

PUBLIC VERSION

Commercially sensitive and proprietary information has been redacted pursuant to RFP Sections 1.7.3 and 1.7.4 and Appendix E, shown as [REDACTED]. Documents noted as “Confidential Proposal only” are provided in the unredacted Confidential Proposal.

Appendix A – Bidder Response Form

Section 83E

Request for Proposal

Application Form

Applicant Information

Applicant: Dispatch Energy

Contact: Joseph Brogan

Address: 410 Park Avenue, Suite 1520, New York, NY 10022

Phone: 518-524-6023

Email: jbrogan@dispatchenergy.com

Instructions for Distribution Project Bid Packages

As described in Section 1.7.3, bidders may submit multiple Distribution Project proposals as part of a bid package that could include common aspects for each bid (e.g. bidder experience). Even though there may be common bid aspects, each project proposal shall be considered separately.

For these Distribution Project packages, bidders should submit one copy of Appendix A: Bidder Response Package that provides information for the common aspects of the bid package. These common aspects are described below, both as to the RFP and the Appendix A. Bidders should only provide multiple versions of specific Appendix A subsections, as required, for each individual project.

For example, if a bidder has one Transmission Project (Project A) and three distribution projects (Projects B, C, D), the Bidder should submit one complete Bidder Response Form for Project A, one Bidder Response Form with all Common Distribution responses for Project B, C, and D, and individual Bidder Response subsections for each Project B, C, and D.

Stage 1 - Eligibility, Threshold, and Other Minimum Requirements	Distribution Project versus Transmission Project
2.2.1.1 Eligible Project Size	Minimum bid size greater than 1MW; Bidders may submit multiple projects (i.e. a portfolio of projects) which must clearly define each project size; Bidders submitting multiple Distribution Projects can make any of their Distribution Projects contingent upon other proposals within this solicitation. Bidders may not submit proposals that are positively contingent on circumstances outside the acceptance of a proposal in this solicitation (e.g., proposals accepted in solicitations in other states). Bids cannot be contingent on prior approved long-term contracts.
2.2.1.2 Eligible Commercial Operation Date and Other Requirements	SMART projects are not eligible to participate in this solicitation; projects must enroll in the interconnecting Distribution Company's Wholesale Distribution Tariff; projects must enroll in the Operational Parameters for Energy Storage Systems Tariff; COD requirement same as Transmission
2.2.1.3 Pricing Requirements Conforming Forms of Pricing	See requirements for Environmental Attribute LTCs

2.2.1.4 Bidder Disclosure of Affiliations and Affiliate Relationships	Same requirements as Transmission projects
2.2.1.5 Contract Term	Same requirements as Transmission projects
2.2.1.6 Capacity Requirements	Distribution Projects must include a commitment to take the steps outlined in the ISO-NE tariff to screen for and, if applicable, establish equivalent Capacity Network Resource Capability.
2.1.1.7 Delivery Requirements	Same requirements as Transmission projects
2.2.1.8 Interconnection Requirements	Distribution Project proposals must include a commitment to take the necessary steps to qualify for equivalent Capacity Network Resource Capability, as defined by ISO-NE.
	I.3.9 approval needed or describe why approval is not necessary. All technical reports or system impact studies should 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.
	Same requirements as Transmission projects as applicable
2.2.1.9 Proposal Completeness: Bidder Response Forms, Form LTCs, and Form MOU	Bidders of Distribution Projects will be provided a standard form long-term contract that will not be negotiable.
2.2.1.10 Bid Fees	Same requirements as Transmission projects
2.2.2.1 Facilitate Financing of Energy Storage Systems	Same requirements as Transmission projects
2.2.2.2 Site Control and Other Agreements	Same requirements as Transmission projects
2.2.2.3 Technical and Logistical Viability	Same requirements as Transmission projects

2.2.2.4 Ability to Finance the Proposed Project	Same requirements as Transmission projects
2.2.2.5 Bidder Experience	Same requirements as Transmission projects
2.2.2.6 Providing Enhanced Electricity Reliability within the Commonwealth	Same requirements as Transmission projects
2.2.2.7 Abandonment Costs	Same requirements as Transmission projects
2.2.2.8 Adequately Demonstrate Project Viability in a Commercially Reasonable Timeframe	Same requirements as Transmission projects
2.2.2.9 Contribution to Employment; Economic Development Benefits	Same requirements as Transmission projects
2.2.2.10 Utilizing an Appropriate Tracking System to Account and Enable for GWSA Goals	Same requirements as Transmission projects
2.2.2.11 Discussion of Safety Plan and Environmental Assessment	Same requirements as Transmission projects
2.2.2.12 Benefits to Environmental Justice Populations and Low-Income Ratepayers in the Commonwealth, and Transitioning Fossil Fuel Communities	Same requirements as Transmission projects
2.2.2.13 Diversity, Equity and Inclusion	Same requirements as Transmission projects
2.2.3 Security Requirements	Same requirements as Transmission projects
2.2.4 Unreasonable Balance Sheet Impacts	Same requirements as Transmission projects
2.2.5 Shifting of Risks in Long-Term Contracts	Distribution Projects will not be provided the opportunity to mark-up or negotiate the Long-Term Contracts

Section A-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. Each Transmission Project and Distribution Project submitted by bidder must include a unique, accompanying CPPD document.

Attachment: ZPB-416 CPPD workbook (Excel) — redacted PDF included in the public version; unredacted working Excel file provided with the Confidential Proposal.

Section A-2: Executive Summary of the Proposal

The bidder is required to provide an executive summary of the project proposal that includes a complete description of the proposed Energy Storage System bid, the proposed contract term and pricing schedule, interconnection plan, the overall project schedule and other factors the bidder deems to be important. A table summarizing proposal(s) including details such as storage project location, interconnection location(s), capacity (MW), duration (hours), projected annual average CPECs or Environmental Attributes (if applicable), energy storage technology to be deployed, commercial operation date, pricing (e.g., \$/CPEC, \$/environmental attribute, \$/MWh), etc. is encouraged. Bidders submitting multiple Transmission Projects or Distribution Projects must provide an executive summary for each project.

The Hadley Energy Storage Project is a standalone, front-of-the-meter battery energy storage facility with a nameplate rating of 4.848 MW AC (operating at 98% power factor within the 4,947 kVA facility rating) and approximately 25.075 MWh of storage capacity (a discharge duration of approximately five hours at the facility's output limit), located at 0 Breckenridge Road (off Mt. Warner Road) in Hadley, Massachusetts, and interconnecting to the Eversource distribution system at 13.8 kV. As a standalone, grid-charged storage resource, it is offered as a Distribution Project under the Section 83E mid-duration solicitation.

[REDACTED]

Proposed Energy Storage System

[REDACTED]

Proposed Contract Term and Pricing Schedule

Dispatch Energy proposes a long-term contract for the project's Clean Peak Energy Certificates and associated Environmental Attributes under the form Long-Term Contract for Distribution Projects. The proposed contract is a 20-year Environmental Attribute LTC for CPECs, covering contract years 1 through 20 and commencing at the [REDACTED] COD. Pricing follows a firm, declining schedule — [REDACTED] — and is not subject to increase for any reason, including the unavailability of any federal or state tax credit, incentive, or subsidy. Total contracted deliveries, the total contract value, and the quantity-weighted average price are [REDACTED]. The contracted CPEC schedule reflects the Clean Peak Near-Term Resource Multiplier applicable through the first ten contract years, and expected system degradation thereafter, net of the planned 5. [REDACTED]. The annual schedule is set forth below; the CPPD workbook governs in the event of any inconsistency.

Contract Year	Contracted Rate (\$/CPEC)	Contracted CPEC Generation
1	[REDACTED]	[REDACTED]
2	[REDACTED]	[REDACTED]
3	[REDACTED]	[REDACTED]
4	[REDACTED]	[REDACTED]
5	[REDACTED]	[REDACTED]
6	[REDACTED]	[REDACTED]
7	[REDACTED]	[REDACTED]

Contract Year	Contracted Rate (\$/CPEC)	Contracted CPEC Generation
8	[REDACTED]	[REDACTED]
9	[REDACTED]	[REDACTED]
10	[REDACTED]	[REDACTED]
11	[REDACTED]	[REDACTED]
12	[REDACTED]	[REDACTED]
13	[REDACTED]	[REDACTED]
14	[REDACTED]	[REDACTED]
15	[REDACTED]	[REDACTED]
16	[REDACTED]	[REDACTED]
17	[REDACTED]	[REDACTED]
18	[REDACTED]	[REDACTED]
19	[REDACTED]	[REDACTED]
20	[REDACTED]	[REDACTED]
Total (20 contract years)	[REDACTED]	[REDACTED]

Interconnection Plan

[REDACTED]

Overall Project Schedule

The project is being developed to achieve commercial operation in advance of the December 31, 2032 deadline. [REDACTED]. Eversource's interconnection construction timeline is expected to support utility-side readiness by COD.

Other Key Factors

Advanced development maturity: Site control and advanced interconnection position: site control is held under an executed Option to Lease with the landowner (fully executed October 2, 2026), and interconnection is contracted under an executed ISA with Eversource (effective January 12, 2023, as revised July 3, 2023) with fixed system-modification scope and costs — together materially de-risking delivery. The ground lease implementing the option terms will be executed ahead of construction start.

Permitting status: the Hadley Conservation Commission has issued a negative Determination of Applicability (recorded February 9, 2022) confirming the project area is not subject to the Wetlands Protection Act or its buffer zone, extended to February 2027 under the 2024 state permit-extension act; the USFWS review is complete (July 6, 2026); the FAA prescreen requires no notice filing; and the Massachusetts Historical Commission (MHC) did not respond to the Project Notification Form (delivered July 7, 2026) within the 30-day statutory review period — review constructively closed. [REDACTED]. Building and electrical permits are ministerial construction-stage items.

[REDACTED]

Clean Peak eligibility: following completion of permitting, the project will apply for its Clean Peak Standard Statement of Qualification and the Clean Peak Near-Term Resource Multiplier. Sufficient

NTRM capacity remains available for award, and the project’s timeline positions it well for receipt; once the Clean Peak qualification is in hand, the project will file for an extension of the NTRM deadline to [REDACTED].

Portfolio bid: Hadley is one of six Massachusetts distribution-sited storage projects offered by Dispatch Energy in this solicitation.

Proposal Summary Table

Project name	Hadley Energy Storage Project (ZPB-416)
Project company	[REDACTED]
Storage project location	0 Breckenridge Road (off Mt. Warner Road), Hadley, MA 01035
Interconnection location	Eversource 13.8 kV distribution feeder 18G4 (Podick Substation), tap at pole #12, Mt. Warner Road, Hadley (front-of-meter)
Capacity (MW AC)	4.848 MW (nameplate; 4,947 kVA facility rating at 98% power factor, per one-line Rev 9)
Storage energy (MWh)	25.075 MWh DC nameplate (~24.13 MWh AC at POI)
Duration (hours)	~5.0 hours AC at POI at COD at the 4,848 kW nameplate (5.17 hours DC)
Energy storage technology	[REDACTED]
Projected annual average CPECs	[REDACTED] (contract years 11–20, with year 10 transitional as the NTRM rolls off); [REDACTED] total over the term
Commercial operation date	[REDACTED]
Pricing	[REDACTED]

Section A-3: Operational Parameters and Operational Schedule

Please answer the following questions in Section A-3 for each Transmission Project and Distribution Project being bid. If developing the project in phases, please break out information for each phase.

3.1 Energy Storage System Operations Project Summary – Please provide the following:

[REDACTED]

3.2 Describe the operation of the proposed Energy Storage System: (i.e. run hour limitations, ramp rates, spinning reserves, regulation up, regulation down). Please provide proposed operational management terms that memorialize the operational commitments of the facility.

[REDACTED]

3.3 Describe the location of the Energy Storage System, in terms of:

- i. **Anticipated interconnection point:** Eversource distribution system at 13.8 kV (feeder 18G4 out of the Podick Substation), adjacent to the project site at 0 Breckenridge Road / Mt. Warner Road, Hadley, MA (see Section A-6 and the one-line diagram).
- ii. **Proximity to large loads and/or clean energy generation:** Multiple distributed solar generation facilities operate in close proximity to the site on the surrounding Eversource distribution system — the Impact Study identifies approximately 5.5 MW of existing distributed generation on feeder 18G4 (against a feeder peak load of approximately 4.9 MW) and approximately 19.5 MW of aggregate DER on the Podick Substation transformer, with midday reverse power flow identified as a pre-existing condition. The facility's charging is targeted at midday periods of high solar production, allowing the system to absorb locally generated renewable energy during minimum-load hours and shift it to the evening peak windows when it is needed most. This reduces reliance on fossil-fueled generation during peak hours, reduces curtailment risk for the nearby solar resources, and supports voltage and load-flow management on the local system — increasing grid reliability without additional transmission or distribution investment.
- iii. **Impact on fossil-fuel generator operation:** By targeting evening peak discharge (aligned with Clean Peak discharge hours), and charging during high renewables penetration hours, the system should reduce the need for peaker plant generation and shift clean power to the times when it is most needed.
- iv. **Proximity to other Energy Storage Systems:** Hadley is one of six distribution-sited storage projects offered by Dispatch Energy in this solicitation.
- v. **Strategic siting for grid benefits:** The facility is sited on the Eversource 13.8 kV feeder 18G4 out of the Podick Substation, a feeder with approximately 5.5 MW of existing distributed generation against a peak load of approximately 4.9 MW and a light load of approximately 1.5 MW — midday reverse power flow on the feeder and at the substation transformer is a documented, pre-existing condition. The project is engineered around these local grid conditions: the battery charges during midday periods of high solar output — absorbing distributed generation that otherwise drives reverse power flow and voltage-management burdens — and discharges at its full 4,848 kW output into the evening peak windows when solar production rolls off and load ramps. The interconnection scope also reconductors portions of the local feeder and adds a recloser, leaving the local system better instrumented and protected. The net effect is approximately 4.85 MW / 25 MWh of

dispatchable, utility-visible capacity embedded at the distribution level, serving evening peak load locally, reducing peak-period feeder loading and losses, and supporting reliability without any new transmission investment.

3.4 Describe the proposed technology and equipment manufacturer by name and model (include inverter characteristics if applicable).

[REDACTED]

3.5 Describe the viability and operational reliability of the proposed technology and track record of the manufacturer. Provide examples of similar applications of the same size and scope and evidence of meeting operational delivery plans in other energy storage projects.

[REDACTED]

3.6 Please provide an Environmental Attribute delivery plan and a charge/discharge profile for the proposed project, including supporting documentation. This documentation may be either an hourly storage use schedule or planned charge and discharge schedule. In your plan, please account for forecasted weather data and market assumptions over the life of the proposed contract. The energy production/delivery profile must provide the expected Generation to be delivered into the ISO-NE market settlement system by the Energy Storage System to allow the Evaluation Team to determine the reasonableness of your projections. Such information should be consistent with the charge/discharge profile provided above and also considering any and all constraints to physical delivery into ISO-NE. Describe the operation of the Energy Storage System, including whether the proposed Energy Storage System will be classified as a Binary Storage Facility or Continuous Storage Facility, the designation of the ISO-NE Markets that the Energy Storage System would participate in, and the plan to operate in multiple ISO-NE Markets.

[REDACTED]

3.7 Please describe how, as a Qualified Energy Storage System as defined in 225 CMR 21.00 Clean Peak Energy Standard (CPS), the storage system will meet the CPS requirements to operate primarily to store and discharge renewable energy. Specifically, please describe any co-location or contractual pairing with an RPS qualified resource, describe/include plans for charging coincident with periods of typically high renewable energy production, or include an operational schedule in the Qualified Energy Storage System's Interconnection Service Agreement demonstrating that the Qualified Energy Storage System serves to resolve load flow or power quality concerns otherwise associated with intermittent renewable energy resources.

The project is a standalone, grid-charged Qualified Energy Storage System pursuing qualification under 225 CMR 21.00. Its qualification path is charging coincident with periods of typically high renewable energy production and resolution of load-flow concerns associated with intermittent renewable resources. The facility's charging is targeted at midday high-production hours (and overnight wind-based hours), and it discharges at full output into the evening peak windows each season. Following completion of permitting, the project will apply for its Clean Peak Standard Statement of Qualification and the Near-Term Resource Multiplier — sufficient NTRM capacity remains available for award, and the project's timeline positions it well for receipt — and will file for an extension of the NTRM deadline to [REDACTED] once the Clean Peak qualification is in hand.

3.8 Please list and describe all anticipated revenue streams associated with the Energy Storage System, including, but not limited to, the designation of the ISO-NE Markets that the Energy Storage System would participate in, the plan to operate in multiple ISO-NE Markets, and revenue streams from other third-party contracts/arrangements. For existing facilities, describe existing operations, revenues, and participation in ISO-NE Markets and describe any planned changes in operation, participation in ISO-NE Markets, and revenue streams.

[REDACTED]

3.9 Maintenance Outage Requirements – Specify partial and complete planned outage requirements in weeks or days for all generation facilities and associated facilities required for the delivery of energy from the generation facilities to the delivery point. 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).

[REDACTED]

3.10 Operating Constraints – Specify all the expected operating constraints and operational restrictions for the project (e.g., limits on the number of hours a unit may be operated per year or unit of time or charge / discharge cycles per year).

[REDACTED]

3.11 Degradation mitigation plan – If applicable to the proposal’s technology type, specify the anticipated degradation rate (absent any mitigation) and plan for mitigation of output degradation (e.g., augmentation schedules or over build plans).

[REDACTED]

Section A-4: Environmental Attribute Delivery Plan

4.1 For each Transmission Project and Distribution Project being bid, please provide documentation and information demonstrating that the project will deliver into the Distribution Companies’ NEPOOL GIS accounts, GIS Certificates representing CPECs and any other Environmental Attributes, as applicable associated with the energy storage project. Please describe whether transfer of all GIS Certificates is authorized under the current ISO-NE GIS rules and protocols, or if a rule or protocol change is required. To the extent such change is required, please provide details regarding the proposal and the process for implementing the change.

The project will register with the NEPOOL Generation Information System and deliver GIS Certificates representing CPECs associated with the facility into the Distribution Companies’ NEPOOL GIS accounts in accordance with the Long-Term Contract. Delivery will be administered by SYSO Inc. SYSO will submit the Clean Peak Statement of Qualification application to MA DOER, enroll the facility in the MassCEC Production Tracking System, and cause CPECs to be minted to a NEPOOL GIS account and transferred, as minted, to the account designated under the Long-Term Contract. The project team’s understanding is that transfer of such GIS Certificates for a Clean Peak-qualified storage resource is authorized under current ISO-NE GIS rules and protocols and that no rule or protocol change is required.

Section A-5: Financial and Legal

For all project-specific questions in Section A-5, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid.

5.1 Except for existing Energy Storage Systems, which do not need to demonstrate that a long-term contract under Section 83E is necessary to facilitate financing, please submit information and documentation that demonstrates that long-term contracts resulting from this RFP Process would either permit the bidder to finance, or refinance, its proposal that would otherwise not be financeable or assist the bidder in obtaining financing of its proposal.

[REDACTED]

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.

[REDACTED]

5.3 Please provide a description of the financing plan for the project, including construction and term financing. The financing plan should address the following:

i. [REDACTED]

5.4 Please describe any financial commitments to enter into long-term contracts with businesses, nonprofit organizations, a municipality or group of municipalities, or other sources of long-term revenue.

[REDACTED]

5.5 Please describe the status of the commitments with any offtakers, including any executed agreements, provided that such agreements may be contingent on the project being selected for contracting under this RFP.

[REDACTED]

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

i. [REDACTED]

5.7 Please provide evidence that the bidder has the financial resources and financial strength to complete and operate the project as planned, including contingencies for project delays or cost

overruns.

[REDACTED]

5.8 Please provide details of any financial difficulties by the bidder or any of its past or present affiliates which impaired the viability and/or financing of the development and construction of projects of similar type, size, and complexity of the proposed eligible project or other large scale renewable energy project, including any past terminated projects and claims of financial difficulties. Bidders must demonstrate how the proposed eligible project materially differs from any past projects and demonstrate fully the financial viability of the project as bid.

[REDACTED]

5.9 Describe the assumptions applied by Bidder regarding forecast changes in project costs during the contract term, interest rates over the development period, key input commodity prices, and the methodology used to establish the project contingency amount. Additionally, describe the assumptions made regarding forecasted revenue from other sources (including but not limited to energy arbitrage, capacity and ancillary services markets, or other contractual arrangements) as well as the measure of discount applied to the value of these other revenue streams. Bidder must explain why these assumptions are reasonable and describe and quantify how the project as proposed is designed to absorb sufficient risk to ensure the project can be successfully financed at the proposed price.

[REDACTED]

5.10 Provide complete copies of the most recent audited financial statement and 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.

[REDACTED]

5.11 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.

[REDACTED]

5.12 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.

[REDACTED]

5.13 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.

[REDACTED]

5.14 Describe the role of the Federal Investment Tax Credit ("ITC"), and any other incentives or awards, on the financing of the project. In your response, please describe (a) your plan to

qualify for the ITC and the level of the ITC for which you plan to qualify, (b) the facilities, investment in which, the ITC is expected to apply, (c) your plan to utilize the tax credits and the relationship to your financing plan, and (d) how qualification for the ITC is reflected in your proposed pricing. Please also describe qualification plans, applicability and utilization of any other Federal incentives or awards.

[REDACTED]

5.15 Bidders must disclose any litigation or disputes in the last three-year period 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.

[REDACTED]

5.16 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, delivery facilities to move power to the grid, and mandatory and voluntary transmission or distribution system upgrades?

[REDACTED]

5.17 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.

[REDACTED]

5.18 State whether the bidder or its affiliates have executed agreements with respect to energy, CPECs and/or capacity for the proposed 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. State whether the bidder or its affiliates have submitted proposals to other buyers, the status of consideration of such proposals, and the impact of such proposal(s), if they result in an executed contract or contracts, on the proposal(s) submitted in response to this RFP.

[REDACTED]

5.19 List all of the Bidder's affiliated entities and joint ventures transacting business in the energy sector.

[REDACTED]

5.20 Has Bidder, or any affiliate of Bidder, in the last five years, (a) consented to the appointment of, or been 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) been 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?

a) [REDACTED]

5.21 Briefly describe any known conflicts of interest between bidder or an affiliate of bidder and any Distribution Company, or any affiliates of the foregoing.

[REDACTED]

5.22 Describe any litigation, disputes, claims, complaints or notices of violation or potential violation involving the project or other energy storage projects involving the bidder or an affiliate of the bidder.

[REDACTED]

5.23 Describe any failures by the bidder and/or its affiliates to achieve commercial operation dates under other long-term contracts. Bidders should also provide a credible description of how the current proposed project will avoid similar project delays or development issues.

[REDACTED]

5.24 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.

[REDACTED]

5.25 Confirm that neither bidder nor any directors, employees or agents of bidder, nor any affiliate of bidder are currently under investigation by any governmental agency, and that none of the above have 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).

[REDACTED]

5.26 Identify all regulatory and other approvals needed by bidder to execute a binding sale agreement.

[REDACTED]

5.27 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.

[REDACTED]

5.28 Describe and document any and all direct and indirect affiliations and affiliate relationships, contractual, 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 or their affiliates has a financial or voting interest (direct or indirect) in the bidder or the bidder's proposed project. These relationships include:

- i. [REDACTED]

Section A-6: Interconnection, Deliverability, and Reliability

[REDACTED]

6.1 Please provide documentation to show evidence of the interconnection request or application to ISO-NE or the applicable Distribution Company. For Transmission Projects, provide evidence of a commitment to interconnect to the ISO-NE PTF at a level equivalent to the Capacity Capability Interconnection Standard, or alternatively at the Network Resource Interconnection Standard under a Surplus Interconnection Service arrangement where the Original Interconnection Customer receives Capacity Network Resource Interconnection Service. For Distribution Projects, provide documentation describing the steps the project will take to screen for and, if applicable, establish equivalent Capacity Network Resource Capability (eCNRC) Please describe the status of any planned interconnection to the grid.

[REDACTED]

6.2 Provide studies that describe the Project's electrical system performance, its impact to the reliability of the New England Transmission system, how the project would satisfy ISO NE's I.3.9 requirements, and how the project, for Transmission Projects, will interconnect at an equivalent to the Capacity Capability Interconnection Standard or, for Distribution Projects, establish eCNRC. 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 projects must also provide analysis that approximates the ISO-NE CCIS interconnection analysis as defined in the applicable ISO-NE Planning Procedure(s). Please also provide the status and expected completion date of any additional interconnection studies already underway with ISO-NE and/or the transmission owner. All studies must follow the current ISO-NE interconnection procedures and detail any assumptions regarding resources ahead of the Project in the ISO-NE interconnection process as defined in the ISO-NE tariff and/or Planning Procedure(s). All network upgrades identified in these studies must be clearly documented and included in the bid price. 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.

[REDACTED]

6.3 If multiple Transmission Project interconnection requests or Distribution Project interconnection applications 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.

[REDACTED]

6.4 Please provide cost estimates for any and all necessary network (transmission and/or distribution) upgrades identified in the studies identified in 6.2, or otherwise known to the bidder, and any payments that have been made towards those upgrades.

[REDACTED]

6.5 Provide the electrical models for both Transmission and Distribution Projects for transmission level power flow analysis of all energy resources supporting the proposed project in accordance with the filing requirements of the ISO-NE Tariff Schedule 22 and 23. Distribution Projects should indicate the substation bus (not feeder) at which injected power is expected. NOTE: Short-circuit, stability, and PSCAD models are not required.

i. [REDACTED]

6.6 Provide a copy of an electrical one-line diagram showing the interconnection facilities, the relevant facilities of the transmission and/or distribution provider, and any required network upgrades identified in the studies required in section 6.8 of this document

i. [REDACTED]

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

[REDACTED]

6.8 Please detail with supporting information and studies (as available) that the production/delivery profile contemplated in your proposal reflects constraints or curtailments, if any, after the upgrades that are expected to take place for a Transmission Project, pursuant to interconnection at an equivalent to the CCIS. For a Distribution Project, detail any transmission or distribution upgrades expected to take place to establish eCNRC, to the extent presently known. If you are planning to make voluntary upgrades beyond those associated with the CCIS-equivalent standard or the eCNRC, please describe the transmission and/or distribution network upgrades necessary, their estimated cost (for which the bidder would have cost responsibility), and the impact on the proposed generation schedule by reducing remaining constraints or curtailments.

[REDACTED]

Section A-7: Siting, Permitting and Community Support

[REDACTED]

7.1 This section addresses permitting and other regulatory issues associated with project siting, development and operations for all phases of the project (including generation, delivery, storage, interconnection, etc.), and in all jurisdictions (state, local, federal). Provide a site plan (or plans) including a map (or maps) that clearly identifies the location of the proposed project site, energy storage project locations, the assumed right-of-way width, the total acreage for the

Energy Storage System, the anticipated interconnection point (or, if applicable, multiple interconnection points), the related transmission and interconnection facilities, deployment facilities, and the relationship of the site to other local infrastructure, including transmission and distribution facilities, roadways, federal and state waters, and waterways. In addition to providing the required map(s), provide a site layout plan which illustrates the location of all major equipment and facilities described above

[REDACTED]

7.2 Identify any real property rights (e.g., fee-owned parcels, rights-of-way, development rights or easements or leases, or options to purchase or lease) that provide the right to use the energy storage site any rights of way needed for interconnection.

i. [REDACTED]

7.3 Provide evidence that the Energy Storage System site and interconnection locations are properly zoned or permitted. If the Energy Storage System site and interconnection locations are 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.

[REDACTED]

7.4 Permitting plan and timeline

[REDACTED]

7.5 Provide a description of the area surrounding the Energy Storage System site and interconnection locations, including a description of the local zoning, flood plain and aquifer information, existing land or waterway use, and setting.

[REDACTED]

7.6 If the bidder does not have interconnection facilities site control describe the status of the plan to obtain that control.

[REDACTED]

7.7 Provide a list of all the permits, licenses, and environmental assessments and/or environmental impact statements required to construct and operate the project and progress towards each of them to date. Along with this list, identify the governmental agencies and municipalities that are responsible for issuing approval of all the permits, licenses, and environmental assessments and/or environmental impact statements. If a bidder has secured any permit or has applied for a permit, please indicate this in the response.

[REDACTED]

7.8 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 in the project schedule in Section 10.

[REDACTED]

7.9 Provide information (a) demonstrating past and current productive relationships with host communities, federally recognized and state acknowledged tribes, Environmental Justice communities and other stakeholders; and (b) demonstrating your track record of avoiding, minimizing, and mitigating environmental, tribal, and environmental justice impacts from energy storage projects similar to the proposed project.

[REDACTED]

7.10 Provide documentation identifying the level of public support for the project including letters from public officials, newspaper articles, etc. Include information on specific host community and 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. Provide a stakeholder map and a plan for community engagement activities and targeted stakeholder outreach.

[REDACTED]

Section A-8: Safety Plan

[REDACTED]

8.1 Please attach as detailed a safety plan as possible, given the stage of the project, which demonstrates compliance or intent to comply with all relevant federal, state, and local laws, codes, and standards. Safety plans must at a minimum comprise the following elements:

[REDACTED]

8.2 Please include a discussion on incident preparedness and address all steps the project has taken to avoid potential safety issues, mitigate safety issues when they occur, and protect property, personnel, and the surrounding community.

[REDACTED]

8.3 Please describe plans and measures to operate the facility safely, including but not limited to monitoring and maintenance procedures, mitigation features and potential failure modes.

[REDACTED]

8.4 Please describe consequences resulting from various levels of potential failures and safety events.

[REDACTED]

8.5 Please discuss intentions to continuously improve the safety practices while operating the

facility, such as plans for regular safety audits and feedback mechanisms.

[REDACTED]

8.6 Please describe reporting protocols, both internally and externally.

[REDACTED]

8.7 Please describe bidder's experience employing safety plans for similar projects currently under construction or in operation, including bidder's approach to risk assessment, design standards, and coordination with local authorities and emergency responders. Please describe how bidder's safety protocols have evolved over time.

[REDACTED]

8.8 Have any of bidder's prior projects experienced fire incidents, thermal events, or related safety concerns? If so, please summarize the circumstances, response actions taken, and lessons learned for each relevant facility and location.

[REDACTED]

8.9 The project is encouraged to include testimonials and statements of support from local governments and first responder organizations to demonstrate robust stakeholder communication and participation in the project's safety plan. Please also provide evidence of community engagement towards acceptance of the facility, or a plan to work towards such engagement and acceptance.

[REDACTED]

Section A-9: Engineering and Technology; Commercial Access to Equipment

[REDACTED]

9.1 Provide a reasonable but preliminary engineering plan which includes the following information:

i. [REDACTED]

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

[REDACTED]

9.3 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.

[REDACTED]

9.4 For less mature technologies or equipment, provide evidence (including identifying

specific applications) that the technology or equipment to be employed for energy production is ready for transfer to the design and construction phases. Also, address how the status of the technology or equipment is being considered in the financial and permitting plans for the project. Provide the status of testing/qualification for any equipment in development.

[REDACTED]

9.5 Please indicate if the bidder has a full and complete list of equipment needed for all physical aspects of the bid, including the Energy Storage System and all equipment required for the System to fulfill its operational plan, and mandatory and voluntary transmission or distribution system upgrades. Include OEM-supplied data sheets for all equipment. If bidder does not have a full and complete list of equipment, identify the areas of uncertainty and when the full and complete list of equipment will be identified.

[REDACTED]

9.6 Please indicate if the bidder has secured its equipment for all physical aspects of the bid, including the Energy Storage System and all equipment required for the System to fulfill its operational plan, and mandatory and voluntary transmission or distribution system upgrades. If not, identify the long-lead equipment and describe the timing for securing this equipment.

[REDACTED]

9.7 Does bidder intend to propose any technology (1) that it, its affiliates or parent companies have used in a prior project, (2) that has been involved in a fire or thermal event anywhere in the world and (3) that necessitated a root cause analysis? If yes, please submit the root cause analysis and related documentation as part of the bid package. If no, please state that this question is not applicable.

[REDACTED]

Section A-10: Project Schedule

[REDACTED]

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, and any other requirements that could influence the project schedule and the commercial operation date.

[REDACTED]

10.2 Describe and demonstrate that the project is more likely than not to come online by the commercial operation date that is projected within the proposal, as evidenced by documents filed by the bidder showing the following:

- i. [REDACTED]

10.3 Detail the status of all critical path items, such as receipt of all necessary siting, environmental, and ISO-NE or interconnecting Distribution Company approvals.

[REDACTED]

Section A-11: Construction and Logistics

[REDACTED]

11.1 Please list the major tasks or steps associated with deployment of the proposed project and any necessary specialized equipment.

[REDACTED]

11.2 Please describe the proposed approach for staging and deployment of major project components to the project site.

[REDACTED]

11.3 List the party (e.g. the bidder, or equipment/service providers under contract to the bidder) responsible for each deployment activity and describe the role of each party. Describe the status of bidder's contractual agreements with third-party equipment/service providers.

[REDACTED]

Section A-12: Operations and Maintenance

[REDACTED]

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

[REDACTED]

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

[REDACTED]

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

[REDACTED]

12.4 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.

[REDACTED]

12.5 Provide examples of the bidder's experience with O&M services for other similar projects.

[REDACTED]

Section A-13: Project Management and Experience

Bidders are required to demonstrate project experience and management capability to successfully develop and operate all aspects of the project proposed. The Evaluation Team is particularly interested in project teams that have demonstrated success in projects of similar type, size and technology and can demonstrate an ability to work together effectively to bring the project to commercial operation in a timely fashion.

For all project-specific questions in Section A-13, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid.

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

The project organizational chart below identifies the project participants and corporate structure. Dispatch Energy, acting through its controlled affiliate [REDACTED], will hold 100% of the membership interests of the project company, [REDACTED].

[REDACTED] — organizational chart provided in the Confidential Proposal only.

13.2 Provide statements that list the specific experience of the bidder and each of the project participants (including, when applicable, the bidder, partners, and proposed contractors), in developing, financing, owning, and operating generating and delivery facilities, other projects of similar type, size and technology, and any evidence that the project participants have worked jointly on other projects.

Dispatch Energy's team has direct experience managing the construction, and the subsequent financing and operation, of similarly sized solar projects, and is currently constructing a similarly sized project in California that is both on schedule and on budget. The experience gained in developing, financing, constructing, and operating these projects is directly transferable to the proposed Massachusetts distribution storage projects. Dispatch Energy also plans to select an experienced EPC partner to construct these projects — likely the contractor engaged on the California project, with final selection in process (Section A-11.3).

13.3 Provide a management chart that lists the key personnel dedicated to this project and provide resumes of the key personnel. 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. Experience in financing power generation projects (or have the financial means to finance the project on the bidder's balance sheet).

The key personnel dedicated to the project are identified below; a management chart and executive biographies serving as resumes are provided as an attachment.

Richard Dove, Chief Executive Officer. Founder of Dispatch Energy; previously Chief Investment Officer of EDPR NA Distributed Generation, leading capital investment and market strategy for a \$500MM+ portfolio of operating and development assets; co-founded and co-led C2 Energy Capital, building and operating a 300+ MW distributed portfolio through its sale to EDPR North America in 2021; 15+ years developing, structuring, and financing renewable generation projects.

Christopher Rittenhouse, Chief Investment Officer. Previously Head of Project Finance at EDPR NA Distributed Generation, where he was responsible for developing, acquiring, and financing over 750 MW of distributed renewable energy assets; 13+ years across structured and project finance and traditional and renewable power.

Michael Howell, Senior Director, Construction & Operations. 37+ years across every segment of the solar industry; as Director of Asset Management at C2 Energy Capital oversaw a \$400MM portfolio of 130+ operating projects, and as Associate Director of Asset Management at EDPR NA Distributed Generation operated 544 distributed generation projects totaling 298 MW.

Ben Samways, Senior Director, Origination. 15+ years across energy, infrastructure, and industrial technology, including Director of Project Development at Antora Energy, a thermal energy storage OEM, with development and financing experience across complex energy and storage projects.

Michael Smith, Chief Financial Officer. 25+ years in energy finance, including CFO of Guzman Energy and CFO of Traverse Midstream; began his career at GE Energy Financial Services and has raised and governed more than \$10 billion across public and private markets.

Christopher Lowe, Chairman. 35+ years managing and financing energy and infrastructure investments, including Chief Investment Officer of SteelRiver Infrastructure Partners (~\$2.5B under management) and EVP/CFO of Noble Environmental Power, which commercialized more than 800 MW of wind projects.

Martin Toulouse, General Counsel. 28+ years structuring, negotiating, and executing energy and infrastructure financings, including as Deputy Chief Counsel at the U.S. Department of Energy Loan Programs Office and as a project finance partner at Baker Botts.

Key personnel with substantial project management responsibility for the project — including Messrs. Dove, Rittenhouse, and Howell — have successfully developed and/or operated distributed energy projects of equal or greater size and complexity than the proposed facility, and the team's power-project financing experience spans EDPR NA Distributed Generation, C2 Energy Capital, SteelRiver Infrastructure Partners, Noble Environmental Power, GE Energy Financial Services, and the U.S. Department of Energy Loan Programs Office; Dispatch Energy additionally maintains the balance-sheet means described in Sections 5.3 and 5.7.

13.4 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. [REDACTED]

13.5 If the bidder's previous project experience is primarily or entirely outside of Massachusetts and/or the Northeast, describe how the skills and perspectives of this non-local

experience will be beneficial to successfully developing the bid(s) under this RFP.

Dispatch Energy's team has experience both within and outside of Massachusetts and thus has both local experience and valuable perspectives from other regions.

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

i. [REDACTED]

13.7 Describe the experience and expertise of the bidder and project team needed to successfully develop, finance, construct, and operate and maintain its proposed eligible project on schedule and according to the bidder's commitments to a competitive procurement process. Describe the Bidder's continuity of corporate management through successful project development.

Dispatch Energy and its management team have developed, financed, constructed, and operated approximately [REDACTED] of distributed energy infrastructure across 39 projects (listed in Section A-13.6) and are currently constructing another approximately [REDACTED] across 7 projects, with in-house development, engineering and construction, capital markets, asset management, and legal teams covering each phase of the project lifecycle, and its senior management team has remained consistent through that development history.

13.8 Describe the Bidder's track record developing similar projects, including consideration of any project delays, amendments, defaults, and performance issues, including on prior long-term contracts. Describe any prior failures to achieve commercial operation dates under other contracts and provide a credible description of how the current proposed project will avoid similar project delays or development issues if applicable.

As outlined in Section 13.7, Dispatch Energy's team has significant experience in developing, constructing, and operating distributed generation assets. Dispatch takes a proactive approach to project management designed to mitigate delays or cost overruns, starting with ensuring engineering is properly finalized with specific details prior to construction start, ensuring all variables are accounted for and planned around. [REDACTED].

13.9 Describe the bidder's relevant experience supporting similar projects in a state or federal regulatory or judicial forum. This experience can be established with examples of one or more key member(s) of the development team advocating in favor of a similar project in a regulatory proceeding, before a court, or in another tribunal.

[REDACTED]

13.10 If the bidder or any of its past or present affiliates has either (1) been involved with a complex development project that failed, was withdrawn, or otherwise did not proceed, or (2) defaulted under, or agreed to terminate a contract for a complex development project, then the bidder should provide relevant details.

Not applicable. Neither the bidder nor any of its past or present affiliates has been involved with a complex development project that failed, was withdrawn, or otherwise did not proceed, nor defaulted under, or agreed to terminate, a contract for a complex development project.

Section A-14: Economic Development and Employment Benefits, Transitioning Fossil Fuel Communities, Benefits to Low Income Ratepayers and Environmental Justice Communities, and Other Benefits

For all project-specific questions in Section A-14, if bidding in multiple Transmission Projects or Distribution Projects, please answer each question for each Transmission Project or Distribution Project being bid:

14.1 Please provide an estimate of the number of jobs to be created directly during project development and construction, and during operations, and a general description of the types of jobs created, duration of employment, estimated annual compensation, the employer(s) for such jobs, and the location. Employment impacts should be broken out by state and the region as a whole and highlight any impacts in economically distressed areas, including former fossil fuel communities. Please treat the development, construction, and operation and maintenance periods separately in your response. All information provided must be measurable.

Development Period: 9 total jobs

- Project Origination & Management: 3 (\$100,000 / year estimated salary)
- Survey Work: 2 (\$105,000 - \$100,000 / year estimated salary)
- Engineering: 4 (\$130,000 - \$150,000 / year estimated salary)

Construction Period: 18 total jobs estimated per project, 108 across 6 projects within the submission, all of which will be built simultaneously

- Project Management & Engineering: 3 (\$120,000 - \$150,000 / year estimated salary)
- Electrical Specific (wire terminations, equipment setting, and programming): 4 (\$95,000 - \$120,000 / year estimated salary)
- Civil Work (land clearing, trenching, road work, concrete): 5 (\$70,000 - \$90,000 / year estimated salary)
- Installation & Logistics: 4 (\$70,000 - \$90,000 / year estimated salary)
- Quality Control & Testing: 2 (\$70,000 - \$90,000 / year estimated salary)

Operations & Maintenance Periods: 1-3 employees estimated across the 6 projects within the submission (\$95,000 - \$125,000 / year estimated salary)

14.2 Please describe employment opportunities for members of federally recognized and state acknowledged tribes in the Commonwealth, workers from low-income communities and certified minority-owned and women-owned small business enterprises in the Commonwealth, as well residents of any Environmental Justice neighborhoods impacted by the project.

Dispatch Energy is an equal opportunity employer and requires the same of its contractors. As such, any opportunities available due to the construction of this project will be available to workers from members of federally recognized and state acknowledged tribes in the Commonwealth, workers from low-income

communities and certified minority-owned and women-owned small business enterprises in the Commonwealth, as well residents of any Environmental Justice neighborhoods impacted by the project.

14.3 Please describe project support for workforce harmony and community benefits through Community Benefits Agreements and workforce agreements with appropriate labor organizations for construction, renovation, reconstruction, alteration, installation, demolition, expansion, maintenance and repair, if applicable.

The project supports workforce harmony and community benefits through the community engagement framework of its local permitting, which is in process with the Town of Hadley; any town-imposed community-engagement, peer-review, or outreach conditions will be implemented as conditions of approval. No Community Benefits Agreement is contemplated for the project at this time, and no workforce agreements with labor organizations have been entered into or are contemplated for construction or maintenance at this time. Construction is expected to proceed under Dispatch Energy's form EPC Agreement, applying the workforce outreach practices described in Section 14.8.

14.4 Please describe the status of any contractual commitments with respect to direct job creation and provide any pertinent agreements that have been executed, if applicable.

Not applicable.

14.5 Please describe and quantify any other economic activity or development expected to result directly from the proposed project. Impacts should be broken out by state and the region as a whole and highlight any impacts in economically distressed areas or former fossil fuel communities. Direct economic activity/development will be evaluated based on scale relative to project size, credibility and firmness. Preference will be given to commitments that secure long-term benefits; begin to provide benefits during project development, construction, installation, and the first five years of operations; direct benefits to Environmental Justice populations and host communities.

[REDACTED]

14.6 Please demonstrate any benefits to low-income ratepayers in the Commonwealth and describe how the project minimizes and mitigates, to the extent feasible, ratepayer impacts. Benefits to low-income ratepayers may include, but are not limited to, projects that reduce the energy burden for low-income ratepayers through energy efficiency or renewable energy upgrades; direct funding of rate relief through grant programs, support of existing community programs or other funding opportunities. Describe the impact, if any, those benefits will have on the cost of the project.

The project's benefits to ratepayers — including low-income ratepayers — are structural to the proposed contract rather than dependent on supplemental programs. First, the proposal's pricing is firm and declining: the contract price is fixed for the full term, steps down over time, and is not subject to increase for any reason, including the unavailability of any federal or state tax credit, incentive, or subsidy. All construction cost, financing cost, and equipment price risk is borne by the bidder, not by customers. Second, the Long-Term Contract is a pay-for-delivery structure: ratepayers pay only for Clean Peak Energy Certificates actually delivered, with no capacity payments, no minimum-take obligation for undelivered product, and performance risk resting entirely with the project. Third, the CPECs delivered under the contract directly reduce the Distribution Companies' Clean Peak Standard compliance costs that all ratepayers would otherwise bear at the Alternative Compliance Payment rate or through market

purchases, and the declining price schedule passes an increasing share of that value to customers over the term. Fourth, the project reduces system costs during the hours that drive rates: it discharges into the seasonal peak windows — reducing peak-period energy and capacity costs and reliance on higher-cost peaking generation — and charges during low-cost, high-renewable-output hours. Fifth, the project imposes no ratepayer-funded infrastructure costs: all interconnection facilities and distribution system upgrade costs identified in the Impact Study are the bidder's responsibility and are included in the bid price, and the associated feeder reinforcements leave the local distribution system better instrumented and protected at no cost to customers. Finally, ratepayer protection is embedded in the regulatory structure itself: the contract takes effect only upon a DPU finding that it is a cost-effective mechanism in the public interest, and the project posts development- and operating-period security supporting its performance obligations. Low-income ratepayers benefit from each of these protections in proportion to their electricity usage, and the project's peak-cost suppression is proportionally most valuable to energy-burdened households for whom electricity is a larger share of income.

14.7 Please describe benefits to transitioning fossil fuel communities, including how the community can be described as a fossil fuel community, including but not limited to hosting fossil fuel infrastructure such as fuel storage, delivery facilities, or fossil fuel generation facilities.

The project does not claim the Town of Hadley as a transitioning fossil fuel community, and no project-specific benefits are proposed on that basis. At the system level, the project reduces reliance on fossil-fueled peaking generation by discharging into the seasonal peak windows and charging during periods of high renewable output, as described in Sections A-3.3 and 14.6.

14.8 Please provide a diversity, equity and inclusion plan that includes a Workforce Diversity Plan and the Supplier Diversity Program Plan as outlined in Section 2.2.2.13 of the RFP.

[REDACTED]

14.9 Please describe the strategy and mechanisms to track and report on any applicable commitments, including progress in achieving promised employment and economic benefits and the goals in the diversity, equity and inclusion plan, based on the template provided in the Form MOU with DOER and any other supplemental plans for tracking and reporting.

Dispatch Energy will track and report on the commitments memorialized in its MOU with DOER using the template and reporting schedule provided in the Form MOU (Appendix H); no supplemental tracking or reporting frameworks are proposed. Tracking will be administered by Dispatch Energy's asset management team, which will maintain records of construction-period employment as reported by the EPC contractor, including the workforce outreach activities described in Section 14.8, and records of the project's direct economic contributions to the host community, including lease payments to the landowner and municipal tax or PILOT payments to the Town of Hadley, as described in Section 14.5. Progress reports will be provided to DOER on the schedule and in the format set out in the executed MOU, and Dispatch Energy will make the personnel responsible for MOU reporting available to DOER to resolve any reporting questions. Because the same MOU framework applies across each of Dispatch Energy's Distribution Projects in this solicitation, tracking and reporting will be administered consistently across the portfolio.

14.10 Please provide a marked version of the Form MOU with DOER for this solicitation showing any specific proposed changes to the Form MOU. Bidders are discouraged from proposing any material changes or conditions to the Form MOU and any such changes will be

considered in the Stage Two Qualitative Evaluation.

Dispatch Energy does not propose any changes or conditions to the Form MOU and will execute the Form MOU as provided in Appendix H.

14.11 Please propose a strategy plan to track and report on the status of environmental justice impacts, and engagement and employment (training, recruitment and hiring goals) opportunities, based on the template provided in the Form MOU with DOER and any other supplemental plans for tracking and reporting.

Dispatch Energy will track and report on environmental justice impacts and on engagement and employment opportunities using the template and reporting schedule provided in the Form MOU (Appendix H), administered through the same framework described in Section 14.9; no supplemental tracking frameworks are proposed.

14.12 Please describe experience with stakeholder engagement showing demonstrated past and current productive relationships with environmental, commercial and residential stakeholders, federally recognized and state acknowledged tribes, Environmental Justice, and track record of avoiding, minimizing, and mitigating environmental, tribal, environmental justice, and onshore impacts from projects similar to the proposed project.

[REDACTED]

14.13 Please describe extent to which the project demonstrates that it avoids, minimizes, or mitigates, to the maximum extent practicable, environmental impacts. Preliminary characterization of the potential environmental impacts facility and other infrastructure from pre-construction through the duration of the project,

The project's environmental impacts are being characterized, avoided, minimized, and mitigated through the permitting and environmental review process described in Section A-7, with remaining obligations to be carried as permit conditions through construction and operations.

Siting and pre-construction characterization. The project occupies a limited equipment area (approximately one acre) on a single parcel — currently a sand and gravel pit — and its environmental setting has been characterized through the permitting record: the Hadley Conservation Commission determined that the project area is not subject to the Wetlands Protection Act or its buffer zone (negative Determination of Applicability, recorded February 9, 2022); and a USFWS iPaC review determined the project “may affect, but is not likely to adversely affect” listed species (northern long-eared bat and tricolored bat), with no critical habitat present and no seasonal tree-clearing restrictions. Avoidance was the first design principle — the layout avoids regulated resource areas entirely, with site disturbance expected to remain under one acre.

Construction-phase mitigation. Construction impacts are managed through erosion and sedimentation controls maintained throughout construction, a limited-disturbance civil scope (gravel access-drive improvements, equipment pads, and a detention basin), and compliance with any stormwater and inspection conditions imposed through the Town of Hadley's Special Permit.

Operations-phase design mitigation. As a battery storage facility, the project operates with no combustion, no air emissions, no fuel storage or deliveries, and no process water use or discharge. The design

incorporates an engineered subsurface secondary containment system beneath the equipment area, sealed liquid-cooled enclosures, and the manufacturer's noise-attenuation kits on the battery units and medium-voltage skids, to reduce operational disturbances.

14.14 Please describe extent to which the project demonstrates that it avoids, minimizes, or mitigates, to the maximum extent practicable, negative impacts on Environmental Justice populations and host communities, and extent to which the project directs positive benefits from the project to those communities.

The impact avoidance and mitigation actions undertaken by the project are outlined in Section 14.13 and are applicable for all populations, including Environmental Justice populations and the host community itself.

Section A-15: Exception to Form Long-Term Contract

For Transmission Projects, please attach an explanation of any exceptions to the Form Long Term Contract set forth in Appendices B-1 and B-2. Comments to the proposed Form Long-Term Contract must include any specific alternative provisions in a redline format to the Form Long-Term Contract. If the bidder is proposing a phased project with each phase covered by a separate contract, the bidder should provide separate contracts for each phase with specific alternative provisions to the Form PPA in redline format.

Bidders are discouraged from proposing material changes to the Form Long-Term Contract. As provided in Section 2.2.5, the Distribution Companies reserve the right to reject certain mark-ups that add additional cost or risk. Selection of a project does not mean acceptance of the Bidder's mark-ups as bid.

Bidders of Distribution Projects may not change the Form Long-Term Contract.

Not applicable. Hadley is offered as a Distribution Project, and under the RFP, bidders of Distribution Projects may not change the Form Long-Term Contract. Dispatch Energy proposes no exceptions or mark-ups and accepts the Form Long-Term Contract as issued.