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October 19, 2018

Via Electronic Mail

Anthony Star
Director, Illinois Power Agency
160 North LaSalle Street, Suite C-504
Chicago, Illinois 60601
comments@illinoisabp.com

Re: Comments re: IPA's October 3, 2018 Draft Approved Vendor Application and Standards

Dear Director Star,

United States Solar Corporation ("US Solar") is filing this letter in response to the Illinois Power Agency's October 3, 2018 Draft Approved Vendor Application and Standards for stakeholder comments ("Draft Vendor Requirements").

As an experienced community solar developer looking to build and subscribe multiple projects in both ComEd and Ameren, US Solar is working to implement an efficient entity-portfolio structure for our Illinois projects and operations. Based on our reading of the Draft Approved Vendor materials, as well as the October 10th webinar discussion, we believe that our planned entity-portfolio approach is compatible with the Agency's Approved Vendor process. However, we would appreciate the Agency's confirmation that our proposed structure is acceptable under the Approved Vendor process to ensure that we do not run into any unexpected issues later in the process. To enable direct Agency feedback, and to inform the Agency regarding our approach more generally, we have attached a confidential description hereto as Exhibit A.

In addition to the above, we request clarification on the following elements of the Agency's Draft Vendor Requirements:

First, regarding information element #14 ("Provide company balance sheet and profit and loss statement for the last full fiscal year") please clarify or confirm that:¹

- An entity can act as an initial Approved Vendor without directly owning the solar project(s) being submitted into the APB lottery;

¹ Draft Vendor Requirements, at 2.

- A single entity may apply as an Approved Vendor with the intention of transferring any REC award(s) to one or more affiliated entities after the applicable affiliated entities apply for and receive their own Single Project Approved Vendor status post-lottery; and
- The ABP Program will allow newly formed LLCs to provide financial information showing limited financial activity. It is customary in the renewable energy industry for developers to create a special purpose LLC to own, construct and operate each separate project. Because these entities are not involved in any other business activities and will not have substantial assets until the project reaches commercial operation, any financial information related to these LLCs prior to commercial operation will, by their very nature, be limited in scope. With that background, it would be helpful for the IPA to clarify its expectations in this regard.

Second, regarding information element #17 (“Provide a printout of PJM-GATS or M-RETS aggregator account ownership confirmation”) please clarify or confirm that:²

- The Approved Vendor can select a single tracking system (either M-RETS or PJM-GATS) to use for its entire IL project portfolio, including community solar projects in both ComEd and Ameren; or
- Alternatively, that the Approved Vendor will be required to have a GATS account for projects in ComEd’s territory (in PJM), and a separate M-RETS account for projects in Ameren’s territory (in MISO).

Third, regarding information element #21 (“Is this Approved Vendor an affiliate (as defined in Section 7.3.1 of the Long-Term Renewable Resources Procurement Plan)”) please clarify or confirm that:³

- Whether the definition of “Affiliate” (which is taken from Section 7.3.1 of the Long-Term Renewable Resources Procurement Plan) is intended to include the last sentence of that definition, which reads **“Affiliates may not have shared sales or revenue-sharing arrangements, or common debt and equity financing arrangements.”** In practice, project companies under the same ownership structure will share the same equity arrangements and likely will be financed under common debt on a portfolio basis. It is not clear why such entities would not be treated as affiliates under the Approved Vendor process. Please advise if that is the intent.

Fourth, we note that the Draft Approved Vendor Application and Standards makes several references to “company” but does not define such term. By way of example, the Draft Approved

² Draft Vendor Requirements, at 2.

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Vendor Application and Standards refers to the “company’s website”. When used in this and similar contexts, we assume that “company” means the company as a whole (*i.e.*, inclusive of all affiliates). As you can imagine, US Solar maintains a single website that covers all of its affiliates and business activities. It does not maintain a website for each individual project and project company. Please advise if our understanding is correct.

Sincerely,
s/ Ross Abbey
Ross Abbey
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United States Solar Corporation
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Exhibit A

Trade Secret

[Redacted]