

STATE OF MAINE
Executive Department
Office of the Public Advocate



RFP#201904065

Consultation Services for Merger/Acquisition Transactions by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

RFP Coordinator	<p><i>All communication regarding this RFP <u>must</u> be made through the RFP Coordinator identified below.</i></p> <p>Name: Elizabeth J. Wyman Title: Senior Counsel Contact Information: liz.wyman@maine.gov</p>
Submitted Questions Due	<p><i>All questions <u>must</u> be received by the RFP Coordinator identified above by:</i></p> <p>Date: April 19, 2019, no later than 4:00 p.m., local time</p>
Proposal Submission	<p><i>Proposals <u>must</u> be received by the Division of Procurement Services by:</i></p> <p>Submission Deadline: April 29, 2019, no later than 4:00 p.m., local time. <i>Proposals <u>must</u> be submitted electronically to the following address:</i></p> <p>Electronic (email) Submission Address: Proposals@maine.gov</p>

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PUBLIC NOTICE

**State of Maine
Executive Department
Office of the Public Advocate
RFP#201904065**

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

The State of Maine, Office of the Public Advocate (OPA) is seeking proposals for expert consultation services related to the regulatory review of two proposed merger/acquisition transactions, which will involve separate proceedings before the Maine Public Utilities Commission, but which are expected to occur at approximately the same time:

- (1) The merger/acquisition by SJW Group, a holding company located in San Jose, California, of Connecticut Water Services, Inc., headquartered in Clinton, Connecticut, which is the corporate parent of Maine Water Company, which operates eleven public water utility divisions in the state of Maine.
- (2) The acquisition by ENMAX Corporation of Calgary, Alberta, Canada of EMERA Maine, an electric transmission and distribution public utility operating in the state of Maine.

A copy of the RFP, as well as the Question & Answer Summary and all amendments related to this RFP, can be obtained at the following website: <https://www.maine.gov/dafs/procurementservices/vendors/rfps>

Proposals must be submitted to the State of Maine Division of Procurement Services, via e-mail, to the following email address: Proposals@maine.gov. Proposal submissions must be received no later than 4:00 pm, local time, on April 29, 2019, when they will be opened. Proposals will be opened at the Burton M. Cross Office Building, 111 Sewall Street - 4th Floor, Augusta, Maine. Proposals not submitted to the Division of Procurement Services' aforementioned email address by the aforementioned deadline will not be considered for contract award.

RFP DEFINITIONS/ACRONYMS

The following terms and acronyms shall have the meaning indicated below as referenced in this RFP:

1. **RFP:** Request for Proposals
2. **State:** State of Maine
3. **Department or OPA:** Office of the Public Advocate
4. **MPUC:** Maine Public Utilities Commission

State of Maine – Executive Department
Office of the Public Advocate
RFP#201904065

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

PART I INTRODUCTION

A. Purpose and Background

The Office of the Public Advocate is seeking proposals for expert consultation services related to the regulatory review of two proposed merger/acquisition transactions, which will involve separate proceedings before the Maine Public Utilities Commission, but which are expected to occur at approximately the same time:

- (1) The merger/acquisition by SJW Group, a holding company located in San Jose, California, of Connecticut Water Services, Inc., headquartered in Clinton, Connecticut, which is the corporate parent of Maine Water Company, which operates eleven public water utility divisions in the state of Maine. Through these divisions, Maine Water Company provides water to more than 32,000 customers located in 21 towns throughout Maine.
- (2) The acquisition by ENMAX Corporation of Calgary, Alberta, Canada of EMERA Maine, an electric transmission and distribution public utility operating in the state of Maine. EMERA Maine distributes electricity to more than 150,000 customers located in northern and eastern Maine.

Both Maine Water Company and EMERA Maine, as public utilities, are subject to the jurisdiction of the Maine Public Utilities Commission (MPUC), and must seek MPUC approval of any merger or acquisition of their respective businesses. Neither company has filed for approval at this time, but such filings are expected to be made soon.

The Office of the Public Advocate (OPA) has the statutory duty to represent the using and consuming public in matters within the jurisdiction of the MPUC. The OPA has the specific statutory duty to review any proposed merger or acquisition of a public utility, such as the two proposed transactions described above. It is essential that these proposed merger/acquisition transactions do not adversely affect the consuming public and, in particular, the customers of Maine Water Company and EMERA Maine, who are presumed to have no other option for receiving water and electricity service at their homes or places of business.

B. General Provisions

1. From the time this RFP is issued until award notification is made, all contact with the State regarding this RFP must be made through the aforementioned RFP Coordinator. No other person/ State employee is empowered to make binding statements regarding this RFP. Violation of this provision may lead to disqualification from the bidding process, at the State's discretion.
2. Issuance of this RFP does not commit the Department to issue an award or to pay expenses incurred by a Bidder in the preparation of a response to this RFP. This includes attendance at personal interviews or other meetings and software or system demonstrations, where applicable.

3. All proposals should adhere to the instructions and format requirements outlined in this RFP and all written supplements and amendments (such as the Summary of Questions and Answers), issued by the Department. Proposals are to follow the format and respond to all questions and instructions specified below in the “Proposal Submission Requirements” section of this RFP.
4. Bidders shall take careful note that in evaluating a proposal submitted in response to this RFP, the Department will consider materials provided in the proposal, information obtained through interviews/presentations (if any), and internal Departmental information of previous contract history with the Bidder (if any). The Department also reserves the right to consider other reliable references and publicly available information in evaluating a Bidder’s experience and capabilities.
5. The proposal shall be signed by a person authorized to legally bind the Bidder and shall contain a statement that the proposal and the pricing contained therein will remain valid and binding for a period of 180 days from the date and time of the bid opening.
6. The RFP and the selected Bidder’s proposal, including all appendices or attachments, shall be the basis for the final contract, as determined by the Department.
7. Following announcement of an award decision, all submissions in response to this RFP will be considered public records available for public inspection pursuant to the State of Maine Freedom of Access Act (FOAA) (1 M.R.S. §§ 401 et seq.).
<http://www.mainelegislature.org/legis/statutes/1/title1sec401.html>
8. The Department, at its sole discretion, reserves the right to recognize and waive minor informalities and irregularities found in proposals received in response to this RFP.
9. The State of Maine Division of Procurement Services reserves the right to authorize other Departments to use the contract(s) resulting from this RFP, if it is deemed to be beneficial for the State to do so.
10. All applicable laws, whether or not herein contained, shall be included by this reference. It shall be the Bidder’s responsibility to determine the applicability and requirements of any such laws and to abide by them.

C. Eligibility to Submit Bids

All interested parties are invited to submit bids in response to this Request for Proposals.

D. Contract Term

The Department is seeking a cost-efficient proposal(s) to provide services, as defined in this RFP, for the anticipated contract period defined in the table below. Please note that the dates below are estimated and may be adjusted, as necessary, in order to comply with all procedural requirements associated with this RFP and the contracting process. The actual contract start date will be established by a completed and approved contract.

Contract Renewal: Following the initial term of the contract, the Department may opt to renew the contract for one (1) renewal periods, as shown in the table below, and subject to continued availability of funding and satisfactory performance.

The term of the anticipated contract, resulting from this RFP, is defined as follows:

Period	Start Date	End Date
Initial Period of Performance	May 15, 2019	December 31, 2019
Renewal Period No. 1	January 1, 2020	December 31, 2020

E. Number of Awards

The Department anticipates making one (1) award as a result of this RFP process.

PART II SCOPE OF SERVICES TO BE PROVIDED

The awarded Bidder will provide the following services to be performed at the discretion of, and with input from, the OPA. Awarded Bidder will have responsibility for analyzing all pertinent data and presenting overall recommendations on issues with respect to both the merger/acquisition transactions described above in Part I, Section A.

Furthermore, depending on the case strategy adopted by the OPA, the awarded Bidder may also have responsibility for providing advice and testimony on the merger transactions, especially as related to the financial viability of all companies involved in the merger/acquisition transactions, and the operational capacity of the entities that emerge from these transactions to provide reasonable water and electricity service to customers in Maine.

- A. SPECIFIC DESCRIPTION OF TASKS.** The general issues shall be addressed in terms of any or all of the following tasks:
1. Thoroughly review and evaluate the testimony, filings and other material presented by parties submitting the two merger/acquisition proposals as well as any other parties intervening in these proceedings and assist the OPA in analyzing any or all of the above issues and in identifying any additional issues that should be raised by the OPA.
 2. Assist the OPA in conducting discovery concerning both merger/acquisition proposals or submissions made by other parties sufficient to make a complete analysis of both proposals and other submissions. This assistance should include, without limitation, aid in the preparation of such written requests for information as may be necessary for a thorough analysis of both cases.
 3. Assist the OPA in evaluating the responses to discovery and other information provided by the parties submitting the two merger/acquisition proposals, or making other submissions, for the purpose of determining whether these cases can be processed on the basis of the issues identified in the “Scope of Services” section above or whether the OPA ought to raise additional issues.
 4. Assist the OPA in both cases by preparing proposed cross-examination of witnesses and in conducting such examination, whether at a technical conference or at an MPUC hearing. This may include travel to and from Augusta, Maine.
 5. Prepare and present direct testimony in both cases, and submit to cross-examination on the issues identified in the Scope of Services section above. This may include travel to and from Augusta, Maine.
 6. Assist the OPA in responding to such discovery as the MPUC or other parties may undertake of the OPA and its consultants in both cases.
 7. Analyze any “bench analysis” performed by the staff of the MPUC in either of the two cases, and submit discovery on such analysis, if needed;
 8. Analyze the direct and rebuttal testimony filed by other parties in both cases and prepare proposed cross-examination thereof, together with any needed discovery. Assist in cross-examination in any technical conference on the direct and rebuttal testimony of other parties. This may include travel to and from Augusta, Maine.
 9. In the course of performing tasks Part II A(1) through A(8) above, assist the OPA in evaluating and responding to positions taken and evidence presented by MPUC Staff and any intervenors that

may participate in these two cases.

10. Assist the OPA in preparing, for both cases, briefs, reply briefs, oral arguments, and exceptions before the MPUC and its Hearing Examiners.
11. To the extent, and only to the extent, that MPUC practice permits, assist the OPA in presenting to the MPUC such recommendations or technical adjustments as may be required in the drafting of an Examiner's Report and/or the Commission's Decision in both cases.
12. In the event that the Commission's Decision in either or both cases is appealed to the Maine Supreme Judicial Court and the OPA is a party to the appeal(s), assist the OPA in preparing written argument before that Court.

B. MANNER OF PERFORMANCE OF THE WORK. In performing tasks in Part II, A 1 through 12 above, the awarded Bidder will be expected at all times to:

1. Communicate with the OPA on a regular basis as to the progress of the work and the results of that work.
2. Prepare for the OPA's review drafts of all written materials to be employed in discovery or litigation, sufficiently in advance of the time that they must be submitted to the MPUC to allow the OPA to review the work, pose additional questions, or discuss issues or problems in greater detail.
3. Assist the OPA in proposing reasonable schedules and deadlines to the MPUC for each stage of the proceedings, complete all work in accordance with such timetables or deadlines for the processing of the case as the MPUC may impose.

C. BILLING. Invoices for work performed shall be detailed to allow evaluation of charges billed in light of the tasks required by the RFP.

PART III KEY RFP EVENTS

A. Questions

1. General Instructions

- a. It is the responsibility of all Bidders and other interested parties to examine the entire RFP and to seek clarification, in writing, if they do not understand any information or instructions.
- b. Bidders and other interested parties should use **Appendix E** – Submitted Questions Form – for submission of questions.
- c. The Submitted Questions Form must be submitted by e-mail and received by the RFP Coordinator, identified on the cover page of this RFP, as soon as possible but no later than the date and time specified on the RFP cover page.
- d. Submitted Questions must include the RFP Number and Title in the subject line of the e-mail. The Department assumes no liability for assuring accurate/complete/on time e-mail transmission and receipt.

2. **Question & Answer Summary:** Responses to all questions will be compiled in writing and posted on the following website no later than seven (7) calendar days prior to the proposal due date: <https://www.maine.gov/dafs/procurementservices/vendors/rfps>. It is the responsibility of all interested parties to go to this website to obtain a copy of the Question & Answer Summary. Only those answers issued in writing on this website will be considered binding.

B. Amendments

All amendments released in regard to this RFP will also be posted on the following website:

<https://www.maine.gov/dafs/procurementservices/vendors/rfps>. It is the responsibility of all interested parties to go to this website to obtain amendments. Only those amendments posted on this website are considered binding.

C. Submitting the Proposal

1. **Proposals Due:** Proposals must be received no later than 4:00 p.m. local time, on the date listed on the cover page of this RFP, at which point they will be opened. Proposals received **after** the 4:00 p.m. deadline will be **rejected** without exception.
2. **Delivery Instructions:** Email proposal submissions are to be submitted to the State of Maine Division of Procurement Services, via email, to the email address provided on the RFP Cover Page (Proposals@maine.gov).
 - a. Only proposals received by email will be considered. The Department assumes no liability for assuring accurate/complete e-mail transmission and receipt.
 - b. Bidders are to insert the following into the subject line of their email submission:
“**RFP#201904065 Proposal Submission**”
 - c. Bidder’s proposals are to be broken down into multiple files, with each file named as it is titled in bold below, and include:
 - **File #1:** *PDF format preferred*
Completed - Proposal Cover Page (**Appendix A**)
Debarment, Performance and Non-Collusion Certification (**Appendix B**)

- **File #2:** *PDF format preferred*
Organization Qualifications and Experience (**Appendix C** and all related/required attachments stated in PART IV, B., Section I.)

- **File #3:** *PDF format preferred*
Proposed Services (and all related/required attachments stated in PART IV, B., Section II.)

- **File #4:** *PDF format preferred*
Cost Proposal (**Appendix D** and all related/required attachments stated in PART IV, B., Section III.)

PART IV PROPOSAL SUBMISSION REQUIREMENTS

This section contains instructions for Bidders to use in preparing their proposals. The Bidder's proposal must follow the outline used below, including the numbering and section and sub-section headings as they appear here. Failure to use the outline specified in this section, or to respond to all questions and instructions throughout this document, may result in the proposal being disqualified as non-responsive or receiving a reduced score. The Department, and its evaluation team for this RFP, has sole discretion to determine whether a variance from the RFP specifications should result in either disqualification or reduction in scoring of a proposal. Rephrasing of the content provided in this RFP will, at best, be considered minimally responsive. The Department seeks detailed yet succinct responses that demonstrate the Bidder's experience and ability to perform the requirements specified throughout this document.

A. Proposal Format

1. All pages of a Bidder's proposal should be numbered consecutively beginning with number 1 on the first page of the narrative (this does not include the cover page or table of contents pages) through to the end, including all forms and attachments. For clarity, the Bidder's name should appear on every page, including Attachments. Each Attachment must reference the section or subsection number to which it corresponds.
2. The Bidder is asked to be brief and concise in responding to the RFP questions and instructions.
3. All electronic documents should be formatted for printing as formatting will not be adjusted prior to printing and reviewing these documents.
4. The Bidder may not provide additional attachments beyond those specified in the RFP for the purpose of extending their response. Additional materials not requested will not be considered part of the proposal and will not be evaluated.
5. Include any forms provided in the submission package or reproduce those forms as closely as possible. All information should be presented in the same order and format as described in the RFP.
6. It is the responsibility of the Bidder to provide all information requested in the RFP package at the time of submission. Failure to provide information requested in this RFP may, at the discretion of the Department's evaluation review team, result in a lower rating for the incomplete sections and may result in the proposal being disqualified for consideration.
7. The Bidder should complete and submit the "Proposal Cover Page" provided in **Appendix A** of this RFP and provide it with the Bidder's proposal. It is important that the cover page show the specific information requested, including Bidder address(es) and other details listed. The proposal cover page shall be dated and signed by a person authorized to enter into contracts on behalf of the Bidder.
8. The Bidder should complete and submit the "Debarment, Performance and Non-Collusion Certification Form" provided in **Appendix B** of this RFP. Failure to provide this certification may result in the disqualification of the Bidder's proposal, at the discretion of the Department.

B. Proposal Contents

Section I Organization Qualifications and Experience

1. Overview of the Organization

The Bidder is to complete **Appendix C** (Qualifications and Experience Form) describing their qualifications and skills to provide the requested services in this RFP. The Bidder is also to include three examples of projects which demonstrate their experience and expertise in performing these services as well as highlighting the Bidder's stated qualifications and skills.

2. Subcontractors

If subcontractors are to be used, provide a list that specifies the name, address, phone number, contact person, and a brief description of the subcontractors' organizational capacity and qualifications.

3. Organizational Chart

Provide an organizational chart of the bidder's organization. The organization chart must include the project being proposed. Each position must be identified by position title and corresponding to the personnel job descriptions and the Staffing Plan provided.

4. Litigation

Attach a list of all current litigation in which the Bidder is named and a list of all closed cases that have closed within the past five (5) years in which Bidder paid the claimant either as part of a settlement or by decree. For each, list the entity bringing suit, the complaint, the accusation, amount, and outcome. If no litigation will be included, write "none" on submitted attachment.

5. Licensure/Certification

Provide documentation of any applicable licensure/certification or any specific credentials required to provide the proposed services.

6. Certificate of Insurance

Provide a certificate of insurance on a standard Acord form (or the equivalent) evidencing the Bidder's general liability, professional liability and any other relevant liability insurance policies that might be associated with the proposed services.

Section II Proposed Services

1. Services to be Provided

Discuss the Scope of Services referenced above in Part II of this RFP and what the Bidder will offer. Give particular attention to describing the methods and resources you will use and how you will accomplish the tasks involved. Also, describe how you will ensure expectations and/or desired outcomes as a result of these services will be achieved. If subcontractors are involved, clearly identify the work each will perform.

2. Implementation - Work Plan

Provide a realistic work plan through the first contract period. Display the work plan in a timeline chart. Concisely describe each task, the month it will be carried out and the person or position responsible for each task. If applicable, make note of all tasks to be delegated to subcontractors.

Section III Cost Proposal

1. General Instructions

- a. The Bidder must submit a cost proposal that covers the entire period of the initial contract. Please use the expected "Initial Period of Performance" dates stated in PART I, D.
- b. The cost proposal shall include the costs necessary for the Bidder to fully comply with the contract terms and conditions and RFP requirements.
- c. No costs related to the preparation of the proposal for this RFP or to the negotiation of the contract with the Department may be included in the proposal. Only costs to be incurred after the contract effective date that are specifically related to the implementation or operation of contracted services may be included.

2. Cost Proposal Form Instructions

The Bidder should fill out **Appendix D** (Cost Proposal Form), following the instructions detailed here and in the form. Failure to provide the requested information, and to follow the required cost proposal format provided, may result in the exclusion of the proposal from consideration, at the discretion of the Department.

PART V PROPOSAL EVALUATION AND SELECTION

Evaluation of the submitted proposals shall be accomplished as follows:

A. Evaluation Process - General Information

1. An evaluation team, comprised of qualified reviewers, will judge the merits of the proposals received in accordance with the criteria defined in the RFP.
2. Officials responsible for making decisions on the selection of a contractor shall ensure that the selection process accords equal opportunity and appropriate consideration to all who are capable of meeting the specifications. The goals of the evaluation process are to ensure fairness and objectivity in review of the proposals and to ensure that the contract is awarded to the Bidder whose proposal provides the best value to the State of Maine.
3. The Department reserves the right to communicate and/or schedule interviews/presentations with Bidders if needed to obtain clarification of information contained in the proposals received, and the Department may revise the scores assigned in the initial evaluation to reflect those communications and/or interviews/presentations. Interviews/presentations are not required, and changes to proposals will not be permitted during any interview/presentation process. Therefore, Bidders should submit proposals that present their rates and other requested information as clearly and completely as possible.

B. Scoring Weights and Process

1. **Scoring Weights:** The score will be based on a 100-point scale and will measure the degree to which each proposal meets the following criteria.

Section I. Organization Qualifications and Experience (50 points)

Includes all elements addressed above in Part IV, B, Section I.

Section II. Proposed Services (25 points)

Includes all elements addressed above in Part IV, B, Section II.

Section III. Cost Proposal (25 points)

Includes all elements addressed above in Part IV, B, Section III.

2. **Scoring Process:** The review team will use a consensus approach to evaluate and score Sections I & II above. Members of the review team will not score those sections individually but, instead, will arrive at a consensus as to assignment of points for each of those sections. Sections III, the Cost Proposal, will be scored as described below.
3. **Scoring the Cost Proposal:** The total cost proposed for conducting all the functions specified in this RFP will be assigned a score according to a mathematical formula. The lowest bid will be awarded 25 points. Proposals with higher bids values will be awarded proportionately fewer points calculated in comparison with the lowest bid.

The scoring formula is:

$(\text{Lowest submitted cost proposal} / \text{Cost of proposal being scored}) \times 25 = \text{pro-rated score}$

No Best and Final Offers: The State of Maine will not seek a best and final offer (BAFO) from any Bidder in this procurement process. All Bidders are expected to provide their best value pricing

with the submission of their proposal.

4. **Negotiations:** The Department reserves the right to negotiate with the successful Bidder to finalize a contract at the same rate or cost of service as presented in the selected proposal. Such negotiations may not significantly vary the content, nature or requirements of the proposal or the Department's Request for Proposals to an extent that may affect the price of goods or services requested. The Department reserves the right to terminate contract negotiations with a selected Bidder who submits a proposed contract significantly different from the proposal they submitted in response to the advertised RFP. In the event that an acceptable contract cannot be negotiated with the highest ranked Bidder, the Department may withdraw its award and negotiate with the next-highest ranked Bidder, and so on, until an acceptable contract has been finalized. Alternatively, the Department may cancel the RFP, at its sole discretion.

C. Selection and Award

1. The final decision regarding the award of the contract will be made by representatives of the Department subject to approval by the State Procurement Review Committee.
2. Notification of contractor selection or non-selection will be made in writing by the Department.
3. Issuance of this RFP in no way constitutes a commitment by the State of Maine to award a contract, to pay costs incurred in the preparation of a response to this request, or to pay costs incurred in procuring or contracting for services, supplies, physical space, personnel or any other costs incurred by the Bidder.
4. The Department reserves the right to reject any and all proposals or to make multiple awards.

D. Appeal of Contract Awards

Any person aggrieved by the award decision that results from this RFP may appeal the decision to the Director of the Bureau of General Services in the manner prescribed in 5 MRSA § 1825-E and 18-554 Code of Maine Rules, Chapter 120 (found here:

<https://www.maine.gov/dafs/procurementservices/policies-procedures/chapter-120>). The appeal must be in writing and filed with the Director of the Bureau of General Services, 9 State House Station, Augusta, Maine, 04333-0009 within 15 calendar days of receipt of notification of contract award.

PART VI CONTRACT ADMINISTRATION AND CONDITIONS

A. Contract Document

1. The successful Bidder will be required to execute a contract in the form of a State of Maine Agreement to Purchase Services (BP54). A list of applicable Riders is as follows:

Rider A: Specification of Work to be Performed

Rider B: Method of Payment and Other Provisions

Rider C: Exceptions to Rider B

Rider G: Identification of Country in Which Contracted Work Will Be Performed

The complete set of standard BP54 contract documents may be found on the Division of Procurement Services' website at the following link:

<https://www.maine.gov/dafs/procurementservices/sites/maine.gov.dafs.procurementservices/files/inline-files/BP54revised1017.doc>

Other forms and contract documents commonly used by the State can be found on the Division of Procurement Services' website at the following link:

<https://www.maine.gov/dafs/procurementservices/forms>

2. Allocation of funds is final upon successful negotiation and execution of the contract, subject to the review and approval of the State Procurement Review Committee. Contracts are not considered fully executed and valid until approved by the State Procurement Review Committee and funds are encumbered. No contract will be approved based on an RFP which has an effective date less than fourteen (14) calendar days after award notification to Bidders. (Referenced in the regulations of the Department of Administrative and Financial Services, Chapter 110, § 3(B)(i): <https://www.maine.gov/dafs/procurementservices/policies-procedures/chapter-110>)

This provision means that a contract cannot be effective until at least 14 calendar days after award notification.

3. The State recognizes that the actual contract effective date depends upon completion of the RFP process, date of formal award notification, length of contract negotiation, and preparation and approval by the State Procurement Review Committee. Any appeals to the Department's award decision(s) may further postpone the actual contract effective date, depending upon the outcome. The contract effective date listed in this RFP may need to be adjusted, if necessary, to comply with mandated requirements.
4. In providing services and performing under the contract, the successful Bidder(s) shall act as an independent contractor and not as an agent of the State of Maine.

B. Standard State Agreement Provisions

1. Agreement Administration

- a. Following the award, an Agreement Administrator from the Department will be appointed to assist with the development and administration of the contract and to act as administrator during the entire contract period. Department staff will be available after the award to consult with the successful Bidder in the finalization of the contract.
- b. In the event that an acceptable contract cannot be negotiated with the highest ranked Bidder, the Department may withdraw its award and negotiate with the next-highest ranked Bidder,

and so on, until an acceptable contract has been finalized. Alternatively, the Department may cancel the RFP, at its sole discretion.

2. Payments and Other Provisions

The State anticipates paying the Contractor on the basis of net 30 payment terms, upon the receipt of an accurate and acceptable invoice. An invoice will be considered accurate and acceptable if it contains a reference to the State of Maine contract number, contains correct pricing information relative to the contract, and provides any required supporting documents, as applicable, and any other specific and agreed-upon requirements listed within the contract that results from this RFP.

PART VII LIST OF RFP APPENDICES AND RELATED DOCUMENTS

1. Appendix A – Proposal Cover Page
2. Appendix B – Debarment, Performance and Non-Collusion Certification
3. Appendix C – Qualifications and Experience Form
4. Appendix D – Cost Proposal Form
5. Appendix E – Submitted Question Form

**State of Maine
Executive Department
Office of the Public Advocate**

**PROPOSAL COVER PAGE
RFP#201904065**

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

Bidder's Organization Name:			
Chief Executive - Name/Title:			
Tel:		E-mail:	
Headquarters Street Address:			
Headquarters City/State/Zip:			
<i>(Provide information requested below if different from above)</i>			
Lead Point of Contact for Proposal - Name/Title:			
Tel:		E-mail:	
Headquarters Street Address:			
Headquarters City/State/Zip:			

- This proposal and the pricing structure contained herein will remain firm for a period of 180 days from the date and time of the bid opening.
- No personnel currently employed by the Department or any other State agency participated, either directly or indirectly, in any activities relating to the preparation of the Bidder's proposal.
- No attempt has been made, or will be made, by the Bidder to induce any other person or firm to submit or not to submit a proposal.
- The above-named organization is the legal entity entering into the resulting agreement with the Department should they be awarded the contract.
- The undersigned is authorized to enter contractual obligations on behalf of the above-named organization.

To the best of my knowledge, all information provided in the enclosed proposal, both programmatic and financial, is complete and accurate at the time of submission.

Name (Print):	Title:
Authorized Signature:	Date:

APPENDIX B

**State of Maine
Executive Department
Office of the Public Advocate**

**DEBARMENT, PERFORMANCE and NON-COLLUSION CERTIFICATION
RFP#201904065**

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

Bidder's Organization Name:	
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By signing this document, I certify to the best of my knowledge and belief that the aforementioned organization, its principals and any subcontractors named in this proposal:

- a. Are not presently debarred, suspended, proposed for debarment, and declared ineligible or voluntarily excluded from bidding or working on contracts issued by any governmental agency.*
- b. Have not within three years of submitting the proposal for this contract been convicted of or had a civil judgment rendered against them for:

 - i. Fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a federal, state or local government transaction or contract.*
 - ii. Violating Federal or State antitrust statutes or committing embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;*
 - iii. Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or Local) with commission of any of the offenses enumerated in paragraph (b) of this certification; and*
 - iv. Have not within a three (3) year period preceding this proposal had one or more federal, state or local government transactions terminated for cause or default.**
- c. Have not entered into a prior understanding, agreement, or connection with any corporation, firm, or person submitting a response for the same materials, supplies, equipment, or services and this proposal is in all respects fair and without collusion or fraud. The above-mentioned entities understand and agree that collusive bidding is a violation of state and federal law and can result in fines, prison sentences, and civil damage awards.*

Failure to provide this certification may result in the disqualification of the Bidder's proposal, at the discretion of the Department.

Name (Print):	Title:
Authorized Signature:	Date:

State of Maine
Executive Department
Office of the Public Advocate

QUALIFICATIONS & EXPERIENCE FORM
RFP#201904065

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

Bidder's Organization Name:	
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Present a brief statement of qualifications, including any applicable licensure and/or certification. Describe the history of the Bidder's organization, especially regarding skills pertinent to the specific work required by the RFP and any special or unique characteristics of the organization which would make it especially qualified to perform the required work activities. You may expand this form and use additional pages to provide this information.

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APPENDIX C (continued)

Provide a description of projects that occurred within the past five years which reflect experience and expertise needed in performing the functions described in the “Scope of Services” portion of this RFP. For each of the project examples provided, a contact person from the client organization involved should be listed, along with that person’s telephone number and email address. Please note that contract history with the State of Maine, whether positive or negative, may be considered in rating proposals even if not provided by the Bidder.

If the Bidder has not provided similar services, note this, and describe experience with projects that highlight the Bidder’s general capabilities.

Project One	
Client Name:	
Client Contact Person:	
Telephone:	
E-Mail:	
Brief Description of Project	

Project Two	
Client Name:	
Client Contact Person:	
Telephone:	
E-Mail:	
Brief Description of Project	

APPENDIX C (continued)

Project Three	
Client Name:	
Client Contact Person:	
Telephone:	
E-Mail:	
Brief Description of Project	

APPENDIX D

**State of Maine
Executive Department
Office of the Public Advocate**

**COST PROPOSAL FORM
RFP#201904065**

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

Bidder's Organization Name:	
Proposed Cost:	\$

Instructions: Bidders should provide a proposal for the task described in this RFP. The detail cost proposal form is provided below.

Cost Proposal

Staff Resources – Employees (Titles/Hourly Rates)	Est. Hrs.	Projected Cost
Total Staff Costs	N/A	\$

Purchased Services – Non Employees	Projected Costs
Consultants (including travel, etc.)	\$
Other (Describe)	\$
Total Purchased Services	\$

Non Personal Service Items	Projected Costs
Supplies and Materials	\$
Employee Travel	\$
Total Non-Personal Service Items	\$

Other Costs	Projected Costs
Indirect Costs	\$

Total Costs	
Total Project Costs	\$

APPENDIX E

State of Maine
Executive Department
Office of the Public Advocate

SUBMITTED QUESTIONS FORM
RFP#201904065

Consultation Services for Merger/Acquisition Transaction by: (1) SJW Group of Connecticut Water Services, Inc. and Maine Water Company; and (2) ENMAX Corporation of EMERA Maine

Organization Name:	
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RFP Section & Page Number	Question

* If a question is not related to any section of the RFP, state “N/A” under “RFP Section & Page Number”.
** Add additional rows, if necessary.