



REQUEST FOR PROPOSAL

FOR

**THIRD PARTY LEASE AGREEMENT FOR COMMUNITY SOLAR GARDEN AT THE
DENVER ARAPAHOE DISPOSAL SITE**

CITY AND COUNTY OF DENVER

**DEPARTMENT OF ENVIRONMENTAL HEALTH,
DIVISION OF ENVIRONMENTAL QUALITY**

RFQ/RFP No.: DEH DADS Community Solar Garden 2017

Date of Issuance: June 2017

COVER PAGE

THIRD PARTY LEASE AGREEMENT FOR COMINITY SOLAR GARDEN AT THE DENVER ARAPAHOE DISPOSAL SITE

The Department of Environmental Health (DEH), City and County of Denver (City), has issued a Request for Qualifications/Request for Proposals (the “RFQ/RFP”) to develop and operate a community solar garden(s) on up to approximately 30 acres within the City-owned Denver Arapahoe Disposal Site (“DADS”) property located at 3500 South Gun Club Road, in Arapahoe County, Colorado. Complete RFQ/RFP documents will be emailed to interested parties.

Responses in the form of electronic delivery via “DropBox” are due at 1600 local time on June 12th, 2017 delivered to the DropBox folder designated to interested parties. A signed paper copy of the proposal is also required, but can be mailed at the convenience of the interested party, but no more than 3 business days after the due date.

A Mandatory Pre-Proposal Meeting has already been held on the north side of East Quincy Avenue approximately 1.4 miles east of South Gun Club Road.

General Description of Services: Under a contract entered into relating to this RFQ/RFP (“Agreement” or “Agreements”), the selected proposer (also referred to as “Contractor”) would be required to furnish experienced operation of a community solar garden. Each proposer must have demonstrated expertise in developing and providing these types of services and all of the necessary resources to undertake and perform work under the Agreement.

Request for Diversity and Inclusiveness Information: Executive Order No. 101 dated February 2014, Diversity and Inclusivity Provisions in City Solicitations requires that the following clause be included in all solicitations by the City for the purpose of collecting information on diversity and inclusiveness programs utilized by City contractors and consultants:

Using the attached form, entitled “Diversity and Inclusiveness in City Solicitations Information Request Form”, please state whether you have a diversity and inclusiveness program for employment and retention, procurement and supply chain activities, or customer service and provide the additional information requested on the form. The information provided on the Diversity and Inclusiveness in City Solicitations Information Request Form will provide an opportunity for City contractors/consultants to describe their own diversity and inclusiveness practices. Contractors/consultants are not expected to conduct intrusive examinations of its employees, managers, or business partners in order to describe diversity and inclusiveness measures. Rather, the City simply seeks a description of the contractor/consultant’s current practices, if any.

Diversity and Inclusiveness information provided by City contractors/consultants in response to City solicitations for services or goods will be collated, analyzed and made available in reports consistent with City Executive Order No 101. However, no personally identifiable information provided by or obtained from contractors/consultants will be in such reports.

As the City’s best interests may appear, the Executive Director of Environmental Health reserves the right to waive informalities in, and to reject any or all, proposals.

Point of Contact:

Thomas Herrod
Denver Department of Environmental Health
200 West Fourteenth Avenue, Suite 310
Denver, Colorado 80204
Telephone: 720-865-5388
E-mail: thomas.herrod@denvergov.org

I. OVERVIEW

1. Introduction. This RFQ/RFP is issued to provide the selection process for a contractor to develop and operate a community solar garden¹. Each proposer submitting a response to the RFQ/RFP will be asked to state, at a minimum, its qualifications, experience in financing, developing, and operating a community solar garden, and record of regulatory compliance.

Tentative Selection Schedule:

Notice of RFQ/RFP.....	June 5 th , 2017
Deadline to Submit Questions to DEH	June 8 th , 2017
Responses (Printed Proposals) to RFQ/RFP Due	June 12 th , 2017
Notify Firms of Review Status	Week of June 19 th , 2017
Notice of Selection.....	Week of July 3 rd , 2017
Complete Contract Negotiations.....	TBD, 2017
Contract Execution.....	TBD 2017

This competitive selection process will focus on the proposers' qualifications and experience regarding the services described in this RFQ/RFP, in accordance with the selection criteria set forth below, bid for payment, and relevant community impacts. Thoughtful written responses will enable the City to select the most qualified proposers.

Site Description and Requirements. The contractor will select one or two sites within Section 5 of Township 5 South, Range 65 West that total no more than 30 acres. As illustrated in Attachment 1, Section 5 topography varies, and there are remnants of a missile silo complex. Cattle grazing occurs within Section 5. Additionally, Waste Management of Colorado ("WMC") and City staff will continue to have access to the site during the term of the lease. Section 5 is planned for landfill expansion after approximately 20 to 30 years. Attachment 2 shows the existing parcels within Section 5. Entrance to the proposed leasehold is from East Quincy Avenue, approximately 1.4 miles east of South Gun Club Road, and access is shared with WMC, City staff, and a grazing leaseholder. Each is responsible for controlling access through the locked gate.

The selected contractor will accept the site as is, and neither the City nor WMC is required to make repairs or improvements. The contractor may add utilities to the site at its expense and with prior approval from the City and WMC; and will be responsible for removal of any such utilities once it leaves the site. The contractor will be responsible for verifying the presence and condition of electrical utilities available to the community solar garden site from Xcel Energy and is responsible for any and all expenses associated with bringing necessary power to the community solar garden site, and connecting with Xcel's tie-in for the grid, as the contractor may require. The contractor will be responsible for securing the leased property. Any fencing to separate the solar garden from the cattle will be at the contractor's expense (Please see attached sample contract for more detail)

¹Community Solar Garden as defined in Colorado Revised Statute 40-2-127 and as updated through the Colorado Public Utilities Commission.

Site development plans for the new community solar garden will be reviewed by the City and WMC for compatibility with site operations. If there is intrusive work, the City will consult with the Army Corps of Engineers to determine whether and what type of unexploded ordnance investigation will need to be conducted before work begins. (Please see attached sample contract for more details.) The contractor will comply with all State and Federal regulations and with all local requirements and is responsible for obtaining and maintaining all appropriate permits. No hazardous substances are allowed onsite except as may be preapproved by the City and WMC. The contractor is responsible for cleaning up any releases from the site during operations and at the close of the lease, returning the site to its original condition.

2. Qualifications. The Contractor will be required to provide demonstrated expertise, three years minimum, in developing and operating a community solar garden, or other comparable solar projects, selling subscriptions to third parties, operating at a profit or alternative appropriate metric, and operating in accordance with regulations.

3. Contract Pricing and Terms. The proposer will provide:

- Number of acres to be leased and location (limited to sites described in Attachment 2);
- Requested number of years on the lease;
NOTE: Although landfill expansion into Section 5 is not expected to occur within the next 20 to 30 years, operations could change which would require the solar gardens to be removed at an earlier date.
- Rate for annual lease payments;
- Timing and escalation of rates; and
- Any other information deemed pertinent by the proposer.

4. RFQ/RFP Administration. This RFQ/RFP solicitation is issued by the Executive Director of DEH pursuant to the authority vested in the Executive Director by the Charter of the City and County of Denver. As the City determines to be in its best interests, the City reserves the right to terminate, modify or suspend the process, reject any or all submittals, modify the terms and conditions of this selection process and/or waive informalities in any submission.

a. Point of Contact. The Executive Director of DEH hereby delegates to Thomas Herrod the authority to serve as administrator for this selection process and will be responsible for coordination of the procedures and rules specified in this RFQ/RFP, managing this process and all other matters related to this process. Further coordination for the DADS site will also include Diane DeLillio as the Program Manager for DADS site activities. In conducting the process in a fair and equitable manner, the administrator will serve as the primary intermediary between the proposer and the City and the members of the Selection Committee. All inquiries and questions regarding this RFQ/RFP shall be directed to Thomas Herrod via email at thomas.herrod@denvergov.org. Any proposer that contacts any member of the Selection Committee, other than the designated contacts from the date of issuance of the RFQ/RFP, and before the completion of the selection process,

may be disqualified from further participation in the selection process, at the administrator's sole discretion.

b. Mandatory Pre-Proposal Meeting. In order facilitate an efficient and timely process, A pre-proposal meeting was held at the site. Further inspection of the site was not deemed necessary to complete the RFP process.

c. Addenda. In response to questions the City receives, or as the City determines is in its best interest, the City may issue addenda to this RFQ/RFP. Addenda prepared before the mandatory pre-proposal meeting will be made available via email to the point of contact for each interested party. The City will accept additional questions and requests for clarification about the RFQ/RFP within the first four working days (4) days following the issuance of the RFP. Addenda issued after the RFP will be distributed via e-mail. The City is not responsible for e-mail delivery failure for any reason. The City will conclusively presume that each proposer has read and understood the contents of the RFQ/RFP, including all attachments.

d. Selection Process Overview. The selection process is subject to, governed by and construed in accordance with the laws of the State of Colorado and the Charter, Revised Municipal Code, Rules, Regulations, written policies and Executive Orders of the City and County of Denver, as the same may be amended from time to time. The Executive Director of DEH reserves the rights to: terminate, modify, or suspend the selection process; reject any or all submittals; and waive any formalities in any submission.

- i. *Selection Committee.*** The Selection Committee will review each proposal. The committee will be chaired by the Project Manager and will consist of City representatives.
- ii. *Selection Criteria.*** The committee will screen proposals, including forms, to determine compliance with the requirements set forth in the RFQ/RFP and to review submitted information. The committee will review the proposer's company and key employee experience, economic success, regulatory compliance, understanding of regulations that apply to the proposed operations, ability to obtain a bond for the lease, responses to Section 4 Contract Value Terms and Pricing, and references. Additionally, the committee will consider potential community impacts from the development, operation of and subscriptions to the Community Solar Garden. The committee may also conduct an independent investigation of each proposer.
- iii. *Selection process.*** The committee will score and rank the proposers and based on the scoring may choose to select all, several, or none of the proposers for interviews.

II. SPECIFIC REQUIREMENTS

1. Contract Review. Proposers shall undertake a detailed review of the Sample Agreement (a copy of which is marked and attached as **Attachment 3**) and submit with

their proposal a list of all questions, issues, or modifications, if any, that the Proposer would like the City to review and address, should the City select them. If there are no questions, issues, or modifications, proposers should indicate such in the required submittal. The City will assume that the Sample Agreement has been thoroughly reviewed and discussed with legal counsel before submission of the list of issues. Therefore, all proposers are strongly advised to seek legal counsel prior to preparing such a list.

The City anticipates that the final Agreement submitted to the selected Proposer for execution will be in a form substantially similar to the Sample Agreement. Consequently, the City will not enter into detailed negotiations of the terms and provisions contained in the Sample Agreement. Instead, the City will review the list of issues raised by the selected Proposer, address each issue at its sole discretion and provide the selected Proposer with a final executable Agreement for signature.

In the event the City elects to make significant, material changes to the form provided or proceed with another agreement format, the City will provide the selected proposer with an opportunity to review and submit a list of issues regarding the changes or new format. The City will then address the issues raised at its sole discretion and provide the selected Proposer with a final executable Agreement for signature.

Should the Proposer fail to execute this final Agreement, the City reserves the right to negotiate with the Proposer, terminate further negotiations and initiate negotiations with another ranked proposer or reject any or all Proposers, as the City determines to be in its best interest.

2. Insurance Instructions. The insurance requirements are set forth in the Sample Agreement and Performance Bond Form. Proposers are advised to provide a copy of the Sample Agreement to their agent or broker to ensure compliance with the requirements. Proof of insurance by means of certificate of insurance (the City strongly encourages ACORD forms), policy, evidence of insurance must be submitted at or before execution of the Agreement. Upon notice to a proposer that it has been selected as a contractor, the awardee must submit a certificate of insurance that includes the following statement: **“As required by written contract, the City and County of Denver, its Elected and Appointed Officials, Employees and Volunteers, and WMC are included as Additional Insured”** with regards to the appropriate policies **ONLY**.

3. Financial Assurance. A performance bond in the amount of \$XXXXXX.XX² is required for the contract term. The financial assurance mechanisms are outlined in the Sample Agreement Performance Bond Form and may be subject to change.

4. Public Contracts. This contract will be subject to Division 5 of Article IV of Chapter 20 of the Denver Revised Municipal Code, as amended, regarding certification of the employment or contract with illegal aliens. The selected contractor must be familiar with the requirements of Article Division 5 of Article IV of Chapter 20, and shall be

² The City is asking proposer to provide an estimate of the cost to remove, store, and/or dispose/sell of assets associated with the CSG to help inform the required performance bond (attached).

required to comply with all provisions. Please review Division 5 of Article IV of Chapter 20 and the Sample Contract provisions regarding compliance.

III. GENERAL REQUIREMENTS

1. Contractor Disclosures. Pursuant to §20-69 of the Denver Revised Municipal Code (“D.R.M.C.” or “Code”), all regularly executed contracts for professional or personal services that will exceed twenty-five thousand dollars (\$25,000.00); all proposals for use of real property of or by the City, the duration of which is one year or longer and will exceed twenty-five thousand dollars (\$25,000.00) in revenue or cost; all proposals for concession agreements for the use of City facilities or property; or contracts requiring payment by the City of over one hundred thousand dollars (\$100,000) must be accompanied by a separate **detachable page setting forth the following information:**

a. The name of any officer, director, owner or principal of the business entity, including identity of any shareholder who owns or controls five percent (5%) or more of the business entity, and either 1) the names of his or her spouse, and children under eighteen years of age; or 2) a statement that he or she or his or her spouse, or children, if any, under the age of eighteen have or have not made a contribution, as defined in D.R.M.C. §15-32, or contribution in kind, **as defined in D.R.M.C. §15-32**, to any candidate, as defined in D.R.M.C. §15-32, during the last five years and identifying by name himself or herself or any spouse or child under the age of eighteen who has made such a contribution or contribution in-kind to a candidate;

b. The names of any subcontractors or suppliers whose share of the project work is estimated to exceed \$100,000.00; and

c. The names of any unions with which the proposer has a collective bargaining agreement.

The information required in subparagraph a must be provided at the same time the proposal is submitted, and the information required in subparagraphs b and c must be submitted in a timely fashion before award of an Agreement. See copy of the Disclosure Form.

While a proposer or supplier who has already disclosed such information need not provide such information with a second or subsequent proposal unless such information has changed, it shall be the responsibility of each such proposer to verify that such information is still current as of the date of such subsequent proposal and is in fact on file with the City Clerk. Failure to provide or update the required information in a timely fashion shall render any proposal to which D.R.M.C. §20-69 applies non-responsive.

2. Colorado Open Records Act. Documents submitted in response to this RFQ/RFP are subject to the Colorado Open Records Act, C.R.S. §§ 24-72-201, *et seq.* (“CORA”). If the proposer believes that any information, data, process or other material in its proposal constitutes trade secrets, privileged information, or confidential commercial, financial, geological, or geophysical data, then the proposer should mark those items as confidential or proprietary and provide a list of those items with specificity as to the page

and paragraph and on what basis it believes the material is confidential or proprietary. The City is not bound by the proposer's determination as to whether materials are subject to disclosure under CORA and reserves the right to independently determine whether the materials are required to be made available for inspection or otherwise produced under CORA.

3. Non-Collusive Proposer Certification. By the submission of this proposal, the proposer certifies that: the proposal has been generated at by the proposer independently and has been submitted without collusion with any other proposer. The contents of the proposal have not been communicated by the proposer, nor, to the best of his or her knowledge, by any of his or her employees or agents, to any person not an employee or agent of the proposer or its surety on any bond furnished herewith, and will not be communicated to any such person prior to the official opening of the proposal. No proposer may submit more than one proposal in response to this RFQ/RFP. Each proposer is responsible for obtaining the prior written permission of the Executive Director of Environmental Health, before proposal opening, in every situation in which the proposer, due to corporate association or other affiliation, may be found to be impermissibly affiliated with another proposer. The City will reject proposals of proposers who fail to observe this requirement.

4. Submission Ownership, Use and Rights. The City reserves the option of retaining any or all of the materials and drawings submitted by the Proposers/Respondents to this RFQ/RFP. Any unique or exclusive design concepts or features represented in the submission documents shall remain the property of the authoring Contractor. They may not be used by the City or other parties to design or construct any facility, in whole or in part, without the further agreement of, and compensation to, the authoring party.

5. Proposal Preparation, Contractors Costs and Expenses. The City is not liable for any costs or expenses arising out of preparation of Contractor's proposal. If selected, Contractor may not include any of these costs or expenses as part of its fee, rates, or charges for performing work under the Contract.

6. Verification of Information. The City will rely on the accuracy and completeness of all information provided in making its selection. As such, proposing firms are urged to carefully review all information provided to ensure the clarity, accuracy, and completeness of such information. As the City deems necessary and appropriate, the City reserves the right to make any inquiries or other follow up required to verify the information provided.

IV. INSTRUCTIONS FOR SUBMITTING PROPOSALS.

Each responder must comply with the submission requirements as outlined below. Submittals that fail to comply with the requirements as specified may be deemed non-responsive and such determination will result in no further consideration of that respondent or the respondent's submittals by the City.

Proposals must be received by the Department of Environmental Health no later than the date and time stated above. **Late submittals will be rejected.** Proposals must be sealed in an envelope or box and labeled with the proposal number and name. Three ring binders may be used for the proposals; however, plastic sleeves or spiral binders are discouraged. Proposals will not be read in public or available for public inspection until after an award determination has been made.

The City is not liable for any costs or expenses arising out of preparation of Contractor's proposal. If selected, Contractor may not include any of these costs or expenses as part of its fee, rates, or charges for performing work under the Contract.

1. Proposal Submittal. Each proposer must submit one (1) original and four (4) copies of the printed proposal and one electronic file (pdf) to:

City and County of Denver Department of Environmental Health
Division of Environmental Quality
Attn: Diane DeLillio
200 West 14th Avenue, Department 310
Denver, Colorado 80204

2. Proposal Format. Proposals must include a table of contents and be formatted and organized as follows:

a. Proposal Format. Each proposal must:

- Be prepared on 8 ½ x 11" paper, bound on the long side (one copy only).
- Use Times New Roman 12 point font.
- Be in a format and sequencing commensurate with the RFQ/RFP.
- Include a table of contents.
- Include tabbed sections.
- Have a narrative of not more than 15 pages, excluding covers, cover letter, figures, resumes, training certificates, list of references, disclosure of legal and administrative proceedings, tabs, and City-required forms. A limited number of 11 x17" fold-out sheets may be included.
- Not contain unnecessarily elaborate art work or expensive paper or bindings or both.

b. Organization. Each proposal must include a table of contents and be organized as follows:

Part 1 Letter of Transmittal. Submit a letter, not exceeding two pages, in which the *single contact* (i.e. principal-in-charge) is clearly indicated and the electronic and physical mailing addresses, telephone and facsimile numbers for this person. Indicate features of the contractor's organization that makes it uniquely suited to undertake this specific contract. Summarize the key points of the

proposal. Include the full name of the contractor or joint venture members and all proposed subcontractors, if any. If the proposer comprises more than one contractor, the legal relationship between those contractors must be described. The letter must include a statement committing the availability of the key personnel identified below to perform the work. The letter must be signed by the same person who signs the Proposal Acknowledgement Letter identified below.

Part 2 Contract Value Terms and Pricing. Provide information as described above in the Overview section, number 3.

Part 3 Key Personnel. Identify the individuals who will be involved in the development, management, operations, and marketing associate with the community solar garden at DADS, identify their responsibilities, and provide their experience (i.e. resumes or similar). They will be considered key personnel.

Part 4 Team Members. Identify the proposed subcontractors that will be part of the team, if any, with a brief description of services they will provide. Describe the capacity of each firm to do the work. State whether the firms have previously worked together, and if so, in what capacity.

Part 5 Summary of Demonstrated Experience. In order to be qualified for award, the proposer must submit project summaries that demonstrate for the contractor and its key personnel the following:

- Expertise and a minimum of 3-years of experience in constructing, operating, and maintaining equipment, and maintaining community solar subscriptions;
- Ability to operate in accordance with regulations, including environmental compliance; and
- Understanding of permits and regulations that apply to these operations.

In these summaries provide:

- A brief description of your scope of services on the project;
- The principal client/subscriber;
- The total value of the services rendered by your organization, including community impacts;
- The ability to maintain subscriptions;
- The state and county of the physical company site;
- Any unique aspects of the project; and
- Project status and approximate or anticipated completion date.

Part 6 Temporary Labor. State whether your organization hires or uses temporary non-skilled laborers for performance of any part of the services envisioned by the scope of work of this contract. If so, describe the nature of all of the tasks performed or anticipated to be performed by temporary unskilled laborers in your employ. If you do not hire and use temporary non-skilled laborers, please respond by stating that clearly and definitively.

Part 7 References. Provide references from four (4) different businesses or institutions for which your organization that were valued at over \$10,000. For each reference provide the client company or entity name, a contact name, a client address, telephone number, and an e-mail address. These references should be able to substantiate your firm's ability to perform the work required. Indicate whether your firm has ever been discharged from a contract or subcontract. If so, please provide all details. Describe any potential conflicts of interest, these circumstances should be disclosed at the time of submittal of your qualifications so that they may be evaluated.

Part 8 Financial Assurance. Provide documentation that your company will be able to obtain the financial assurance specified in Section II.3.

Part 9 Required Submittal Forms. The following forms are attached (within Attachment 4) and must be filled out and returned with the Proposal.

- Submittal 1 – Contract Certification Form
- Submittal 2 – Proposer Comments on the Sample Agreement
- Submittal 3 – Vendor Information
- Submittal 4 – W-9 Form (attach your form)
- Submittal 5 – Contractor/Vendor Disclosure
- Submittal 6 – Vendor Sustainability
- Submittal 7 - Diversity and Inclusiveness Form
- Submittal 8 - Colorado Secretary of State's Certificate of Good Standing

3. Signing of Proposal. An authorized representative of the proposer must execute the Proposal Acknowledgment Letter. If the proposer is a corporation, it must include with its proposal a certificate from the Secretary of State showing that it is qualified to do business in the State of Colorado. Please call the Secretary of State for Colorado at (303) 894-2200 for information on obtaining such certification. If the proposer is a partnership, it must include with its proposal evidence satisfactory to the City that the partner signing the proposal has the authority to do so. If the proposer is a joint venture, the proposer must submit with its proposal a notarized copy of the joint venture agreement. The agreement must describe the scope and amount of work each participant will perform and contain a provision that each participant will be jointly and severally liable to the City

for completing all of the work and to third parties for all duties, obligations, and liabilities arising out of the joint venture's performance of the work.