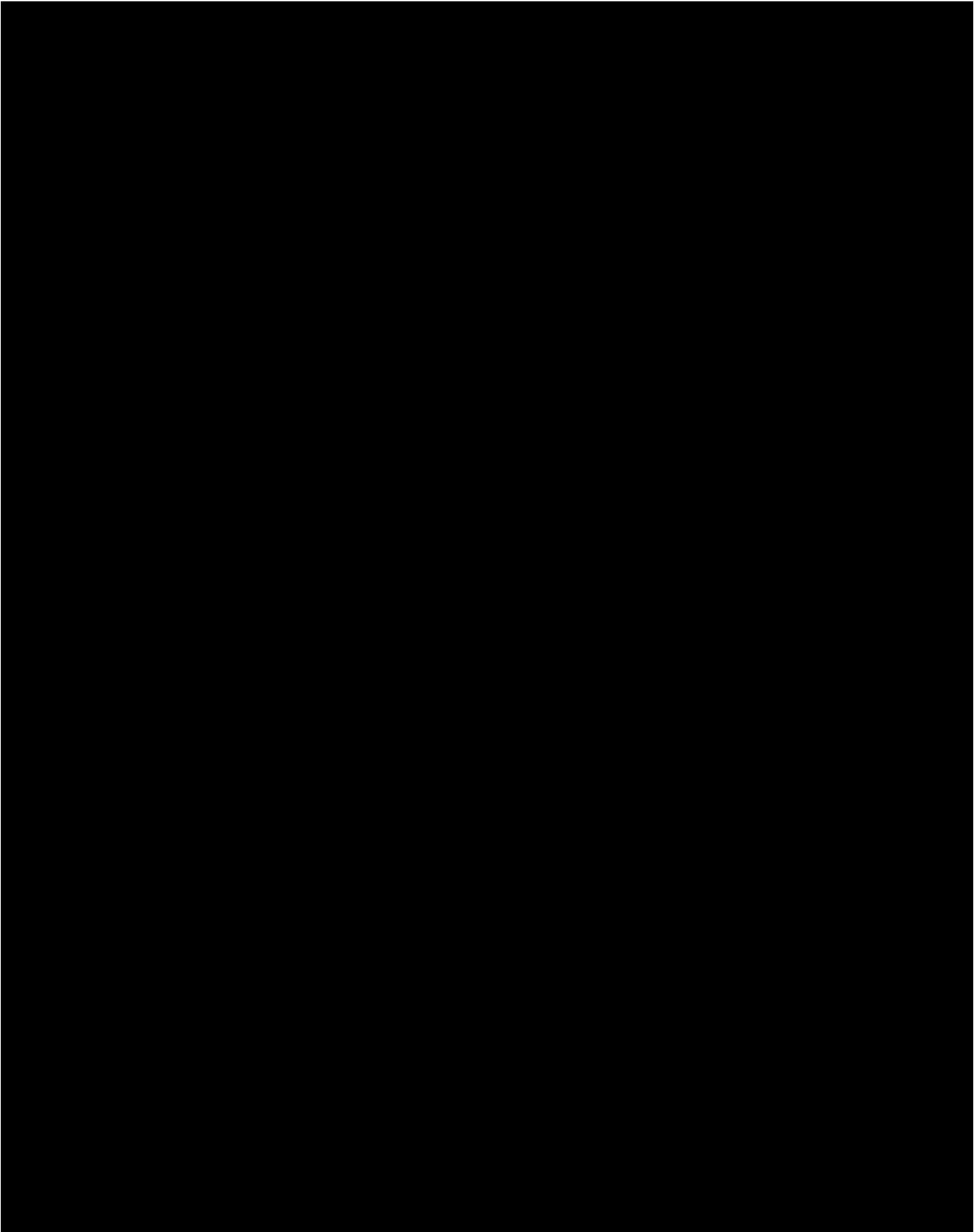
Interconnection map included? Yes: ☒ No: ☐ If not, please explain:

Interconnection site control plan:









- 6.6 Please refer to Section 6.2 for a description of the interconnection and gen-tie site control is further described. Please describe the status of any planned interconnection to the grid. Has the bidder made a valid interconnection request to ISO-NE, the applicable New England Transmission Owner, or any neighboring control areas, to interconnect at the Capacity Capability Interconnection

Standard? Have any studies been completed by ISO-NE or the applicable Transmission or Distribution Owner? If multiple interconnection requests have been made, please specify all such active requests which have not been superseded by subsequent requests and information regarding the status of each. Provide copies of any requests made and studies completed. Describe how such studies and information support the costs assumed in preparing your bid and the associated timeline proposed.

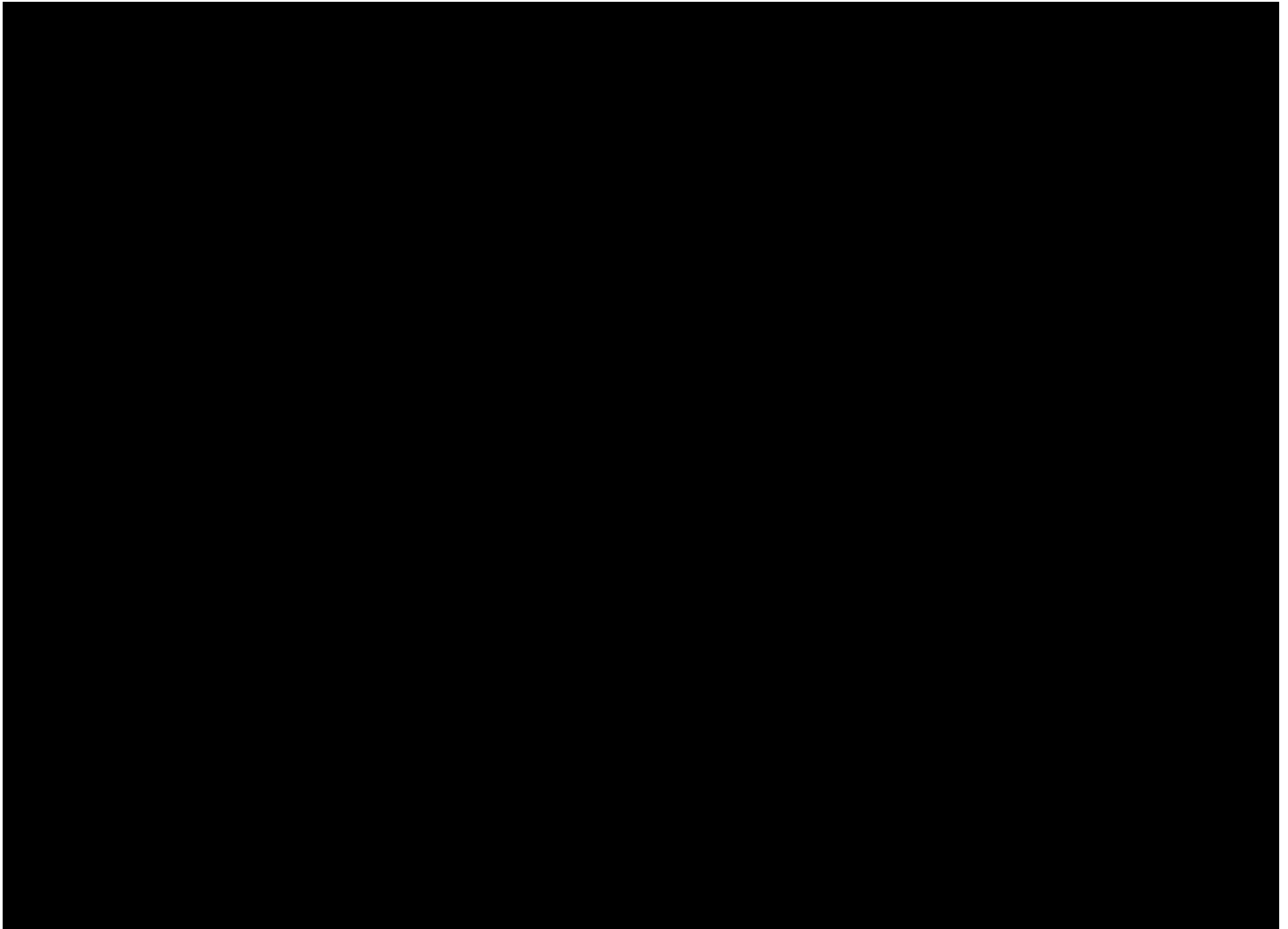


Table 6.6A summarizes the Generator Interconnection Requests that have been filed by NextEra Bidding Affiliates and the status of the interconnection studies to date in support of the Projects. The type of interconnection service to be studied is Capacity Network Resource Interconnection Service.

- 6.7 Describe the Project's electrical system performance and its impact to the reliability of the New England Transmission system. For Transmission Projects provide a description of how the project would satisfy ISO NE's I.3.9 requirements. Provide the status of any interconnection studies already underway with ISO-NE and/or the transmission owner. Provide a copy of any studies completed to date. Provide a copy of an interconnection agreement, if any, executed by the bidder with respect to the proposed project. If an interconnection agreement has not been executed, please provide the

steps that need to be completed before an interconnection agreement can be executed and the associated timeline.

Performance and its impact:

NEW HAMPSHIRE

CHARIOT SOLAR

ISO-NE is conducting the System Impact Study for Chariot and is expected to provide the draft report in August 2017.

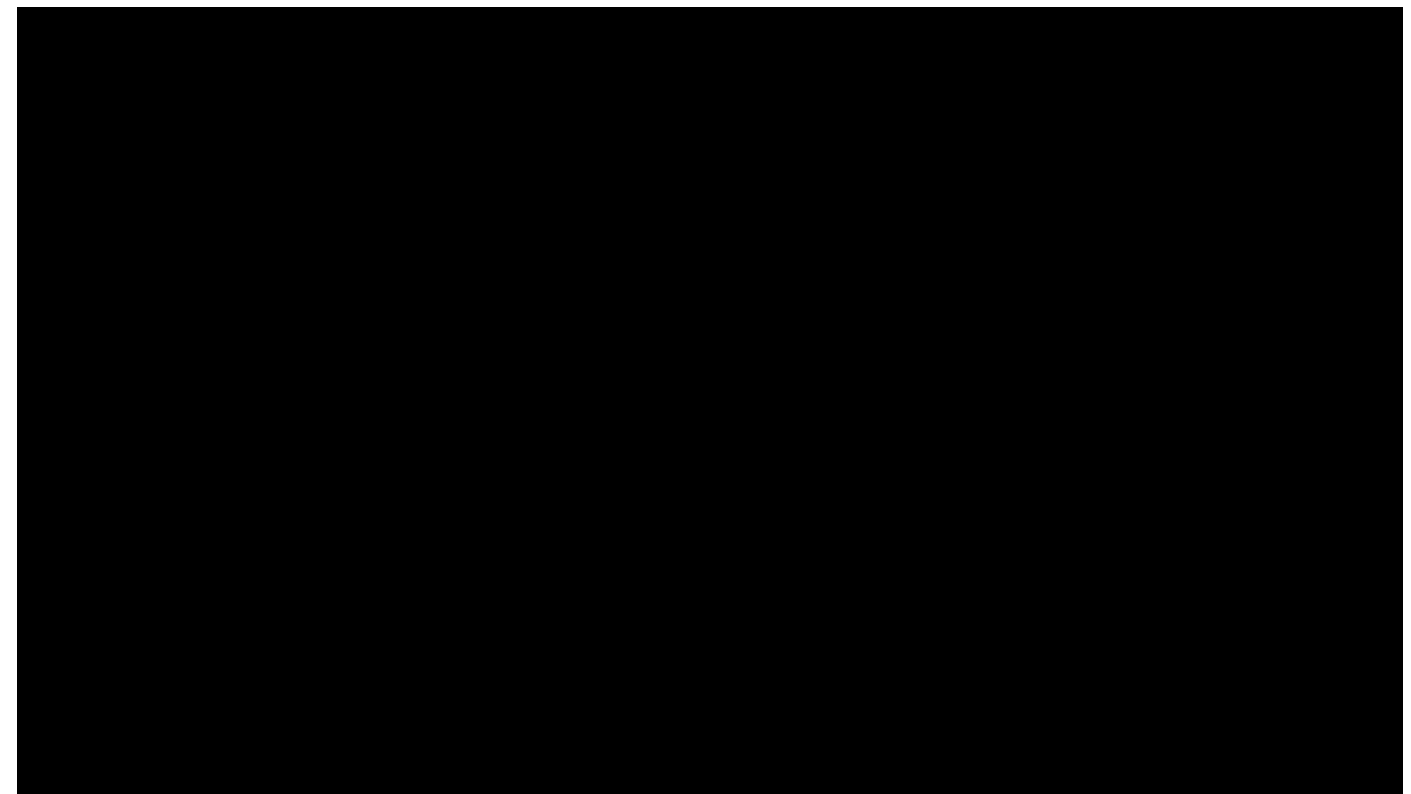
Attachments:

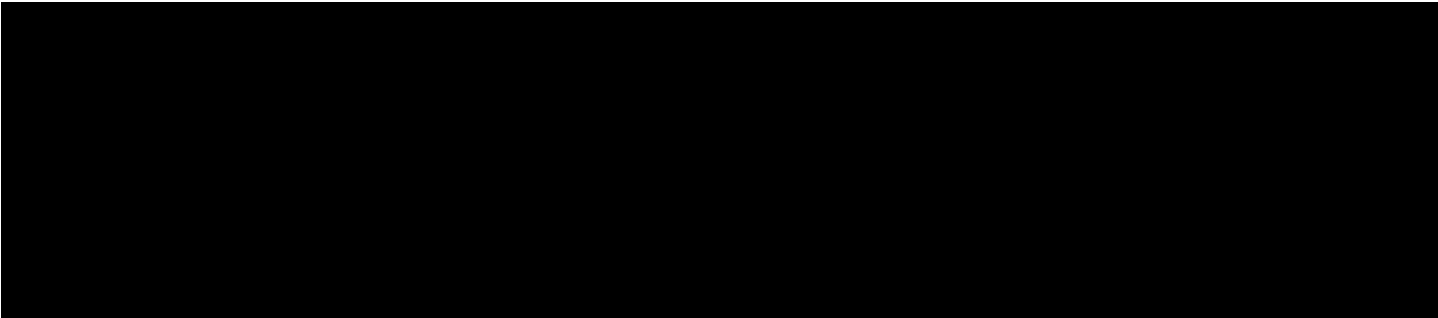
Copy of completed studies attached: ☒ If none, please explain:

ISO-NE is conducting the System Impact Study for Chariot and is expected to provide the draft report in August 2017.

Copy of Interconnection Agreement attached: ☒ If none, please explain:

Interconnection Agreements ("IA") have not been executed. IAs will be negotiated following completion of the System Impact Study by ISO-NE and I.3.9 approval. The timeline will be:



- 
- 6.8 Projects that do not have I.3.9 approval from ISO-NE must include technical reports or system impact studies that approximate the ISO-NE interconnection process, including but not limited to clear documentation of study technical and cost assumptions, reasoning, and justification of such assumptions. All studies must assume the project will interconnect using the Capacity Capability Interconnection Standard, must use the current ISO-NE interconnection process (including network impact scenarios from multiple projects interconnecting), and must also detail any assumptions with respect to projects ahead of the proposed project in the ISO-NE interconnection queue and any assumptions as to changes to the transmission system that differ from the current ISO-NE Regional System Plan. Please include a scenario analysis that shows how changes in the project interconnection queue could impact interconnection costs.

Projects have a valid interconnection request with ISO-NE and CMP respectively but there are no study reports available at the time of submittal.

NextEra Bidding Affiliates hired Siemens PTI to conduct preliminary system impact studies that approximate ISO-NE interconnection process under the assumption of Capacity Capability Interconnection standard.

CHARIOT SOLAR



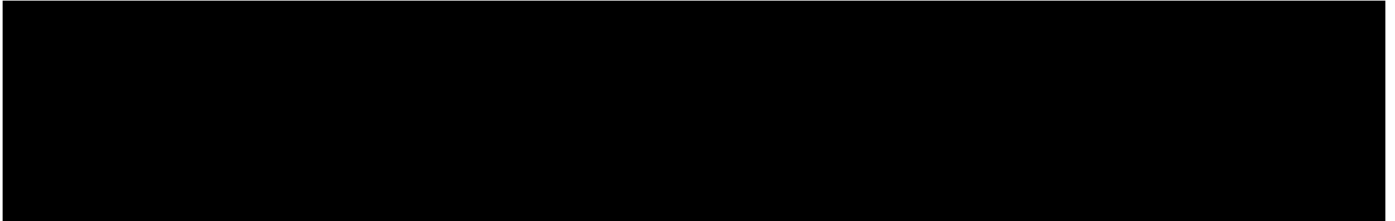
DAWN LAND SOLAR



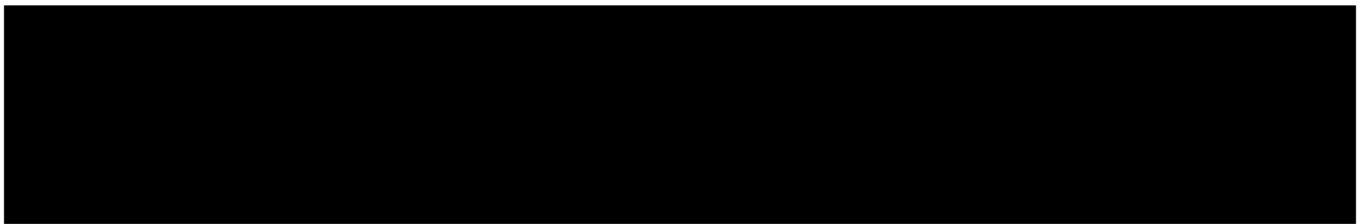
FARMINGTON SOLAR



KENNEBEC SOLAR



LONE PINE SOLAR



- 6.9 To the extent that you provide an alternative interconnection scenario based on ISO- proposed interconnection process changes, you must also include studies using the proposed ISO-NE- proposed process. Any such studies must be accompanied with clear documentation of study technical and cost assumptions, reasoning, and justification of such assumptions.

No alternative interconnection scenarios are proposed.

- 6.10 Provide the electrical models of all energy resources supporting the proposed project in accordance with the filing requirements of the ISO-NE Tariff Schedule 22 and 23.

Electrical models attached: ☒ If none, please explain:

Per ISO-NE Tariff Schedule 22 Large Generator Interconnection Process PSSE, PSCAD models and benchmark are provided in [REDACTED] for the following Solar Projects: Chariot Solar, Dawn Land Solar, Farmington Solar, Kennebec Solar and Lone Pine Solar.

- 6.11 Provide a copy of an electrical one-line diagram showing the interconnection facilities and the relevant facilities of the transmission and/or distribution provider.

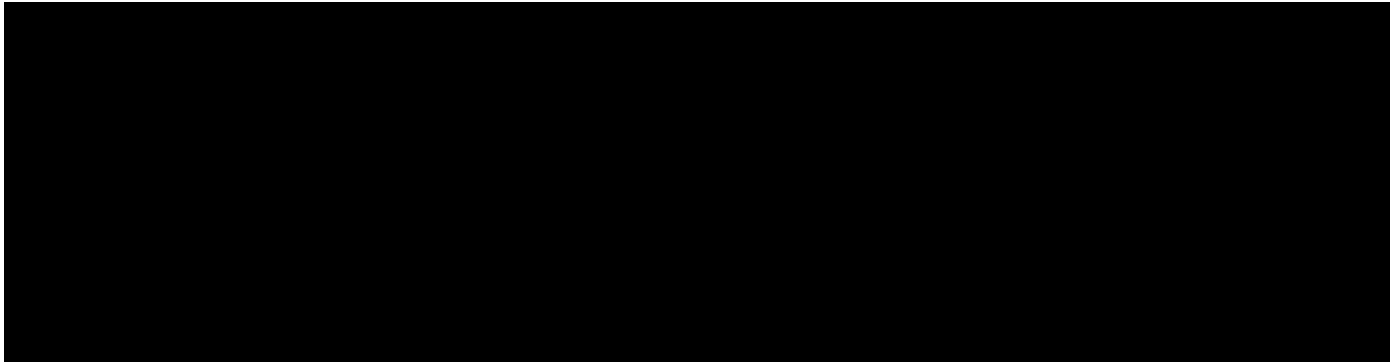
Electrical one-line diagram attached: ☒

If none, please explain:

One-line diagrams are provide in [REDACTED]

- 6.12 Specify and describe the current or new interconnection facilities (lines, transformers, switching equipment, system control protection, etc.) that bidder owns or is intending to construct or have constructed in order to deliver the proposed energy.

CHARIOT SOLAR



DAWN LAND SOLAR

Generator Owner Interconnection Facilities: Dawn Land Solar will consist of (30) 2.7 MVA inverters and (30) 2.75 MVA pad mount transformers 600V/34.5 kV. There will be a collection station with a three winding step-up transformer rated at 51/68/85 MVA, 13.8/34.5/115 kV. Collection substation will have a total of three feeders, with each feeder having a maximum of ten (10) inverters. The collection substation will connect to the Point of Interconnection at [REDACTED] via a new 115 kV generator lead line, 11 miles long.

Transmission Owner Interconnection Facilities: will consist of new breaker position at [REDACTED] 115 kV substation and required protection and controls, communications, metering and SCADA.

FARMINGTON SOLAR

Generator Owner Interconnection Facilities: Farmington Solar will consist of (48) 2.7 MVA inverters and (48) 2.75 MVA pad mount transformers 600V/34.5 kV. There will be a collection station with a three winding step-up transformer rated at 54/72/90 MVA, 13.8/34.5/115 kV. Collection substation will have a total of four feeders, with each feeder having a maximum of twelve (12) inverters. The collection substation will be adjacent to the CMP's Sturtevant substation 115 kV.

Transmission Owner Interconnection Facilities: will consist of new breaker position at CMP's Sturtevant substation and required protection and controls, communications, metering and SCADA.

KENNEBEC SOLAR

Generator Owner Interconnection Facilities: Kennebec Solar will consist of Twenty 1.155 MVA inverters and ten 2.3 MVA pad mount transformers 600V/34.5kV. There will be a single 34.5 kV feeder that will be metered and relay-protected on the Generator Owner's premises.

Transmission Owner Interconnection Facilities: will consist of a new CMP 34.5 kV three breaker switching station looping CMP's existing 34.5 kV Section 1 line in and out and required protection and controls, communications and SCADA. Section 1 runs between CMP's Augusta East and Winslow Substations.

LONE PINE SOLAR

Generator Owner Interconnection facilities: Lone Pine Solar will consist of (80) 2.7 MVA inverters and (80) 2.75 MVA pad mount transformers 600V/34.5 kV. There will be a collection station with two three winding step-up transformer each rated at 66/88/110 MVA, 13.8/34.5/345 kV. Collection substation will have a total of eight feeders, with each feeder having a maximum of ten (10) inverters. The collection substation will connect to the Point of Interconnection at Buxton – Scobie 345 kV line approx. 27.7 miles from Buxton substation via a new breaker and a half switching station 345 kV and a new generator lead 345 kV approximately 4 miles long.

Transmission Owner Interconnection Facilities: will consist of new CMP 345 kV breaker and a half switching station looping the Buxton – Scobie 345 kV line in and out and required protection and controls, communications, metering and SCADA.

6.13 Incremental data requirements for Projects that include Transmission facilities;

1. IDV file(s) in PSSE v32 format modeling only the new/modified Transmission components of the project: ☐ If none, please explain:

Not applicable

If the Bidder does not use PSSE, provide in text format necessary modeling data as follows:

- Line Data: Not applicable

Voltage Not applicable

Thermal Ratings Not applicable

Impedances (r, X and B) Not applicable

Line Length:

From Not applicable

To Not applicable

(bus numbers and names)

Not applicable

- Transformer data (including Phase shifting transformers if applicable):

Terminal Voltages Not applicable

Thermal Ratings Not applicable

Impedance Not applicable

From Not applicable

To Not applicable

(bus numbers and names)

Not applicable

- Reactive compensation models as necessary

Reactive compensation will be determined by ISO-NE's system impact study based on full ISO-NE system modeling

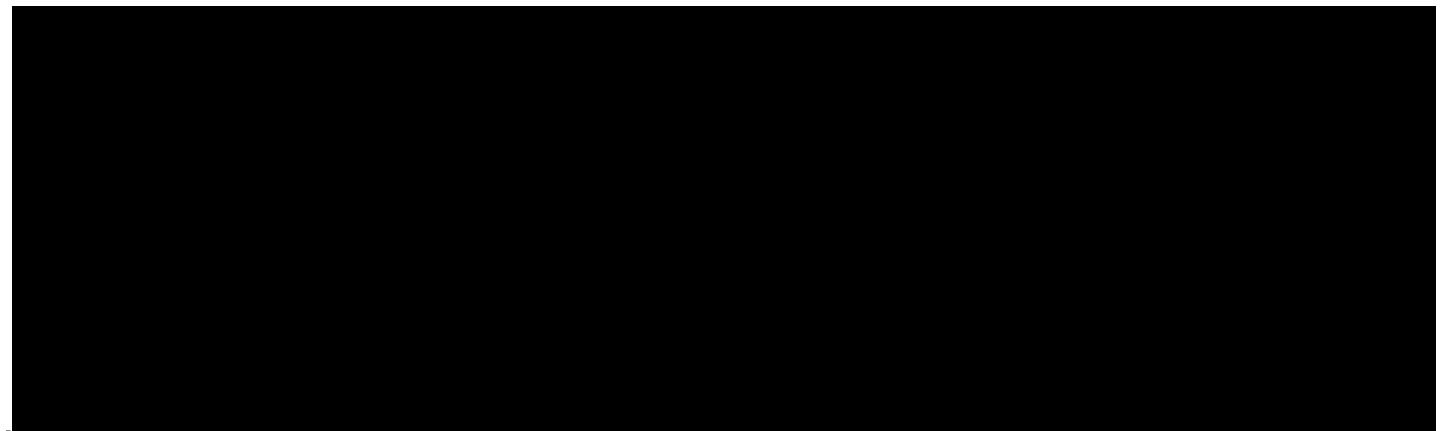
- Other changes to the model that would occur due to a Project such as terminal changes for lines/transformer/generator leads/loads etc.

Not applicable

- 6.14 Please detail with supporting information and studies (as available) that the energy contemplated in your proposal is able to be delivered to the Distribution Companies without material constraint or curtailment.

Please see our response below to Section 6.15.

- 6.15 Please provide sufficient information and documentation to demonstrate that the proposed point of delivery into ISO-NE, along with their proposed interconnection and transmission upgrades including any transmission upgrades beyond the point of interconnection, is sufficient to ensure full dispatch of the proposal's Clean Energy Generation profile.



SECTION 7: ENVIRONMENTAL ASSESSMENT, PERMIT ACQUISITION PLAN AND NEW CLASS I RPS CERTIFICATION

This section addresses environmental and other regulatory issues associated with project siting, development and operations for both generation and transmission projects, as applicable.

- 7.1 Provide a list of all the permits, licenses, and environmental assessments and/or environmental impact statements required. If a bidder has secured any permit or has applied for a permit, please identify in the response.
- i. Provide a list of all Federal, state and local permits, licenses, and environmental assessments and/or environmental impact statements required to construct and operate the project.
 - ii. Identify the governmental agencies that will issue or approve the required permits, licenses, and environmental assessments and/or environmental impact statements.

NEW HAMPSHIRE

CHARIOT SOLAR

Table 7.1A provides a list of Federal, State and local permits, licenses, and reviews that may be required, and the agencies that will approve or provide technical consultation to the approving agencies for the necessary authorizations to construct and operate the Chariot Solar Project located in Hinsdale, New Hampshire. The following narrative briefly describes the environmental and regulatory framework for this solar project. Any network upgrades associated with the proposed Chariot Solar project can likely be included in the permitting process for the generation portion of the proposed facility. More detail on permitting requirements, strategy, and timeline is provided in Section 7.2.

If there are impacts to waters of the United States, the federal permitting process would be led by the USACE. At the state level, the New Hampshire Site Evaluation Committee will oversee the regulatory review process.

NextEra Bidding Affiliates representatives, and their consultants, will continue to meet with Federal and local officials to review and discuss permitting requirements as well as to conduct a site visit. State meetings are planned for later this summer. The Chariot Solar Project has initiated work on environmental studies. The Project team has also met with local officials concerning local support, tax agreements, and the overall Project design.

Table 7.1A Federal, State and Local Permit Review Agencies and Areas of Review for the Chariot Solar Project

Agency Consultation	Permit or Area of Review
U.S. Army Corps of Engineers	Clean Water Act Section 404 National Environmental Protection Act Endangered Species Act Section 7 Consultation Section 106 National Historic Preservation Act Consultation
U.S. Fish and Wildlife Service	Endangered Species Act Section 7 Consultation
U.S. Environmental Protection Agency	NPDES Construction General Permit
New Hampshire Site Evaluation Committee	Certificate of Site and Facility
New Hampshire Department of Environmental Services	Alteration of Terrain Permit Wetland Dredge and Fill Shoreland Protection Act Clean Water Act Section 401 Certification
Town of Hinsdale, NH	Building Permit and Road Crossing and Right of Way Use approvals, as required

MAINE

DAWN LAND SOLAR, FARMINGTON SOLAR, KENNEBEC SOLAR, LONE PINE SOLAR

Table 7.1B and 7.1C provide a list of Federal, State and local permits, licenses, and reviews that may be required, and the agencies that will approve or provide technical consultation to the approving agencies for the necessary authorizations to construct and operate the Dawn Land, Farmington, Kennebec, and Lone Pine Solar Projects. The following narrative briefly describes the environmental and regulatory framework for these solar projects. Any network upgrades associated with the proposed Projects can likely be included in the permitting process for the generation portion of the proposed facility. More detail on permitting requirements, strategy, and timeline is provided in Section 7.2.

If there are impacts to waters of the United States, the federal permitting process would be led by the USACE. At the state level, the MDEP will oversee the regulatory review process.

NextEra Bidding Affiliates representatives, and their consultants, have met with Federal and state officials to review and discuss permitting requirements as well as conduct site visits. Field work has been initiated for these Projects. The Project team will continue to coordinate with local

officials concerning local approvals and permits.

Table 7.1B Federal, State and Local Permit Review Agencies and Areas of Review for the Dawn Land, Farmington, Kennebec, and Lone Pine Solar Projects

Agency	Permit or Area of Review
U.S. Army Corps of Engineers	Clean Water Act Section 404 Endangered Species Act Section 7 Consultation National Environmental Protection Act Section 106 National Historic Preservation Act Consultation
U.S. Fish & Wildlife Service	Endangered Species Act Section 7 Consultation
Maine Department of Environmental Protection	Site Location of Development Act ("Site Law") Permit Natural Resources Protection Act ("NRPA") Clean Water Act Section 401 Site Law Permit Natural Resources Protection Act NPDES/Stormwater Management Law ² Clean Water Act Section 401 Water Quality Certification
Maine Land Use Planning Commission ("LUPC")	Certification of Site Law Compliance with LUPC Standards
Maine Historic Preservation Commission	Maine Historic Preservation Act Consultation Section 106 National Historic Preservation Act Consultation

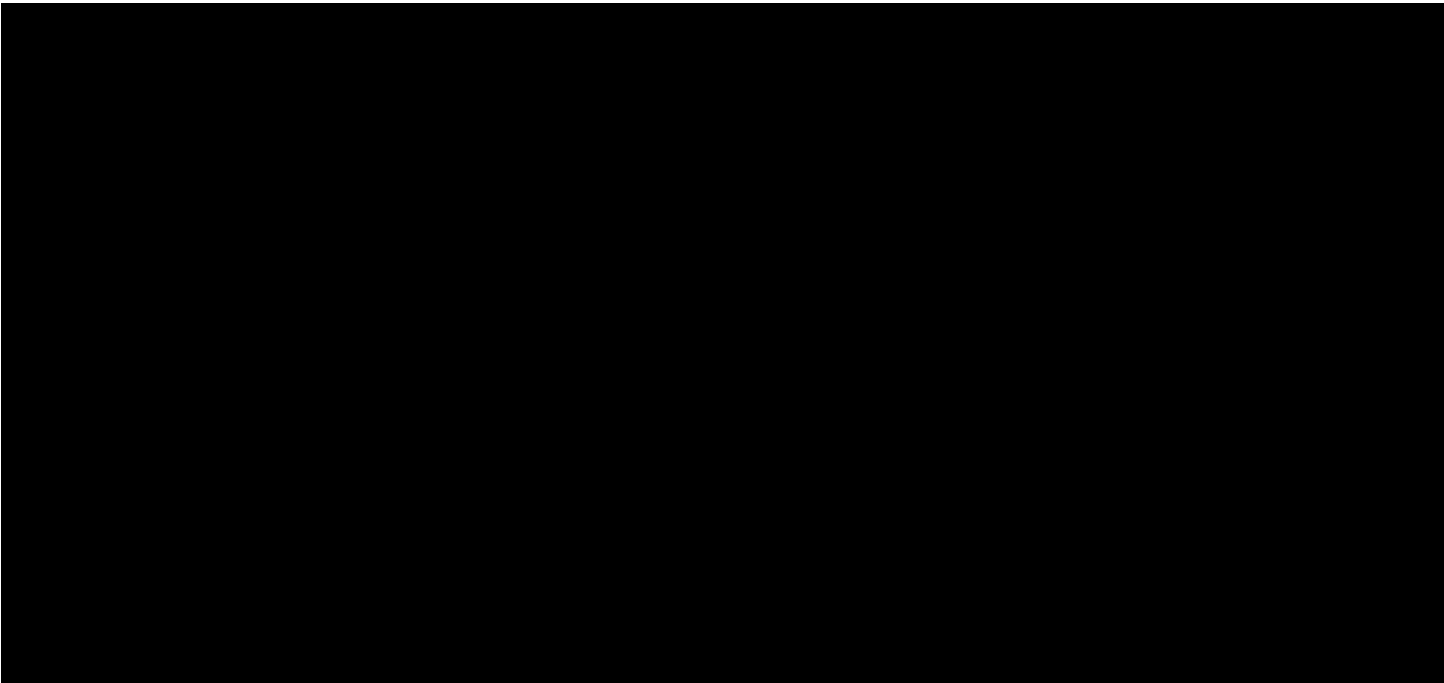
² Generally considered with Site Law (38 MRSA § 420-D(2015))



7.2 Provide the anticipated timeline for seeking and receiving the required permits, licenses, and environmental assessments and/or environmental impact statements. Include a project approval assessment which describes, in narrative form, each segment of the process, the required permit, or approval, the status of the request or application and the basis for projection of success by the milestone date. All requirements should be included on the project schedule in Section 10.

NEW HAMPSHIRE

CHARIOT SOLAR



The Chariot Project is not expected to require the filling of wetlands or other jurisdictional waters during construction. If that situation changes, there would be a federal nexus³ through Section 404 of the CWA⁴ and permits would then need to be acquired through the USACE. If a federal nexus were triggered, the USACE would serve as the lead federal agency for permitting the project (Section 7.1). The USACE recommends pre-application meetings with representatives of federal and state natural resource agencies to discuss jurisdiction, alternatives, procedures, and other requirements (USACE 2013).

The state permitting process will be led by the New Hampshire Department of Environmental Services. Chariot Solar will seek a state-level siting permit, known as a Certificate of Site and Facility, from the NH SEC. The NH SEC's jurisdiction preempts local zoning and municipal siting authority. Due to the size of the Project footprint, Chariot Solar will require an Alteration of Terrain permit from the NH DES. If there are any unavoidable wetland impacts, the project will also require a Standard Dredge and Fill Wetland Permit from NH DES.

Although the NH SEC process supersedes local permitting, prior to granting a Certificate, the NH SEC must find that projects "will not unduly interfere with the orderly development of the region with due consideration having been given to the views of municipal and regional planning commissions and municipal governing bodies" (NHRSA 162-H:16, IV).

Chariot Solar has assembled a highly qualified team of consulting and permitting professionals that will assist with preparing and acquiring all the necessary permits for the Project. The Project team has recent and lengthy experience in acquiring permits at the federal, state, and local levels in New Hampshire, including for several large scale energy projects. The Project team will continue to coordinate with the regulatory decision making and commenting agencies and stakeholders.

Chariot Solar has been actively engaged with local officials and the community at large in Hinsdale and there has been no stated opposition to the proposed Project. In addition, the Project has received unanimous support from the Town of Hinsdale Board of Selectmen. See Section 7.4 Attachment 4 Town of Hinsdale for a copy of the Letter of Support signed by the Hinsdale Board of Selectmen. Additionally, the Project has negotiated and executed a PILOT Agreement with the Town of Hinsdale.

No critical permitting challenges that would impede Project schedule have been identified at this time.

The permitting process will begin with informational meetings with permitting authorities, advisory agencies, and stakeholders to address potential permitting issues. The pre-application meetings will clarify jurisdiction, requirements, and procedures. Stakeholders have been identified early in the planning process and NextEra Bidding Affiliates is providing them with information about the Project. The project team understands that permits, approvals, and associated field surveys require careful planning and attention to anticipated timelines. NextEra Bidding Affiliates has developed a permitting timeline and survey schedule, with a critical path analysis, as part of

³ A federal nexus exists whenever a project requires a federal permit, has federal funding, or occurs on federal land (USFWS 2012).

⁴ 33 USC § 1251. Authorizes the USACE to regulate the discharge of dredge or fill material into waters of the United States (USACE 2013).


this project planning process, as discussed in Section 10. Addressing any permitting challenges early, and providing all the required forms and documentation to regulators, will ensure timely permitting approvals of the project.

To date, no permit applications for the Project have been filed but siting studies, site surveys and initial consultation meetings have taken place with agencies, local governments and other stakeholders to prepare for the earliest and most expedited submittal of applications and receipt of necessary permits and licenses.

Table 7.2A summarizes the milestones for Federal, State and local permits, licenses, and reviews. Section 10 provides a complete Project schedule including application and receipt of all required permits, licenses, and reviews.

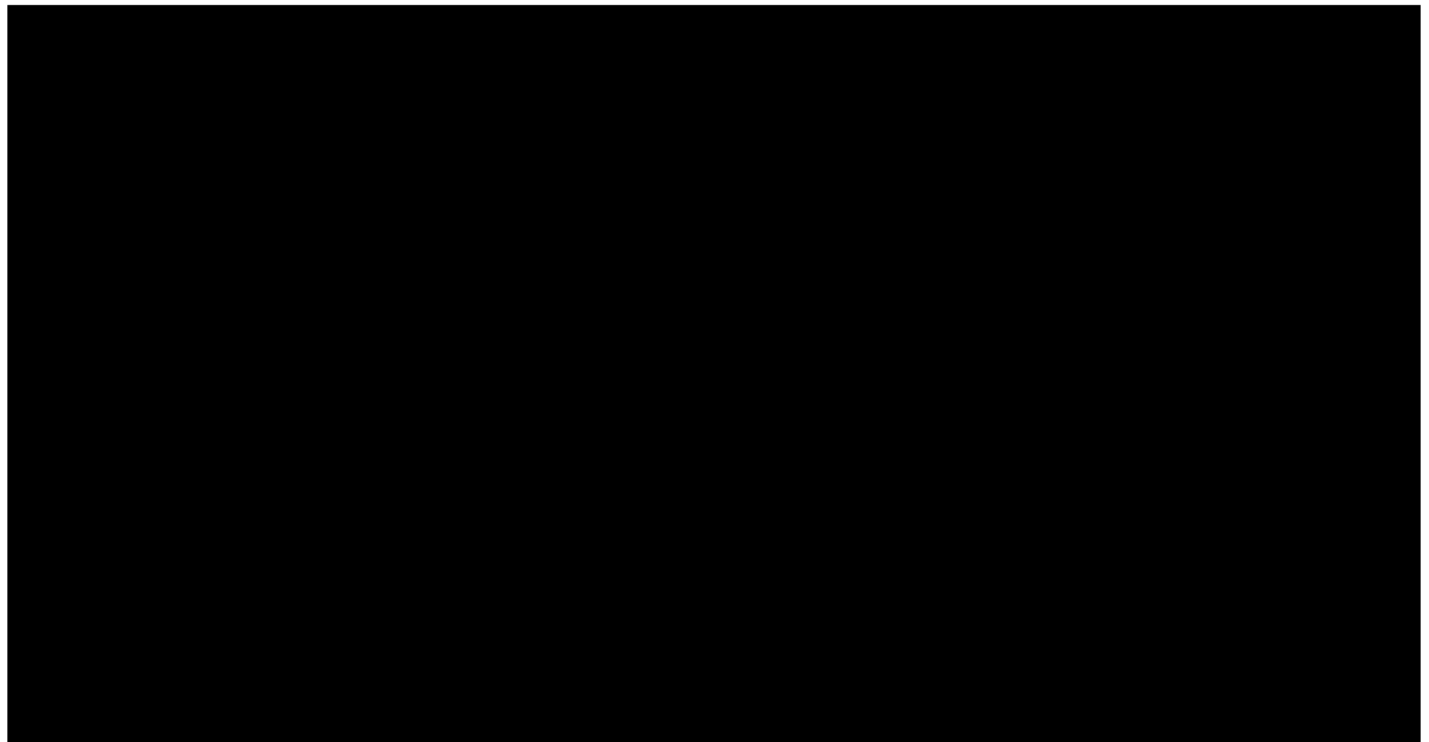
The Chariot Solar project team has extensive experience working with federal, state, and local permitting agencies and is prepared to meet the scheduled milestone dates.

Permitting Issues and Strategies

 provides a summary of key permitting issues and strategies to resolve anticipated issues.

MAINE

DAWN LAND SOLAR



The Dawn Land Project is not expected to require filling wetlands or other jurisdictional waters during construction. If that situation changes, there would be a federal nexus⁵ through the CWA⁶ and permits would be required through the USACE. If a federal nexus were triggered, the USACE would then serve as the lead federal agency for permitting the project and would coordinate compliance with related federal and state laws (Section 7.1). The USACE recommends pre-application meetings with representatives of federal and state natural resource agencies to discuss jurisdiction, alternatives, procedures, and other requirements (USACE 2013).

The permitting process will begin with informational meetings with permitting authorities, advisory agencies, and stakeholders to address all potential permitting issues. The pre-application meetings will clarify jurisdiction, requirements, and procedures. Stakeholders have been identified early in the planning process and NextEra Bidding Affiliates is providing them with information about the Project. The Project team understands that permits, approvals, and associated field surveys require careful planning and attention to anticipated timelines. Therefore, NextEra Bidding Affiliates has developed a permitting timeline and survey schedule, with a critical path analysis, as part of this project planning process, as discussed in Section 10. Addressing permitting issues early, and providing all the required forms and documentation to regulators, will ensure timely permitting approvals of the project.

To date, no permit applications for the Project have been filed but siting studies, targeted site surveys and initial consultation meetings have taken place with agencies, local governments and other stakeholders to prepare for the earliest and most expedited submittal of applications and receipt of necessary permits and licenses.

Table 7.2B summarized the milestones for Federal, State, and local permits, licenses, and reviews. Section 10 provides a complete Project schedule including application and receipt of all required permits, licenses, and reviews.

Dawn Land Solar project team has extensive experience working with federal, state, and local permitting agencies and is prepared to meet the scheduled milestone dates.

Regulatory Overview

In Maine, most energy projects (dependent on size and potential for impacts) require approvals from the MDEP. The MDEP regulates land uses under the Site Law and the NRPA. The Site Law is required for all projects occupying more than 20 acres (amongst other criteria). If there are unavoidable impacts or alterations to wetlands or other protected natural resources associated with a project, the development may also be required to obtain a NRPA permit from the MDEP. The MDEP generally allows Site Law and NRPA permit applications to be combined in a single package. For projects located in unorganized territories of Maine, the LUPC certification process will address whether the proposed use is a permitted use in LUPC territory and whether it meets LUPC standards.

⁵ A federal nexus exists whenever a project requires a federal permit, has federal funding, or occurs on federal land (USFWS 2012).

⁶ 33 USC § 1251. Authorizes the USACE to regulate the discharge of dredge or fill material into waters of the United States (USACE 2013).

Additionally, if a development has unavoidable wetland impacts, the USACE may require a Section 404 permit. As the solar projects are being designed to have no or minimal wetland impacts, it is likely that if a CWA Section 404 authorization is required, the USACE will allow the Projects to proceed under the Maine General Permit. Compliance with the Maine General Permit requires consultation with other federal commenting agencies, such as the USFWS for compliance with Section 7 of the Endangered Species Act. Thus far there are no known concerns regarding federally protected or listed threatened or endangered species that would affect project schedules or completion (correspondence with the agencies is ongoing). Additionally, the MDEP has permit-granting authority for CWA Section 401 (Water Quality Certification) and will generally provide the CWA 401 permit following concurrent review of the Site Law and NRPA application.

Commenting agencies that support the MDEP and USACE in determining if projects meet the appropriate standards for permitting include the MNAP, the MDIFW, and the MHPC.


At the local level, large scale solar projects are generally subject to Site Plan Review and approval from the host municipality. Also, some organized towns in Maine have additional ordinances for the purpose of natural resource protection, including shoreland zoning and resource protection districts. This is often reviewed under the Site Plan Review process, depending on zoning. Additionally, some Maine towns have implemented specific large-scale solar ordinances, designed to allow for streamlined project review and compliance with comprehensive plans.

NextEra representatives, and their consultants, have met with Federal, state and local officials to review and discuss permitting requirements. The NextEra Bidding Affiliates are conducting environmental studies and preparing initial permit applications.

NextEra Bidding Affiliates have assembled a highly qualified team of consulting and permitting professionals to assist with preparing and acquiring all the necessary permits for the Projects. The Project team has recent and lengthy experience in acquiring permits at the federal, state, and local levels in Maine. The Project team will continue to coordinate with the regulatory decision making and commenting agencies and stakeholders in order to ensure predictability and cooperation throughout the permitting process.

No permitting challenges that would impede Project's schedule have been identified at this time.

Permitting Issues and Strategies

 provides a summary of key permitting issues and strategies to resolve anticipated issues for Dawn Land Solar.

The Farmington Solar Project is not expected to require filling wetlands or other jurisdictional waters during construction. If that situation changes, there would be a federal nexus⁷ through the CWA⁸ and permits must be acquired through the USACE. If a federal nexus were triggered, then the USACE will act as the lead federal agency for permitting these projects and will coordinate compliance with related federal and state laws (Section 7.1). The USACE recommends pre-application meetings with representatives of federal and state natural resource agencies to discuss jurisdiction, alternatives, procedures, and other requirements (USACE 2013).

The permitting process has been initiated and will continue with informational meetings with permitting authorities, advisory agencies, and stakeholders to address all potential permitting issues. The pre-application meetings will clarify jurisdiction, requirements, and procedures. Stakeholders have been identified early in the planning process and NextEra Bidding Affiliates is providing them with information about the Project. The Project team understands that permits, approvals, and associated field surveys require careful planning and attention to anticipated timelines. Therefore, NextEra Bidding Affiliates has developed a permitting timeline and survey schedule, with a critical path analysis, as part of this project planning process, as discussed in Section 10. Addressing permitting challenges early, and providing all the required forms and documentation to regulators, will ensure timely permitting approvals of the project.

To date, no permit applications for the project have been filed but siting studies, site surveys and initial consultation meetings have taken place with agencies, local governments and other stakeholders to prepare for the earliest and most expedited submittal of applications and receipt of

⁷ A federal nexus exists whenever a project requires a federal permit, has federal funding, or occurs on federal land (USFWS 2012).

⁸ 33 USC § 1251. Authorizes the USACE to regulate the discharge of dredge or fill material into waters of the United States (USACE 2013).

necessary permits and licenses.

Table 7.2C summarizes the milestones for required Federal, State, and local permits, licenses, and reviews. Section 10 provides a complete Project schedule including application and receipt of all required permits, licenses, and reviews. Farmington Solar project team has extensive experience working with federal, state, and local permitting agencies and is prepared to meet the scheduled milestone dates.

Regulatory Overview

In Maine, most energy projects (dependent on size and potential for impacts) require approvals from the MDEP. The MDEP regulates land uses under the Site Law and the NRPA. The Site Law is required for all projects occupying more than 20 acres (among other criteria). If there are unavoidable impacts or alterations to wetlands or other protected natural resources associated with a project, the development may also be required to obtain a NRPA permit from the MDEP. The MDEP generally allows Site Law and NRPA permit applications to be combined in a single package.

Additionally, if a development has unavoidable wetland impacts, the USACE may require a Section 404 permit. As the solar projects are being designed to have no or minimal wetland impacts, it is likely that if a CWA Section 404 authorization is required, the USACE will allow the Projects to proceed under the Maine General Permit. Compliance with Maine General Permit requires consultation with other federal commenting agencies, such as the USFWS for compliance with Section 7 of the Endangered Species Act. Thus far there are no known concerns regarding federally protected or listed threatened or endangered species that would affect project schedules or completion (correspondence with the agencies is ongoing). Additionally, the MDEP has permit-granting authority for CWA Section 401 (Water Quality Certification) and will generally provide the CWA 401 permit following concurrent review of the Site Law and NRPA application.

Commenting agencies that support the MDEP and USACE in determining if projects meet the appropriate standards for permitting include the MNAP, the MDIFW, and the MHPC.


At the local level, large scale solar projects are generally subject to Site Plan Review and approval from the host municipality. Also, some organized towns in Maine have additional ordinances for the purpose of natural resource protection, including shoreland zoning and resource protection districts. This is often reviewed under the Site Plan Review process, depending on zoning. Additionally, some Maine towns have implemented specific large-scale solar ordinances, designed to allow for streamlined project review and compliance with comprehensive plans. For example, the Town of Farmington enacted an ordinance and performance standards for residential, commercial, and industrial (i.e., utility-scale) solar projects. The solar ordinance requires a permit from the Planning Board for industrial solar projects (projects > 250 kW), and lists them as an allowed use in both the Farm and Forest and General Purpose districts. The Farmington Solar project is located in the Farm and Forest District.

NextEra Bidding Affiliates has assembled a highly qualified team of consulting and permitting professionals assisting with preparing and acquiring all the necessary permits for the Projects. The Project team has recent and lengthy experience in acquiring permits at the federal, state, and local levels in Maine. The Project team will continue to coordinate with the regulatory decision making

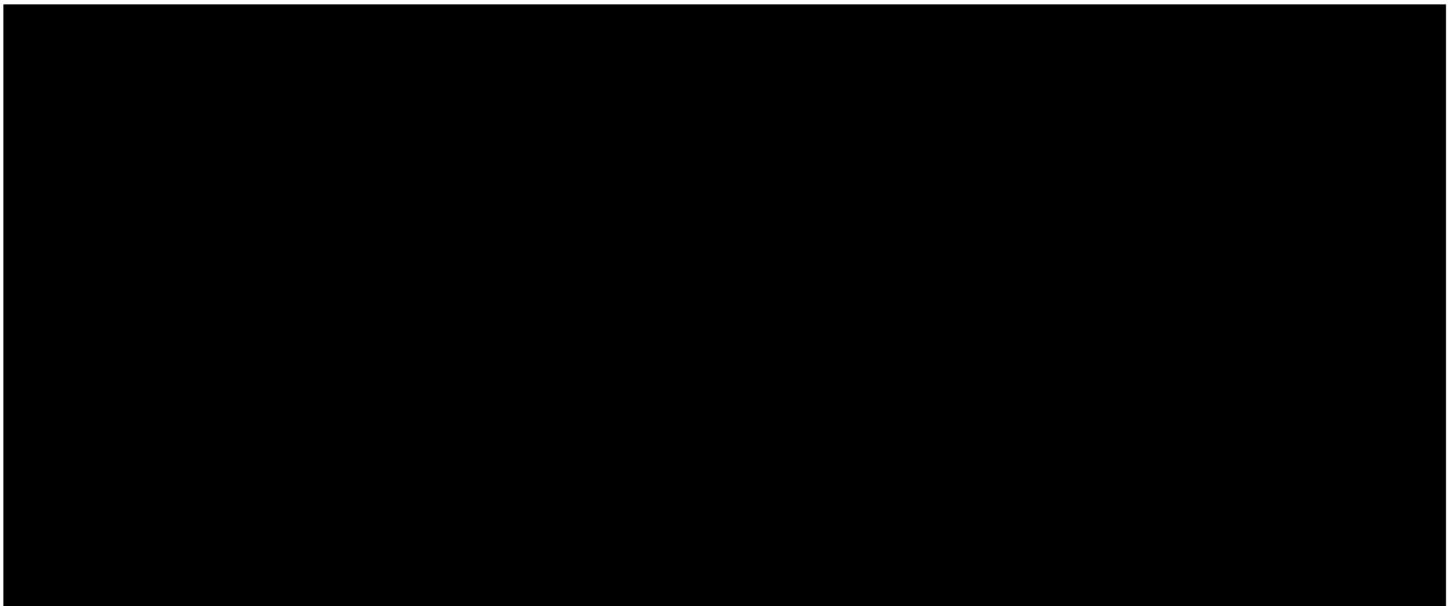
and commenting agencies and stakeholders in order to ensure predictability and cooperation throughout the permitting process.

No permitting challenges that would impede Project's schedule have been identified at this time.

Permitting Issues and Strategies

 provides a summary of key permitting issues and strategies to resolve anticipated issues for Farmington.

Kennebec Solar



The Kennebec Project is not expected to require filling wetlands or other jurisdictional waters during construction. If that situation changes there would be a federal nexus⁹ through Section 404 of the CWA¹⁰ and permits must be acquired through the USACE. If there is a federal nexus, the USACE will act as the lead federal agency for permitting these projects and will coordinate compliance with related federal and state laws (Section 7.1). The USACE recommends pre-application meetings with representatives of federal and state natural resource agencies to discuss jurisdiction, alternatives, procedures, and other requirements (USACE 2013).

The permitting process will begin with informational meetings with the permitting authorities, MDIFW, advisory agencies, and stakeholders to address all potential permitting issues. The pre-application meetings will clarify jurisdiction, requirements, and procedures. Stakeholders have been identified early in the planning process and NextEra Bidding Affiliates is providing them with

⁹ A federal nexus exists whenever a project requires a federal permit, has federal funding, or occurs on federal land (USFWS 2012).

¹⁰ 33 USC § 1251. Authorizes the USACE to regulate the discharge of dredge or fill material into waters of the United States (USACE 2013).

information about the Project. The Project team understands that permits, approvals, and associated field surveys require careful planning and attention to anticipated timelines. Therefore, NextEra Bidding Affiliates has developed a permitting timeline and survey schedule, with a critical path analysis, as part of this project planning process, as discussed in Section 10. Addressing permitting challenges early, and providing all the required forms and documentation to regulators, will ensure timely permitting approvals of the project.

To date, no permit applications for the project have been filed, but siting studies, site surveys and initial consultation meetings have taken place with agencies, local governments and other stakeholders to prepare for the earliest and most expedited submittal of applications and receipt of necessary permits and licenses.

Table 7.2D summarizes the milestones for required Federal, State and local permits, licenses, and reviews. Section 10 provides a complete Project schedule including application and receipt of all required permits, licenses, and reviews.

The Kennebec Solar project team has extensive experience working with federal, state, and local permitting agencies and is prepared to meet the scheduled milestone dates.

Regulatory Overview

In Maine, most energy projects (dependent on size and potential for impacts) require approvals from the MDEP. The MDEP regulates land uses under the Site Law and the NRPA. The Site Law is required for all projects occupying more than 20 acres (among other criteria). If there are unavoidable impacts or alterations to wetlands or other protected natural resources associated with a project, the development may also be required to obtain a NRPA permit from the MDEP. The MDEP generally allows Site Law and NRPA permit applications to be combined in a single package. For projects located in unorganized territories of Maine, the LUPC certification process will address conformance with regulations for any unorganized local jurisdictions.

Additionally, if a development has unavoidable wetland impacts, the USACE may require a Section 404 permit. As the solar projects are being designed to have no or minimal wetland impacts, it is likely that if a CWA Section 404 authorization is required, the USACE will allow the Projects to proceed under the Maine General Permit. Compliance with Maine General Permit requires consultation with other federal commenting agencies, such as the USFWS for compliance with Section 7 of the Endangered Species Act. Thus far there are no known concerns regarding federally protected or listed threatened or endangered species that would affect project schedules or completion (correspondence with the agencies is ongoing). Additionally, the MDEP has permit-granting authority for CWA Section 401 (Water Quality Certification) and will generally provide the CWA 401 permit following concurrent review of the Site Law and NRPA application.

Commenting agencies that support the MDEP and USACE in determining if projects meet the appropriate standards for permitting include the MNAP, the MDIFW, and the MHPC.

At the local level, large scale solar projects are generally subject to Site Plan Review and approval from the host municipality. Also, some organized towns in Maine have additional ordinances for the purpose of natural resource protection, including shoreland zoning and resource protection districts. This is often reviewed under the Site Plan Review process, depending on zoning.


Additionally, some Maine towns have implemented specific large-scale solar ordinances, designed to allow for streamlined project review and compliance with comprehensive plans.

NextEra representatives, and their consultants, have met with Federal, state and local officials to review and discuss permitting requirements. The NextEra Bidding Affiliates is conducting environmental studies and preparing initial permit applications.

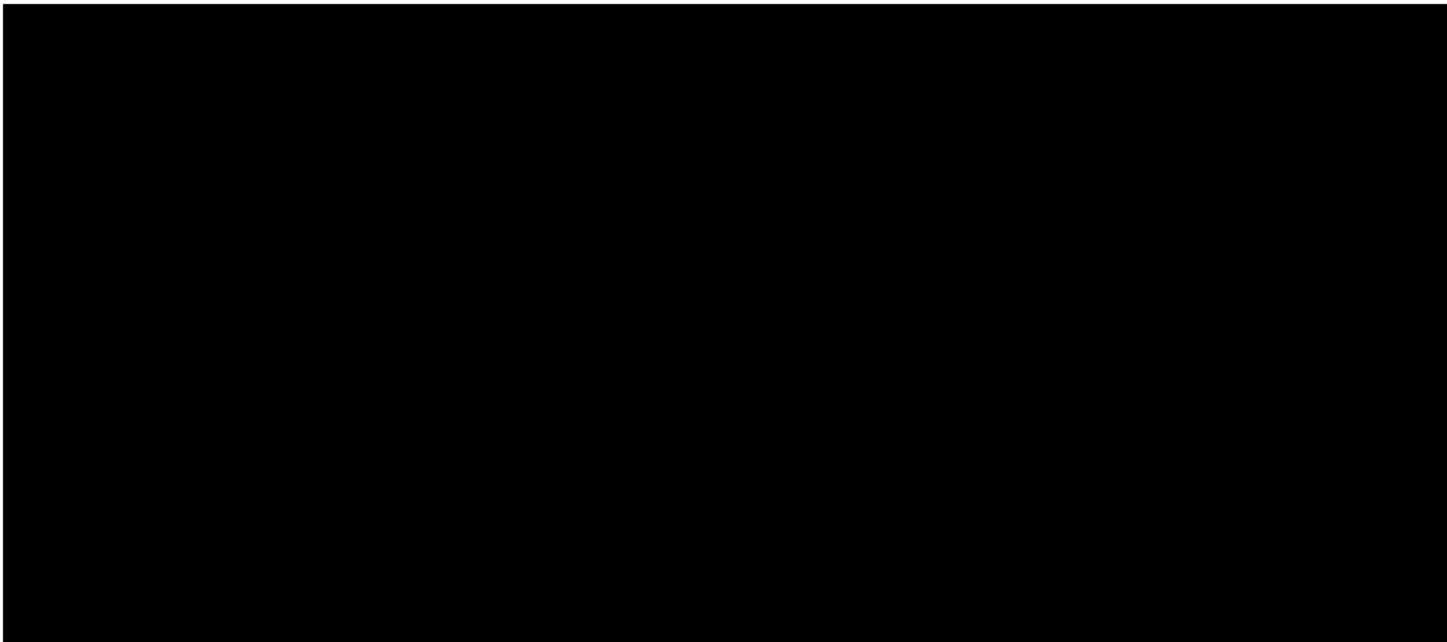
NextEra Bidding Affiliates have assembled a highly qualified team of consulting and permitting professionals to assist with preparing and acquiring all the necessary permits for the Projects. The Project team has recent and lengthy experience in acquiring permits at the federal, state, and local levels in Maine. The Project team will continue to coordinate with the regulatory decision making and commenting agencies and stakeholders in order to ensure predictability and cooperation throughout the permitting process.

No permitting challenges that would impede Project's schedule have been identified at this time.

Permitting Issues and Strategies

 provides a summary of key permitting issues and strategies to resolve anticipated issues for Kennebec Solar.

LONE PINE SOLAR



The Lone Pine Solar Project is not expected to require filling wetlands or other jurisdictional waters

during construction. If that situation changes, there would be a federal nexus¹¹ through Section 404 of the CWA¹² and permits must be acquired through the USACE. If there is a federal nexus, the USACE will act as the lead federal agency for permitting these projects and will coordinate compliance with related federal and state laws (Section 7.1). The USACE recommends pre-application meetings with representatives of federal and state natural resource agencies to discuss jurisdiction, alternatives, procedures, and other requirements (USACE 2013).

The permitting process will begin with informational meetings with the permitting authorities, advisory agencies, and stakeholders to address all potential permitting issues. The pre-application meetings will clarify jurisdiction, requirements, and procedures. Stakeholders have been identified early in the planning process and NextEra Bidding Affiliates is providing them with information about the Project. The Project team understands that permits, approvals, and associated field surveys require careful planning and attention to anticipated timelines. Therefore, NextEra Bidding Affiliates has developed a permitting timeline and survey schedule, with a critical path analysis, as part of this project planning process, as discussed in Section 10. Addressing permitting challenges early, and providing all the required forms and documentation to regulators, will ensure timely permitting approvals of the project.

To date, no permit applications for the project have been filed but siting studies, targeted site surveys and initial consultation meetings have taken place with agencies, local governments and other stakeholders to prepare for the earliest and most expedited submittal of applications and receipt of necessary permits and licenses.

Table 7.2E summarizes milestones for required permits, licenses, and reviews. Section 10 provides a complete Project schedule including application and receipt of all required Federal, State and local permits, licenses, and reviews. Lone Pine Solar project team has extensive experience working with federal, state, and local permitting agencies and is prepared to meet the scheduled milestone dates.

Regulatory Overview

In Maine, most energy projects (dependent on size and potential for impacts) require approvals from the MDEP. The MDEP regulates land uses under the Site Law and the NRPA. The Site Law is required for all projects occupying more than 20 acres (among other criteria). If there are unavoidable impacts or alterations to wetlands or other protected natural resources associated with a project, the development may also be required to obtain a NRPA permit from the MDEP. The MDEP generally allows Site Law and NRPA permit applications to be combined in a single package. For projects located in unorganized territories of Maine, the LUPC certification process will address conformance with regulations for any unorganized local jurisdictions.

Additionally, if a development has unavoidable wetland impacts, the USACE may require a Section 404 permit. As the solar projects are being designed to have no or minimal wetland impacts, it is likely that if a CWA Section 404 authorization is required, the USACE will allow the Projects to

¹¹ A federal nexus exists whenever a project requires a federal permit, has federal funding, or occurs on federal land (USFWS 2012).

¹² 33 USC § 1251. Authorizes the USACE to regulate the discharge of dredge or fill material into waters of the United States (USACE 2013).

proceed under the Maine General Permit. Compliance with Maine General Permit requires consultation with other federal commenting agencies, such as the USFWS for compliance with Section 7 of the Endangered Species Act. Thus far there are no known concerns regarding federally protected or listed threatened or endangered species that would affect project schedules or completion (correspondence with the agencies is ongoing). Additionally, the MDEP has permit-granting authority for CWA Section 401 (Water Quality Certification) and will generally provide the CWA 401 permit following concurrent review of the Site Law and NRPA application.

Commenting agencies that support the MDEP and USACE in determining if projects meet the appropriate standards for permitting include the MNAP, the MDIFW, and the MHPC.


At the local level, large scale solar projects are generally subject to Site Plan Review and approval from the host municipality. Also, some organized towns in Maine have additional ordinances for the purpose of natural resource protection, including shoreland zoning and resource protection districts. This is often reviewed under the Site Plan Review process, depending on zoning. Additionally, some Maine towns have implemented specific large-scale solar ordinances, designed to allow for streamlined project review and compliance with comprehensive plans.

NextEra representatives, and their consultants, have met with Federal, state and local officials to review and discuss permitting requirements. The NextEra Bidding Affiliates is conducting environmental studies and preparing initial permit applications.

NextEra Bidding Affiliates have assembled a highly qualified team of consulting and permitting professionals to assist with preparing and acquiring all the necessary permits for the Projects. The Project team has recent and lengthy experience in acquiring permits at the federal, state, and local levels in Maine. The Project team will continue to coordinate with the regulatory decision making and commenting agencies and stakeholders in order to ensure predictability and cooperation throughout the permitting process.

No permitting challenges that would impede Project's schedule have been identified at this time.

Permitting Issues and Strategies

 provides a summary of key permitting issues and strategies to resolve anticipated issues for Lone Pine Solar.

- 7.3 Provide a preliminary environmental assessment of the site and project, including both construction and operation, as applicable. In addition, the bidder should identify environmental impacts associated with the proposed project, any potential impediments to development, and its plan to mitigate such impacts, or impediments. The analysis should address each of the major environmental areas presented below, as applicable to the proposed project:
- i. Impacts during site development
 - ii. Transportation infrastructure

- iii. Air quality impacts
- iv. Access to water resources/water quality impacts
- v. Ecological and natural resources impacts
- vi. Land use impacts
- vii. Cultural resources
- viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)
- ix. Noise level impacts
- x. Aesthetic/visual impacts
- xi. Transmission infrastructure impacts
- xii. Fuel supply access, where applicable

CHARIOT SOLAR

7.3.i. Impacts during site development

No impacts are anticipated during the initial stages of site development. Field surveys will be non-intrusive with no impacts. Project impacts associated with project construction will be avoided and minimized to the greatest extent practicable. The design process is on-going and permit applications yet to be filed will contain detailed impact calculations.

7.3.ii. Transportation infrastructure

The proposed project will utilize, to the extent possible, existing infrastructure for component delivery and construction access for the project. The two main access roads for the project are Monument Road to the north and Brattleboro Road (NH State Route 119) to the south. These roads will be used for construction access and materials delivery. Additional existing secondary roads and logging paths adjacent to and on the project site will be utilized to the greatest extent possible to reduce the need to create new transportation infrastructure.

7.3.iii. Air quality impacts

Besides temporary construction equipment emissions, there will be no operational air emissions from the solar site. Regional air quality should improve with the injection of clean renewable energy and the potential resulting displacement of existing regional fossil generation.

Air quality will not be degraded by construction of the proposed Project. Construction activities may cause temporary effects on air quality in the form of exhaust from construction vehicles and dust from unpaved roads. However, these effects will be minimal due to the location of the Project in a rural environment and the limited duration of construction or need for significant ground disturbance.

Dust during construction would be the most likely form of air emissions; however, construction-related dust is not anticipated to be severe. The level of dust created by construction equipment is expected to be similar or less than existing ongoing logging operations in and around the Project area. No treatment is generally applied except where safety and visibility are problematic. Some areas, such as identified high use access roads, may be treated with calcium chloride, water, or other approved dust control agents where dust may be a nuisance or create safety concerns. This is generally expected to be on an as-needed basis.

There are no sources of emissions associated with the operation of the Project that will require an air permit or result in adverse impacts to air quality in or around the Project area.

7.3.iv. Access to water resources/water quality impacts

The Project will require no water resources other than for temporary construction needs. The site will be developed using comprehensive sedimentation and erosion controls including access roads. The site will primarily involve driving posts into the ground. An environmental audit program will continue to verify compliance with all water quality protection standards.

Potential sources of groundwater contamination during construction and operation include fuel, hydraulic and lubricating oils used in the operation of vehicles and construction equipment. Any potential spills of these materials from vehicles or equipment are typically small, low-volume, and of very short duration. Spills that are properly addressed in a timely manner should not pose any risk to groundwater quality because they are unlikely to come into contact with, or penetrate, the subsurface or subsurface groundwater. Procedures for handling these materials and preventing spills are described in the Construction Spill, Prevention, Control, and Countermeasure ("SPCC") plan for the proposed Project and will be filed with applicable state and federal agencies. These procedures establish a set of minimum requirements for spill prevention and response during construction and operations. The procedures incorporate measures developed and fine-tuned from experience during regionally representative construction projects, including input from the NHDES and other review agencies. The processes incorporated into the plan have proven successful at other NextEra Bidding Affiliates project sites for preventing spills and for addressing spills should they occur.

The use of herbicides, petroleum, and other hydrocarbon products during construction and operation may present a potential threat to groundwater quality; however, procedures established to prevent groundwater degradation during construction will be incorporated in the Project's Basic Standards and the Construction SPCC Plan. All contractors and on-site personnel will be trained to follow these procedures and environmental inspectors will monitor for compliance.

Construction and operation of the Project will not significantly alter existing surface water drainage characteristics. Measures to address potential impacts and adherence to the design and procedural

requirements will be implemented. The construction or operation of the Project is not expected to adversely affect water resources.

During construction, the operator will supply drinking water for workers and water for dust abatement on gravel access roads. Drinking water will be provided as bottled water. Water for dust abatement will be drawn from publicly accessible, off-site non-potable water sources, and will not include streams, brooks, or ground water sources. Surface water withdrawals will be conducted in accordance with the requirements of NHDES.

7.3.v. Ecological and natural resources impacts

The Project will comply with all State and Federal requirements for natural resource protection. Construction and operation compliance monitoring programs are planned and NextEra Bidding Affiliates have extensive experience with natural resource protection and reporting programs.

In coordination with the applicable federal and state regulations, ecological and natural resource survey protocols were developed and field surveys are being conducted. Section 3.5, Table 3.5A summarizes the ecological and natural resources studies conducted to date. Surveys and assessments anticipated for this Project include the following:

- Wetland and stream delineations – complete, summer of 2016;
- Vernal pool surveys – complete, summer of 2016; Bat surveys and habitat assessment – complete, summer of 2016; and,
- Rare, threatened, and endangered plant and natural community surveys – complete, summer of 2016.

To date, field surveys conducted at the site include wetland and waterbody delineation, vernal pool surveys, bat acoustic surveys, and preliminary archaeological field review.

Data resulting from these surveys have been used in determining appropriate impact avoidance and minimization strategies. Based on this information, the project has been designed to avoid and minimize impacts to protected natural resources to the extent practicable, including avoidance of wetland fill. Additional surveys are planned that will include rare, threatened and endangered plant surveys and visual impact assessments.

To further avoid and minimize impacts to natural resources during construction, a professional environmental inspector will be present to ensure compliance with best management practices, approved permit conditions, and erosion and sediment control plans. Any deviations from these guidelines would be discussed in advance with NHDES. The environmental inspector is an important presence in the field to maintain compliance with permit conditions and maintain consistent communication on restrictions or protections with contractors.

7.3.vi. Land use impacts

The Chariot Solar Project site is primarily undeveloped, consisting of privately-owned forest land, a small portion of agricultural fields, a recently harvested forested area, and an area previously

cleared for planned residential development. Primary land uses include forestry, agriculture, and recreation primarily consisting of ATV use.

7.3.vii. Cultural resources

A Phase IA archaeological survey has been conducted for the Project. Based on the survey results as well as ongoing consultation with the NHDES, the Project will be designed to avoid and minimize impacts to any identified cultural resources.

7.3.viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)

The Chariot Solar Project is located primarily on undeveloped parcels. Historic uses at the site include forestry and agriculture.

7.3.ix. Noise level impacts

The solar inverters are a low-level sound source and solar projects do not make noise at night. Additionally, the proposed project will be buffered from abutting properties lines. There will be little chance for noise impact from the project to affect any homes or business near the project area. Noise impacts for the project will be assessed and mitigated as required by the SEC and DES.

7.3.x. Aesthetic/visual impacts

Visual/aesthetic impacts are primarily a project concern where new structures may be visible at a landscape scale. Solar projects have relatively minor visual footprints, due to their diminutive heights. A visual impact assessment will be undertaken to ascertain potential visual or aesthetic impacts of the project. The assessment will include a viewshed analysis to determine the extent of the project that is visible from any designated scenic resources in the vicinity of the project. In coordination with state and local stakeholders a visual impact mitigation plan, if required or deemed necessary, will be developed.

7.3.xi. Transmission infrastructure impacts

[REDACTED]

7.3.xii. Fuel supply access, where applicable

No fuel supply will be required during operations. A fuel supply plan will be developed for Project construction activities including a SPCC.

7.3.i. Impacts during site development

No impacts are anticipated during the initial stages of site development. Field surveys will be non-intrusive with no impacts. Project impacts associated with project construction will be avoided and minimized to the greatest extent practicable. The design process is on-going and permit applications yet to be filed will contain detailed impact calculations.

7.3.ii. Transportation infrastructure

The proposed project will utilize existing infrastructure for component delivery and construction access for the project although some roads will need to be enhanced to accommodate construction needs. U.S. Route 1 is approximately 7.5 miles south of the Project; State Route 9 is approximately 8 miles north of the project; and State Route 193 is approximately 5 miles west of the project. Bombing Range Road is directly north of the Project with several existing farm roads crisscrossing the project parcels. Temporary impacts to existing roads may occur during installation of the Project's generation tie-line as portions of existing road right-of-ways will be used for the line.

7.3.iii. Air quality impacts

Besides temporary construction equipment emissions, there will be no operational air emissions from the solar site. Regional air quality should improve with the injection of clean renewable energy and potential resulting displacement of existing regional fossil generation.

Air quality will not be degraded by construction of the proposed Project. Construction activities may cause temporary effects on air quality in the form of exhaust from construction vehicles and dust from unpaved roads. However, these effects will be minimal due to the location of the Project in a rural environment and the limited duration of construction or need for significant ground disturbance.

Dust during construction would be the most likely form of air emissions; however, construction-related dust is not anticipated to be severe. The level of dust created by construction equipment is expected to be similar or less than existing ongoing logging operations in and around the Project area. No treatment is generally applied except where safety and visibility are problematic. Some areas, such as identified high use access roads, may be treated with calcium chloride, water, or other approved dust control agents where dust may be a nuisance or create safety concerns. This is generally expected to be on an as-needed basis.

There are no sources of emissions associated with the operation of the Project that will require an air permit or result in adverse impacts to air quality in or around the Project area.

7.3.iv. Access to water resources/water quality impacts

The Project will require no water resources other than for temporary construction needs. The site

will be developed using comprehensive sedimentation and erosion controls including access roads. The site will primarily involve driving posts into the ground. An environmental audit program will continue to verify compliance with all water quality protection standards.

Potential sources of groundwater contamination during construction and operation include fuel, hydraulic and lubricating oils used in the operation of vehicles and construction equipment. Any potential spills of these materials from vehicles or equipment are typically small, low-volume, and of very short duration. Spills that are properly addressed in a timely manner should not pose any risk to groundwater quality because they are unlikely to come into contact with, or penetrate, the subsurface or subsurface groundwater. Procedures for handling these materials and preventing spills are described in the Construction SPCC for the proposed Project and will be filed with applicable state and federal agencies. These procedures establish a set of minimum requirements for spill prevention and response during construction and operations. The procedures incorporate measures developed and fine-tuned from experience during regionally representative construction projects, including input from the MDEP and other review agencies. The processes incorporated into the plan have proven successful at other NextEra Bidding Affiliates project sites for preventing spills and for addressing spills should they occur.

The use of herbicides, petroleum, and other hydrocarbon products during construction and operation may present a potential threat to groundwater quality; however, procedures established to prevent groundwater degradation during construction will be incorporated in the Project's Basic Standards and the Construction SPCC Plan. All contractors and on-site personnel will be trained to follow these procedures, and environmental inspectors will monitor for compliance.

During construction, the operator will supply drinking water for workers and water for dust abatement on gravel access roads. Drinking water will be provided as bottled water. Water for dust abatement will be drawn from publicly accessible, off-site non-potable water sources, and will not include streams, brooks, or ground water sources. Surface water withdrawals will be conducted in accordance with the requirements of MDEP.

7.3.v. Ecological and natural resources impacts

The Project will comply with all State and Federal requirements for natural resource protection. Construction and operation compliance monitoring programs are planned and NextEra Bidding Affiliates has extensive experience with natural resource protection and reporting programs.

In coordination with MDIFW, MDEP, MNAP, USACE, and USFWS, resource survey protocols have been developed prior to the initiation of field surveys to better understand either known occurrences of rare, threatened, or endangered species or the process to ascertain whether or not they are present in the vicinity of the Project. The surveys will continue to develop the baseline information required to submit permit applications for the Project.

The Project will be required to conduct a wide array of natural resource and wildlife assessments and field surveys in support of permitting for the Project. These pre-construction surveys will provide more detailed data to help avoid, reduce, and minimize project impacts. In addition, it will allow for a detailed regulatory assessment of the Project's potential impact to wildlife, wetlands, and fisheries. Surveys and assessments include the following:

- Wetland and stream delineations – desktop analysis and field verification completed during the summer of 2017;
- Vernal pool surveys – completed the spring of 2017;
- Bat surveys and habitat assessment – to be completed summer of 2017; and,
- Rare, threatened, and endangered plant and natural community surveys – to be completed summer of 2017.

The scope and methods for these studies are based on standard pre-construction survey methods for other development projects (i.e., guidelines outlined by the USFWS and MDIFW) and will continue to be further vetted during agency consultations. The standard of practice for the assessments is consistent with other studies conducted recently in Maine and in the northeast.

During construction, a professional environmental inspector and a third party inspector will be present to observe compliance with best management practices, approved permit conditions, and erosion and sediment control plans. Any deviations from these guidelines would be discussed in advance with MDEP and/or the third party inspector. These inspectors are an important presence in the field to maintain compliance with permit conditions and maintain consistent communication on restrictions or protections with contractors.

7.3.vi. Land use impacts

The Dawn Land Project site is partially undeveloped privately-owned forest land, surrounded by extensive and open agriculture fields used for blueberry production. Existing land uses include forestry, agriculture, and limited winter recreation primarily consisting of snowmobile use. An area of conserved land, the Great Heath Public Reserved Land, managed by the Maine Bureau of Parks and Lands, is adjacent to the south and west of the Project (Figure 6.5A). The public land, further detailed in Section 3.9, borders the eastern-most parcel of the Project. Large clearings, particularly to the northeast of the Project, are associated with the former Columbia Falls Air Force Station.

7.3.vii. Cultural resources

A desktop review of the Solar Project site was completed to assemble a list of known archaeological, historic, and cultural properties that might be affected by construction and operation of the Dawn Land Solar Project. Review of cultural resources information was based exclusively on online databases and related sources. Online sources consulted included the National Park Service (“NPS”) NRHP FOCUS database (NPS 2015a) and Native American Consultation Database (NPS 2015b) and the MHPC’s Cultural & Architectural Resource Management Archive (“CARMA”) Map Viewer (MHPC 2015).

Archaeological Resources

Sensitivity for prehistoric resources can be assessed based on key environmental characteristics as identified in the MHPC’s predictive model for prehistoric archaeological site locations. These environmental features include the presence of level terrain, presence of well-drained soils, and relative proximity to a potable freshwater source. The MHPC predictive model categorizes areas of

high, moderate, and low prehistoric archaeological sensitivity based on environmental variables, the presence of previously identified sites, and the results of previous archaeological surveys. Since most of the Dawn Land Solar Project areas will be on previously disturbed land, it is likely that the Project area will have low prehistorical archaeological sensitivity. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to prehistoric cultural resources.

Architectural Resources

No previously identified architectural resources are located within the Project area. Given that most of the Project area is located on previously disturbed land, it is unlikely that the Corps will require additional surveys for architectural resources. It is possible, however, that a viewshed analysis will be required to determine if structures will be visible from sites on, or eligible for, the NRHP. Visual analyses will be completed to determine if solar panels and other infrastructure are visible from important structures on, or eligible for, the NRHP. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to architectural resources.

7.3.viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)

The Dawn Land Solar Project is located primarily on undeveloped parcels. Historic uses at the site include forestry and agriculture.

7.3.ix. Noise level impacts

There will be no noise impacts offsite. The solar inverters are a low-level sound source.

During construction and operation, the solar project will meet the sound limits of Chapter 375.10 of Maine Site Location of Development Act. State permitting will include review of potential noise-generating activities including general construction activities such as component installation and equipment delivery. Sounds generated would be within sound limits for quiet areas at regulated protected locations as required by these standards.

7.3.x. Aesthetic/visual impacts

Visual resources are primarily an issue where structures may be visible at a landscape scale. A solar project would receive less scrutiny, except perhaps with the issue of glare and its effects on surrounding properties. A visual impact assessment will be undertaken to ascertain potential visual or aesthetic impacts of the project. The assessment will include a viewshed analysis to determine the extent of the project that is visible from any designated scenic resources in the vicinity of the project. In coordination with state and local stakeholders a visual impact mitigation plan, if required or deemed necessary, will be developed.

7.3.xi Transmission infrastructure impacts

7.3.xii Fuel supply access, where applicable

No fuel supply will be required during operations. A fuel supply plan will be developed for Project construction activities including a SPCC.

FARMINGTON SOLAR

7.3.i. Impacts during site development

No impacts are anticipated during the initial stages of site development. Environmental field surveys have been initiated and are near-complete. The project owners, designers, and building contractors will work with local stakeholders during the permitting process to limit and mitigate any project development-related impacts on the surrounding community. Project environmental impacts associated with project construction, including tree removal and road construction, will be avoided and minimized to the greatest extent practicable. The design process is on-going and permit applications yet to be filed will contain detailed impact calculations.

7.3.ii. Transportation infrastructure

The proposed project will utilize, to the extent possible, existing infrastructure for component delivery and construction access for the project. Most of the roads in the relatively rural area within and surrounding the proposed solar study area are gravel, town-maintained roads that serve single family residences and provide access to logging and agricultural areas. State roads in the vicinity of the solar project include State Route 2, which will be the primary access road for the project. The Project is also accessible from a variety of secondary roads consisting of Hovey Road, Route 2, Stanwood Park Circle, Davis Road, Bailey Hill Road, and Horn Hill Road. Overall, access to the project is good. Additionally, there are established logging roads that traverse sections of the study area. Some of the logging roads are currently used and maintained, while others are historic and have since become overgrown with vegetation.

7.3.iii. Air quality impacts

Besides temporary construction equipment emissions, there will be no operational air emissions from the solar site. Regional air quality should improve with the injection of clean renewable energy and potential resulting displacement of existing regional fossil generation.

Air quality will not be degraded by construction of the proposed Project. Construction activities may cause temporary effects on air quality in the form of exhaust from construction vehicles and dust from unpaved roads. However, these effects will be minimal due to the location of the Project in a rural environment and the limited duration of construction or need for significant ground disturbance.

Dust during construction would be the most likely form of air emissions; however, construction-related dust is not anticipated to be severe. The level of dust created by construction equipment is expected to be similar or less than existing ongoing logging operations in and around the Project area. No treatment is generally applied except where safety and visibility are problematic. Some areas, such as identified high use access roads, may be treated with calcium chloride, water, or other approved dust control agents where dust may be a nuisance or create safety concerns. This is generally expected to be on an as-needed basis.

There are no sources of emissions associated with the operation of the Project that will require an air permit or result in adverse impacts to air quality in or around the Project area.

7.3.iv. Access to water resources/water quality impacts

The Project will require no water resources other than for temporary construction needs. The site will be developed using comprehensive sedimentation and erosion controls including access roads. The site will primarily involve driving posts into the ground. An environmental audit program will continue to verify compliance with all water quality protection standards.

Potential sources of groundwater contamination during construction and operation include fuel, hydraulic and lubricating oils used in the operation of vehicles and construction equipment. Any potential spills of these materials from vehicles or equipment are typically small, low-volume, and of very short duration. Spills that are properly addressed in a timely manner should not pose any risk to groundwater quality because they are unlikely to come into contact with, or penetrate, the subsurface or subsurface groundwater. Procedures for handling these materials and preventing spills are described in the Construction SPCC for the proposed Project and will be filed with applicable state and federal agencies. These procedures establish a set of minimum requirements for spill prevention and response during construction and operations. The procedures incorporate measures developed and fine-tuned from experience during regionally representative construction projects, including input from the MDEP and other review agencies. The processes incorporated into the plan have proven successful at other NextEra Bidding Affiliates project sites for preventing spills and for addressing spills should they occur.

The use of herbicides, petroleum, and other hydrocarbon products during construction and operation may present a potential threat to groundwater quality; however, procedures established to prevent groundwater degradation during construction will be incorporated in the Project's Basic Standards and the Construction SPCC Plan. All contractors and on-site personnel will be trained to follow these procedures and environmental inspectors will monitor for compliance.

Construction and operation of the Project will not significantly alter existing surface water drainage characteristics. Measures to address potential impacts and adherence to the design and procedural requirements will be implemented. The construction or operation of the Project is not expected to

adversely affect water resources.

During construction, the operator will supply drinking water for workers and water for dust abatement on gravel access roads. Drinking water will be provided as bottled water. Water for dust abatement will be drawn from publicly accessible, off-site non-potable water sources, and will not include streams, brooks, or ground water sources. Surface water withdrawals will be conducted in accordance with the requirements of the MDEP.

7.3.v. Ecological and natural resources impacts

The Project will comply with all State and Federal requirements for natural resource protection. Construction and operation compliance monitoring programs are planned and NextEra Bidding Affiliates has extensive experience with natural resource protection and reporting programs.

In coordination with the regulations and protocols of the MDIFW, MDEP, MNAP, USACE, and USFWS, natural resource survey protocols have been developed for field surveys to better understand the site constraints and to help establish a baseline level of site information for project design and permitting. The following resource surveys have been completed, are currently underway, or are planned:

- Wetland and stream delineations -- complete, summer 2017;
- Vernal pool surveys – complete, spring 2017 complete); Bat surveys and habitat assessment – complete, summer of 2016 and 2017; and,
- Rare, threatened, and endangered plant and natural community surveys – complete, summer of 2017.

The scope and methods for these studies has been based on standard pre-construction survey methods for other development projects (i.e., guidelines outlined by the USFWS and MDIFW) and will be further vetted during agency consultations. The standard of practice for the assessments is consistent with other studies conducted recently in Maine and in the northeast.

During construction a professional environmental inspector and, as often required by MDEP, a third party inspector, will be present to observe compliance with best management practices, approved permit conditions, and erosion and sediment control plans. Any deviations from these guidelines would be discussed in advance with MDEP and/or the third party inspector. These inspectors are an important presence in the field to maintain compliance with permit conditions and maintain consistent communication on restrictions or protections with contractors.

7.3.vi. Land use impacts

The Farmington Solar Project site is primarily undeveloped, consisting of privately owned and actively-managed forest land and agricultural fields. Primary land uses include forestry, agriculture, and recreation, primarily consisting of hunting. The construction of the solar project will affect these land uses within the fence line of the project, landowners see the Project's land use as complementary to other uses and as a crucial source of income to supplement agriculture and forestry. When the project reaches the end of its commercial operation life, the site may be

restored to pre-construction conditions and uses, depending on the choice of the landowner.

7.3.vii. Cultural resources

A field review of the Farmington Solar Project area for significant cultural resources is underway. To date, review of cultural resources information has included review of online databases and related sources. Online sources consulted included the NPS NRHP FOCUS database (NPS 2015a) and Native American Consultation Database (NPS 2015b) and the MHPC's CARMA Map Viewer (MHPC 2015).

Archaeological Resources

Sensitivity for prehistoric resources can be assessed based on key environmental characteristics as identified in the MHPC's predictive model for prehistoric archaeological site locations. These environmental features include the presence of level terrain, presence of well-drained soils, and relative proximity to a potable freshwater source. The MHPC predictive model categorizes areas of high, moderate, and low prehistoric archaeological sensitivity based on environmental variables, the presence of previously identified sites, and the results of previous archaeological surveys. Farmington Solar has acquired the services of a local and experienced consulting archeologist to review the project area for archeological resources. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to prehistoric cultural resources.

Architectural Resources

A survey of structures and places located nearby the Farmington Solar Project and listed or with the potential to be listed on the National Registry of Historic Places will take place in 2017. The area to be surveyed will be those structures and places that will have visibility of the solar project. Visual analyses will be completed to determine if solar panels and other infrastructure are visible from important structures on, or eligible for, the NRHP. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to architectural resources.

7.3.viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)

As noted previously, the site is currently used for forestry, agriculture, and recreation, as has been the case for several decades. Additionally, there are single family homes on properties abutting the solar site and some small businesses located nearby on State Route 2, but these areas will not be used by the solar project.

7.3.ix. Noise level impacts

The solar inverters are a low-level sound source and solar projects do not make noise at night. Additionally, the proposed project will be buffered from abutting properties lines. There will be little chance for noise impact from the project to affect any homes or business near the project area. Noise impacts for the project will be assessed and mitigated as required by MDEP under the Noise

Standards of Site Law.

7.3.x. Aesthetic/visual impacts

Visual/aesthetic impacts are primarily a project concern where new structures may be visible at a landscape scale. Solar projects have relatively minor visual footprints, due to their diminutive heights. A visual impact assessment will be undertaken to ascertain potential visual or aesthetic impacts of the project. The assessment will include a viewshed analysis to determine the extent of the project that is visible from any designated scenic resources in the vicinity of the project. In coordination with state and local stakeholders a visual impact mitigation plan, if required or deemed necessary, will be developed.

7.3.xi Transmission infrastructure impacts

The interconnection point for the Farmington Solar Project is located on site at the existing Central Maine Power 115 kV Sturtevant substation, adjacent to which NextEra will construct a new project substation which will result in some minor short duration construction disturbance to the area within and adjacent to the existing line.

7.3.xii Fuel supply access, where applicable

No fuel supply will be required during operations. A fuel supply plan will be developed for Project construction activities including a SPCC.

KENNEBEC SOLAR

7.3.i. Impacts during site development

No impacts are anticipated during the initial stages of site development. Environmental field surveys have been initiated. Project impacts associated with project construction will be avoided and minimized to the greatest extent practicable. The design process is on-going and permit applications yet to be filed will contain detailed impact calculations.

7.3.ii. Transportation infrastructure

The proposed project will utilize existing infrastructure for component delivery and construction access for the project. The project is located just north of the state's capital, Augusta, where Interstate 95 and other major highways converge. Interstate 95 is located approximately 3.1 miles west of the project across the Kennebec River, and U.S. Route 202/State Route 9 is approximately 3.9 miles east of the project. A railroad spur along the eastern bank of the Kennebec River is also located approximately 1.7 miles west of the project and is primarily used for freight transportation. Hannaford Hill Road and Webber Road would provide direct access to the project parcels off of State Route 201.

7.3.iii. Air quality impacts

Besides temporary construction equipment emissions, there will be no operational air emissions from the solar site. Regional air quality should improve with the injection of clean renewable energy and potential resulting displacement of existing regional fossil generation.

Air quality will not be degraded by construction of the proposed Project. Construction activities may cause temporary effects on air quality in the form of exhaust from construction vehicles and dust from unpaved roads. However, these effects will be minimal due to the location of the Project in a rural environment and the limited duration of construction or need for significant ground disturbance.

Dust during construction would be the most likely form of air emissions; however, construction-related dust is not anticipated to be severe. The level of dust created by construction equipment is expected to be similar or less than existing ongoing agricultural operations in and around the Project area. No treatment is generally applied except where safety and visibility are problematic. Some areas, such as identified high use access roads, may be treated with calcium chloride, water, or other approved dust control agents where dust may be a nuisance or create safety concerns. This is generally expected to be on an as-needed basis.

There are no sources of emissions associated with the operation of the Project that will require an air permit or result in adverse impacts to air quality in or around the Project area.

7.3.iv. Access to water resources/water quality impacts

The Project will require no water resources other than for temporary construction needs. The site will be developed using comprehensive sedimentation and erosion controls including access roads. The site will primarily involve driving posts into the ground. An environmental audit program will continue to verify compliance with all water quality protection standards.

Construction and operation of the project will not significantly alter existing surface water drainage characteristics. Any alterations would be reviewed and permitted under Section 12, Stormwater Management, of the Site Law. The site has previously been extensively altered and the construction and operation of the site is expected to improve surface water drainage characteristics. Measures to address potential impacts and adherence to the design and procedural requirements will be implemented. The construction or operation of the project is not expected to adversely affect water resources.

Potential sources of groundwater contamination during construction and operation include fuel, hydraulic and lubricating oils used in the operation of vehicles and construction equipment. Any potential spills of these materials from vehicles or equipment are typically small, low-volume, and of very short duration. Spills that are properly addressed in a timely manner should not pose any risk to groundwater quality because they are unlikely to come into contact with, or penetrate, the subsurface or subsurface groundwater. Procedures for handling these materials and preventing spills are described in the Construction SPCC for the proposed Project and will be filed with applicable state and federal agencies. These procedures establish a set of minimum requirements for spill prevention and response during construction and operations. The procedures incorporate measures developed and fine-tuned from experience during regionally representative construction

projects, including input from the MDEP and other review agencies. The processes incorporated into the plan have proven successful at other NextEra Bidding Affiliates project sites for preventing spills and for addressing spills should they occur.

The use of herbicides, petroleum, and other hydrocarbon products during construction and operation may present a potential threat to groundwater quality; however, procedures established to prevent groundwater degradation during construction will be incorporated in the Project's Basic Standards and the Construction SPCC Plan. All contractors and on-site personnel will be trained to follow these procedures, and environmental inspectors will monitor for compliance.

During construction, the operator will supply drinking water for workers and water for dust abatement on gravel access roads. Drinking water will be provided as bottled water. Water for dust abatement will be drawn from publicly accessible, off-site non-potable water sources, and will not include streams, brooks, or ground water sources. Surface water withdrawals will be conducted in accordance with the requirements of MDEP.

7.3.v. Ecological and natural resources impacts

The Project will comply with all State and Federal requirements for natural resource protection. The existing site is currently partially fenced. Construction and operation compliance monitoring programs are planned and NextEra Bidding Affiliates has extensive experience with natural resource protection and reporting programs.

The Project is being located and sited on an existing open agricultural field with a focus on the use of existing cleared and altered surfaces. The site selection demonstrates, to the greatest extent possible, the desire to reduce natural resource impacts. The existing cleared area and adjacency to existing roads provides opportunities to reduce required clearing, additional alteration of the landscape, and disturbance during both construction and operation.

In coordination with MDIFW, MDEP, MNAP, USACE, and USFWS resource surveys will be performed to better understand possible presence or likely absence of either known occurrences of rare, threatened, or endangered species. The survey process will also address establishment of a baseline level of information required to submit permit applications for the Project.

The Project has begun conducting a wide array natural resource and wildlife assessments and field surveys in support of permitting for the Project. These pre-construction surveys will provide more detailed data to help avoid, reduce, and minimize project impacts. In addition, it will allow for a detailed regulatory assessment of the Project's potential impact to wildlife, wetlands, and fisheries. Surveys and assessments are completed to date include the following:

- Wetland and stream delineations – complete, summer 2017;
- Vernal pool surveys, completed, spring 2017;
- Bat surveys and habitat assessment, completed – summer 2017; and,
- Rare, threatened, and endangered plant and natural community surveys – completed, summer 2017.

The scope and methods for these studies has been based on standard pre-construction survey methods for other development projects (i.e., guidelines outlined by the USFWS and MDIFW) and conversation will continue through on-going agency consultations. The standard of practice for the assessments will be consistent with other studies conducted recently in Maine and in the northeast.

To further avoid and minimize impacts to natural resources during construction, a professional environmental inspector will be present to ensure compliance with best management practices, approved permit conditions, and erosion and sediment control plans. Any deviations from these guidelines would be discussed in advance with MDEP. The environmental inspector is an important presence in the field to maintain compliance with permit conditions and maintain consistent communication on restrictions or protections with contractors.

7.3.vi. Land use impacts

The Project site is currently cleared land supporting agricultural production and several agricultural storage structures and equipment along Hannaford Hill and Church Hill roads. The undeveloped and forested land has been selectively harvested within the past 20 years. Land use in the surrounding area largely consists of undeveloped and forested land, conserved and recreational land, and agricultural land with low density residences located along the local and county roads. Scattered commercial and institutional land uses are also located along the local and county roads.

Land use in the surrounding area will not be impacted during construction or operation of the project; however, the project will result in a long-term change in land use on the directly impacted parcels.

7.3.vii. Cultural resources

No cultural resources are expected to be identified on the solar site since it has already been cleared to support agricultural production.

A desktop review of the Solar Project site was completed to assemble a list of known archaeological, historic, and cultural properties that might be affected by construction and operation of the Kennebec Solar Project. Review of cultural resources information was based exclusively on online databases and related sources. Online sources consulted included the NPS NRHP FOCUS database (NPS 2017a) and Native American Consultation Database (NPS 2017b) and MHPC's CARMA Map Viewer (MHPC 2017).

NRHP Properties

No NRHP-listed resources are located within the Project Area, or within one mile of the Project.

Architectural Resources

A review of CARMA determined no MHPC-listed historic architectural resources are located within one mile of the Project. Given that most of the Project area is located on previously disturbed land, it is unlikely that the Corps will require additional surveys for architectural resources. It is possible, however, that a viewshed analysis will be required to determine if structures will be

visible from sites on, or eligible for, the NRHP. Visual analyses will be completed to determine if solar panels and other infrastructure are visible from important structures on, or eligible for, the NRHP. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to architectural resources.

Archaeological Resources

The parcels proposed for the solar array exhibit some potential for archaeological sensitivity due to proximity to Sevenmile Brook, Webber Pond, and small feeder streams and drainages located within the parcels.

A review of current and historic topographic maps indicates that overall settlement within the Project Area is dominated by scattered residences including farm complexes. Settled areas tend to be located adjacent to the three roadways located within the area and clustered around Webber Pond. Historic archaeological sites would most likely be related to historic farm complexes and agricultural pursuits. Although settlement densities in the region are low, the likelihood for intact historic archaeological resources to be present within undisturbed portions of the Project Area is moderate given the lack of development and modern landscape modifications in the region.

Traditional Cultural Properties

No documented traditional cultural properties were identified; therefore, impacts to these resources are not expected.

7.3.viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)

As noted previously, the site is currently used for agriculture and timber harvesting.

7.3.ix. Noise level impacts

There will be no noise impacts offsite. The solar inverters are a low-level sound source.

During construction and operation, the solar project is expected to meet the sound limits of the MDEP. State permitting will include review of potential noise-generating activities including general construction activities such as component installation and equipment delivery. Sounds generated would be within sound limits for quiet areas at regulated protected locations as required by these standards.

7.3.x. Aesthetic/visual impacts

The solar panels will be located near ground level and no offsite visual impacts are anticipated. There are no residential neighbors to the site.

Visual resources are primarily an issue where structures may be visible at a landscape scale. A Solar project would receive less scrutiny, except perhaps with the issue of glare and its effects on surrounding properties. Due to the remote nature of the Project area and the nature of the existing

clearing already being visible, visual impacts are not anticipated to be significant in extent.

7.3.11 Transmission infrastructure impacts

The interconnection point for the Kennebec Solar Project is located on site at an existing CMP transmission line that bisects the project area, adjacent to which NextEra will construct a new project substation; no additional transmission infrastructure improvement related impacts are anticipated.

7.3.12 Fuel supply access, where applicable

No fuel supply will be required during operations. A fuel supply plan will be developed for Project construction activities including a SPCC.

LONE PINE SOLAR SOLAR

7.3.i. Impacts during site development

No impacts are anticipated during the initial stages of site development. Environmental field surveys are being completed. The project owners, designers, and building contractors will work with local stakeholders during the permitting process to limit and mitigate any project development-related impacts on the surrounding community. Project impacts associated with project construction, including tree removal and road construction, will be avoided and minimized to the greatest extent practicable. The design process is on-going and permit applications to be filed will contain detailed impact calculations.

7.3.ii. Transportation infrastructure

The proposed project will utilize, to the extent possible, existing infrastructure for component delivery and construction access for the project. Most of the roads in the relatively rural area within and surrounding the proposed solar study area are gravel, town-maintained roads that serve single family residences and provide access to logging and agricultural areas. State roads in the vicinity of the solar project include State Route 202, which will be primary access road for most of the site construction. The study area is accessible from a variety of secondary roads, including Heath Road, West Lebanon Road, Lower Bailey Street, Skydive Lane, Lower Guinea Road, Richardson Drive, Ridlon Road, Italo Lane, Sawtelle Road, and Long Swamp Road. Overall, access to the study area is good. Overall, access to the project is good. There are several active and historic logging and gravel access roads that traverse the properties providing additional opportunity for utilizing existing infrastructure and reducing project costs and impacts. Temporary impacts to existing roads may occur during installation of the Project's generation tie-line as portions of existing road ROW will be used for the line.

7.3.iii. Air quality impacts

Besides temporary construction equipment emissions, there will be no operational air emissions from the solar site. Regional air quality should improve with the injection of clean renewable energy and potential resulting displacement of existing regional fossil generation.

Air quality will not be degraded by construction of the proposed Project. Construction activities may cause temporary effects on air quality in the form of exhaust from construction vehicles and dust from unpaved roads. However, these effects will be minimal due to the location of the Project in a rural environment and the limited duration of construction or need for significant ground disturbance.

Dust during construction would be the most likely form of air emissions; however, construction-related dust is not anticipated to be severe. The level of dust created by construction equipment is expected to be similar or less than existing ongoing logging operations in and around the Project area. No treatment is generally applied except where safety and visibility are problematic. Some areas, such as identified high use access roads, may be treated with calcium chloride, water, or other approved dust control agents where dust may be a nuisance or create safety concerns. This is generally expected to be on an as-needed basis.

There are no sources of emissions associated with the operation of the Project that will require an air permit or result in adverse impacts to air quality in or around the Project area.

7.3.iv. Access to water resources/water quality impacts

The Project will require no water resources other than for temporary construction needs. The site will be developed using comprehensive sedimentation and erosion controls including access roads. The site will primarily involve driving posts into the ground. An environmental audit program will continue to verify compliance with all water quality protection standards.

Potential sources of groundwater contamination during construction and operation include fuel, hydraulic and lubricating oils used in the operation of vehicles and construction equipment. Any potential spills of these materials from vehicles or equipment are typically small, low-volume, and of very short duration. Spills that are properly addressed in a timely manner should not pose any risk to groundwater quality because they are unlikely to come into contact with, or penetrate, the subsurface or subsurface groundwater. Procedures for handling these materials and preventing spills are described in the Construction SPCC for the proposed Project and will be filed with applicable state and federal agencies. These procedures establish a set of minimum requirements for spill prevention and response during construction and operations. The procedures incorporate measures developed and fine-tuned from experience during regionally representative construction projects, including input from the MDEP and other review agencies. The processes incorporated into the plan have proven successful at other NextEra Bidding Affiliates project sites for preventing spills and for addressing spills should they occur.

The use of herbicides, petroleum, and other hydrocarbon products during construction and operation may present a potential threat to groundwater quality; however, procedures established to prevent groundwater degradation during construction will be incorporated in the Project's Basic Standards and the Construction SPCC Plan. All contractors and on-site personnel will be trained to

follow these procedures and environmental inspectors will monitor for compliance.

Construction and operation of the Project will not significantly alter existing surface water drainage characteristics. Measures to address potential impacts and adherence to the design and procedural requirements will be implemented. The construction or operation of the Project is not expected to adversely affect water resources.

During construction, the operator will supply drinking water for workers and water for dust abatement on gravel access roads. Drinking water will be provided as bottled water. Water for dust abatement will be drawn from publicly accessible, off-site non-potable water sources, and will not include streams, brooks, or ground water sources. Surface water withdrawals will be conducted in accordance with the requirements of the MDEP.

7.3.v. Ecological and natural resources impacts

The Project will comply with all State and Federal requirements for natural resource protection. The existing site is currently partially fenced. Construction and operation compliance monitoring programs are planned and NextEra Bidding Affiliates has extensive experience with natural resource protection and reporting programs.

This Section summarizes findings based on desktop review of publicly available data and site visits to review specific conditions on the ground, and identifies the next steps to meet regulatory expectations and address natural resources present within the Project areas.

In coordination with MDIFW, MDEP, MNAP, USACE, and USFWS resource survey protocols were developed prior to the initiation of field surveys to better understand either known occurrences of rare, threatened, or endangered species or the process to address ascertaining whether or not they are present in the vicinity of the Project. The survey process also addresses establishment of a baseline level of information required to submit permit applications for the Project.

The Project will be required to conduct a wide array natural resource and wildlife assessments and field surveys in support of permitting for the Project. These pre-construction surveys will provide more detailed data to help avoid, reduce, and minimize project impacts. In addition, it will allow for a detailed regulatory assessment of the Project's potential impact to wildlife, wetlands, and fisheries. Surveys and assessments include the following:

- Wetland and stream delineations – desktop analysis with field verification, completed spring 2017. Full wetland delineation to be completed spring/summer 2018;
- Vernal pool surveys – preliminary field review complete, spring 2017. Final surveys to be conducted spring 2018;
- Bat surveys and habitat assessment – complete, summer 2017; and,
- Rare, threatened, and endangered plant and natural community surveys – to be completed spring/summer 2018.

The scope and methods for these studies is based on standard pre-construction survey methods for other development projects (i.e., guidelines outlined by the USFWS and MDIFW) and will be further

vetted during agency consultations. The standard of practice for the assessments is consistent with other studies conducted recently in Maine and in the northeast.

During construction a professional environmental inspector and a third party inspector will be present to observe compliance with best management practices, approved permit conditions, and erosion and sediment control plans. Any deviations from these guidelines would be discussed in advance with MDEP and/or the third party inspector. These inspectors are an important presence in the field to maintain compliance with permit conditions and maintain consistent communication on restrictions or protections with contractors.

7.3.vi. Land use impacts

The Lone Pine Solar Project will have limited construction and operational permanent impacts to land resources since the site has been previously cleared.

[REDACTED]

The properties proposed for the Project are primarily utilized for forestry and extractive industries (sand and gravel). Based on a review of publically available GIS data, there are no recreational trails within or immediately surrounding the study area. Due to current private nature of the parcels and the existing timber management and gravel operations, there are no expected adverse impacts to existing land uses.

7.3.vii. Cultural resources

In Maine, the vast majority of Native American camp or other significant artifact sites have been located within 150 feet (50 m) of water rivers/streams/ponds), generally in locations that are dry and level. Based on preliminary desktop review for the solar project study area, potentially archaeologically sensitive areas may be located along Keay Brook, Long Swamp Brook, and/or Salmon Falls River. The Project team will continue to consult with the MHPC and the relevant cultural resource officers in Maine and perform, as necessary, field review by experienced archeological consultants to determine site sensitivity and the need for avoidance and mitigation measures for any culturally significant areas.

Archaeological Resources

Sensitivity for prehistoric resources can be assessed based on key environmental characteristics as identified in the MHPC's predictive model for prehistoric archaeological site locations. These environmental features include the presence of level terrain, presence of well-drained soils, and relative proximity to a potable freshwater source. The MHPC predictive model categorizes areas of high, moderate, and low prehistoric archaeological sensitivity based on environmental variables, the presence of previously identified sites, and the results of previous archaeological surveys. Additional siting of Project structures after appropriate surveys are completed will avoid or minimize impacts to prehistoric cultural resources.

Architectural Resources

No previously identified architectural resources were identified within the Project area. It is possible, however, that a viewshed analysis will be required to determine if structures will be visible from sites on, or eligible for, the NRHP. Visual analyses will be completed to determine if solar panels and other infrastructure are visible from important structures on, or eligible for, the NRHP. Additional siting of Project structures after appropriate surveys are completed will further avoid or minimize impacts to architectural resources.

7.3.viii. Previous site use (e.g., greenfield, brownfield, industrial, etc.)

As noted previously, the site is currently and has historically been used for active forestry and sand and gravel extraction. At one time, it is likely the area was cleared entirely and used for pasture and other agricultural uses. The Project areas are primarily regenerating forest, currently being managed by the landowner for mature white pine. The project area is generally surrounded by single family, residential properties. There does not appear to have been any industrial use of the project areas. The NextEra Bidding Affiliates will continue to study the properties to ascertain information on historic land uses and their potential effects on the Project.

7.3.ix. Noise level impacts

The State of Maine DEP regulates noise under Chapter 375.10 of the Site Location of Development Law, and limits sound generated by new development. Noise is generally defined as unwanted or excessive sound. During the permitting process analysis of potential noise impacts at noise sensitive receptors (“NSRs”) is typically required. NSRs are locations where people reside or where the presence of unwanted sound could adversely affect the use of land. Examples of NSRs include residences, schools, hospitals, churches, libraries, and nursing homes. Based on a review of topographic maps and aerial photography, the primary NSRs in the study area are rural residences.

Noise issues associated with solar energy facilities are generally limited to construction activity. Construction activities involving the use of heavy equipment and an increase in traffic on local roads will result in a short term and temporary increase in noise levels. The elevated levels will be minimal and will only occur during normal working hours. Once the solar facility is fully operational, there will be little noise generated by the project inverters installed within the land release area (no noise will be generated at night). No significant concerns related to noise impacts are expected for the project.

7.3.x. Aesthetic/visual impacts

Visual/aesthetic impacts are primarily a project concern where new structures may be visible at a landscape scale. Solar projects have relatively minor visual footprints, due to their diminutive heights. A visual impact assessment will be undertaken to ascertain potential visual or aesthetic impacts of the project. The assessment will include a viewshed analysis to determine the extent of

the project that is visible from any designated scenic resources in the vicinity of the project. In coordination with state and local stakeholders a visual impact mitigation plan, if required or deemed necessary, will be developed.

7.3.xi Transmission infrastructure impacts

The interconnection point for the Lone Pine Solar Project is located on site at the existing CMP 345kV Buxton to Scobie Pond electric transmission line, adjacent to which the NextEra Bidding Affiliates will construct a new project substation. No additional transmission infrastructure improvement related impacts are anticipated.

7.3.xii Fuel supply access, where applicable

No fuel supply will be required during operations. A fuel supply plan will be developed for Project construction activities including a SPCC.

- 7.4 Provide documentation identifying the level of public support for the project including letters from public officials, newspaper articles, etc. Include information on specific localized support and/or opposition to the project of which the bidder is aware. Provide copies of any agreements with communities and other constituencies impacted by the project, and a plan for community outreach activities, and discuss the status of that plan.

Stakeholder engagement is a critical part of NextEra Bidding Affiliates' development strategy. We understand and value community dialogue, rigorous oversight, and siting standards. The NEER team has worked with communities throughout New England and the country to garner local support. In New England alone, this is illustrated by the letters of public support our Projects have received from their respective host communities throughout the region. (See Section 7.4 Attachment 1-10 Letters of Support for letter of support from the Towns of Sanford, ME, [REDACTED] Moscow, ME, Caratunk, ME, Bingham, ME, Hinsdale, NH, Sheldon, VT, Ludlow, VT, and a resolution of support from Brandon, VT). News articles and other coverage of our projects can also be found summarized in Section 7.4 Attachment 12 and Attachment 13.

Our community outreach plan utilizes a "partnership" approach. We invite town leadership, local business groups, environmental organizations, labor unions, and other identified stakeholders to learn the full scope of each project and the local, statewide, and regional advantages. Our message includes quantifying the Project's economic, environmental and energy advantages for the community and the region. In general, our primary messaging is driven by the economic advantages of each solar project. We focus on the potential of our projects' local, near and long-term property tax benefits and near term economic benefits of construction. Secondary messaging focuses on carbon and greenhouse gas reductions and progress toward meeting renewable energy goals.

Empowering these communities as partners not only helps build support, it also helps set a positive tone for the regulatory review process. The value of the NEER development approach can be seen in the recent success of Coolidge Solar I, LLC, which is also a subsidiary of NEER and an affiliate of the project companies bid into this solicitation. Coolidge Solar I, LLC is developing a 20 MW solar

project in Ludlow and Cavendish, Vermont. The project has received all of its permits, including its Certificate of Public Good from the Vermont Public Service Board in March 2017. The Coolidge Solar project is four times larger than any other solar project ever proposed in the state of Vermont to date.

Specifically, with respect to the proposed Projects, we have been actively working on public and community support, with details listed below.

NEW HAMPSHIRE

CHARIOT SOLAR

Public outreach for the Chariot Solar project has been on-going since early development of the project. In January 2017, Chariot Solar received a unanimous letter of support from the Hinsdale Board of Selectmen (See Section 7.4 Attachment 4 Town of Hinsdale). Chariot Solar has also successfully executed a PILOT Agreement with the Town of Hinsdale, which provides for a reliable and stable tax revenue stream from the Project to the Town of Hinsdale. Articles relating to public support of the Project and the PILOT Agreement are provided in Section 7.4 Attachment 12 and Attachment 13.

NextEra Bidding Affiliates has met with several stakeholders in New Hampshire, including state representatives and senators, Executive Councilors, municipal officials, regional planning commission directors and planners, state energy officials, and environmental organizations.

Additionally, Chariot Solar has been actively engaged with the local community and abutters to the proposed project site. Chariot Solar has invested significant time and resources to contact the project site's primary abutters. Through an in-person meeting, phone call, or mailing, Chariot Solar has reached out to each primary residence abutting the project site to introduce the project and address any concerns the abutters may have. Chariot Solar has received several signed letters from neighbors stating that they do not oppose the project. We are not aware of any opposition to the project to date. Chariot Solar is committed to continuing our public outreach and community engagement as we move into project permitting.

MAINE PROJECTS

Members of NextEra Bidding Affiliates have done significant public outreach work with towns, local industry groups, and environmental organizations throughout the State of Maine, on behalf of all of these projects. Additionally, prior to and during the permitting process, NextEra Bidding Affiliates will hold public informational meetings for each of the Projects to educate abutters and regional stakeholders regarding the Projects and to gather feedback. Additionally, to date representatives from NextEra Bidding Affiliates have met with regional environmental and economic investment organizations including:

Table 7.4A Completed Outreach Activities

Agency	Role & Areas of Involvement
U.S. Army Corps of Engineers	Clean Water Act policy and review (Section 404 permit application) Lead federal agency for NEPA review
U.S. Fish & Wildlife Service	Endangered, Proposed and Candidate Endangered Species Consultations pursuant to the ESA; Wetlands and Other Waterbodies; Bald and Golden Eagles; raptors and other Migratory Birds
Passamaquoddy Indian Nation	Natural, historic and cultural resources Economic opportunities
Maine Department of Environmental Protection	Lead State Permitting Authority Site Location of Development Act Natural Resources Protection Act Stormwater Permitting Compensatory Mitigation
Maine Department of Inland Fisheries and Wildlife	Rare, Threatened and Endangered Species and Natural Communities Game and non-Game Wildlife Rare, Threatened and Endangered Species and Natural Communities Fisheries Wetlands, Vernal Pools, Streams, and other Waterbodies
Land Use Planning Commission	Regulatory approvals in unorganized townships
The Nature Conservancy	Locally active charitable environmental organization with an office in Brunswick, Maine. Focused on advocacy and conservation of lands and waters.
Conservation Law Foundation	Very active intervenor in permitting process. Mission to move Maine towards being powered by affordable clean energy, to keep the air and water clean.
Maine Audubon	Advocacy group focused on conservation of Maine's wildlife and wildlife habitat.
Sierra Club of Maine	Volunteer group dedicated to protect Maine's wilderness heritage, promote clean air and water, fight global warming, and support pro-environment candidates and policies.
Maine Renewable Energy Association	Not-for-profit advocacy association of renewable power producers, suppliers, and supporters of the renewable power industry in Maine.
Associated General Contractors of Maine	Large local organized contractors group working on legislative policy, regulatory reform, business networking, and workforce development.
Senator David Woodsome	Chair of the Maine Legislature's Committee Environmental

Agency	Role & Areas of Involvement
and Senator Tom Saviello	Utilities and Technology Committee & Chair of the Maine Legislature's Committee Environmental and Natural Resources Committee
Maine State Chamber of Commerce	Considering themselves "The Voice of Maine Business", the Maine Chamber advocates on behalf of 5,000 companies before the Legislature and the Maine's regulatory agencies and through educational and networking events to ensure that the state's business environment continues to thrive by lowering the cost of doing business.
Mid-Maine Chamber of Commerce	The Mid-Maine Chamber of Commerce is dedicated and committed to promoting, educating, and advocating for business prosperity and regional economic improvement.
University of Maine at Farmington	College local to the Farmington Solar Project that has been involved in on-going project discussions. This historic university was established in 1864 as Maine's first public institution of higher education.
Maine Farmland Trust	Maine Farmland Trust is a statewide organization that's purpose is to protect farmland, support farmers, and advances in farming. This goal is not limited to protecting Maine farmland, but also to revitalize Maine's rural landscape by keeping agricultural lands working.

To date, stakeholders have received the NextEra Bidding Affiliates Maine solar projects positively.

Scheduled ongoing and future outreach scheduled to take place in July and August 2017, include the following:

- Kennebec Valley Council of Governments
- Kennebec Region Development Authority
- Greater Franklin Development Corporation
- Southern Maine Planning and Development Commission
- Sunrise Economic Development Council
- Somerset Economic Development Corporation
- Somerset Economic Development Corporation
- Greater Franklin Development Corporation
- Association of General Contractors
- E2Tech Maine

DAWN LAND SOLAR

The NextEra Bidding Affiliates project team has forged close relationships with the large-scale landowners in this part of Washington County, and the LUPC. Initial conversations with local

stakeholders in each of the host communities indicate that the Project will be viewed favorably for adding jobs, tax benefits, and secondary benefits from the influx of construction workers during development and operation.

[REDACTED]

[REDACTED]

[REDACTED] We are not aware of any opposition to the project to date. NextEra Bidding Affiliates is committed to continuing our public outreach and community engagement as we move into project permitting.

FARMINGTON SOLAR

Public outreach for the Farmington Solar project has been on-going since the early development of the project. The Town of Farmington executed a letter of support to Farmington Solar on March 21, 2016 (see Section 7.4 Attachment 3). NextEra Bidding Affiliates also worked with the Town of Farmington to support their development of a new solar ordinance that is overall conducive to allowing large scale solar development. This Solar Ordinance was passed by the Planning Board in November, 2016. Members of NextEra Bidding Affiliates are in regular communication with the Town to share project updates.

In addition to our team's work with the Town, State Senator Tom Saviello, (Chair of the State Legislature's Committee on Environment and Natural Resources), wrote a formal letter of support for the project in December 2016. Senator Saviello cited jobs, investment, and generating business for local companies and services as benefits to this project. Letters of support for this project are included as Section 7.4 Attachment 7. We are not aware of any opposition to the project to date. NextEra Bidding Affiliates is committed to continuing our public outreach and community engagement as we move into project permitting.

KENNEBEC SOLAR

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] NextEra Bidding Affiliates have also met with trade and economic development organizations like the Mid-Maine Chamber of Commerce to discuss the benefits of our projects. NextEra Affiliates is currently engaged with the neighboring towns of Clinton and Fairfield, ME on similarly-sized solar projects, and are planning to continue working with these towns, as well as Vassalboro, in devising favorable ordinances. We are not aware of any opposition to the project to date. The Project team is committed to continuing our public outreach and community engagement as we move into project permitting and has made plans with the Town Manager to roll-out the project in phases to the public over the coming months.

LONE PINE SOLAR

[REDACTED]

Members of NextEra Bidding Affiliates have forged strong relationships in York County, Maine on behalf of our Sanford Airport Solar project; a project contracted with the Massachusetts utilities as part of the New England Clean Energy RFP, issued in 2015. The Sanford Airport Solar project has received letters of support from the City of Sanford, and State Senator David Woodsome (Chair of the Legislature's Committee on Energy, Utilities, and Technology). These letters of support are included as Section 7.4 Attachments 6 and 7. [REDACTED]

[REDACTED]. We are not aware of any opposition to the project to date. NextEra Bidding Affiliates are committed to continuing our public outreach and community engagement as we move into project permitting.

- 7.5 For bids that include New Renewable Portfolio Standard Eligible Resources, provide documentation demonstrating that the project was or will be qualified as such. If the facility is already in operation, please indicate when the facility received such qualification.

The five solar photovoltaic Projects proposed here by NextEra Bidding Affiliates - Chariot Solar, Dawn Land Solar, Farmington Solar, Kennebec Solar, and Lone Pine Solar – will qualify as "new Class I renewable energy generating source[s]" as defined in Section 11F of Chapter 25A of the Massachusetts General Laws. The Projects will generate electricity using solar photovoltaic energy in accordance with M.G.L. c. 25A, § 11F subsection (b).¹³ The Projects are not existing facilities nor will they commence commercial operation prior to the date of execution of a long-term contract. Therefore, all Projects also conform to M.G.L. c. 25A, § 11F subsection (c), which provides that a Class I Eligible Resource must begin "commercial operation after December 31, 1997."¹⁴ Please refer to Table 3.5A in Section 3.5 for a listing of each project's expected commercial operation date.

- 7.6 All bidders must include sufficient information and documentation that demonstrates that the bidder will utilize an appropriate tracking system to ensure a unit-specific accounting of the delivery of Clean Energy Generation, to enable the Department of Environmental Protection, in consultation with DOER, to accurately measure progress in achieving the commonwealth's goals under chapter 298 of the acts of 2008 or Chapter 21N of the General Laws. The RECs and environmental attributes associated with Clean Energy Generation must be delivered into the Distribution Companies' NEPOOL GIS accounts.

NextEra Bidding Affiliates commit to delivering all RECs and other environmental attributes associated with our Clean Energy Generation directly to the Distribution Companies' NEPOOL GIS accounts.

- 7.7 Identify any existing, preliminary, or pending claims or litigation, or matters before any federal

¹³ M.G.L. c. 25A, § 11F(b) (available at: <https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter25A/Section11F>).

¹⁴ M.G.L. c. 25A, § 11F(c) (available at: <https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter25A/Section11F>).

agency or any state legislature or regulatory agency that might affect the feasibility of the project or the ability to obtain or retain the required permits for the project.

There are no existing, preliminary, or pending claims or litigation, or matters before any federal agency or any state legislature or regulatory agency that might affect the feasibility of the project or the ability to obtain or retain the required permits for the project.

SECTION 8: ENGINEERING AND TECHNOLOGY; COMMERCIAL ACCESS TO EQUIPMENT

This section includes questions pertinent to the engineering design and project technology. This section must be completed for a project that includes new facilities or capital investments for both generation and transmission components if applicable. Bidders should provide information about the specific technology or equipment including the track record of the technology and equipment and other information as necessary to demonstrate that the technology is viable.

- 8.1 Provide a reasonable but preliminary engineering plan which includes the following information:
- i. Type of generation and transmission technology, if applicable
 - ii. Major equipment to be used
 - iii. Manufacturer of the equipment
 - iv. Status of acquisition of the equipment
 - v. Whether the bidder has a contract for the equipment. If not, describe the bidder's plan for securing equipment and the status of any pertinent commercial arrangements
 - vi. Equipment vendors selected/considered
 - vii. History of equipment operations
 - viii. If the equipment manufacturer has not yet been selected, identify in the equipment procurement strategy the factors under consideration for selecting the preferred equipment

8.1.i. Type of generation technology, if applicable

The proposed technology for all of the solar Projects will be the same or similar to those components deployed globally in similar solar installations. The Projects will only utilize technology and equipment backed by warranty and performance guarantees sufficient to rely on from credit quality suppliers with sufficient deployment scope and quality for the purposes of financing. All components are representative of the final selection to be negotiated with vendors, but in no case will the final equipment be of less capability or quality than the provided data herein.

8.1.ii. Major equipment to be used

Each solar Project will be constructed utilizing the following major equipment:

Solar Panels – Solar PV panels are used to convert energy from the sun into DC energy. This equipment is based on proven materials and designs with many years of testing and field operations. Solar PV panels have been in commercial operation for decades and are not considered

unproven or high-risk technology.

Inverters – The Projects will utilize inverter systems to convert the DC energy from the solar PV panels to AC energy. These systems are deployed globally and are based on a multi-year track record of industry leading performance.

Balance of Plant – The balance of plant will include the posts, racking/tracking systems, AC and DC collection cables, grid interconnection equipment, medium voltage pad-mount transformers, and main step-up transformers. This equipment is not specific to the panels or inverters of the Project and has been deployed in multiple systems and across technologies. It is believed that all of these components are very low risk and have proven track records by multiple vendors for many years.

8.1.iii. Manufacturer of the equipment

Manufacturers have not yet been selected, but will fit the following criteria. Each Solar Project will be constructed utilizing Tier-1 crystalline silicon solar photovoltaic modules () with a forecasted individual capacity of approximately () watts dc per module. The Projects will be constructed using utility scale inverters ().

8.1.iv. Status of acquisition of the equipment

Equipment has not yet been acquired for any of the solar Projects.

8.1.v. Whether the bidder has a contract for the equipment. If not, describe the bidder's plan for securing equipment and the status of any pertinent commercial arrangements

No contract for equipment is in place for any solar Project. Please see Section 8.1.viii for a discussion of our procurement strategy.

8.1.vi. Equipment vendors selected/considered

For all solar Projects, please see Sections 8.1.ii and 8.1.iii for details on major equipment and manufacturers.

8.1.vii History of equipment operations

NEER affiliates have experience with the previously described equipment through their installation and operation at a number of in service universal scale solar projects, which are described in Section 11.5.

8.1.viii If the equipment manufacturer has not yet been selected, identify in the equipment procurement strategy the factors under consideration for selecting the preferred equipment

With an operating fleet of more than 2,000 MW of solar generation, NEER is intimately familiar with all of the equipment necessary to develop, construct, operate, and maintain a solar facility. NEE's Integrated Supply Chain team of nearly 500 people supports the material and services needs for all of NEE's subsidiaries and has long-term, in-depth relationships with the world's leading energy suppliers, including leading solar energy equipment manufacturers. This team engineered and constructed more than 1,100 MW of solar facilities in 2016 alone.

NEER has relationships with all of the top global suppliers and other major equipment manufacturers to ensure equipment is available when needed through its affiliates. NEER has not entered into any equipment supply agreements so that it can continue to optimize sites and lock in the most competitive prices for equipment. Supply agreements will be entered into pursuant to our standard practices that will guarantee delivery of the generating and other electrical equipment in a timeframe consistent with the proposed Commercial Operation Date. Selection of equipment manufacturer will be based on a combination of performance and cost-based considerations. Preferred equipment will include Tier-1 crystalline silicon solar photovoltaic modules and utility scale inverters.

- 8.2 If the bidder has not yet selected the major equipment for a project, please provide a list of the key equipment suppliers under consideration.

Please refer to responses in Section 8.1.vi above.

- 8.3 Please identify the same or similar equipment by the same manufacturer that are presently in commercial operation including the number installed, installed capacity and estimated generation for the past three years.

Many of NEER affiliate operating solar assets make use of Tier-1 crystalline silicon solar PV modules (such as supplied [REDACTED] or similar vendors). Please reference the solar projects shown in the [REDACTED] for more information regarding NEER generation assets.

- 8.4 For less mature technologies, provide evidence (including identifying specific applications) that the technology to be employed for energy production is ready for transfer to the design and construction phases. Also, address how the status of the technology is being considered in the financial plan for the project.

Not applicable for any of the NextEra Bidding Affiliates Projects; solar PV generation is a mature technology.

- 8.5 Please indicate if the bidder has a full and complete list of equipment needed for all physical aspects of the bid, including generation facilities, transmission lead lines, transmission proposals, and mandatory and voluntary transmission system upgrades. If not, identify the areas of uncertainty and when the full and complete list of equipment will be identified.

Equipment has not yet been secured for these projects. Based on the proposed Commercial Operation Dates, we intend to begin the procurement process for any long-lead-time equipment in 2019, or in 2018 for the Farmington Expansion, in order to ensure the lowest possible cost, while

also ensuring enough time is available for the manufacturers to produce the equipment and timely deliver it. See Section 8.1 for more detail.

Please see Section 8.1. viii above for more information about NEER's Integrated Supply Chain Team.

- 8.6 Please indicate if the bidder has secured its equipment for all physical aspects of the bid, including generation facilities, transmission lead lines, transmission proposals, and mandatory and voluntary transmission system upgrades. If not, identify the long-lead equipment and describe the timing for securing this equipment.

NextEra Bidding Affiliates have not secured equipment. Please see Section 8.1 for a discussion of our procurement strategy.

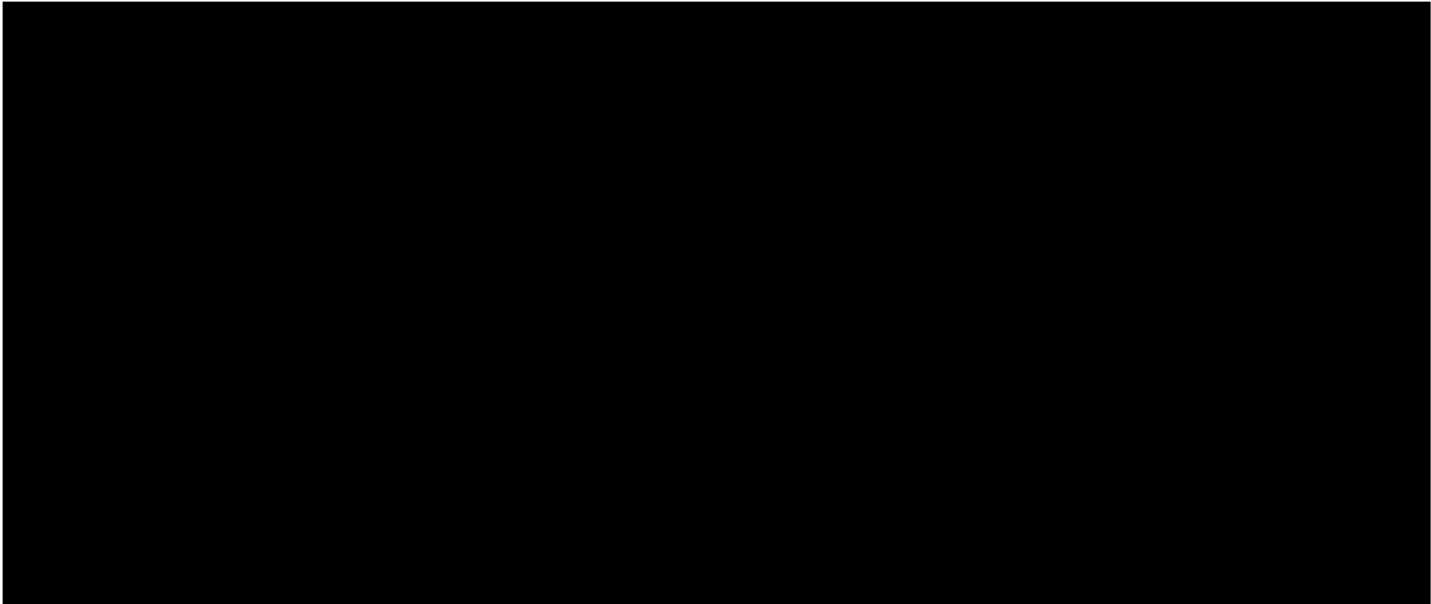
SECTION 9: OPERATION AND MAINTENANCE

Projects that can demonstrate that the operation and maintenance (“O&M”) plan, level of funding, and mechanism for funding will ensure reliable operations during the term of the contract or the tariff are preferred.

- 9.1 Provide an O&M plan for the project that demonstrates the long term operational viability of the proposed project. The plan should include a discussion of the staffing levels proposed for the project, the expected role of the project sponsor or outside contractor, scheduling of major maintenance activity, and the plan for testing equipment.

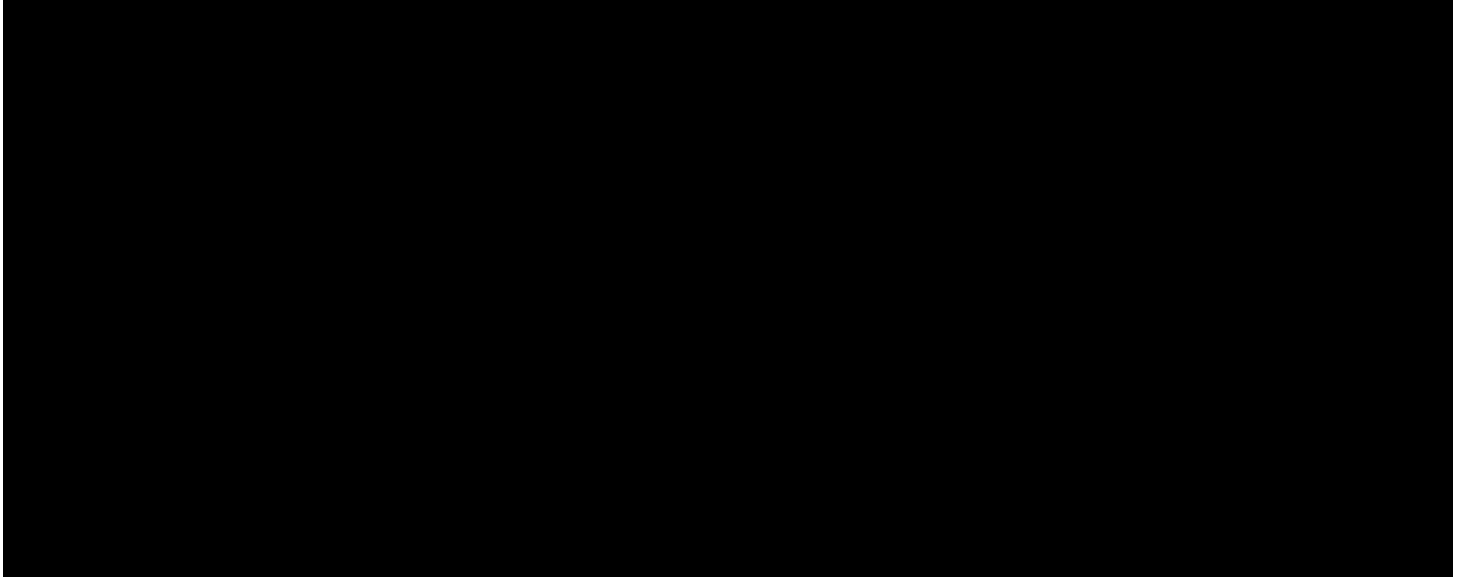
NEER has one of the largest O&M staffs supporting solar projects in the United States and for new projects hires new employees that live and work in the local community. On a case by case basis O&M may be contracted out for a short period of time or until scale economies required for internal staffing are reached.

The NextEra Bidding Affiliates Solar Projects will employ several regionally full-time technical service and administrative staff positions. Billing, accounting, audit, reporting, and other back office support will be supplied by NEER corporate personnel, with the understanding that staff may be combined and optimized with other affiliated generation projects in the area.



NEER’s solar fleet currently includes more than 2,000 MW. O&M is based on a “Fleet Approach” concept where one dedicated Power Generation Division manages and supports the entire NextEra portfolio. NEER currently has approximately [REDACTED] servicing its solar fleet in North America.

Critical parameters and overall performance are monitored on-site, and 24 hours a day at our FPDC in Juno Beach, Florida. The FPDC provides performance and reliability optimization through remote operation and fault reset capability, the use of advanced real-time equipment performance statistical modeling for advanced diagnostics, benchmarking among similar components, and replication of best practices across the fleet.



Fleet operations and maintenance is based on prevention as opposed to a reactive event response approach. It is supported at the fleet level by Production Assurance Engineers and Solar Fleet Team Subject Matter Experts (“SMEs”). It is their charge to provide Root Cause Analysis, Fleet Risk Analysis, and Mitigation Planning to assure countermeasures are done on a scheduled basis limiting lost production and revenue.

The NextEra Bidding Affiliates Solar Projects service and maintenance plan is based on NEE’s extensive operational experience with PV facilities and other generation technologies as described above. The plan may be modified, if necessary, as detailed designs are completed for the solar Projects.

A listing of typical activities performed during maintenance of the solar Projects can be found in Section 9.1 Attachment 1_Solar Site O&M Plan.

- 9.2 Describe in detail the proposed O&M funding mechanism and funding levels to support planned and unplanned O&M requirements.

Solar project O&M requirements are relatively low and are expected to be fully supported by the solar Project PPA revenue. Additionally, NEER’s financial strength allows for internal funding for O&M expenditures that may exceed project revenues during periods of outages and will be managed in accordance with the requirements typically provided for in project financing agreements.

- 9.3 Describe the terms (or expected terms) of the warranties and/or guarantees on major equipment that the bidder is utilizing or proposing to utilize.

Typical warranty terms provided by solar equipment manufacturers are detailed by technology below. The equipment has not been procured yet. Section 8 details the equipment procurement plan.

Modules: [REDACTED] performance guarantee subject to degradation adjustments.

Inverters: Inverter systems typically provide [REDACTED] warranty and performance guarantees for conversion efficiency, parasitic load, and noise levels.

Generator Step Up Transformer (“GSU”): GSU units typically provide a [REDACTED] workmanship guarantee for most components and performance guarantees for electrical losses, impedance, temperature rise, noise level, and overall operability.

Racking System: Racking systems typically provide a [REDACTED] warranty.

- 9.4 Describe the status of the project sponsor in securing any O&M agreements or contracts. Include a discussion of the sponsor’s plan for securing a medium-term or long-term O&M contract, including the expected provider of O&M services.

NEER will self-perform all O&M functions.

- 9.5 Provide examples of the bidder’s experience with O&M services for other similar projects.

NEER and its affiliates have a large O & M staff with more than 1,000 people that operate NEER’s renewable generation and transmission fleet. Our centralized maintenance and technical services teams include another 700 dedicated personnel that execute all standardized services and provide engineering and technical support services to NEER’s generating facilities. See Sections 2 and 9.1 through 9.4, and 11.5 for more details.

SECTION 10: PROJECT SCHEDULE

A bidder must demonstrate that its proposal can be developed, financed, and constructed and be technically viable within a commercially reasonable timeframe. The bidder is required to provide sufficient information and documentation that shows that the bidder's resources, process, and schedule are adequate for the acquisition of all rights, permits, and approvals for the project and for the financing of the project consistent with the proposed project milestone dates.

For Eligible Generation Facilities or Transmission Projects that are not yet in-service, bidders are required to provide a complete critical path schedule for the project from the notice of selection of the project for contract consideration to the start of commercial operations. For each project element, list the start and end date.

- 10.1 Identify the elements on the critical path. The schedule should include, at a minimum, preliminary engineering, financing, acquisition of real property rights, Federal, state and/or local permits, licenses, environmental assessments and/or environmental impact statements (including anticipated permit submittal and approval dates), completion of interconnection studies and approvals, procurement, facility contracts, start of construction, construction schedule, fuel supply, and any other requirements that could influence the project schedule and the commercial operation date.

NextEra Bidding Affiliates are pleased to provide the Master Bid project schedule (see Section 10.1 Attachment 1 to Attachment 5 Project Schedule) that includes critical path items of preliminary engineering, financing, acquisition of real property rights, Federal, state and/or local permits, licenses, environmental assessments and/or environmental impact statements (including anticipated permit submittal and approval dates), completion of interconnection studies and approvals, procurement, facility contracts, start of construction, and the construction schedule. No fuel supply elements are applicable for the Projects. Environmental approval critical path items are addressed in Section 7.2.

- 10.2 Detail the status of all critical path items, such as receipt of all necessary siting, environmental, and ISO-NE approvals.

Each of the NextEra Bidding Affiliates solar projects have achieved the following status on critical path items:

- Land control of an area sufficient to build each Project while avoiding and minimizing impacts to sensitive natural resources;
- Land control or land acquisition plan for the Project gen-tie to the anticipated point of interconnection;
- A preliminary environmental assessment that indicates that each Project has a clear and viable permitting pathway and schedule of approvals to meet the in-service date;
- Initiated environmental field surveys;
- A ISO-NE Queue Position or queue position in local transmission owner interconnection queue;

- A submission into the ISO-NE forward capacity market to qualify as a eligible capacity resource (except for Kennebec Solar, LLC, which will participate in the Show of Interest and Capacity Qualification process next year) ; and
- A preliminary engineering design.

Additionally, NextEra Energy Bidding Affiliate representatives have already engaged with each local community and have begun outreach activities with key constituents in the community and local area.

SECTION 11: PROJECT MANAGEMENT/EXPERIENCE

Bidders are required to demonstrate project experience and management capability to successfully develop (for a project that includes new facilities or capital investment) and operate the project proposed. The Distribution Companies are particularly interested in project teams that have demonstrated success in projects of similar type, size and technology and, for projects that include new facilities or capital investment, can demonstrate an ability to work together effectively to bring the project to commercial operation in a timely fashion.

11.1 Provide an organizational chart for the project that lists the project participants and identifies the corporate structure, including general and limited partners.

Please see Section 5.2 for an organizational chart of the NextEra Corporate Structure. Please also see Section 2 and Section 5.1 for a full description of the NextEra Bidding Affiliates and related companies.

NextEra Bidding Affiliates are relying on NEE, NEECH, and NEER as well as the leadership team listed in Section 11.4 below to evidence the development, construction, operation, maintenance, and financing experience for the renewable generation facilities for this RFP. As shown in the organization chart in Section 5.2, NextEra Bidding Affiliates are wholly-owned, indirect subsidiaries of NEER. NEECH in turn is a wholly-owned subsidiary of NEE and owns and provides funding for NEER and NEE’s operating subsidiaries, other than FPL and its subsidiaries.

NEE is a Fortune 200 company that is listed on the New York Stock Exchange (NYSE: NEE) and employs approximately 15,000 people. As of June 26, 2017, NEE had a market capitalization of approximately \$67 Billion (USD).

Through NEER and FPL, NEE owns and operates approximately 45,088 MW of electricity-generating facilities located in 30 U.S. States, four Canadian provinces, and Spain.

See the table below for a summary of the generating portfolio of NEE’s subsidiaries, FPL and NEER.

NEER is one of the largest wholesale generators of electric power in North America with approximately 19,000 MW of net generating capacity in operation. NEER produces the majority of its electricity from clean and renewable sources and is the global leader in producing electricity from the wind and sun with over 13,000 megawatts fueled by wind energy and over 2,000 MW from solar energy.

Led by Michael O'Sullivan, Senior Vice President of Development, NEER's development team of nearly 200 people has planned and developed some of the largest renewable energy projects in the world, notably growing NEER's wind portfolio from 1,745 MW in 2002 to 13,132 MW today. Similarly, NEER has grown its solar portfolio from 197 MW in 2012 to 2,016 MW today.

The engineering and construction teams include more than 100 people led by William Yeager, Executive Vice President of Engineering, Construction, and Integrated Supply Chain. NEE's Integrated Supply Chain team of nearly 500 people supports the material and services needs for all of NEE's subsidiaries and has long-term, in-depth relationships with the world's leading energy suppliers, including leading wind and solar energy equipment manufacturers. This team engineered and constructed more than 1,400 MW of wind and 1,100 MW of solar facilities in 2016 alone.

The O&M team is led by Miguel Arechabala, Executive Vice President – Power Generation Division, includes more than 1,000 people dedicated to the safe and efficient operation of our renewable energy facilities. Our centralized maintenance and technical services teams include another 700 dedicated personnel that execute all standardized services and provide engineering and technical support services to NEER's generating facilities.

Paul Cutler is Treasurer for NEE. The NEE Treasury team is responsible for the financing activities for the company and its subsidiaries, maintaining corporate credit ratings, banking relationships, short-term liquidity, and cash management functions. NEE's standard approach is to utilize internally generated funds to contribute equity to a project during the development and construction period and then obtain limited or non-recourse financing at or after the project's commercial operation date. As of March 31, 2017, NEE had approximately \$7.7 Billion (USD) of net available liquidity, primarily consisting of bank revolving line of credit facilities, letters of credit facilities, cash, and cash equivalents, less letters of credit issued under the credit facilities. Moreover, as of February 23, 2017, 67 banks participate in NEE's subsidiaries' revolving credit facilities.

- 11.2 For a project that includes new facilities or capital investment, provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, EPC contractor and proposed contractors), in developing, financing, owning, and operating generating or transmission facilities (as applicable), other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

Please see Section 11.5 Attachment 1 for a list of all generating projects within the NEER portfolio and [REDACTED] for a list of all renewable generating projects owned and operated by NEER affiliates prior to January 1, 2017 including operational parameters requested in Section 11.5. See the Executive Summary in Section 2 and Section 11.1 above for additional details of NextEra Bidding Affiliates and related companies experience in developing, owning and operating

generating facilities. Also, see Section 5 regarding financing capabilities of Bidding Affiliates and related companies.

- 11.3 For a bid that includes existing facilities, provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, EPC contractor and proposed contractors), in owning and operating generating or transmission facilities (as applicable), other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

Not applicable. None of the Solar Projects proposed herein are existing facilities.

- 11.4 Provide a management chart that lists the key personnel dedicated to this project and provide resumes of the key personnel. For Eligible Facilities or Transmission Projects that are not yet in-service, key personnel of the bidder's development team having substantial project management responsibilities must have:
- i. Successfully developed and/or operated one or more projects of similar size or complexity or requiring similar skill sets; and
 - ii. For a project that includes new facilities or capital investment, experience in financing power generation projects (or have the financial means to finance the project on the bidder's balance sheet)

NEER has assembled a team of accomplished professionals and subject matter experts to make up the core project team. This core team will draw upon the matrixed organization of shared resources for the project execution. These executives have extensive utility, independent power generation and project management experience and will have ultimate decision-making authority for the Projects included in this RFP.

The following pages provide a management chart and team biographical details and functional roles through all phases of the project, including development, engineering and construction, operation and maintenance, and financing.

GENERATION DEVELOPMENT

Michael O'Sullivan – Senior Vice President, Development

Michael (Mike) O'Sullivan is Senior Vice President of Development at NEER, the nation's leader in producing electricity from clean and renewable fuels and also the world leader in producing electricity from the wind and sun. Mr. O'Sullivan has spent 35 years working in the energy sector in the U.S. and Canada, including 16 years with NEER and its affiliates.

In his current role, Mr. O'Sullivan is responsible for overseeing the Company's generation project development efforts, including for wind and solar in North America. Under Mr. O'Sullivan's leadership, NEER has developed approximately 13,000 MW of wind and 2,000 MW of solar generating facilities.

Mr. O'Sullivan received his BS in Civil Engineering from the University of Notre Dame and earned an MBA from the University of Chicago.

Gregory (Greg) Schneck – Vice President, Solar Development

Mr. Schneck has spent 35 years working in the energy sector, including 19 years with NEER and its affiliates. He currently leads the Solar Development Group which has over 2,000 MW of projects in either operation or construction. Mr. Schneck has extensive experience in greenfield development and valuation of energy infrastructure assets throughout the United States, including a complete understanding of the economic, regulatory, environmental and transmission issues that affect value.

Mr. Schneck graduated with a B.S. in Electrical Engineering from the University of Tennessee.

ENGINEERING & CONSTRUCTION TEAM

William L. Yeager, Executive Vice President, Engineering & Construction, & Integrated Supply Chain

William (Bill) Yeager is Executive Vice President of Engineering, Construction, and Integrated Supply Chain for NEE. He is responsible for overseeing corporate-wide power plant engineering, construction activities, and corporate-wide sourcing activities. Mr. Yeager has 35 years of experience in the energy industry, all of which have been with NEE and its affiliates and has held his current position since January 2013.

Mr. Yeager holds a Bachelor of Mechanical Engineering degree from Georgia Tech and a Master's of Business Administration from the University of South Florida.

Thomas Broad, Vice President, Engineering & Construction

Thomas (Tom) Broad is vice president, engineering and construction for NEE. In his current role, Mr. Broad is responsible for leading the engineering and construction activities of NEE's generation fleet. He was named to this position in 2013.

Mr. Broad previously served as vice president, central maintenance, where he led the safe and cost-effective execution of major maintenance activities for FPL and NEER ' fossil-fuel and renewable generating assets throughout the U.S. and Canada. Prior to that, he was director, central maintenance. Mr. Broad joined the company in 1985 as a marketing services representative with FPL. His energy industry experience also includes service with Duke Energy as general manager of procurement for Duke Power and earlier as a plant manager for a combined-cycle merchant plant in Maine.

Mr. Broad earned a Bachelor of Science degree in Engineering - Marine from the Maine Maritime Academy and a Master of Business Administration degree from Nova Southeastern University. He is also a certified Six Sigma Black Belt.

Ron Reagan, Vice President, Integrated Supply Chain

Ron Reagan is Vice President, Integrated Supply Chain, for NEE. He has corporate responsibility for all aspects of the company's supply chain, including sourcing, materials management, inventory services, and logistics. Mr. Reagan was named to this position in October 2012.

Prior to his current role, Mr. Reagan served as NEE's vice president of procurement and materials management. In 2006, he joined the Power Marketing unit of NEER, the company's competitive generation subsidiary, serving as vice president of asset operations and trading. Earlier, he served in the business management organization with responsibility for several wind, solar, hydroelectric and natural gas assets. He joined the company's rate-regulated electric utility subsidiary, FPL, in 1990 and held operational and management positions in the power generation division.

Mr. Reagan holds a Bachelor of Science degree in Electrical Engineering from Clarkson University.

OPERATIONS TEAM

Miguel Arechabala, Executive Vice President, Power Generation

Miguel (Mike) Arechabala is Executive Vice President of the Power Generation division of NEE. Mr. Arechabala directs power production activities for all renewable and fossil-fueled plants of both of NEE's principal subsidiaries, FPL and NEER. He has held this position since January 2014. Mr. Arechabala has 35 years of power generation experience, all of which have been with NEE and its affiliates.

Prior to assuming his current role, Mr. Arechabala served as President of NextEra Energy España, S.L., a subsidiary responsible for development, construction, and operations of two solar thermal power plants in southwestern Spain. Before that, he was Vice President of Operations for all unregulated thermal and hydro generating assets at NEER, and prior to that operated plants in Texas for the same subsidiary. He has held positions of increasing responsibility including plant general manager at FPL's Martin plant, one of the electric utility's largest, and spent five years at FPL's Turkey Point nuclear plant.

Mr. Arechabala received his Bachelor of Science degree in Mechanical Engineering from the University of Miami and his Master of Science degree in Engineering Management from the University of South Florida. He is also a certified Six Sigma Black Belt.

Jonathan Bain, Vice President, Operations - North

Jonathan Bain is Vice President, Operations - North at NEER. Mr. Bain is responsible for all renewable and fossil generating assets in NEER's North Region. Mr. Bain has extensive plant management experience. Since he first joined the FPL team in 1999, he served as regional general manager for the Forney and Lamar Energy Centers and plant general manager at Maine Fossil, Jamaica Bay/Bayswater, Bellingham, and the Rhode Island State Energy Center. In his previous role as Vice President of Central Maintenance, Mr. Bain was responsible for the planning and execution of all NEER and FPL non-nuclear outages and maintenance projects.

Prior to joining NEER, Mr. Bain served as a field service engineer at Westinghouse Electric Corporation, where he was responsible for outage services on a wide range of Westinghouse combustion turbines and generators.

Mr. Bain earned a Bachelor of Science degree in Marine Engineering from Maine Maritime Academy and a Master of Business Administration from University of Rhode Island. He is also a certified Six Sigma Black Belt.

Carmine Priore III, PE - Vice President, Technical Services

Carmine Priore III is Vice President of Technical Services for NEE. He is responsible for technical support for our generation operating fleet. Mr. Priore has held this position since October 2016.

Prior to his current role, Mr. Priore served as vice president for all wind energy sites and their production throughout the United States and Canada. Before that, he was vice president of all thermal, hydro, and solar operations. Mr. Priore has also served as production assurance & business services, where his team provided reliability and financial services to NEE's power generation assets and regional plant general manager for the construction, startup and operation of the West County Energy Center – a clean, highly efficient, state-of-the-art 3,750 megawatt combined-cycle power plant located in Palm Beach County, FL.

Mr. Priore earned a Bachelor of Science degree with honors in Electrical Engineering from the University of Florida in 1989. He is a Registered Professional Engineer and obtained a combined Master of Science degree with honors in Business Administration and Industrial Engineering from the University of South Florida. Additionally, he completed the executive program, "Driving Corporate Performance" at Harvard Business School.

Helena Hernandez, Vice President, Central Maintenance

In her role as Vice President of Central Maintenance, Ms. Hernandez is responsible for the planning and execution of all NEER and FPL non-nuclear outages and maintenance projects. Ms. Hernandez assumed this role in October 2016.

Ms. Hernandez joined FPL in 1999 as a distribution engineer and consumer project manager in FPL's Power Delivery organization. In her 17-year career with the Power Delivery organization, she has held positions of increasing responsibility, including area manager, manager of Quality and Strategic Operations, Distribution Control Center general manager, and regional director of Northwest Distribution Operations.

Ms. Hernandez earned her Bachelor's degree in Engineering from Florida International University and an MBA from the University of Miami. She also earned her Six Sigma Master Black Belt.

FINANCE TEAM

Paul Cutler, Treasurer

Mr. Cutler is the Treasurer of NEE and has managerial responsibility for the financing activities for NEE and its various subsidiaries, maintaining corporate credit ratings, banking relationships, short-term liquidity, and cash management functions.

Mr. Cutler joined FPL in 1984 as a Financial Analyst. He was appointed to his current position in February 2003. Previously he served as Assistant Treasurer for NEE and Treasurer for NEER.

Mr. Cutler holds a Bachelor of Finance from Arizona State University, as well as a Master of Computer Information Systems and a Master of Business Administration from the University of Miami.

Destin Cook, Director of Finance, Financial Standards, and Analysis

Mr. Cook, Director of Finance, Financial Standards and Analysis, has managerial responsibility for corporate financing and project financing of NEE) wind and solar energy generation facilities. In this role, Mr. Cook leads corporate debt and equity issuances, as well as non-recourse bank loans and bond offerings, for NEE.

Mr. Cook has 9 years of financing experience with wind and solar generating facilities.

Mr. Cook has a Bachelor of Arts degree from Emory University and a Master of Business Administration degree from the University of Florida.

- 11.5 Provide a listing of all projects the project sponsor has successfully developed or that are currently under construction. Provide the following information as part of the response:
- i. Name of the project
 - ii. Location of the project
 - iii. Project type, size and technology
 - iv. Commercial operation date
 - v. Estimated and actual capacity factor of the project for the past three years
 - vi. Availability factor of the project for the past three years
 - vii. References, including the names and current addresses and telephone numbers of individuals to contact for each reference

For a complete list of NEER's renewable generation projects, please see [REDACTED]

11.6 With regard to the bidder's project team, identify and describe the entity responsible for the following, as applicable:

viii. Construction Period Lender, if any

Not applicable.

ix. Operating Period Lender and/or Tax Equity Provider, as applicable

Not applicable. See Section 5 for additional details.

x. Financial Advisor

Not applicable. See Section 5 for additional details

i. Environmental Consultant

TRC Environmental, Inc. is supporting the Chariot Solar, Farmington Solar, and Lone Pine Solar Projects. The Kennebec Solar Project is being supported by Tetra Tech, Inc. Both firms are continuing to conduct environmental field surveys, permitting and community/stakeholder outreach. Each of the firms has been involved with the respective projects since their inception. Both TRC and Tetra Tech have supported large renewable energy projects in New Hampshire, Maine, and nationwide. The local representatives of TRC and Tetra Tech have added their own years of working relationships, to the NextEra Bidding Affiliates' existing relationships with regulators and stakeholders in the region.

ii. Facility Operator and Manager

Self-performed. See Sections 2 and 9 for additional details.

iii. Owner's Engineer

Project engineering is managed internally.

iv. EPC Contractor (if selected)

The EPC contractor has not yet been selected. The EPC contractor will be selected via a competitive process at a time appropriate to maintain the schedule outlined in Section 10.

v. Transmission Consultant

Siemens PTI was responsible for providing electrical modeling associated with the Solar Projects.

vi. Legal Counsel

The NextEra Bidding Affiliates use in-house and outside legal counsel, as necessary, depending on the legal needs of the project. Currently, the NextEra Bidding Affiliates are using Matthew Manahan, a partner at Pierce Atwood, LLP, for environmental and land use law issues in Maine.

- 11.7 Provide details of the bidder's experience in ISO-NE other Markets affected by the bid. With regard to bidder's experience with ISO-NE markets, please indicate the entity that will assume the duties of Lead Market Participant for your Project. Please provide a summary of the proposed Lead Market Participant's experience with each of the ISO-NE markets.

NEER has a long-standing presence in New England with extensive development and operational experience in the region. NextEra Energy Marketing, LLC ("NEM"), formerly known as NextEra Energy Power Marketing, LLC ("NEPM"), is a direct wholly owned subsidiary of NEER, and will be the Lead Market Participant for the Projects. NEM is the energy trading and marketing arm of NEER. As such, NEM helps to manage a diverse merchant portfolio exceeding 17,000 MW nationwide. NEM transacts in all RTO/ISO markets in the United States, including in ISO New England.

NEM is the Lead Market Participant for all of the current NEER assets in New England. NEER is the majority owner of Seabrook Nuclear Power Plant in New Hampshire, sole owner and operator of the Wyman 1-3 and Cape 4-5 Fossil facilities, majority owner of the Wyman 4 Fossil facility, and joint owner of the Bellingham Energy Center. NEM was also the Lead Market Participant for 360 MW of hydroelectric facilities in Maine that were divested by NEER in 2013.

NEM manages more than 100 wind farms in 19 states and Canada at approximately 13,000 net MW, in addition to growing solar and battery storage portfolios. NEM is also the Lead Market Participant for a significant number of assets as part of its energy management services.

NEM operates a real time desk staffed 24X7 at its Juno Beach, Florida headquarters, and maintains a backup site in Central Florida for disaster recovery scenarios. NEM coordinates regulatory with plant personnel to discuss market conditions, operational limitations, and determine day ahead and real time offer protocols. NEM manages day-ahead generation energy and ancillary service offers into the ISO markets, coordinates scheduling as required, manages real time schedule adjustments and outage notifications, and communicates dispatch instructions to the facilities it manages.

SECTION 12: EMISSIONS

12.1 For existing generation facilities, provide emissions estimates based on available continuous emissions monitoring data. Where continuous emissions monitoring data is not available, provide emissions estimates based on the most recent stack emissions test conducted using an EPA reference method approved by the applicable permitting and enforcement authority. Where continuous emissions data or actual stack emissions test data are not available, provide emissions estimates based on emissions factors from the latest edition of EPA's AP-42, Compilation of Air Pollutant Emissions Factors.

For new generation facilities, provide emissions estimates based on available data from the unit manufacturer. Alternatively, provide actual emissions data determined in accordance with the paragraph above for a similar facility built within the past 3 years. Include copies of supporting documentation for all emissions estimates.

Project Anticipated Emissions, expressed in pounds/megawatt-hour (lbs/MWh)

Source of Information	Date of Test (if applicable)	Greenhouse Gases (all except methane) Expressed as Carbon Dioxide equivalent (CO ₂ e)	Nitrogen Oxides (NO _x)	Sulfur Oxides (SO _x)	Carbon Monoxide (CO)	Particulate Matter (PM 2.5)	Methane (CH ₄)
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

12.2 Describe any past investments that will, or have been made to your facility to improve its emissions profile or any planned future investments made to your facility in order to improve its emissions profile. Pollutant specific emissions improving technologies include, but are not limited to:

- NO_x – Selective/Non-Selective Catalytic Reduction
- SO_x – wet/dry scrubbers
- PM – fabric filter/bag house, electrostatic precipitator, cyclone separator
- CO – oxidation catalyst

Investments that improve overall emissions include, but are not limited to:

- equipment tune-ups (improves combustion efficiency and emissions)
- boiler tube replacements (improves heat transfer efficiency and reduces fuel use)
- other efficiency improvements (e.g., installing a heat exchanger to use waste heat to pre-heat feed water to the boiler)

Include control equipment specifications, date(s) of installation, expected life of equipment, benefits gained from the addition of such equipment, etc.

Not applicable. The projects will not have any operational emissions and thus no improvements. However, the Projects will provide renewable energy and help displace existing generation sources and their associated emissions. The greenhouse gas (CO₂) reductions are addressed in respective generation projects under Section 12.3.

- 12.3 Describe how your project will contribute to the Massachusetts 2008 Global Warming Solutions Act (GWSA) and the 2010 Clean Energy and Climate Plan for 2020. Describe how your project will contribute both to the short term 2020 goal, and longer term 2050 goal found in these laws.

The Massachusetts global warming goals will be directly and positively impacted by the Solar Projects. The Massachusetts progress toward the 2020 greenhouse gas emissions reduction goal in the Global Warming Solutions Act is continuing but additional renewable resources are needed for both the 2020 and 2050 goals. The State Progress report notes that there are, “three strategies expected to deliver most of the emission reductions in Energy Generation and Distribution: the import of clean power from outside the region, the retirement of two coal plants in the Commonwealth and growing renewable energy generation in New England through the Renewable Portfolio Standard.”

The proposed Solar Projects will result in a total annual reduction of 323,594 CO₂ short tons in Massachusetts once operational in late-2020, representing a 2.4 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency’s Integrated Planning Model (version 5.16). All of the Solar Projects would provide renewable energy for the equivalent total of 85,430 Massachusetts residences based on the most recent 2015 data of Massachusetts residential energy use (US DOE EIA). The Solar Projects will continue to provide significant CO₂ reductions annually to the 2050 goal but definitive estimates are not possible based on the uncertainty of CO₂ emission rates and totals for this long term date.

CHARIOT SOLAR

The Chariot Solar Project would result in an annual reduction of 49,478 CO₂ short tons in Massachusetts once operational in late-2020. This would be a 0.37 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency’s Integrated Planning Model (version 5.16). The Project would provide renewable energy for the equivalent of 13,063 Massachusetts residences based on the most recent 2015 data of Massachusetts residential energy use (US DOE EIA).

DAWN LAND SOLAR

The Dawn Land Solar Project would result in an annual reduction of 77,323 CO₂ short tons in Massachusetts once operational in late-2020. This would be a 0.57 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency’s Integrated Planning Model (version 5.16). The Project would provide renewable energy for the equivalent of 20,413 Massachusetts residences based on the most recent 2015 data of Massachusetts residential

energy use (US DOE EIA).

FARMINGTON SOLAR

The Farmington Solar Project would result in an annual reduction of 23,444 CO₂ short tons in Massachusetts once operational in late-2019. This would be a 0.17 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency's Integrated Planning Model (version 5.16). The Project would provide renewable energy for the equivalent of 6,189 Massachusetts residences based on the most recent 2015 data of Massachusetts residential energy use (US DOE EIA).

KENNEBEC SOLAR

The Kennebec Solar Project would result in an annual reduction of 20,818 CO₂ short tons in Massachusetts once operational in late-2020. This would be a 0.15 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency's Integrated Planning Model (version 5.16). The Project would provide renewable energy for the equivalent of 5,496 Massachusetts residences based on the most recent 2015 data of Massachusetts residential energy use (US DOE EIA).

LONE PINE SOLAR

The Lone Pine Solar Project would result in an annual reduction of 152,530 CO₂ short tons in Massachusetts once operational in late-2020. This would be a 1.13 percent reduction in CO₂ short tons from Massachusetts anticipated 2020 forecast of 13,461,612 CO₂ short tons in 2020 from electric generating sources based on the U.S. Environmental Protection Agency's Integrated Planning Model (version 5.16). The Project would provide renewable energy for the equivalent of 40,268 Massachusetts residences based on the most recent 2015 data of Massachusetts residential energy use (US DOE EIA).

SECTION 13: CONTRIBUTION TO EMPLOYMENT AND ECONOMIC DEVELOPMENT AND OTHER DIRECT AND INDIRECT BENEFITS

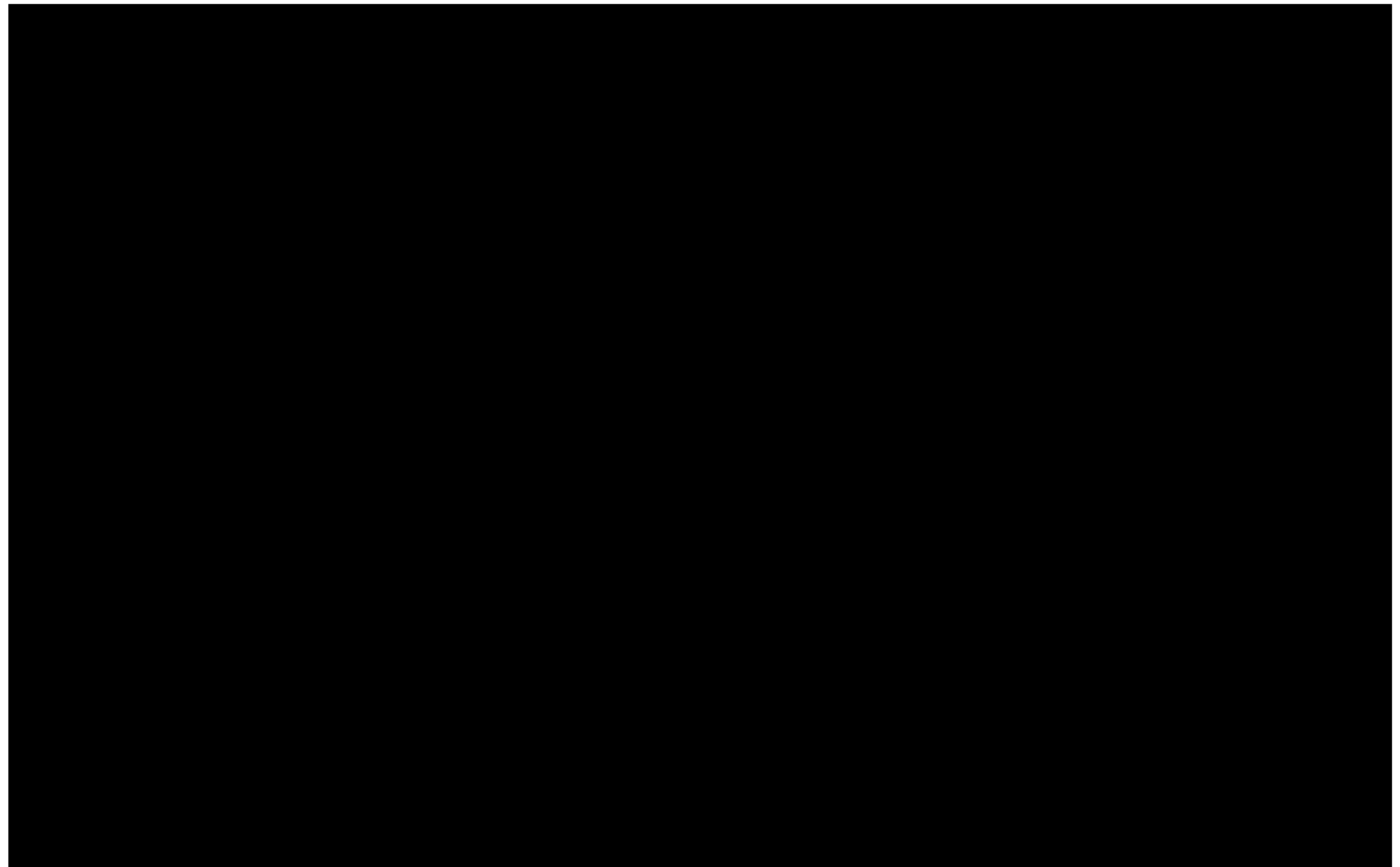
- 13.1 Please provide an estimate of the number of jobs to be created directly during project development and construction (for a project that includes new facilities or capital investment), and during operations, and a general description of the types of jobs created, estimated annual compensation, the employer(s) for such jobs, and the location. Please treat the development, construction, and operation periods separately in your response.

NextEra Bidding Affiliates are committed to supporting the local and regional economy through job creation and training and will work with local and regional contractors and unions to the greatest extent possible. This partnership will help to ensure local resources are available for current and future NextEra projects in the region, and will support career opportunities for hundreds of workers in the New England region. The five Projects will cumulatively create a total of approximately [REDACTED] during construction (Table 13.1A), and [REDACTED] during operation (Table 13.1B). In total, the five Projects will create [REDACTED] of GDP¹⁶ within New England. As noted in Section 7.4, Maine Senator Saviello cited jobs, investment, and generating business for local companies and services as benefits to these projects and specifically Farmington Solar.

¹⁵ Job-year is defined herein as the equivalent of one job over one year; this unit is used to combine construction and operation period labor which occur over different time periods.

¹⁶ GDP is defined herein using a value added approach that takes the difference of total gross economic output and the cost of intermediate inputs.

Values presented in Table 13.1A are estimates based on National Renewable Energy Laboratory (“NREL”) Jobs and Economic Development Impact (“JEDI”) model (Release Number PV10.07.14).



- 13.2 Please provide the same information as provided in response to question 13.1 above but with respect to jobs that would be indirectly created as a result of the proposed project.

Please see Table 13.1A and Table 13.1B.

- 13.3 Please describe any other economic development impacts (either positive or negative) that could result from the proposed project, such as creating property tax revenues or purchasing capital equipment, materials or services for New England businesses. Please provide the location(s) where these economic development benefits are expected to occur.

Development, construction, and operation of the proposed Projects would result in the following economic benefits within the States of Maine and New Hampshire and the New England region:

- Direct and indirect job creation as discussed in Sections 13.1 and 13.2
- Capital investment, including procurement of construction-related equipment and materials, totaling approximately:

[REDACTED]

- Property tax payments of:

Additionally, landowners at the generating sites will benefit financially from the Projects through land leases, fee acquisitions, easements, or other similar instruments. To the extent not already specified elsewhere in your response, please address the factors listed in Section 2.2.2.9 and describe any benefits or impacts associated with the proposed project.

- 13.4 To the extent not already specified elsewhere in your response, please address the factors listed in Section 2.2.2.9 and describe any benefits or impacts associated with the proposed project.

NextEra Bidding Affiliates' Solar Projects provide a competitive fixed price to ratepayers of the Commonwealth of Massachusetts that acts as a hedge against future market pricing volatility. The proposed projects benefit Massachusetts ratepayers additionally by adding more renewable energy to the market, decreasing the region's carbon footprint, and providing more stable energy pricing over the life of the Projects (even beyond the contract term) because the solar Projects 'fuel' is not subject to changes in market conditions and prices.

- 13.5 Describe how your project will (a) contribute to reducing winter electricity price spikes in Massachusetts, and (b) guarantee energy delivery in winter months. Class I RPS eligible projects must guarantee that 70% of energy in their delivery profile of the Winter Peak Period will be delivered over the course of every Winter Peak Period (see Section 2.2.2.7). Clean Energy Generation for projects containing firm service hydroelectric generation, and Clean Energy from new Class I RPS eligible resources paired with firm service hydroelectric generation, will be required to submit a delivery profile with no Winter Peak Period hour less than 60 percent (60%) of their highest annual single hourly delivery claimed in their annual delivery profile.

- a. contribute to reducing winter electricity price spikes in Massachusetts

To the extent price spikes are an issue in the winter months, the NextEra Bidding Affiliates' Solar Projects will contribute to reducing winter price spikes by moderating system load, as explained in Section 3.4, and its guaranteeing of the energy delivery from these Projects in winter months as explained below in 13.5 b.

- b. guarantee energy delivery in the winter months

As noted in Section 4.2, the NextEra Bidding Affiliates guarantee 70% of the energy in the respective delivery profile for the Winter Peak Period over the course of every Winter Peak Period as offered on the CPPD forms.

- 13.6 If applicable, please demonstrate any benefits to low-income ratepayers in the Commonwealth, and the impact, if any, those benefits will have on the cost to the project.

Please refer to Section 13.4 describing the benefits the NextEra Bidding Affiliates' solar Projects will provide to the Commonwealth of Massachusetts.

SECTION 14: ADDITIONAL INFORMATION REQUIRED FOR TRANSMISSION PROJECTS (AND ALL SYSTEM UPGRADES ASSOCIATED WITH PROPOSED TRANSMISSION PROJECTS)

Bids that include Transmission Projects (and all System Upgrades) must also provide the following information:

14.1 Transmission Project Information:

i. Overall project description

Not applicable as the Projects within this proposal are solar generation facilities.

ii. The operating voltage of the proposed project: kV: Not Applicable

iii. The type of structures (such as steel towers or poles) that would be used for the proposed project

Not applicable as the Projects within this proposal are solar generation facilities.

iv. The length of the proposed transmission line and the type(s) of terrain and land ownership of the proposed ROW

Overhead miles: Not Applicable

Underwater/underground miles: Not Applicable

Terrain:

Not applicable as the Projects within this proposal are solar generation facilities.

v. The substation facilities (number of breakers, transformers, etc.) required at each terminal of the proposed project and information as to how the new facilities would interconnect to any existing facilities.

Not applicable as the Projects within this proposal are solar generation facilities.

vi. The estimated costs of the proposed project broken out into separate categories as described below for transmission facilities and substation facilities in nominal year dollars.

a. For cost of service or modified cost of service proposals:

1. Provide the capital cost estimate presented as a buildup of costs by category, such as environmental, engineering, civil works, materials, equipment, construction, construction management, physical and price contingencies, allowance for funds used during construction (AFUDC), and all other

categories for which recovery under FERC would be sought. These categories are illustrative; aggregate costs into the categories most relevant to the development of the proposed project. All costs should be provided in nominal dollars.

Not applicable as the Projects within this proposal are solar generation facilities.

2. For projects with transmission and substation components, separate the costs into two rows (e.g. use one row for substation construction and a second for transmission construction). Describe the detailed financial plan on a monthly basis during the construction period, e.g., for 3 years or as long as necessary. The plan should present the costs and financial outlays in each month of the construction period, and the corresponding sources of financing (equity contribution and debt drawdown), as in the following illustrative table. Data should include an estimate of the cost of both physical and price contingencies during the construction period. The financing plan should indicate the ability to finance the construction of the proposed project under base case and contingency scenarios.

Not applicable as the Projects within this proposal are solar generation facilities.

3. Describe the proposed financing sources and instruments.

Not applicable as the Projects within this proposal are solar generation facilities.

4. Sources of funds for construction and working capital - include name of entity providing debt financing, loan amounts, interest rates, repayment period, grace period during construction; and equity provided by project sponsor.

Not applicable as the Projects within this proposal are solar generation facilities.

5. Sources of funds for unexpected repairs or replacement construction during the operating period, e.g., replacement of tower. Note: the operating period is the applicant's estimate of the useful life or accounting life of the transmission project element(s).

Not applicable as the Projects within this proposal are solar generation facilities.

- b. If the bidder is proposing fixed-rate pricing rather than cost-of-service or modified cost-of-service pricing, provide sufficient information and assessment to show that

the proposed project, including any necessary transmission network upgrades, is financially viable. In this regard, provide capital cost estimates and operation and maintenance cost estimates and the basis for your estimates, including the extent to which estimates are based on vendor contracts or vendor quotes, your experience in the development, construction and/or operation of similar projects, your approach regarding contingency and risk management, and your proposed financing plan. All costs should be provided in nominal dollars, although inflation and cost escalation estimates should be provided. Please describe in detail the due diligence you have conducted in developing your pricing and tariff proposal.

Not applicable as the Projects within this proposal are solar generation facilities.

- vii. Not applicable as the Projects within this proposal are solar generation facilities. Provide a proposed schedule for project development through release for operation that includes key critical path items, such as:

- a. Develop contracts for project work

Not applicable as the Projects within this proposal are solar generation facilities.

- b. Completion of studies and receipt of approvals needed for the interconnection

Not applicable as the Projects within this proposal are solar generation facilities.

- c. Permitting; R/W and land acquisition

Not applicable as the Projects within this proposal are solar generation facilities.

- d. Engineering and design

Not applicable as the Projects within this proposal are solar generation facilities.

- e. Material and equipment procurement, including identification of long lead time equipment

Not applicable as the Projects within this proposal are solar generation facilities.

- f. Facility construction

Not applicable as the Projects within this proposal are solar generation facilities.

- g. Agreements (interconnection, operating, scheduling, etc.) with other entities

Not applicable as the Projects within this proposal are solar generation facilities.

- h. Pre-operations testing

Not applicable as the Projects within this proposal are solar generation facilities.

- i. Project in-service date

Not applicable as the Projects within this proposal are solar generation facilities.

- j. Other items identified by the bidder

Not applicable as the Projects within this proposal are solar generation facilities.

- viii. Bidder must indicate whether it proposes to recover abandonment costs for its transmission project from the Distribution Companies, as described in Section 2.2.2.6.2 of this RFP. If so, Bidder must acknowledge that recovery of any such abandonment costs shall be in accordance with FERC rules and policies, and also acknowledge that in no event will a Bidder seek to recover abandonment costs if the abandonment was caused directly or indirectly by some act or failure to act of the Bidder. Bidder must further affirmatively commit not to seek from FERC or any other agency or authority any treatment of abandonment costs inconsistent with the provisions of Section 2.2.2.6.2 of the RFP. To the extent the Bidder proposes to recover abandonment costs, such proposal should be further described as set forth in Appendix C-2 of this RFP.

Not applicable as the Projects within this proposal are solar generation facilities.

14.2 The proposed payment required for the transmission project and all system upgrades.

- i. All proposals must include significant cost containment as stated in the RFP.

Not applicable as the Projects within this proposal are solar generation facilities.

- ii. List all situations which may change the proposed payments by consumers during the contract term.

Not applicable as the Projects within this proposal are solar generation facilities.

- iii. Identify any limits placed upon the bidder's post-contract term rates according to current FERC rules.

Not applicable as the Projects within this proposal are solar generation facilities.

- iv. Identify all other project revenues which may be received by the bidder during the contract term which would not reduce rates paid by consumers.

Not applicable as the Projects within this proposal are solar generation facilities.

- v. If the proposed payments may change during the contract term or the proposal is based on cost of service, the bidder must provide the method that transmission owner shall use to determine the payment for the Transmission Project under the transmission Rate Schedule or Tariff and Service Agreement to be filed with FERC. If the proposed payment is a formula rate, the Eligible Bidder must also provide the formula and its proposed inputs that the transmission owner will file with FERC.

Not applicable as the Projects within this proposal are solar generation facilities.

- vi. If the proposed payment is based on the Transmission Project's cost of service and may change during the contract term based on changes in the cost of service, a full revenue requirements model must be included and submitted as a working Excel spreadsheet with the formulas intact.
 - a. Provide the annual revenue requirement forecasts for the project – including assumptions. Provide a draft version of the revenue requirement calculation in a format that is similar to what would be included in the Rate Schedule or Tariff and Service Agreement application to FERC, indicating the forecast revenue requirement amounts and all assumptions used in the calculations. This should include but not be limited to the assumptions regarding rate of return, depreciation life, split between debt and capital, AFUDC and weighted cost of capital, and a detailed estimate of the anticipated average annual operating and maintenance cost. Provide the information requested in Section 14.1.a of the Bidder Response Package.

Not applicable as the Projects within this proposal are solar generation facilities.

- vii. If the pricing proposed is based on cost of service, detail all cost containment commitments. Examples of such commitments include fixed price components, cost overrun restrictions, or other cost bandwidth provisions that are proposed to limit ratepayer risk must be clearly defined.

Not applicable as the Projects within this proposal are solar generation facilities.

- viii. Please include full and complete descriptions of all cost containment measures that you propose to be included in your pricing. Additionally provide any supporting documentation for any savings or methods of savings including cost caps on any portion of your project. Please include working excel spreadsheets to more fully explain how your cost containment measures should work. Please provide details and notes that describe the nexus between the cost containment provisions in your proposal and those supporting documents and spreadsheets. Please provide examples about how any cost containment measures you are proposing would work.

Not applicable as the Projects within this proposal are solar generation facilities.

- ix. To the extent that you are proposing different interconnection scenarios that affect cost please include full and complete cost information on each scenario. Please describe all interconnection and transmission upgrade costs required to interconnect at the Capacity Capability Interconnection Standard and to ensure full dispatch, including transmission upgrades that may need to occur beyond the point of interconnection.

Not applicable as the Projects within this proposal are solar generation facilities.

- x. Please describe the coordination of the availability of the Clean Energy Generation and any associated transmission or distribution facilities. All proposals must include a project schedule, and proposals including a combination of transmission and Clean Energy Generation should propose complete critical path schedules, for both elements of the project, from the notice of selection for contract consideration to the start of commercial operations (the “Baseline Schedule”). Please describe all aspects of your proposal that protect ratepayers from risks associated with payments for transmission costs when any associated expected Clean Energy Generation, as proposed by the bidder, is absent, reduced, or curtailed as compared to the Baseline Schedule.

Not applicable as the Projects within this proposal are solar generation facilities.

- xi. Please describe your approach to avoid line losses.

Not applicable as the Projects within this proposal are solar generation facilities.

- 14.3 The schedule of the payments defined in 14.2 above including when the payments will commence, how often payments will be required, and the length of time over which payments will be required. In no event may payments commence before the Transmission Project is placed in service.

Not applicable as the Projects within this proposal are solar generation facilities.

- 14.4 The design life of the project

Not applicable as the Projects within this proposal are solar generation facilities.

- 14.5 A description of the reliability benefits of the proposed Transmission Project and its impact on existing transmission constraints

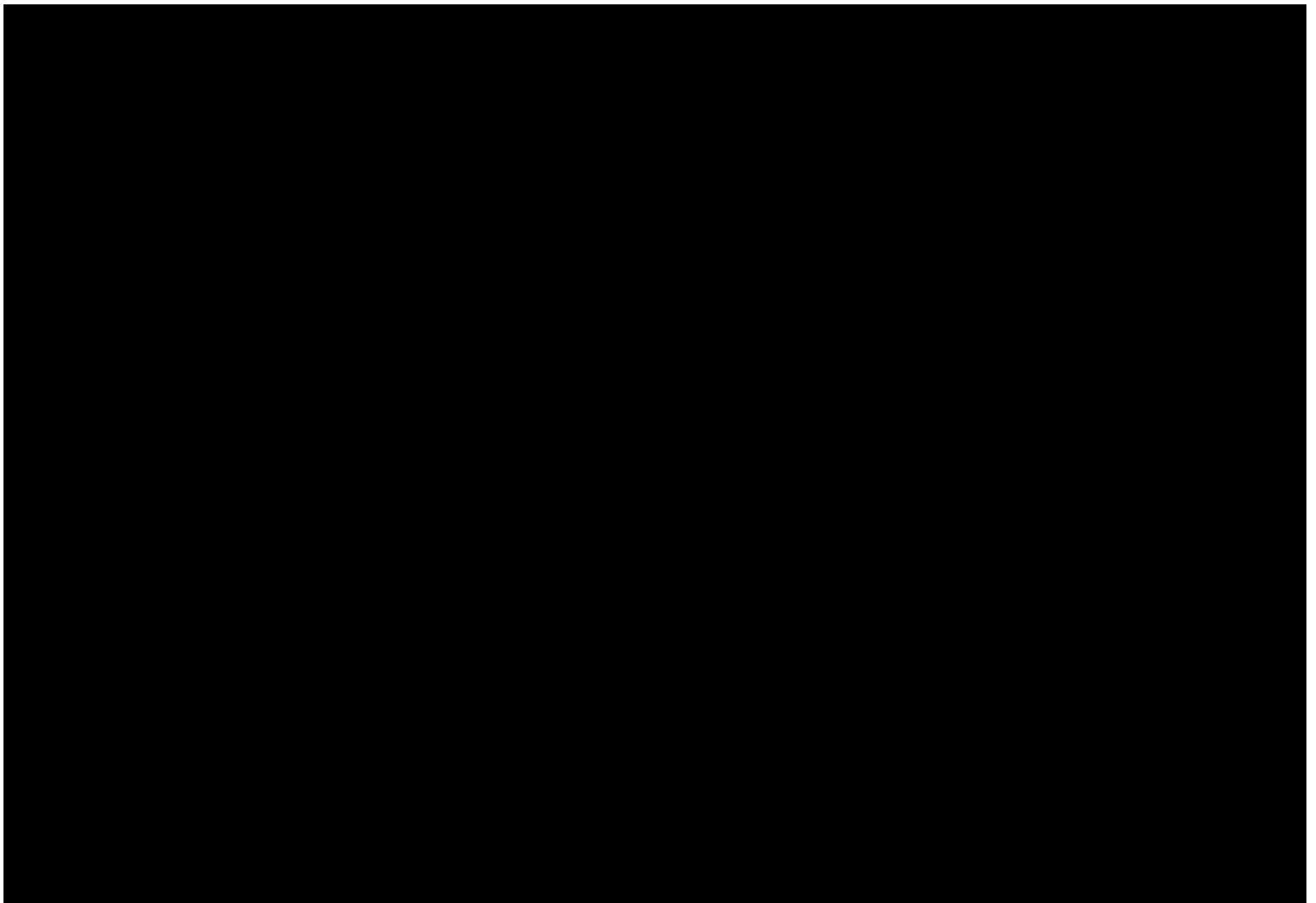
Not applicable as the Projects within this proposal are solar generation facilities.

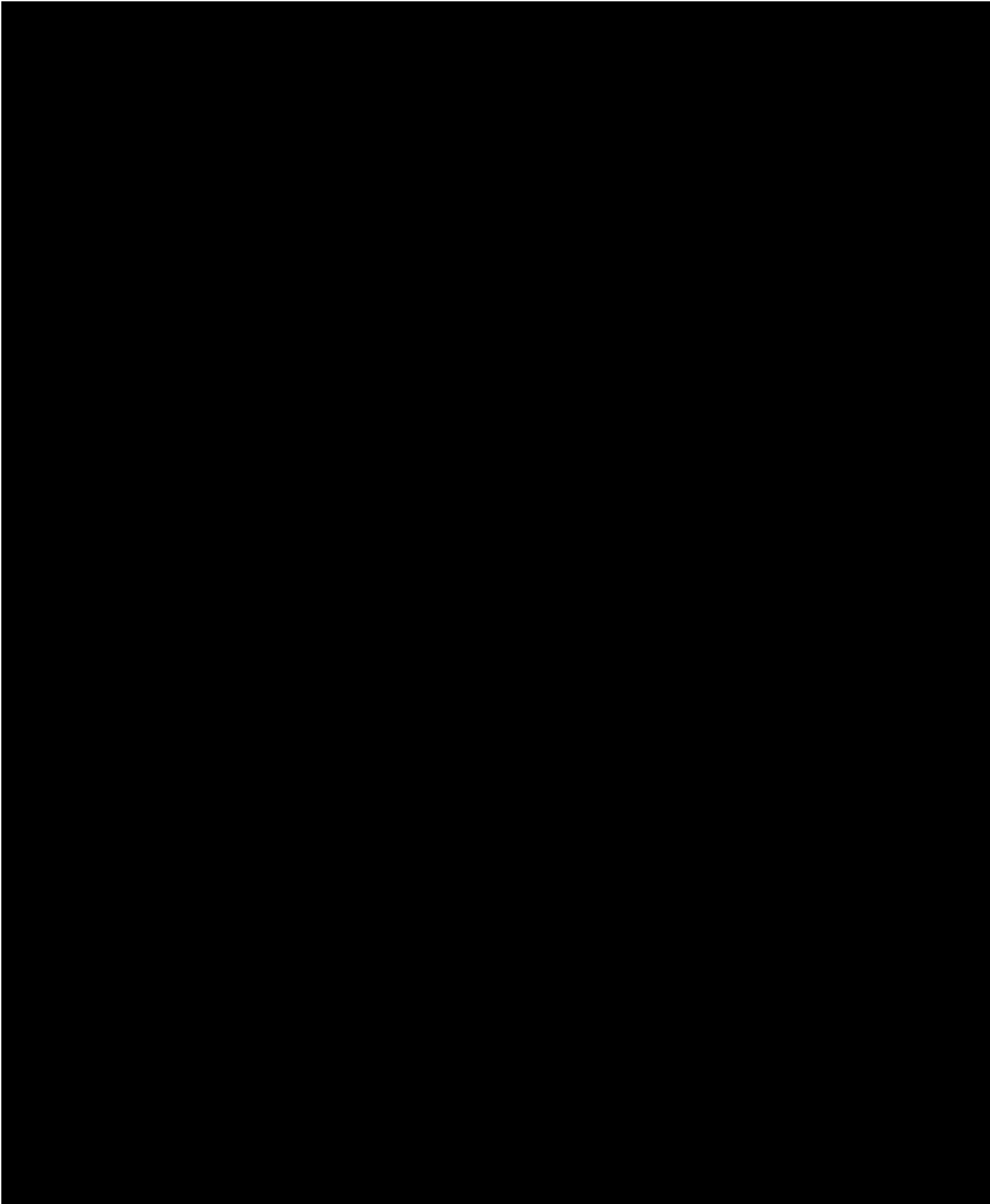
SECTION 15: EXCEPTIONS TO FORM PPA AND/OR VARIATIONS FROM THE PROPOSED TARIFF REQUIREMENTS

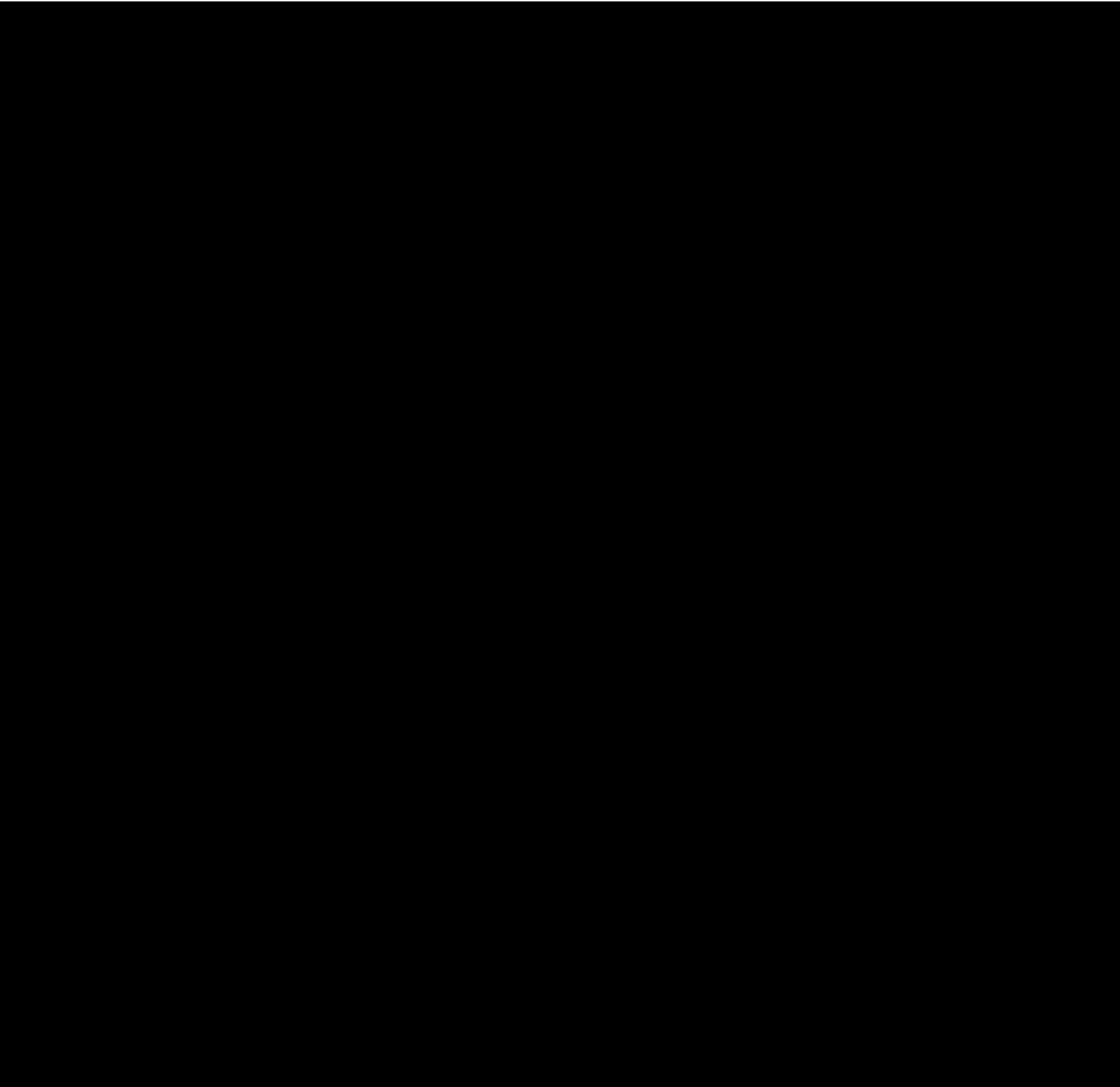
Please attach an explanation of any exceptions to the Form PPAs set forth in Appendix C-1 or Appendix C-2 to this Notice, including any specific alternative provisions in a redline format to the Form PPA. Transmission bids must contain a proposed tariff, rate schedule or transmission service agreement ("Transmission Agreement") that the Bidder proposes as the vehicle for recovery of its transmission costs from the Distribution Companies. In addition, all transmission bids must separately contain a detailed summary of the material provisions of the proposed Transmission Agreement. Such a summary should include, but not be limited to, a discussion of the key provisions set forth in Appendix C-3, as well as a cross-reference to the corresponding sections of the proposed Transmission Agreement where such provisions may be found.

Bidders are discouraged from proposing changes to the Form PPA and or variations from the Proposed Tariff requirements.

Please see Section 15 Attachment 1 NextEra Bidding Affiliates' redline to Draft PPA Class I. A summary of the proposed changes are included below.







APPENDIX D

Certification and Authorization

Please see:

- Chariot Solar: See Attachment Appendix D1 CA_ Signed
- Dawn Land Solar: See Attachment Appendix D2 CA Signed
- Farmington Solar: See Attachment Appendix D3 CA Signed
- Kennebec Solar: See Attachment Appendix D4 CA Signed
- Lone Pine Solar: See Attachment Appendix D5 CA Signed

APPENDIX H

Please see the following Attachments for the Bid Fee calculations:.

- Chariot Solar Bid Fee 1: See Attachment Appendix H1
- Dawn Land Solar Bid Fee 2: See Attachment Appendix H2
- Farmington Solar Bid Fee 3: See Attachment Appendix H3
- Kennebec Solar Bid Fee 4: See Attachment Appendix H4
- Lone Pine Solar Bid Fee 5: See Attachment Appendix H5