



Clean Energy Innovation Solicitation: Emerging Technologies and New Business Models

Launch: May 27, 2025

Close: February 6, 2026

January 27, 2026 Addendum # 3 to Track 1: Emerging Technologies Solicitation Protocol

1. Introduction

Clean Power Alliance of Southern California (CPA), the fourth largest energy provider in California, the largest Community Choice Aggregator in California and recipient of an investment grade credit rating of A from S&P Global Rankings, is accepting proposals for early-stage innovative clean energy projects and new business models that introduce novel approaches to clean renewable or carbon-free generation and/or energy storage to complement CPA's renewable energy portfolio, energy distribution, or business needs.

The Clean Energy Innovation Solicitation: Emerging Technologies and New Business Models (Innovation Solicitation) accepts a wide variety of new or emerging clean energy technologies in earlier stages of development. Additionally, the Innovation Solicitation is intended to provide an intake process to evaluate new business models, new customer programs and/or new procurement ideas.

CPA's Innovation Solicitation will organize submissions into two tracks (1) Emerging Technologies – Track 1 and (2) New Business Models – Track 2. This Protocol relates only to Track 1 with the following product types and eligibility characteristics:

Emerging Technologies: Emerging clean renewable or carbon-free power technologies or resources providing energy storage capabilities. The resource must be located (or intended to be) in CAISO or able to deliver energy to CAISO. Projects in this track must meet the minimum size requirement of 1 MW, the maximum size requirement of 200 MW and a commercial readiness date no later than 2035. Selected projects will be invited to enter into an Award Option of their choosing. Depending on which Award Option is requested, Proposers will either agree to resubmit their proposal in a future CPA RFO or upon successfully meeting the required developmental milestones, begin negotiations for a Power Purchase



Agreement. CPA expects that these Award Options will support the project's development and eventual success.

This protocol is for proposals for Emerging Technologies or a specific resource only. If you are interested in submitting a proposal for new business models, customer programs, contracting structures, or partnerships with CPA, please refer to the Innovation Solicitation Track 2 Protocol which can be found on CPA's website, in the same location as this document.

General instructions for participating in CPA's Innovation Solicitation and product-specific requirements are described in the text of this document ("Solicitation Protocol").

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2. Background

a. Description of CPA

Clean Power Alliance (CPA) is the nation's leading green power provider and California's largest community choice aggregator. Established in 2017, CPA is a Joint Powers Authority comprised of 38 local member agencies across Los Angeles and Ventura Counties. CPA is the fourth largest electricity provider in California and serves more than three million residents and businesses in the region. CPA was established to provide communities cost competitive electricity and a choice of clean energy options, reduce greenhouse gas emissions, stimulate renewable energy development and the growth of green jobs, implement distributed energy resources, and offer energy efficiency, demand reduction, and cost saving customer programs.

b. Solicitation Overview and Goals

The goal of the Innovation Solicitation is for CPA to solicit and evaluate proposals for early-stage innovative clean energy projects that may not be ready for commercial application or ineligible to participate in CPA's other RFOs.

Projects eligible to participate are listed in the introduction section of this document.

Responses to the solicitation submitted after the initial deadline will be reviewed in early 2026. A complete proposal specification and detailed timeline are included in this document.

c. Acknowledgement of Terms

By participating in CPA's Innovation Solicitation, respondents ("Proposers") acknowledge that they have read, understand, and agree to the terms and conditions set forth in this Solicitation Protocol. CPA reserves the right to reject any proposal that does not comply with the requirements identified herein. Furthermore, CPA may, in its sole discretion and without notice, modify, suspend, or terminate the CPA Innovation Solicitation without liability to any organization or individual. The CPA Innovation Solicitation does not constitute an offer to buy or create an obligation for CPA to enter into an agreement with any party, and CPA shall not be bound by the terms of any proposal until CPA has entered into a fully executed agreement.

3. Submission Details

a. Solicitation Website

All information regarding this solicitation will be posted to the CPA's website at <https://cleanpoweralliance.org/innovation-solicitation/>. Proposers will submit all proposals (including narrative, Proposal Form templates, NDA and all other materials) to the solicitation email address: innovation@cleanpoweralliance.org. All Q&A questions from Proposers shall also be submitted to the same email address.

b. Timeline

Date	Item
May 27, 2025	Innovation Solicitation opens
June 20, 2025	Deadline to submit questions at 11:59pm Pacific Time. Submit questions via email at innovation@cleanpoweralliance.org
June 30, 2025	Q&A document posted to the CPA Innovation Solicitation website
July 28, 2025	Deadline to submit proposals at 11:59pm Pacific Time. Submit proposals via email at innovation@cleanpoweralliance.org
July – August, 2025	<ul style="list-style-type: none"> • CPA intakes and reviews proposals • Proposals submitted after July 28, 2025, will be reviewed on a bi-annual basis (the first annual reviews will be between July - August and second tranche reviews will be between February and March)
August 2025	Proposals submitted by July 28 th are notified of selection or non-selection
November 7, 2025	Deadline to submit questions at 11:59pm Pacific Time. Submit questions via email at innovation@cleanpoweralliance.org
November 21, 2025	Q&A document posted to the CPA Innovation Solicitation website
February 6, 2026	Deadline to submit Innovation Solicitation Proposals at 5:00pm Pacific Time. Submit proposals via email at innovation@cleanpoweralliance.org
February – March 2026	CPA intakes and reviews proposals
May 2026	Proposals submitted by February 6 th are notified of selection or non-selection

To receive updates and notifications about the solicitation, Proposers intending to participate must fill out the online [registration form](#).

c. Innovation Solicitation Process

For emerging technology proposals in the Innovation Solicitation, CPA will employ the following process:

- Projects will be evaluated based on information provided in the Project Narrative and in the Proposal Form. As such, Proposers should provide a Project Narrative and fill out the Proposal Form as completely as possible. Refer to “Submission Package” section below for more details on a compliant submission.
- CPA will evaluate the proposals consistent with evaluation and selection criteria in Section 4 of this Protocol.

- Projects will be evaluated based on their suitability for the Award Option requested. As part of this evaluation, CPA will assess the alignment of the proposed project with the requirements of the chosen agreement, ensuring that the selection process appropriately reflects the Proposer’s preferences. Refer to Section 6 of the Protocol for details of the Award Options.

d. Compliant Submission Specifications

All proposals must meet the following specifications to be considered for selection. Any material deviations from the following list will be treated as non-compliant unless such deficiency may be cured pursuant to the timeframe specified below.

Attribute	Requirement
Technology	Emerging clean renewable or carbon-free power technologies or resources providing energy storage capabilities
Location	Within or outside of California, with delivery to the CAISO grid. Proposer is responsible for obtaining transmission rights to the CAISO grid.
Installed Capacity	Generation nameplate capacity of at least 1 MW, with a maximum of 200 MW Storage nameplate capacity of at least 1 MW, with a maximum of 200 MW
Expected Commercial Operation Date (COD) or PPA Start Date	On or prior to December 31, 2035
Expected Term	Five (5) to twenty (20) years

After the submission deadline, all submissions will be reviewed for basic compliance and completeness. At the discretion of CPA, participants may be contacted to notify them of deficiencies in their submission materials. **Proposers will have four (4) business days to respond with updated and compliant submission materials or risk rejection from consideration.**

Proposer is solely responsible for checking compliance of all submitted materials. Lack of communication from CPA does not imply confirmation of a compliant submission.

e. Submission Package

Proposals should be submitted by email to innovation@cleanpoweralliance.org by the submission deadline with a subject line of “Track 1 Proposal: [Project Name]”. CPA may need to request additional information to evaluate your offer and reserves the right to do so. Submissions must include the following attachments:

Required documents:

- Project Narrative (.pdf file)
- Proposal Form (.xlsx file) – single Proposal Form per submission package. (for Track 1 only)
- Redlined Award Agreement (.docx file) for Proposers requested Award Option
- Executed NDA document (.pdf file)
- Signed Vendor Campaign Contribution Disclosure Form (.pdf file)

Recommended if available:

- Geospatial footprint project file (.zip shapefile or .kml file)
- Single line diagram (.pdf file)
- Other supporting documents (.pdf, .docx, or .zip)

Project Narrative Requirements

Proposers should submit a brief narrative of the proposed project and qualifications. This narrative will be the primary source of data for evaluating submissions. **The project narrative should be submitted as a pdf document that includes the following sections in the order listed below:**

1. Executive Summary
 - a. Brief summary of project or technology including potential benefits to CPA and its customers and any relevant high-level details of the technology.
2. Project Details Summary Table
 - a. Should include project name, product category, project type, project location city and county, project size (for both generation and storage as relevant), storage duration, Term and COD.
3. Innovation
 - a. Describe how the technology offers a creative solution to an existing challenge and may be different than or provide additional benefits relative to existing technologies available today.
4. Commercial Viability
 - a. Please describe the ability of the generation technology to compete effectively in the market and bring value to CPA and to CPA's customers.
 - b. Technology description
 - i. Describe the generation technology your project uses as well as the storage system (as applicable).
 - a. Provide details on the type of storage (chemical, mechanical, thermal, etc.) and the physics/chemistry behind the technology.
 - b. Provide any testing conducted on the technology

- c. The Proposer should list here any additional assumptions/constraints related to the storage system not covered in the Proposal Form, including, State of Charge (SOC) and slow ramping rates (for projects that can't ramp up to full capacity in 5 min)
 - ii. Describe if the technology is, or intends to be, certified as a CEC eligible RPS resource capable of providing PCC1 Renewable Energy Credits.
 - c. Detailed site description
 - i. If the project does not have a site identified, please indicate how a site will be determined, requirements for site location and decommissioning plans. If a site location is identified, provide feedback for sections ii to iv below
 - ii. Detailed description of the land use of the project footprint (including total square footage), including a site map (if available). Provide details of site control needed for the project and confirm site control status.
 - iii. Describe the project's proposed interconnection including proximity to transmission interconnection, and any new interconnection facilities that would need to be built.
 - iv. Describe the project's decommissioning plans, including any decommissioning requirements.
 - d. Schedule/project delivery plan
Provide an overview of where the project or technology is in its development lifecycle and what steps remain to achieve commercial operations or widescale market adoption detailed schedule for completion of the Project. In addition, provide detailed schedule for completion of the Project, including timelines for:
 - i. Completing all technology and performance tests
 - ii. Commercialization of technology (if applicable)
 - iii. Securing any necessary permits and utility agreements
 - iv. Planning, designing, scheduling, constructing, installing, and commissioning
 - e. Economic feasibility
 - i. Explain how the indicative or firm price was formulated that is provided in the Proposal Form or provide an estimate of cost.
 - ii. Provide any case studies or market reports related to market demand (or that there is a market for purchasers of the energy from the technology), long-term sustainability (or ability to sustain operations and profitability over an extended period of time), the ability of the technology to effectively compete with other similar offerings.
 - f. Project risks and mitigation plans
Brief overview of project risks, particularly related to status of:
 - i. Describe any upstream manufacturing, equipment or feedstock sourcing or supply chain risks and mitigation plans against such risks
 - ii. Project interconnection and deliverability
 - iii. Construction
 - iv. Operation
 - v. Site control

- vi. Environmental, zoning, studies, and permitting (including description of the permitting lead agency and achieved and outstanding milestones)
 - vii. Financing – provide details on all grants, seed funding, public or private offerings, bonds/notes received with respect to the project.
 - viii. Developer experience
 - ix. Describe any other known risks not requested above
5. Environmental Stewardship
- a. For resources generating any emissions, please describe any technologies that are in place or planned to be put into place for avoidance or elimination of Greenhouse gas (GHG), NOX, SOX, particulate matter, or other pollutant emissions by the plant, if any. The Proposer should list here any additional assumptions/constraints related to the generator not captured in the Proposal Form.
 - b. Provide details of all emissions associated with the operation of the project (including, expected annual NOX, SOX and any GHG emissions)
 - c. Specify and explain how the project’s environmental impact meets the High, Neutral, or Low scoring criteria in Section 4 of this Protocol under Environmental Stewardship. Provide details of additional environmental impacts such as land footprint, water usage by the project during operation, waste byproduct etc.
6. Community Impact
- a. Describe what benefits the project provides the community in which it is located (or intended). Benefits may include but are not limited to: community engagement and collaboration, locating a disadvantaged community to promote equitable access to clean energy resources, or advancement of policy goals.
 - b. Describe the project’s intended workforce development efforts, including commitments to union and targeted hires, and utilizing participating labor agreements Specify and explain how the project’s community impact meets the High, Medium, Neutral, or Low scoring criteria in Section 4 of this Protocol under Benefits to DACs
7. Award Option
- a. Please indicate your preferred Award Option you would like CPA to consider. Refer to Section 6 for specific Award Option details and alternative conditions.

Proposal Form Template

The Excel file data template is an additional source of data for specific project details that are not fully captured in the project narrative and for further assessment of Track 1 proposals. **This Proposal Form template must be fully completed for each submission to be considered.** Proposers must complete the appropriate sheets within the data template for the product category being submitted.

The Proposal Form template contains the following sections as well as a guide (titled “Instructions”) for which sheets must be completed in the Excel spreadsheet. A grey tracker at the top of every sheet indicates if it is required for the specific product category. All yellow fields in the sheets relevant to the proposed project should be fully completed, utilizing the drop-down lists when provided.

*Proposals that are not project/site-specific may answer unknown in the Proposal Form for site-specific questions.

1. **Participant & Project Info:** This sheet provides summary information for the project. You will also be asked to indicate your preferred Award Option.
2. **Generation Profile:** These values will be used for evaluation of renewable generation resources, whether firm or variable. Forecasted hourly generation data over the full duration of the proposed project is requested.
3. **Storage Parameters:** These values will be used for evaluation of facilities with storage products.
4. **Other Questionnaire:** These are additional questions which are important to CPA but do not contribute to the qualitative assessment.
5. **Error Validation:** This sheet tracks specific errors/missing information in the Proposal Form. Depending on the proposal category, the sheet will indicate which sections are required and check for missing information. Make sure that this sheet has no errors prior to submitting the Proposal Form. Note that it is still the Proposer's responsibility to conduct quality control on the Proposal Form as well as any document in the submission package.

Redlined Award Options

The solicitation materials packet includes the two award options being offered. The Proposer should review and redline their preferred agreement document in accordance with Section 7 of this Protocol.

Non-Disclosure Agreement

All Proposers are required to sign CPA's standard Non-Disclosure Agreement ("NDA"). CPA will not accept changes to the NDA.

Geospatial Footprint Project File

If available, Proposers are encouraged to submit a file of the relevant geospatial footprint of their project in a zipped shapefile (.zip) or Google Earth KML (.kml) format if project site is known. Instructions on generating the files are available in Exhibit A.

Vendor Campaign Contribution Disclosure Form

All Proposers are required to sign a vendor campaign contribution disclosure form.

4. Evaluation and Selection Criteria

Proposals will be evaluated based on factors related to the project's commercial readiness, environmental stewardship, and community impact. In performing this evaluation, CPA will consider a common set of qualitative criteria, a partial list of which is included below. This list may be revised at CPA's sole discretion and includes:

- Overall clarity and quality of response: Inclusive of completeness, timeliness, and conformity
- Award Option Requested: Proposals requesting a Letter of Support (Award Option 1) may be selected based on the satisfaction of some or all criteria or on a diversity of scores. Proposals

requesting a Conditional Shortlist Agreement (Award Option 2) will be evaluated on the full scoring criteria.

- **Technology Maturity:** Projects are ranked high, medium, or low ranging from well-established solutions with operational history, through pilot-tested or partially optimized systems, to highly experimental approaches lacking documented validation.
 - High score: Technology is well-established and/or supported by proven operational history.
 - Medium score: Technology has been tested in pilots or uses established technologies in its design, but may still require optimization.
 - Low score: Technology is highly experimental or lacks documented operational history.
- **Development Stage:** Projects are ranked high, medium, or low ranging from fully permitted projects with secured sites and mapped interconnection, to those with significant uncertainties, incomplete permitting, and limited planning.
 - High score: Critical permits are obtained, a detailed schedule with key milestones is completed, site control is secured, and interconnection is clearly mapped.
 - Medium score: Permits are in progress, a site identified, and preliminary design complete. Interconnection application process has not been started. Risks are present but mitigation plans are clearly outlined.
 - Low score: No permits have been secured, major uncertainties are evident in the timeline, or no site has been identified. Significant risks remain with no mitigation plans outlined.
- **Economic Feasibility:** Projects are ranked high, medium, or low ranging from competitive pricing, through reasonable estimates, to costs that appear unrealistic. If pricing is indicative under Award Option 1, this category will not be scored.
 - High score: Proposal demonstrates cost-competitiveness relative to similar technologies offering the same energy and/or capacity products.
 - Medium score: Proposed cost is reasonable.
 - Low score: Proposed cost appears unrealistic, is uncertain or incomplete.
- **Price Clarity:** Projects are ranked high, medium, or low ranging from firm, well-documented details, through viable estimates with some assumptions, to proposals lacking price certainty. If pricing is indicative under Award Option 1, this category will not be scored.
 - High score: Price details are clearly articulated and firm.
 - Medium score: Pricing details are outlined and appear viable but contain some assumptions or uncertainties.
 - Low score: Pricing lacks clarity with no or few firm details provided, or reliance on speculative assumptions.
- **Innovation:** Projects are ranked high, medium or low, ranging from proprietary, novel solutions to widely available technologies.
 - High score: The project demonstrates a novel solution supported by patents or proprietary designs. Employs a unique combination of materials, processes, or systems not commonly found in other technologies.

- Medium score: The project includes unique features but built on known or existing technologies.
- Low score: The project is based on widely available, common clean energy technologies. The project shows little to no demonstration of innovation in design, equipment, or application beyond conventional industry practices.
- **Workforce Development:** Projects are ranked high, medium or low based on labor practices—ranging from use of targeted-hire, union labor, or multi-trade project labor agreements (including state-apprenticeship graduates), to projects without labor agreements but demonstrating prevailing wage, union labor, and targeted-hire commitments, to those with no such commitments.
 - Projects score High if they meet conditions either a or b listed below.
 - a) Projects that secured a Project Labor Agreement or similar community benefit agreement.
 - b) Projects that utilize a skilled and trained workforce meeting all of the following criteria:
 - All electrical work¹ will be performed by Journeymen Electricians² Apprentices³
 - At least 60% of all Journeyman Wiremen are graduates of a state-approved joint labor management apprenticeship training program.
 - At least 10% jobsite electrical workers shall be OSHA 30-hour General Industry Safety and Health Certified
 - Projects utilizing prevailing hourly wage rates.
 - Projects utilizing local and targeting hires, including a minimum of 40% of all hours of project work shall be performed by Local Targeted Workers⁴, with priority given to residents of Los Angeles

¹ Electrical work is defined as the placement, installation, commissioning, testing, programming, erection or connection of any electrical wires, fixtures, appliances, apparatus, raceways, conduits, transmission lines, solar photovoltaic cells or any part thereof, or any upgrade thereto; which generates, transmits, transforms, stores or storage used to integrate eligible renewable resources, add/or utilizes electrical energy, regardless of form or purpose, and regardless of voltage; as well as electrical energy efficiency, which includes but is not limited to: all lighting work, all advanced lighting controls (including third party certification, California Advanced Lighting Control Training Program {also known as “CALCTP”}), all building controls and automation, energy and electric technology related to metering, sub-metering and/or systems related to or regarding demand response.

² Journeymen Electrician is a worker who either: 1) graduated from an apprenticeship program for the applicable occupation that was approved by the chief or located outside California and approved for federal purposes pursuant to apprenticeship regulations adopted by the Secretary of Labor, or 2) has at least as many hours of on-the-job experience in an applicable occupation as would be required to graduate from an apprenticeship program for the applicable occupation that is approved by the chief.

³ An Apprentice means registered in an apprenticeship program approved by the chief pursuant to Section 3075 of the Labor Code who is performing work covered by the standards of that apprenticeship program and receiving the supervision required by the standards of that apprenticeship program.

⁴ Local Targeted Worker refers to workers located within a 25-mile radius of the project.

and Ventura Counties, workers from Economically Disadvantaged Areas⁵, and Disadvantaged Workers⁶.

- Medium score: The project does not commit to have a project labor agreement, but will pay prevailing wages, use union labor, and make targeted hire commitments.
- Low score: The project does not demonstrate the requirements for a High or Medium score.
- **Environmental Stewardship:** Projects are ranked high, neutral, or low ranging from its location being in a multi-benefit area or renewable energy zone to project is located in a high-conflict area. See Exhibit A for a tool to identify the designated high-conflict areas, renewable energy zones, and multi-benefit areas.
 - High score: The project is located in a multi-benefit or renewable energy zone or is located on non-natural land (e.g. commercial or industrial areas, areas with existing energy infrastructure).
 - Neutral score: The project is not located in a multi-benefit area, renewable energy zone, or high-conflict area.
 - Low score: The project is located in a high-conflict area or on natural, undisturbed lands that are not located in a multi-benefit area or renewable energy zone.
- **Project Location:** Projects are ranked high, medium, or low with preference given to projects located in Los Angeles or Ventura County.
 - High score: The project is in Los Angeles or Ventura County.
 - Medium score: The project is located in another county within California or it is located within a Federally-designated energy community or on tribal lands with demonstrated community support (including outside of California).
 - Low score: The project is located outside of California not in a Federally-designated energy community or on tribal lands without demonstrated community support.
- **Benefits to DACs:** Projects are ranked high, medium, neutral, or low, ranging from those demonstrating community benefits in a DAC to those that do not align with community priorities.
 - High score: The project is located within a DAC and demonstrates DAC workforce and community development benefits.
 - Medium score: The project is not located within a DAC but can demonstrate DAC benefits and has completed community outreach.
 - Neutral score: The project does not demonstrate DAC benefits.

⁵ Economically Disadvantaged Area means a zip code that includes a census tract or portion thereof in which the median annual household income is less than 80% of the statewide annual median household income, as measured and reported by the U.S. Census Bureau in the 2020 U.S. Census and as updated upon the U.S. Census Bureau issuing updated Median Annual Household Income data by census tract in the American Community Survey.

⁶ Disadvantaged Worker means an individual who faces at least one of the following barriers to employment: (1) being homeless; (2) being a custodial single parent; (3) receiving public assistance; (4) lacking a GED or high school diploma; (5) having a criminal record or other involvement with the criminal justice system; (6) suffering from chronic unemployment; (7) emancipated from the foster care system; (8) being a veteran of the United States Armed Services; (9) being an apprentice with less than 15% of the required graduating apprenticeship hours in a program; or (10) residing in an area that falls in the top 15-percentile of the CalEnviroScreen 4.0 score.

- Low score: The project is inconsistent with community priorities.

5. Communication Guidelines

CPA will not be answering questions related to the solicitation outside of the formal Q&A process. CPA, at its sole discretion, may contact Proposers directly to ask additional questions, seek clarification, and/or request additional information as needed to assess a proposal. Proposers are prohibited from communicating with CPA personnel, board of directors, board alternates, or contractors outside of this Q&A process. **If it is discovered that a Proposer contacts and receives information from any CPA personnel, board director or alternate, or contractor outside of the rules established by this solicitation, CPA may, in its sole determination, disqualify such Proposer from further consideration or take any other action as CPA may decide.** Please review CPA's Vendor Communication Policy, available at: https://cleanpoweralliance.org/wp-content/uploads/2019/06/CPA2019-010_Policy_Vendor-Communications.pdf.

Q&A

All questions from Proposers will be answered through a formal Q&A process. Proposers must submit questions to innovation@cleanpoweralliance.org. All questions received and all answers to such questions will be posted in a single response document on the Innovation Solicitation page according to the timeline in Section 3 the Protocol. CPA's answers to these questions are incorporated herein by reference. CPA reserves the right to group questions, combine issues, or organize answers in a manner that CPA finds appropriate. Proposers are responsible for incorporating all relevant information contained in CPA's answers into their solicitation responses.

6. Award Options

Following Proposer notification (i.e., proposal selection), CPA will offer the following award options to the awarded Track 1 proposals:

1. Letter of Support: This letter expresses CPA's interest in and support of the project, highlighting the value of the technology, and commitment to evaluating the project when it is prepared to participate in a future CPA RFO process or upon commercial-viability. Prices and CODs submitted by proposers pursuing this option will be considered indicative.
2. Conditional Shortlist Agreement: This agreement specifies the terms under which CPA will shortlist and negotiate a Power Purchase Agreement with the selected participant, provided they meet certain predefined conditions. The proposer must commit to a firm price as stated in their proposal. These conditions include completing developmental milestones like securing the site and submitting an interconnection application to the relevant balancing authority. Upon shortlisting, the selected proposer must sign CPA's standard exclusivity agreement and provide collateral.
3. Aside from Option 1 or 2, Proposer may present an alternative Award Option for CPA's consideration provided that Proposer understands that the Proposer will have to choose and

agree to one of the two award options listed above if CPA declines the Proposers' alternative Award Option.

7. Award Options Redlines

CPA is including the proposed forms of Letter of Support and Conditional Shortlist Agreement as the basis for engaging with successful Track 1 Proposers. Proposers must consider the commercial terms stipulated in this Protocol as well as those commercial terms defined in the applicable agreement when submitting a proposal to this solicitation. CPA will consider limited requests for adjustments and edits to its form agreements, provided that such requested edits are incorporated as redline edits to the Agreement word document and submitted as part of the submission package. While CPA will consider limited requests for adjustments and edits to its form agreements, adherence to CPA's standard contract terms is an important factor in CPA's evaluative process. Proposals that accept CPA's standard contract terms will be given preference during such evaluation. Proposers should be aware that material changes to CPA's standard terms submitted after the response deadline may result in disqualification of the proposal.

8. No Guarantee of Offer or Agreement/Reservation of Rights

This solicitation does not constitute an offer from CPA to buy and creates no obligation to execute any agreement as a consequence of this solicitation. Under no circumstances shall CPA be bound by the terms of any Proposer's proposal nor any subsequent agreement until CPA has obtained all necessary approvals of its management and the CPA Board of Directors and all the conditions precedent, if any, set forth in a fully executed agreement have been satisfied or waived.

CPA reserves the right, without qualification and in its sole discretion to: (i) select multiple Proposers or no Proposers at all, (ii) negotiate one or more agreements on a bilateral basis outside the terms of this solicitation, (iii) create phases for evaluating or negotiating proposals, (iv) interview Proposers, (v) create separate or parallel tracks for evaluating or negotiating proposals. CPA may at any time and for any reason decline to enter into any agreement with any Proposer, to terminate negotiations with any Proposer, to abandon or cancel the solicitation process in its entirety, or to not make an award. CPA reserves the right, without qualification and in its sole discretion, to consider, accept, or reject a Proposer's request to replace one or more projects with another project(s) proposed by Proposer. In CPA's sole discretion, CPA may evaluate any such proposed replacement project(s) using the evaluation criteria as specified in this solicitation or may follow any evaluation criteria or process as CPA may determine is appropriate and in the best interest of CPA. CPA shall not be liable to any Proposer submitting a proposal in response to this solicitation. CPA shall not be liable to any Proposer or party in law or equity for any reason whatsoever for any acts or omissions arising out of or in conjunction with this solicitation.

CPA reserves the right to modify any date or deadline; provide additional Q&A opportunities; issue solicitation clarifications, corrections, changes, or addenda; waive any solicitation requirements or instruction for all Proposers if CPA determines, in its sole discretion, that the requirements or instructions are unnecessary, erroneous, or unreasonable; change or update solicitation requirements in order to address any new or updated regulatory requirements, including but not limited to from; deem a Proposal non-responsive if Proposer declines to accept the terms and conditions outlined in this solicitation, as it

may be amended from time to time; or, deem a Proposer non-responsive if a Proposer submits material changes to its Proposal.

CPA may waive any immaterial defect in any Proposal and allow the Proposer to remedy those defects. CPA reserves the right to use its best judgment to determine what constitutes an immaterial deviation or defect. CPA reserves the right, at its sole discretion, to overlook, correct or require a Proposer to remedy any obvious clerical or mathematical errors occurring in the narrative portion of a Proposal. No implied or express waiver of CPA's rights is intended and CPA reserves all rights.

CPA expressly reserves the right to request clarification of information submitted through supplementary follow-up questions or inquiries or to request additional information from any one or more of the Proposers.

Each Proposer's costs for developing its proposals, including all solicitation review, proposal preparation and submittal costs, are entirely the responsibility of the applicable Proposer, and CPA shall not have any responsibility or liability for such costs.

CPA states that the information in this Innovation Solicitation Protocol is accurate to the best of CPA's knowledge but is not guaranteed to be correct. Proposers are expected to complete all due diligence activities prior to entering into any final contract negotiations with CPA.

9. Collaboration

No Proposer shall collaborate on, coordinate, or discuss with any other Proposer or potential Proposer the substance of this solicitation, solicitation strategies, or whether CPA has selected certain proposals.

10. Non-discrimination

CPA does not give preferential treatment or discriminate based on race, sex/gender, color, ethnicity, or national origin.

11. Confidentiality

All correspondence with CPA including responses to this solicitation will become the exclusive property of CPA and will become public records under the California Public Records Act (Cal. Government Code sections 7920.000, et seq.) **All documents sent by Proposers to CPA may be subject to disclosure, unless exempt due to one of the narrow exceptions to the disclosure requirements.**

In order to designate information as confidential, the Proposer must clearly stamp and identify the specific portion of the material designated with the word "Confidential" and provide a citation to the California Public Records Act that supports keeping the information confidential. Proposer should not over-designate material as confidential. Over-designation would include stamping entire pages or series of pages as confidential that clearly contain information that is not confidential.

Therefore, any proposal which contains language purporting to render all or significant portions of their proposal “Confidential”, “Trade Secret” or “Proprietary”, or which fails to provide the exemption information required as described below may be considered a public record in its entirety subject to the procedures described below. **Do not mark your entire proposal as “confidential”.**

If required by any law, statute, ordinance, a court, Governmental Authority, or agency having jurisdiction over the CPA, including the California Public Records Act, CPA may release Confidential Information, or a portion thereof, as required. In the event CPA is required to release Confidential Information, it shall notify the Proposer of the required disclosure, such that the Proposer may attempt (if it so chooses), at its sole cost, to cause the recipient of the Confidential Information to treat such information in a confidential manner, and to prevent such information from being disclosed or otherwise becoming part of the public domain. By submitting a proposal, Proposer agrees to indemnify and hold harmless CPA, its directors, officers, employees, and agents, from any claims, liability, award of attorneys’ fees, expenses, or damages, and to defend any action brought against above said entities for CPA’s refusal to disclose any confidential, trade secret, or other proprietary information to any party.

CPA does not intend to disclose any part of any proposal before it announces a recommendation for approval by CPA’s Board of Directors of a contract, on the ground that there is a substantial public interest in not disclosing proposals during the evaluation or contract negotiation process.

12. Proposer Representations

By submitting a proposal, Proposer agrees to be bound by the conditions of the Innovation Solicitation Protocol, and makes the following representations, warranties, and covenants to CPA, which representations, warranties, and covenants will be deemed to be incorporated in their entirety into each of Proposer’s submittals and are deemed to be material to CPA’s consideration of the proposals:

1. Proposer agrees that CPA is not liable to any Proposer or party in law or equity for any reason whatsoever for any acts or omissions arising out of or in conjunction with this solicitation and that Proposer has no legal recourse whatsoever against CPA, its Members, CPA’s directors, officers, employees, and agents for rejection of their submittal(s).
2. Proposer acknowledges that it has had the opportunity to seek independent legal and financial advice of its own choosing with respect to this solicitation and agrees to be bound by the terms and specifications of this solicitation and any addenda subsequently issued prior to the due date of the submittal.
3. Proposer has obtained all necessary authorizations, approvals, and waivers, if any, required by Proposer to submit its proposal pursuant to the terms of this solicitation and to enter into a final agreement with CPA.
4. Proposer acknowledges that CPA reserves the right to enter into relationships with more than one Proposer, can choose not to proceed with any Proposer with respect to one or more identified Tasks, and can choose to suspend or cancel this solicitation or issue a new solicitation that would supersede and replace this solicitation.
5. Proposer warrants that it has no employees in its employ who in any capacity have a position at CPA that enable him/her to influence the selection of a Proposer or any competing solicitation, nor does Proposer have in its employ any CPA Board of Director, including any Regular or

Alternating Directors (collectively “CPA Director”) or CPA employee who is the spouse or economic dependent of such a CPA employee. A list of current CPA Directors can be found in CPA’s Vendor Campaign Contribution Disclosure Form. This list may be updated from time to time.

6. Proposer’s submission complies with all applicable laws and CPA policies.
7. Proposer warrants that all information submitted by Proposer to CPA in connection with this solicitation is true and accurate as of the date of Proposer’s submission. Proposer also covenants that it will properly and promptly update any submitted information immediately upon any material change thereto.
8. Proposer has reviewed, acknowledges, and accepts Section 8, “No Guarantee of Offer or Agreement/Disclaimer” in its entirety.
9. Proposer acknowledges and accepts that CPA does not intend to provide collateral or performance security in connection with any agreement.

13. Description of Documents in Solicitation Release Package

1. Innovation Solicitation Protocol (*CPA Innovation Solicitation Track 1 Protocol Addendum 3.pdf*):
 - a. Description of Innovation Solicitation, submissions and compliance requirements, selection criteria, submittal instructions, legal terms.
2. Non-Disclosure Agreement (NDA) (*CPA NDA Agreement 2025.docx*):
 - a. **The NDA must be signed by all Proposers and submitted in submission package.**
3. Proposal Form Template (*CPA Innovation Solicitation Track 1 Proposal Form.xlsx*):
 - a. Template for submitting all Track 1 projects specifications, qualitative assessment answers, and developer and project risk answers.
 - b. **Must be fully completed (shows no error in validation sheet) and submitted in submission package.**
4. CPA Vendor Campaign Contribution Disclosure Form (*CPA CAMPAIGN CONTRIBUTION DISCLOSURE FORM 2025.docx*):
 - a. The Campaign Contribution Disclosure Form must be signed and **submitted with each submission package.**
5. Letter of Support (*CPA Letter of Support – Option 1.docx*)
 - a. Letter of Support that CPA will award selected Track 1 Proposers requesting this Award Option
 - b. **Must be reviewed, redlined as necessary, and submitted in each submission package.**
6. Conditional Shortlist Agreement (*CPA Conditional Shortlist Agreement – Option 2.docx*)
 - a. Agreement that CPA will enter into with selected Track 1 Proposers requesting this Award Option
 - b. **Must be reviewed, redlined as necessary, and submitted in each submission package.**

Exhibit A: Clean Power Alliance Clean Energy Site Evaluation Tool

The CPA Clean Energy RFO Evaluation Tool (“Tool”) is available for optional use by Proposers in this solicitation. [Click here to access the Tool.](#)

Note that detailed instructions on the Tool and its use are provided on the CPA Clean Energy RFO Evaluation Tool splash screen and are accessible from the Tool’s main screen by clicking the  button.

The Tool will help Proposers understand if a Project overlaps with certain environmental high-conflict areas (“High-Conflict Areas” in the Tool) or preferred renewable energy development and multi-benefit areas (“Renewable Energy Zones and Multi-benefit Areas” in the Tool).

CPA may use the Tool to conduct internal environmental screening of Proposals that have a site identified. To facilitate this, **Proposers with sites identified are encouraged to submit a file of the relevant geospatial footprint of their site in a zipped shapefile (.zip) or Google Earth KML (.kml) format. Proposers are not required to conduct their own project environmental screening.**