mczapata23@outlook.com

From: Mary C Zapata-Acosta
Sent: Wednesday, October 22, 2025 2:49 PM
To: Lcdo. Francisco J. Domenech; Domenech, Francisco J. (AAFAF)
Subject: Fw: Solicitud Reunión Extraordinaria - Generación Emergencia
Attachments: Request for Approval of Selected Proponents of RFP 3PPO-0314-20-TPG2 (800MW) Emergency Generation.1.pdf; Legal Opinion Request for Approval of RFP 3PP0-0314-20TPG2 (800MW Emergency Generation).pdf; Draft Resolution Emergency 800MW Generation.1.docx; TPG2 - Notice of Award 9.5.25.pdf

Saludos:

Ya se enviaron los documentos a la Junta de Gobierno.

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From: Maria Reyes-Robles <MARIA.REYES@prepa.pr.gov>
Sent: Wednesday, October 22, 2025 1:24:23 PM
To: Eduardo Soria Rivera <EDUARDO.SORIA@prepa.pr.gov>; esoria@cor3.pr.gov <esoria@cor3.pr.gov>; Maricarmen Boria-Goitia <MARICARMEN.BORIA@prepa.pr.gov>
Cc: Mary C Zapata-Acosta <MARY.ZAPATA@prepa.pr.gov>; Marilyn Roman-Morales <MARILYN.ROMAN@prepa.pr.gov>; Magda Brito-Rivera <MAGDA.BRITO@prepa.pr.gov>; Sara Ortega Garcia <SARA.ORTEGA@prepa.pr.gov>; Norma I Rivera-Negron <NORMAI.RIVERA@prepa.pr.gov>; Maria Reyes-Robles <MARIA.REYES@prepa.pr.gov>
Subject: Solicitud Reunión Extraordinaria - Generación Emergencia

Saludos, licenciada Boria y licenciado Soria:

La Ing. Mary C. Zapata Acosta solicita reunión extraordinaria para la solicitud de aprobación de proponentes seleccionados de la Generación de Emergencia:

- Memorando tramite de la Directora Ejecutiva a la Junta de Gobierno
- Opinión Legal firmada por Alexis Rivera Medina, Consultor Jurídico
- Borrador de Resolución
- NOTICE OF AWARD, Emergency Temporary Power Generation, RFP 3PPO-0314-20-TPG2

Cualquier pregunta sobre este mensaje, pueden llamar a la ingeniera Zapata.

Cordialmente,



ELECTRIC POW

PREPA

Maria Reyes-Robles
Asesora Ejecutiva

Phone: 787-521-4668
Email: MARIA.REYES@prepa
Visit our website: https://aeep
1110 Ave. Ponce de León, San



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PUERTO RICO
ELECTRIC POWER AUTHORITY
PREPA
GOVERNMENT OF PUERTO RICO

Mary C. Zapata Acosta
Executive Director

October 22, 2025

Governing Board

Mary C. Zapata Acosta
Executive Director

Request for Approval of Selected Proponents of RFP 3PPO-0314-20-TPG2 (800MW) Emergency Generation

On January 24, 2023, the Puerto Rico Public-Private Partnerships Authority ("P3 Authority"), the Puerto Rico Electric Power Authority ("PREPA") and Genera PR, LLC ("Genera") entered into a certain Puerto Rico Thermal Generation Facilities Operation and Maintenance Agreement (the "Generation O&M Agreement"), pursuant to which Genera became the entity responsible for the operation and maintenance of PREPA's Legacy Generation Assets (as defined in the Generation O&M Agreement).

Given the critical condition of Puerto Rico's electric system, the Energy Bureau of the Puerto Rico Public Service Regulatory Board ("Energy Bureau"), through a Resolution and Order issued on March 19, 2025, ordered PREPA to appear before the P3 Authority and initiate the process through the Independent Third-Party Procurement Office ("3PPO") to begin the expedited procedure for acquiring up to 800 MW of temporary generation for a period of eighteen (18) months. Additionally, PREPA was directed to submit the costs associated with each initiative to the Energy Bureau upon completion of the bidding process, so the Bureau could assess whether such costs are prudent and reasonable.

To address such a requirement, the Third-Party Procurement Office ("3PPO"), issued Request for Proposals 3PPO-0314-20-TPG (RFP), on March 25, 2025, to procure 800MW of emergency temporary generation, which should be readily available prior to the month of August.

The RFP sought bids to deliver power generation solutions to the requested sites and to deliver power to the generation units at the Delivery Point, pursuant to the form of Power Generation Sale and Purchase Agreement included in the RFP.

Following the evaluation, the 3PPO advanced to contract negotiations. During this stage, non-negotiable terms were introduced by stakeholders, which only one proponent was

ultimately able to meet. As a result, the 3PPO presented the negotiated contract to PREPA's Board, which approved it.

However, upon submission to the Energy Bureau for review, the Bureau determined that the proponent's offer included more favorable pricing terms under a longer-term arrangement than originally contemplated in the RFP.

On July 4, 2025, the Energy Bureau, through Resolution and Order NEPR-MI-2024-0005, conditionally approved PREPA's proposed contract. However, the Bureau made clear that execution was contingent upon the parties reaching agreement on materially revised commercial terms.

Given the extent of these revisions, and consistent with applicable law—including 2 CFR §200.319(a) and Government Accountability Office (GAO) precedent—the 3PPO determined that a new competitive solicitation was required to ensure transparency, fairness, and compliance.

Accordingly, on July 15, 2025, the 3PPO reissued the RFP under RFP No. 3PPO-0314-20-TPG2, incorporating the updated commercial and technical terms in alignment with Energy Bureau's Resolution. The proposal submission deadline was August 6, 2025, and the 3PPO received proposals from the following respondents: Gothams LLC, Javelin Global Commodities and Power Expectations.

The 3PPO conducted its evaluation in accordance with procurement standards and the criteria established in the revised solicitation. Based on this review, the 3PPO has determined that the following proponents represent the best interests of Puerto Rico and are therefore selected for award: Gothams LLC, Javelin Global Commodities and Power Expectations LLC. The 3PPO recommended PREPA to negotiate contracts with these three proponents.

The Legal Affairs Directorate reviewed the documentation submitted by the 3PPO, which conducted the RFP process in compliance with the Resolution and Order issued by the Energy Bureau. Based on this evaluation, the Directorate concluded that the procurement may proceed under the authority granted to PREPA by Section 15(2)(f) of Act 83, and that the contract will be subject to the approval of PREPA's Governing Board, the Energy Bureau, and the Financial Oversight and Management Board for Puerto Rico.

We have prepared a draft of a resolution with general terms and language for your consideration. We have also included the Award Letter, for the Board's review and discussion.

Annex

RESOLUTION ____

Request for Approval to Negotiate with Selected Proponents

of RFP 3PPO-0314-20-TPG2 (800MW Emergency Generation)

WHEREAS: The Puerto Rico Electric Power Authority (PREPA) is a public corporation and an instrumentality of the Government of Puerto Rico created by Act 83 of May 2, 1941, as amended (Act 83). PREPA was created to provide electrical energy in a reliable way, contributing to the general welfare and sustainable future of the people of Puerto Rico, maximizing benefits and minimizing social, environmental, and economic impacts. In addition, PREPA provides a service based on affordable, fair, reasonable, and non-discriminatory cost that are consistent with environmental protection, non-profit, focused on citizen participation and its clients.

WHEREAS: Act 83 authorizes PREPA to grant contracts and formalize all the instruments that are necessary or convenient in the exercise of any of its powers.

WHEREAS: Section 15(1)(a) of Act 83 states that all purchases made and contracts for supplies or services, except professional services, entered by PREPA, including its capital construction contracts, shall follow a bid process.

WHEREAS: Section 15(2) of Act 83 lists the instances in which a bid process will not be required. According to Section 15(2)(f) of Act 83, a competitive bidding process shall not be necessary, when in the judgment of the Governing Board, a competitive request for proposal (RFP) process for the acquisition of goods, equipment, materials or services must

be carried out to encourage greater competition, reduce the risk of collusion and promote the best possible terms and conditions in benefit of greater savings and reduction of costs and operational expenses of PREPA.

WHEREAS: On January 24, 2023, the Puerto Rico Electric Power Authority (PREPA), the Puerto Rico Public-Private Partnerships Authority (P3A), and Genera PR (Genera) entered into the Puerto Rico Thermal Generation Facilities Operation and Maintenance Agreement (the "Generation O&M Agreement"), whereby Genera became the operator of the Legacy Generation Assets (as defined therein) as an agent of PREPA.

WHEREAS: Pursuant to the Generation O&M Agreement, PREPA designated and appointed Genera as its agent.

WHEREAS: The Third-Party Procurement Office ("3PPO") has been established under the P3A, as mandated by the Puerto Rico Electric System Transformation Act (Act 120-2018) and the Public-Private Partnerships Act (Act 29-2009), and has been designated as the primary entity authorized to manage and oversee procurement activities pertaining to Public-Private Partnerships, specifically in relation to PREPA, when potential conflict of interests may arise among one of the private operators and its affiliates, subsidiaries or parent companies.

WHEREAS: Given the critical condition of Puerto Rico's electric system, the Energy Bureau of the Puerto Rico Public Service Regulatory Board ("Energy Bureau"), through a Resolution and Order issued on March 19, 2025, ordered PREPA to appear before the P3 Authority and initiate the process through the 3PPO to begin the expedited

procedure for acquiring up to 800 MW of temporary generation for a period of eighteen (18) months. Additionally, PREPA was directed to submit the costs associated with each initiative to the Energy Bureau upon completion of the bidding process, so the Bureau could assess whether such costs are prudent and reasonable.

WHEREAS: The 3PPO issued Request for Proposals 3PPO-0314-20-TPG (RFP), on March 25, 2025, to procure 800MW of emergency temporary generation. The RFP sought bids to deliver power generation solutions to the requested sites and to deliver power to the generation units at the Delivery Point, pursuant to the form of Power Generation Sale and Purchase Agreement included in the RFP.

WHEREAS: The proposed power generation solutions must utilize proven, high-efficiency technology, such as combined cycle or reciprocating engines, and include state-of-the-art environmental control and monitoring systems. The system must meet minimum annual equivalent availability factors as set forth in the RFP documents.

WHEREAS: The proposed power solution must integrate into Puerto Rico's Transmission & Distribution (T&D) infrastructure. The project must fully comply with all procurement and operational guidelines established by the 3PPO. Additionally, the project must meet environmental regulations, including compliance with the Clean Water Act, Clean Air Act, New Source Performance Standards, Hazardous Air Pollutant Standards, Spill Prevention Control & Countermeasure requirements, Facility Response Plans, waste disposal regulations, construction and operating permits, and any future permits and modifications required under local and federal plans and not otherwise exempted under Applicable Law.

WHEREAS: Following the evaluation, the 3PPO advanced into contract negotiations. During this stage, non-negotiable terms were introduced by stakeholders, which ultimately only one proponent was able to meet. As a result, the 3PPO proceeded to present the negotiated contract to PREPA's Board, which approved the contract.

WHEREAS: Upon submission to the Energy Bureau for review, the Bureau determined that the proponent's offer included more favorable pricing terms under a longer-term arrangement than originally contemplated in the RFP. On July 4, 2025, the Energy Bureau, through Resolution and Order NEPR-MI-2024-0005, conditionally approved PREPA's proposed contract. However, the Bureau made clear that execution was contingent upon the parties reaching agreement on materially revised commercial terms.

WHEREAS: Given the extent of these revisions, and consistent with applicable law—including 2 CFR §200.319(a) and Government Accountability Office (GAO) precedent—the 3PPO determined that a new competitive solicitation was required to ensure transparency, fairness, and compliance.

WHEREAS: Accordingly, on July 15, 2025, the 3PPO reissued the RFP under RFP No. 3PPO-0314-20-TPG2, incorporating updated commercial and technical terms in alignment with the Energy Bureau's resolution.

WHEREAS: The submission proposal due date was August 6, 2025, and the 3PPO received proposals from the following respondents: Gothams LLC, Javelin Global Commodities and Power Expectations. The 3PPO conducted its evaluation in accordance with procurement standards and the criteria established in the revised solicitation. Based on this review, the 3PPO has determined that the following

proponents represent the best interests of Puerto Rico and are therefore selected for award: Gothams LLC, Javelin Global Commodities and Power Expectations LLC. The 3PPO recommended PREPA to negotiate contracts with these three proponents.

WHEREAS: The Legal Affairs Directorate reviewed the documentation submitted by the 3PPO, which conducted the RFP process in compliance with the Resolution and Order issued by the Energy Bureau. Based on this evaluation, the Directorate concluded that the procurement may proceed under the authority granted to PREPA by Section 15(2)(f) of Act 83, and that the contract will be subject to the approval of PREPA's Governing Board, the Energy Bureau, and the Financial Oversight and Management Board for Puerto Rico.

THEREFORE: In accordance with Act 83, this Governing Board resolves to:

1. Authorize the commencement of negotiations with the proponents selected by the Evaluation Committee.
2. The Legal Affairs Director will review the terms and conditions of the contract resulting from said negotiations. Upon completion of this review, the Executive Director shall resubmit the agreements to this Governing Board for final approval.

Approved in San Juan, Puerto Rico, on ___day of October two thousand twenty-five.

_____

Maricarmen Boria Goitia
Secretary of the Board

NOTICE OF AWARD

Emergency Temporary Power Generation
RFP 3PPO-0314-20-TPG2
September 5, 2025

Dear Proponents,

The Third-Party Procurement Office (3PPO) provides the following background and notice regarding the procurement of Emergency Temporary Power Generation.

I. Original RFP Publication and Scope

On March 25, 2025, and pursuant to Resolution and Order NEPR-MI-2024-0005, which specifically authorized the 3PPO to conduct an RFP for Emergency Temporary Generation due to a potential conflict of interest with Genera, the 3PPO published RFP No. 3PPO-0314-20-TPG. The objective was to procure temporary emergency generation capacity to safeguard the reliability and resiliency of Puerto Rico's electric system while permanent projects advanced.

The RFP was structured as a short-term, emergency-driven solution, with proponents required to provide modular generation resources on a temporary basis, supported by clear technical, commercial, and compliance criteria.

II. Negotiations and Emergence of Material Changes

Following the evaluation, the 3PPO advanced into contract negotiations. During this stage, non-negotiable terms were introduced by stakeholders, which ultimately only one proponent was able to meet. As a result, the 3PPO proceeded to present the negotiated contracts to PREPA's Board, which approved the contract.

However, once submitted to the Puerto Rico Energy Bureau (PREB) for review, the Bureau determined that the proponent's offer contained more favorable pricing under a longer-term arrangement than what had been contemplated in the original RFP.

III. PREB Resolution and Requirement for Re-Solicitation

On July 4th, 2025, the Puerto Rico Energy Bureau (PREB), through Resolution and Order NEPR-MI-2024-0005, conditionally approved PREPA's proposed contract. However, PREB made clear that execution was contingent upon the parties reaching agreement on materially revised commercial terms.

Given the extent of these revisions, and consistent with applicable law, including 2 CFR §200.319(a) and Government Accountability Office (GAO) precedent, the 3PPO determined that the process required a new competitive solicitation to ensure transparency, fairness, and compliance.

IV. Re-Launch of Solicitation (TPG2)

Accordingly, on July 15, 2025, the 3PPO reissued the RFP under RFP No. 3PPO-0314-20-TPG2, incorporating the updated commercial and technical terms in alignment with PREB's Resolution.

The proposal due date was August 6, 2025 and the 3PPO received proposals from the following respondents (in alphabetical order):

- Gothams LLC
- Javelin Global Commodities
- Power Expectations

V. Evaluation and Selection

The 3PPO conducted its evaluation in strict accordance with procurement standards and the criteria established in the revised solicitation. Based on this review, the 3PPO has determined that the following proponents represent the best interests of Puerto Rico and are therefore selected for award (in alphabetical order):

- Gothams LLC
- Javelin Global Commodities
- Power Expectations LLC

This Notice of Award is conditional and subject to execution of a written contract. It does not constitute a binding agreement, nor do the apparent successful respondents acquire legal or equitable rights until a final contract acceptable to PREPA, PREB and the FOMB is executed.

Proponents may be invited to participate in a final round of non-binding discussions and negotiations to determine the feasibility of executing definitive agreements. If contract execution is unsuccessful, the 3PPO reserves the right to revoke the award, negotiate with another proponent, or withdraw the RFP entirely.

VI. Protest Procedures

As provided in Section 22 of the RFP, any proponent adversely affected by this decision may submit a request for reconsideration within five (5) business days of this Notice of Award. Protests received after the deadline will not be considered.

VII. Certifications and Contract Execution

All awarded proponents must comply with all required certifications prior to contract execution. Until such time, this Notice does not create enforceable obligations.

Sincerely,

Third-Party Procurement Office (3PPO)