

**ENERGY EFFICIENCY AND RESOURCE MANAGEMENT COUNCIL  
AGREEMENT FOR LEGAL SERVICES**

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This agreement for legal services (“Agreement”) is entered into by and between the RHODE ISLAND ENERGY EFFICIENCY AND RESOURCE MANAGEMENT COUNCIL (“EERMC”), with its principal place of business at One Capitol Hill, Providence, RI 02908, and the LAW OFFICE OF MARISA DESAUTEL, LLC d/b/a DESAUTEL LAW (“Attorney”), with its principal place of business at 55 Pine Street, Fourth Floor, Providence, RI 02903 (collectively, the “Parties”).

**RECITALS**

**WHEREAS**, EERMC is a council created and established pursuant to R.I. Gen. Laws § 42-140.1-3;

**WHEREAS**, Attorney is a Rhode Island limited liability company;

**WHEREAS**, on January 10, 2018, EERMC issued a request for proposals, RFP # EERMC-2018-01, for legal services (“RFP”);

**WHEREAS**, on February 7, 2018, Attorney submitted a proposal in response to the RFP (“Proposal”);

**WHEREAS**, EERMC desires to hire Attorney in accordance with the terms and conditions of this Agreement;

**WHEREAS**, Attorney desires to provide legal services to EERMC in accordance with the terms and conditions of this Agreement;

**NOW, THEREFORE**, the Parties enter into this Agreement.

**AGREEMENT**

1. **Effective Date.** This Agreement shall become effective upon the last date of the signatures below.
2. **Term.** The term of this Agreement shall begin on April 1, 2018 and end on March 31, 2019. EERMC may, upon Attorney’s satisfactory performance and availability of funds, extend the term of this Agreement for up to two (2) additional twelve (12) month periods. In the event Attorney does not want to extend this Agreement, Attorney shall provide written notice to EERMC by March 1<sup>st</sup> of the applicable year.
3. **Services.** Attorney shall provide legal services to EERMC in accordance with this Agreement, the Proposal which is incorporated herein and attached hereto as Appendix A, and the RFP which is incorporated herein and attached hereto as Appendix B. In the event of a conflict, the order of precedence shall be this

Agreement, Appendix A, and Appendix B.

4. **Responsibilities of Attorney.** Attorney will keep EERMC informed of progress and developments of work being performed under this Agreement, and respond promptly to EERMC's inquires and communications.
5. **Compensation.** EERMC will pay Attorney for services performed under this Agreement as follows:

Work Performed By:	Hourly Rate
attorney	\$275.00
paralegal	\$100.00


6. **Travel Expenses.** Any expenses related to in-state travel will be covered by Attorney. The costs of any required out-of-state travel will be reimbursed by EERMC provided that no out-of-state travel expenses shall be reimbursed unless permitted and approved in writing by EERMC.
7. **Total Compensation.** The total amount paid to Attorney under this Agreement shall not exceed \$25,000 per annual term unless otherwise agreed to in writing by EERMC. Attorney shall notify EERMC in writing of any work that would result in exceeding the \$25,000 cap prior to performing such work.
8. **Billing.** Attorney will charge in increments of one tenth of an hour, rounded off for each particular activity to the nearest one tenth of an hour. The minimum time charged for any particular activity will be one tenth of an hour.
9. **Invoices.** Invoices for services performed under this Agreement shall be submitted monthly to EERMC on or by the tenth day of each month. Invoices will be reviewed by EERMC within thirty business days of receipt. Approved invoices will be sent to National Grid for the issuance of payment.
10. **Modification.** This Agreement may be modified upon mutual written agreement of EERMC and Attorney.
11. **Termination.** EERMC may terminate this Agreement by giving at least thirty (30) days written notice to Attorney. In such event, all finished or unfinished work products prepared by Attorney shall become the property of EERMC, and Attorney shall be entitled to compensation for satisfactory work already performed under this Agreement.
12. **Venue.** The exclusive venue for any litigation arising out of this Agreement shall be the courts of the State of Rhode Island.

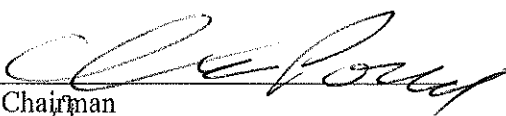
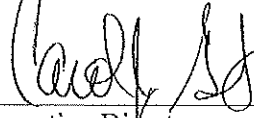
[Signature page follows]

The Parties through their authorized representatives have executed this Agreement as forth below.

LAW OFFICE OF MARISA DESAUTEL, LLC  
dba DESAUTEL LAW

ENERGY EFFICIENCY AND RESOURCE  
MANAGEMENT COUNCIL

By:   
Its: Managing Attorney  
Date: 4/17/18

By:   
Its: Chairman  
Date:   
By:   
Its: Executive Director  
Date: 4/17/18

## Appendix A



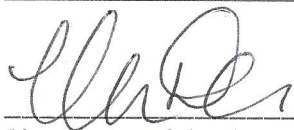
## RFP Cover Sheet

<b>Offeror's Name:</b>	The Law Office of Marisa Desautel, LLC
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RFP Information	
Title of RFP:	Legal Services
RFP Number:	EERMC-2018-01

Offeror Information	
Legal Name of Offeror:	The Law Office of Marisa Desautel, LLC
Type of Entity (i.e. corporation, partnership, sole proprietorship):	Limited Liability Company
Mailing Address of Primary Place of Business:	55 Pine Street, Fourth Floor Providence, Rhode Island 02903
Phone Number:	(401) 477-0023
Website:	www.desautelesq.com

Contact Person for the Offeror	
Name:	Marisa Desautel, Esq.
Title:	Owner/ Partner
Mailing Address:	55 Pine Street, Fourth Floor Providence, Rhode Island 02903
Phone Number:	(401) 477-0023
Email Address:	marisa@desautelesq.com

  
\_\_\_\_\_  
Signature of Authorized Person

2.7.18  
\_\_\_\_\_  
Date

MARISA DESAUTEL, OWNER  
\_\_\_\_\_  
Printed Name, Title

## II. TECHNICAL PROPOSAL

### A. OVERVIEW

The Law Office of Marisa Desautel, LLC (hereinafter, the “Firm”) is pleased to submit this proposal for legal services to the Rhode Island Energy Efficiency and Resource Management Council (“EERMC”). Attorney Marisa Desautel’s (hereinafter, “Attorney Desautel,” or the “Applicant”) practice and core business centers within the environmental, energy, and utilities legal practice, with demonstrated experience providing previous representation and legal advice to the EERMC, comparable bodies that meet similar legal issues, as well as private sector clients. Further, her practice, the Law Office of Marisa Desautel, LLC, is certified as a Women Business Enterprise with the State of Rhode Island (MBCN 1893).

Prior to opening her own practice, Attorney Desautel served as Senior Legal Counsel for the Rhode Island Department of Environmental Management (“RIDEM”) for nearly eight (8) years, and also has four (4) years of energy and environmental consulting experience. Attorney Desautel will serve as the lead for the scope of services discussed in Section III below. Sections II.A and II.C detail Attorney Desautel’s knowledge of the unique subject matter, relevant experience, qualifications, and her proficient understanding of the legal services sought by the EERMC.

The EERMC’s enabling legislation, the Rhode Island Energy Efficiency Management Council Act, codified at R.I.G.L. §42-140.1-1, *et seq.*, outlines the Council’s statutory obligations with respect to developing, recommending, and monitoring plans, programs, and standards for energy conservation, efficiency and diversification. R.I.G.L. §42-149.1-5, also requires that the EERMC submit annual reports to Rhode Island’s General Assembly regarding EERMC’s activities; provide advice and counsel to distribution companies; participate in proceedings before the Rhode Island Public Utilities Commission (“RIPUC”); and work closely with the Rhode Island Office of Energy Resources (“RIOER”) to develop and recommend policies, standards, energy procurement as well as sustainability and other plans, among other statutorily mandated tasks.

Attorney Desautel has had the pleasure of representing EERMC’s interests for nearly three (3) years preceding this proposal. Consequently, Attorney Desautel possesses an advanced and comprehensive understanding of the EERMC’s requested scope of work; its internal policies and rules; and its statutory obligations related to state law, including the state’s Open Meetings Act, the Access to Public Records Act, and state procurement laws. Moreover, the Applicant is familiar with, and well equipped for, the day-to-day requests, legal issues, tasks, and counseling that may arise from the Council and its members.

After a review of Attorney Desautel’s previous work on behalf of the EERMC, a variety of the EERMC’s past meeting minutes, and several RIPUC dockets, it is her understanding that, in the following calendar year, the ERRMC will request detailed reviews of documents, including legal opinions on the EERMC’s Annual Report and Energy Savings Targets; Data Requests from



the RIPUC and other bodies; and National Grid's Energy Efficiency and System Reliability Procurement Plans, among others. Additionally, the Applicant anticipates to periodically work in conjunction with state and regional bodies such as RIPUC, RIOER, and the Rhode Island Division of Public and Carriers.

The EERMC's Request for Proposal's current Scope of Services includes tasks from other sections of Rhode Island General Laws, such as R.I.G.L. § 39-1-27.7; it is therefore the Applicant's understanding that she may be responsible for providing legal counsel and representation for any of the enumerated responsibilities and obligations of the EERMC as detailed in R.I.G.L. §§39-1-27.7, 42-140.1-3, 42-140.1-5, and 42-140.1-6.

**B. WORK PLAN**

To ensure a comprehensive and thorough response, the following section of this document reproduces the language of the EERMC's Scope of Work and provides the Applicant's reply immediately thereafter.

*“Represent and advise the EERMC on all legal matters pertaining to its statutory obligations where appropriate and necessary.”*

Again, the EERMC's statutory obligations can be found in R.I.G.L. §§39-1-27.7, 42-140.1-3, 42-140.1-5, and 42-140.1-6. In this regard, Attorney Desautel will provide legal representation and advice to the EERMC relating to any and all reports, findings, and recommendations made to the RIPUC; any and all public review meetings; the evaluation and implementation of plans, programs and standards; the submittal of EERMC's annual reports to the state legislature; participation in RIPUC proceedings; any reports concerning the state's energy needs, usage, supplies, and efficiency; the EERMC's bylaws, committees, election and appointment of officers, and employment of consultants pursuant to R.I.G.L. §42-140.1-6; and grant and loan administration.

DELIVERABLES:

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| 1. Representation and appearance on behalf of the EERMC, as necessary, at any Public Utilities Commission proceedings, in accordance with R.I.G.L. §39-1-27.7. |
| 2. Attendance, as requested, at any EERMC monthly meeting.   |
| 3. Preparation and presentation of legal advice on EERMC matters.  |
| 4. Conducting legal research, drafting legal memoranda, providing legal advice and counsel on any appropriate issue, as requested.                             |

*“Prepare and provide legal interpretations on all legislative mandates including, but not limited to, energy efficiency, renewable energy and distributed generation, upon request.”*

The legislative mandates are developed from the statutes referenced in Section III.A, above. As such, if awarded this contract, the Applicant shall continue to provide both verbal and legal interpretations and written memoranda on any topic upon EERMC's request, including, but

not limited to, those listed in the preceding section. Further, these legal interpretations can be supplied to the EERMC in any format requested; such as searchable electronic documents, hardcopies, and/or attendance and presentation at any EERMC meeting.

Mirroring her request from her previous EERMC services, Attorney Desautel would respectfully ask for a fourteen (14) day advance notice of any such assignment, in order to ensure adequate time for research and presentment. However, in the event that the EERMC requires an exigent legal interpretation, the Applicant shall continue to use her best efforts to provide a proficient response in a timely manner.

Due to her recent representation of the EERMC, and experiences with RIDEM, and the Town of Middletown, the Applicant has an extensive working knowledge of the legal services in this task, as each of the current and former clients listed above operate under legislative authority. During her representation of those clients, Attorney Desautel was often asked to provide council members, state agencies, agency Directors, and their supporting staff with legal opinions on statutory considerations, internal policies, agency regulations, and technical subject matter.

DELIVERABLES:

1. Legal research into any statutory obligation of the EERMC, as requested.
2. Upon request, verbal and written (in any format) legal opinions and memoranda regarding statutory obligations of the EERMC.
3. Upon request, evaluation of and recommendations for EERMC plans and programs.
4. Question and answer session at any monthly meeting in regards to Attorney Desautel's deliverables for these tasks.

*“As directed by the EERMC, review policies developed by the EERMC and/ or its Consultant Team on a range of issues germane to the EERMC's statutory authority including, but not limited to, triennial and annual energy efficiency and system reliability plan development and implementation; efficiency and system reliability standards development; energy efficiency savings targets; evaluation, monitoring, and verification; financing; and performance incentives, as needed.”*

Review of policies related to any of the topics contained in this task would be carried out to ensure compliance with state law, including the EERMC's enabling act. Under that statute, any policy adopted by the EERMC must promote the control of energy costs and must adhere to the “comprehensive, public and stakeholder-driven” purposes assigned to the EERMC. R.I.G.L. §42-140.1-2(c). Attorney Desautel shall continue to review any policy of the EERMC to determine compliance with the EERMC's “Powers and duties” enumerated in R.I.G.L. §42-140.1-5.

Aside from her recent first-hand experience with these tasks, Attorney Desautel gained similar proficiencies providing legal advice to the RIDEM concerning the Rhode Island Greenhouse Gas Initiative (“RGGI”), codified at R.I.G.L. §23-82-1, *et seq.* There, she compared



the RGGI Model Rule to RIDEM’s regulations promulgated under R.I.G.L. §23-82-4. She also participated in the initial RGGI, Inc. meetings; ensured ongoing regulatory compliance with the program; and provided legal advice concerning allocation of auction funds. Further, during this project, the Applicant worked in consultation with the EERMC and RIOER.

DELIVERABLES:

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| 1. Legal research and review/analysis, upon request, of EERMC policy.   |
| 2. Written comments on and/or revisions to any EERMC (and/or Consultant-drafted) draft and current policies.                      |
| 3. Question and answer session at any monthly meeting in regards to Attorney Desautel’s comments and revisions on these policies. |

*“Provide written responses to any information requests from third parties upon the request of the EERMC.”*

As the EERMC membership is likely aware, the EERMC is not a “public body,” as defined by the Rhode Island Access to Public Records Act, R.I.G.L. §38-2-1, *et seq.*, because the EERMC acts in an advisory capacity, and does not exercise a “government function.” R.I.G.L. § 38-2-2(1). However, according to the purposes listed on its website, the EERMC is dedicated to providing “consistent, comprehensive, informed and publicly accountable stakeholder involvement in energy efficiency, conservation and resource development.” Therefore, despite the inapplicability of the processes and deadlines mandated by R.I.G.L. §38-2-3, Attorney Desautel shall continue to provide efficient and timely responses to public inquiry.

Moreover, Attorney Desautel’s legal experience with inquiries from the public and third parties spans almost eight (8) years, and stems from not only Rhode Island Access to Public Records Act requests, but also from the news media, concerned citizens, stakeholders, and opposing counsel (either informally, or through issuance of a subpoena).

Although the EERMC’s minutes are accessible on line, Attorney Desautel anticipates providing assistance with drafting and/or reviewing written responses to other inquiries, including requests to review any legal memoranda or legal advice rendered during the scope of representation. Other information requests would be processed on a case-by-case basis, depending upon the nature of the request. Further, Attorney Desautel will work with members of the EERMC, Consultants, and other necessary parties to formulate appropriate responses.

DELIVERABLES:

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| 1. Review of information requests to narrow scope of search.                |
| 2. Assistance with search and retrieval of responsive documents.            |
| 3. Written responses to any information requests, as directed by the EERMC. |

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| 4. Maintenance of a file containing all working papers concerning information requests and responses thereto. |
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*“Upon request by the EERMC, attend EERMC meetings, Executive Committee meetings, Demand Collaborative Subcommittee meetings, System Reliability Subcommittee meetings and other ad hoc committees that may be formed, as needed.”*

From her recent service to the EERMC, Attorney Desautel is familiar with the council’s representatives and has interacted with them during council meetings. During her attendance at EERMC meetings, the Applicant provided counsel to EERMC members and presented on various legal topics.

Further, the EERMC is a “public body,” as defined by the Rhode Island Open Meetings Act at R.I.G.L. § 42-46-2(3). Therefore, Attorney Desautel shall continue to provide advice on topics related to that act, including the procedures for posting notice of any EERMC meetings, meeting minutes, voting processes, and the requirements for holding executive sessions. R.I.G.L. §42-46-4 through 42-46-7.

DELIVERABLES:

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| 1. Travel to and attendance at monthly (or more frequent) meetings, as necessary.        |
| 2. Review of EERMC process to ensure compliance with the Rhode Island Open Meetings Act. |
| 3. Legal advice regarding items #1 and #2, if necessary.                                 |

*“Represent the EERMC at all relevant regulatory proceedings conducted by the PUC, including, but not limited to, evidentiary hearings, technical sessions, and open meetings, as needed.”*

The RIPUC operates under the requirements of its enabling act, as well as regulations promulgated thereunder, R.I.G.L. §§39-1-3 and 39-1-11; and the Applicant’s representation of the EERMC with regard to evidentiary hearings at the RIPUC must conform to Rules 1.20 and 1.22 of the RIPUC Rules of Practice and Procedure. Further, her representation with regard to technical sessions and open meetings must comply with the procedures in Rules 1.2 and 1.4. Compliance with the RIPUC Rules of Practice and Procedure is mandatory for any party appearing there. From her capacities with the Town of Middletown, RIDEM, and the EEMRC, Attorney Desautel is proficient with the RIPUC’s procedural rules. A large portion of the Applicant’s practice with RIDEM and the EERMC concerned evidentiary hearings, technical sessions, and open meetings at various venues and administrative forums. As counsel to the EERMC, Attorney Desautel will continue to deliver the same skill sets with respect to regulatory proceedings before the RIPUC.

DELIVERABLES:

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| 1. Entries of Appearance at Public Utilities Commission proceedings, as needed. |
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2. Travel to, attendance at and preparation of materials for Public Utilities Commission Prehearing Conferences, as required by R.I.G.L. §39-1-12.
3. Witness preparation and other attorney-client communications with regard to subject matter in anticipation of Public Utilities Commission proceedings.
4. Observation of the Public Utilities Commission's Rules of Practice and Procedure.
5. Travel to, attendance at and representation of the EERMC at any and all meetings and hearings of the Public Utilities Commission, as needed.

*“Assist in the preparation, development, and delivery of testimony, data requests, and other regulatory support materials necessitated by relevant PUC proceedings, as necessary.”*

As discussed in Section III.F, above, all proceedings in front of the Public Utilities Commission are governed by its Rules of Practice and Procedure. Although the EERMC's appearances are in the nature of an advisory capacity, the materials submitted to the Commission in conjunction therewith must be thoroughly reviewed and prepared in accordance with Rules 1.5-1.7 (governing computation of time, motions for continuances, service of process, etc.) and 1.20-1.22 (governing delivery of testimony, rules of evidence, admission of exhibits, etc.) of the RIPUC Rules of Practice and Procedure.

While the subject matter of the testimony, data requests and other materials will be technical, its presentment will be procedural and will be subject to objection by any opposing party involved in the proceeding. Attorney Desautel has twelve (12) years of fast-paced, high-volume litigation experience with these exact issues in similar venues, three (3) years of practice before the RIPUC, and is familiar with the work necessary to prepare and submit evidence in the context of a regulatory proceeding.

DELIVERABLES:

1. Meetings with EERMC members and/or Consultants, as necessary, to compile information and begin preparation of documents for this task.
2. Assist with the creation of draft and final documents and other materials for submittal to the Public Utilities Commission.
3. Travel to, attendance at and preparation of materials for Public Utilities Commission Prehearing Conferences, as required by R.I.G.L. §39-1-12.
4. Witness preparation and other attorney-client communications with regard to subject matter in anticipation of Public Utilities Commission proceedings.
5. Travel to and attendance at Public Utilities Commission hearings, as needed.
6. Entries of Appearance for delivery of evidence at Public Utilities Commission proceedings, as needed.

7. Observation of the Public Utilities Commission's Rules of Practice and Procedure.

*"Provide legal support and representation with respect to relevant state and regional entities, as requested by the EERMC."*

From her representation of the EERMC, Attorney Desautel understands that the "state and regional entities" included in this task are as the RIPUC, the General Assembly, the RIOER, National Grid, and representatives from the business, residential, low income, building, and environmental communities.

The Applicant is very familiar with the type of legal support and representation required for interaction with state and regional entities, as she undertook representation of past clients, including the EERMC, appearing in front of departments of federal government, state government, and regional authorities in Rhode Island and Massachusetts, as well as various stakeholder and interest groups.

DELIVERABLES:

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| 1. Preparation for appearances at meetings and proceedings between the EERMC members and members from state and regional entities. This may include, but not be limited to: legal research, drafting of legal memoranda, and drafting and filing of pleadings and other documentation. |
| 2. Client meetings with the EERMC to prepare for any required representation.  |

*"Represent the EERMC on all other matters necessary to advance the statutory responsibilities of the EERMC, as directed."*

*"Provide other legal services on an as needed basis."*

The Applicant groups these tasks together, as they will in similar legal work product and will be performed at the EERMC's direction. Attorney Desautel's previous experience with the EERMC has given her a clear idea of what "necessary" additional legal services will present themselves over the course of the contract period. She predicts that these services will continue to include client meetings, legal research and analysis, attendance at EERMC meetings, and review of technical data.

DELIVERABLES:

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| 1. Travel to and attendance at EERMC meetings and other necessary proceedings, as requested.  |
| 2. Legal research, drafting legal memoranda, providing legal opinions, attorney-client communications, and legal/statutory interpretations. |

**C. COMPANY PROFILE**



The Firm is comprised of Attorney Desautel and Paralegal Sean Carney.

Attorney Desautel has been practicing law in Rhode Island and Massachusetts for twelve (12) years. The Law Office of Marisa Desautel, LLC has been zealously representing clients for over three (3) years. Her current practice involves all aspects of civil litigation, public law, energy and environmental law and regulation, utilities law and regulation, and land use. Further, she has experience in representing similar bodies, acting as former Legal Counsel to the Rhode Island Board of Certification of Wastewater Treatment Facility Operators, and currently serving as Legal Counsel to the Town of Middletown on environmental, energy, public utility, and zoning matters.

Mr. Carney has been with the practice since 2016. His role with the Firm includes legal research and writing, litigation preparation, discovery matters, drafting of pleadings, and assistance with regulatory filings.

#### **D. RELEVANT EXPERIENCE**

The Firm has a history of successful representation of clients in Rhode Island and Massachusetts, before the RIPUC, before state and federal courts, both as prosecutor and defense counsel; and before the United States Court of Appeals for the First Circuit, and the District of Columbia Circuit. Relevant experience includes administrative hearings, Superior Court trials, arguments and hearings, and Rhode Island Supreme Court and federal court practice.

In her capacity as Senior Legal Counsel to the RIDEM for 8 years, Attorney Desautel worked very closely with environmental and regulatory professionals, and gained an advanced and complex knowledge of state government; its energy, environmental, and efficiency objectives and goals; and the regulatory process that promotes them. Providing legal counsel to RIDEM included evidentiary presentations, legal opinions on compliance with the state's Open Meetings Act and Access to Public Records Act.

Currently, the Applicant represents the Town of Middletown on matters related to environmental protection, municipal zoning, and public utilities. As counsel to the Town, the Firm assists staff matters before the Planning Board, Zoning Board of Review, Energy Facilities Siting Board, and RIPUC.

The Firm is also assistant legal counsel to the Kent County Water Authority, which is a nonprofit public utility created to distribute water in the Kent County service district. The Authority is regulated by the RIPUC and is a public entity for purposes of the Rhode Island Open Meetings Act.

Finally, the Applicant gained her most relevant experience as a result of representing the EERMC for the past three (3) years, beginning April 1, 2015. During her time with EERMC, Attorney Desautel was actively involved in regulatory filings with the RIPUC, such as recommendations concerning National Grid's one-year and three-year Energy Efficiency and

System Reliability Procurement Plans; statutory filings, such as EERMC's Annual Report and Energy Savings Targets; regular and executive EERMC meetings; as well as providing day-to-day legal advice on an as-needed basis.

#### **E. EXAMPLES OF PRIOR WORK**

In response to Section 4.II.E of the EERMC's Request for Proposals; below, the Applicant addresses three (3) of the above-referenced dockets more comprehensively, and details her involvement with the same.

In particular, Attorney Desautel represented the EERMC in RIPUC dockets #4568, regarding National Grid's Rate Design pursuant to R.I.G.L. §39-26.6-24; #4580, #4581, #4654, #4655, #4755, and #4756, regarding National Grid's 2016, 2017, and 2018 Energy Efficiency Program Plan and System Reliability Procurement Report; #4600, regarding the RIPUC's investigation into the changing electric distribution system; #4684, regarding the EERMC's proposed Energy Efficiency Savings Targets; and #4600-A, regarding recommendations to a recent RIPUC guidance document.

In RIPUC docket #4568, Attorney Desautel represented the EERMC during RIPUC's review of National Grid's electric distribution rate design and cost allocation in light of net metering and the changing distribution system. RIPUC's goal was to achieve a revenue neutral reallocation of rates. Pursuant to RIPUC's goals and EERMC's statutory rights and interest in the docket, Attorney Desautel filed a motion to intervene on behalf of EERMC. EERMC was especially interested in the RIPUC's consideration of rate design and distribution cost allocation; appropriate cost responsibility; and the contributions to operation, maintenance, and investment in the distribution that was relied upon by National Grid's customers. In her representation of EERMC in this docket, the Applicant prepared, developed, and submitted the testimony of Scudder Parker in opposition of National Grid's proposed rate design. She also prepared and submitted the surrebuttal testimony of Mr. Parker in response to National Grid's rebuttal testimony of Peter Zschokke, Jeanne Lloyd, and Timothy Roughan.

In dockets #4654 and #4655, the Applicant represented the EERMC during the RIPUC's consideration of National Grid's 2017 Energy Efficiency Program Plan and System Reliability Procurement Report pursuant to R.I.G.L. § 39-1-27.7 and the RIPUC's Standards for Energy Efficiency and Conservation Procurement. The tasks associated with the EERMC, and the settlement it came to with National Grid and other interested third-parties, included negotiations, regulatory filings, and presentation at the RIPUC. In preparation for her appearance in front of the RIPUC, the Applicant reviewed National Grid's 2017 Plan for compliance with the least cost procurement standards in R.I.G.L. §39-2-1.2; coordinated with the EERMC's consultant team; and advised EERMC as to her findings and conclusions. She also analyzed and made recommendations on EERMC's behalf in regard to rate increases and the cost-effectiveness within the plan. Further, with regard to EERMC's statutory duties, the Applicant assisted with the development,



preparation, and submission of EERMC's Cost-Effectiveness Report which solidified the Plan's compliance with state statutes and regulations for the RIPUC.

In docket #4600, Attorney Desautel represented the EERMC during the RIPUC's investigation into the electric distribution system and the fairness of rates and rate designs in light of the Renewable Energy Growth Program, at R.I.G.L. §39-26.6-1, et seq. On February 5, 2016, the RIPUC issued a memorandum to stakeholders to solicit comments on its investigation. Attorney Desautel assisted with compiling, preparing, and submitting EERMC's comments to the RIPUC. After the docket commenced, the RIPUC issued notice of the docket and invited stakeholders to participate in the same. Attorney Desautel also prepared and submitted EERMC's application for membership in the Stakeholder's Working Group.

#### **F. REFERENCE INFORMATION**

Shawn Brown, Town Administrator, Town of Middletown - [sbrown@middletownri.com](mailto:sbrown@middletownri.com), (401) 849-2898 (with permission)

Angelo Liberti, Chief of Surface Water Protection, RIDEM - [angelo.liberti@dem.ri.gov](mailto:angelo.liberti@dem.ri.gov), (401) 222-4700 ext. 7225 (with permission)

#### **G. IDENTIFICATION OF STAFF AND SUBCONTRACTORS**

Only Attorney Desautel and Paralegal Sean Carney are members of the team for purposes of this proposal.

#### **H. STAFF RESPONSIBILITIES**

Attorney Desautel will be responsible for all attendance at meetings, representation and appearances at the RIPUC, and providing legal advice.

Mr. Carney will be responsible for conducting some legal research and drafting basic pleadings, compiling documents for filings, and providing office support as needed.

#### **I. STAFF EXPERIENCE**

Attorney Desautel's experience is highlighted throughout this response and her resume is attached.

Mr. Carney is a graduate of Roger Williams University Law School, and has served the Firm in both intern and full-time employee capacities. During his tenure at law school, Mr. Carney focused his curriculum in the areas of environmental law and land use; business associations; ocean and coastal policy; and municipal law. Further, from his time with the Firm, he has gained a proficient understanding of Rhode Island environmental and energy policy, as well as the regulatory bodies that promulgate the same. He is well-versed in the RIPUC and Superior Court rules of discovery and procedure, and is experienced in compiling the necessary documents for

regulatory filings. Before graduating law school and joining the Firm on a full-time basis, Mr. Carney interned with the City of Providence Law Department and the Bristol County District Attorney's office. He has also donated time researching issues for Save the Bay's legal team.

In addition to the experiences above, Mr. Carney has also assisted Attorney Desautel with EERMC matters for the past several months, and has become proficient with its rules, regulations, responsibilities, goals, and structure. Mr. Carney has covered EERMC meetings; researched internal issues related to the EERMC's bylaws and enabling act; assisted in drafting correspondence to membership and stakeholders; and prepared regulatory filings at the RIPUC.

**J./K./L. CONFLICTS OF INTEREST, LITIGATION & INVESTIGATION**

The Applicant avers that neither she, nor her supporting staff, have any potential conflicts of interest. Attorney Desautel has never provided legal or other work to a client engaged in delivering energy services or products within the State of Rhode Island, or any other state. Likewise, the Applicant has no close personal ties or contacts with any of the energy companies, developers, or providers. The Applicant also avers that neither she, nor her supporting staff, have been named in any litigation, disputes, claims or complaints, or events of default or other failure to satisfy or fulfill contractual obligations.

Further, the Applicant maintains that neither she, nor her supporting staff are currently under investigation by any governmental agency; and neither her, nor her supporting staff, have been convicted or found liable for an act involving conspiracy, collusion, impropriety, or any other act prohibited by state or federal law.

**Marisa A. Desautel, Esq.**  
**Law Office of Marisa Desautel, LLC**  
**55 Pine St., 4<sup>TH</sup> Floor**  
**Providence, RI 02903**  
**401-477-0023**  
**marisa@desautelesq.com**

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**EDUCATION**

Roger Williams University School of Law – Juris Doctor  
University of Rhode Island – Master of Marine Affairs  
Roger Williams University – Bachelor of Science in Biology

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**PROFESSIONAL EMPLOYMENT HISTORY**

Law Office of Marisa Desautel, LLC, R.I.  
Owner-Attorney (present)

Comprehensive scope of legal representation and litigation in Rhode Island and Massachusetts for environmental and energy matters, property issues, land use, zoning and permitting, and municipal law, including constitutional issues. Representation of major telecommunications company for municipal zoning and permitting. Environmental audit and due diligence services for broad range of commercial/industrial facilities and operations. Expert witness testimony for violations of and compliance with environmental law and regulations. Assistance with environmental planning, regulatory compliance, and permitting for municipalities and private companies. Representation of municipal, state, and private clients in utility licensing proceedings before the RI Public Utilities Commission and Energy Facility Siting Board. The Office is also currently serving as Legal Counsel to the RI Energy Efficiency Resources Management Council.

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Rhode Island Department of Environmental Management, R.I.  
Senior Legal Counsel (2007-2015)

High profile environmental litigation practice focusing on prosecution for and defense of state and federal regulatory environmental enforcement actions, including constitutional matters. Preparation of all pleadings and settlement documents, motion practice, discovery demands and responses. Trials and hearings at administrative tribunals and in state Superior Court. Oral argument in RI Supreme Court and federal appellate court in multiple jurisdictions. In-house counsel for policy issues, legislation, and interactions with municipalities and other agencies. Practice included regular advice and representation in environmental law, energy law, public law, property law, constitutional law, and administrative law.

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Roger Williams University, R.I. (2012-present)  
Adjunct Professor for School of Continuing Studies

Adjunct Professor for federal and state environmental law to undergraduate students, including out-of-classroom time interaction, comparative metrics and assessment of students' performance.

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Grugnale Law, LLC, R.I. & MA (2006-2009)  
Real Estate Attorney and Title Insurance Underwriter

Negotiated purchase and sale contracts, leases, deeds, easement conveyances, powers of attorney and promissory notes. Drafted title insurance policies, examined and prepared closing documents and conducted closings. Coordinated all aspects of title searches, title review and preparation of title commitments.

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ESS Group, Inc., MA and R.I. (2001-2003)  
Environmental Consultant/Scientist

Undertook an array of environmental and energy planning and permitting for municipalities and private companies, including one-on-one communications with clients. Conducted due diligence and site investigation services on commercial and industrial properties. Analysis of state and federal regulations to develop regulatory strategies. Completed comprehensive sampling, assessment, and technical reporting for evaluating impacts to soil, water, sediments and air resources.

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Rizzo Associates, Inc., MA (1999-2001)  
Environmental Consultant/Scientist

Conducted due diligence, environmental assessments, and site investigation services on commercial and industrial properties throughout New England and assisted with environmental and energy planning and permitting for municipalities and private companies. Assisted with environmental management issues including investigation and cleanup of contaminated sites for redevelopment and federal and state regulatory compliance.

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**BAR ADMISSIONS**

Rhode Island

Massachusetts

United States District Court for the District of Rhode Island

United States Court of Appeals for the First Circuit

United States Court of Appeals for the District of Columbia Circuit

United States Supreme Court

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**LICENSES/ PROFESSIONAL AFFILIATIONS**

Presenter, 2011, 2013, 2014, 2015, 2016 Rhode Island Bar Association Annual Meeting, "Update on Environmental and Land Use Law"

Member, Save the Bay Legal Committee

Member, Potter League for Animals, Advocacy and Public Policy Committee

Member, Rhode Island Environmental, Energy and Land Use Committee

Member, Rhode Island Government Law Committee

Member, Rhode Island Animal Law Committee

Member, Rhode Island Women's Bar Association

Member, Environmental Bankers Association

Member, Narragansett Water Pollution Control Association

Instructor, Alliance for Hazardous Materials Professionals

Rhode Island Notary Public

RI Court-appointed *Guardian ad litem*

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**PUBLICATIONS**

"The Rhode Island Brownfields Program and Recent State-Funded Grant Opportunities," National Association of Environmental Professionals, *Environmental Practice Journal* 18: 1-3 (2016)

"Rhode Island's Brownfields Grant Program: The 's' is at the end," *Rhode Island Bar Journal*, Volume 65. Number 2. September/October 2016

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## Cost Proposal - Task Sheets

<b>Offeror's Name:</b>	Law Office of Marisa Desautel, LLC
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**Task Sheets.** Please add or delete rows for team members and add or delete task tables as needed.

<b>Task 1: Scope of Work</b>			
<b>Labor Costs</b>			
Subcontractor or Team Member Name and/or Job Title	Hourly Rate	Estimated Hours	Evaluated Price (Hourly Rate * Estimated Hours)
Marisa Desautel, Esq.	\$275/hour	80/year	\$22,000/year
Sean Carney, Paralegal	\$100/hour	30/year	\$3,000/year
<b>Additional expenses that are not included in hourly rate</b>			
<b>Description of Expense</b>			<b>Price</b>
<b>Total Task Price:</b>			<b>\$ 25,000/year</b>

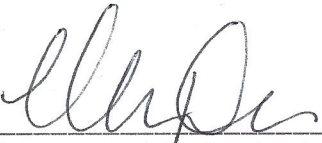


## Cost Proposal - All-Inclusive Price and Signature Page

Offeror's Name:	Law Office of Marisa Desautel, LLC
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**One All-Inclusive Price.** This number represents the sum of all total task prices and any other costs and expenses charged to EERMC.

<b>All-Inclusive Price:</b>	\$ <u>25,000</u>
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\_\_\_\_\_  
Signature of Authorized Person

2-7-18  
Date

MARISA DESAUTEL, OWNER  
Printed Name, Title

## ISBE Proposal – List of ISBEs Page

<b>Offeror's Name:</b>	The Law Office of Marisa Desautel, LLC
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Please see Sections 1.5, 1.6, 1.7, 3.6, 3.7, and 3.8 of the RFP for additional information.

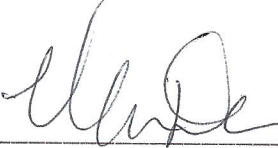
<b>Is the offeror a State certified ISBE (MBE, WBE or Disability Business Enterprise):</b>	YES <input checked="" type="radio"/>	NO <input type="radio"/>
	If YES, provide the total dollar amount representing work that will be done by the offeror: <div style="text-align: right; margin-top: 5px;">\$ <u>25,000</u></div>	

Identification of ISBE Subcontractors (Please add rows as necessary)		
ISBE Subcontractor's Name	ISBE Mailing Address, Email Address, and Phone Number	The total dollar amount representing work that will be done by the ISBE Subcontractor
N/A		\$ _____
		\$ _____
		\$ _____

# ISBE Proposal – Participation Rate and Signature Page

Offeror's Name:	The Law Office of Marisa Desautel, LLC
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A. Total amount of dollars representing work that will be done by the ISBEs:	\$ <u>25,000</u>
B. All-Inclusive Price Listed in the Cost Proposal:	\$ <u>25,000</u>
ISBE Participation Rate (=A/B):	<u>100</u> %

  
\_\_\_\_\_  
Signature of Authorized Person

2-7-18  
Date

MARISA DESAUTEL, OWNER  
Printed Name, Title

## Appendix B

The Rhode Island Energy Efficiency and  
Resources Management Council  
("EERMC")

Request for Proposals  
("RFP")

RFP Title:	Legal Services
RFP Number:	EERMC-2018-01
RFP Issuance Date:	January 10, 2018
Due Date to submit Questions:	January 31, 2018 at 5pm ET
RFP Submission Deadline:	February 7, 2018 at 5pm ET

## SECTION 1: GENERAL INFORMATION

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- 1.1. **Summary.** The Rhode Island Energy Efficiency and Resources Management Council (“EERMC”) is issuing this request for proposals (“RFP”) to solicit proposals from qualified offerors to provide legal services beginning April 1, 2018 as described in Section 5 of this RFP.
- 1.2. **EERMC.** EERMC is a council authorized, created and established pursuant to the laws of the State of Rhode Island (“State”). See R.I. Gen. Laws §42-140.1-3. EERMC council members are appointed by the State Governor with the advice and consent of the State Senate, and the Commissioner of the Rhode Island Office of Energy Resources (“OER”) serves as the EERMC executive director. See R.I. Gen. Laws §42-140.1-4. In accordance with R.I. Gen. Laws §42-140.1-6, EERMC is authorized to engage consultants and professional services as necessary and appropriate to fulfil its statutory purposes which are to:
- Evaluate and make recommendations, including, but not limited to, plans and programs, with regard to the optimization of energy efficiency, energy conservation, energy resource development; and the development of a plan for least-cost procurement for the State;
  - Provide consistent, comprehensive, informed and publicly accountable stake-holder involvement in energy efficiency, energy conservation, and energy resource management;
  - Monitor and evaluate the effectiveness of programs to achieve energy efficiency, energy conservation, and diversification of energy resources; and
  - Promote public understanding of energy issues and of ways in which energy efficiency, energy conservation, and energy resource diversification and management can be effectuated.
- 1.3. **State Purchases Act.** In general, the State Purchases Act, R.I. Gen. Laws §37-2-1 et seq., applies to every expenditure of public funds by any State governmental entity or public agency within the State. EERMC, as a council established by the Rhode Island General Assembly, is issuing this solicitation and selection for award in accordance with the underlying purposes and policies of the State Purchases Act. Any prospective offeror or offeror who wishes to submit a written protest in accordance with R.I. Gen. Laws §37-2-52, must submit the protest to the Commissioner of the Rhode Island Office of Energy Resources via mail or hand delivery to One Capitol Hill, 4<sup>th</sup> floor, Providence, RI 02908 or via email to [energyresources@energy.ri.gov](mailto:energyresources@energy.ri.gov).
- 1.4. **Equal Opportunity Policy.** In accordance with R.I. Gen. Laws §28-5.1-10, any selected offeror(s) who contract(s) with EERMC must possess the same commitment to equal opportunity as prevails under federal contracts controlled by federal executive orders 11246, 11625 and 11375. The selected offeror(s) may be required to submit an equal employment opportunity plan as proof of commitment. For more information, please contact the Rhode Island Equal

Opportunity Office within the Rhode Island Department of Administration's Office of Diversity, Equity & Opportunity at 401.222.6398 or visit <http://odeo.ri.gov/offices/eoo>.

- 1.5. Minority and Women Business Enterprises.** In accordance with R.I. Gen. Laws §37-14.1-4, small businesses owned and controlled by one or more women who are economically disadvantaged (“WBEs”) or small businesses owned and controlled by one or more minorities who are economically disadvantaged (“MBEs”) shall have the maximum opportunity to participate in all procurements of goods or services involving funds administered by EERMC.
- 1.6. Disability Business Enterprises.** In accordance with R.I. Gen. Laws §37-2.2-3.1, small disadvantaged businesses owned and controlled by one or more individuals who have a disability (“Disability Business Enterprise”) shall have the maximum opportunity to participate in all procurements of goods or services involving funds administered by EERMC.
- 1.7. ISBE Utilization.** The term “ISBE” pertains to individuals who own small business enterprises and means all businesses that are certified as a WBE or MBE by the Rhode Island Office of Diversity, Equity & Opportunity (“ODEO”) or as a Disability Business Enterprise by the Governor’s Commission on Disabilities. In order for an offeror to receive credit for ISBE utilization either as an ISBE itself or through the utilization of a subcontractor that is an ISBE, the business must possess certification at the time the proposal is submitted to EERMC. To determine whether a business is certified by the State as an MBE or WBE or to become certified, please contact ODEO at 401.222.6398 or visit <http://odeo.ri.gov/offices/mbeco/>. To determine whether a business is certified by the State as a Disability Business Enterprise or to become certified, please contact the Rhode Island Governor’s Commission on Disabilities at 401.462.0100 or visit <http://www.disabilities.ri.gov/>. Offerors will receive between 0-6 evaluation points based on their proposed ISBE utilization rates. Each offeror must submit its proposed ISBE utilization rate as part of its proposal as instructed herein.
- 1.8. Utilization of Subcontractors.** Subcontractors are permitted, provided that their use must be clearly indicated in the proposal. To the extent possible, all proposed subcontractors must be identified in the proposal.
- 1.9. Public Disclosure of Proposals.** All proposals received by EERMC in connection with this RFP are subject to the Rhode Island Access to Public Records Act (“APRA”), R.I. Gen. Laws §38-2-1, et. seq. Once an award is made and upon receiving an APRA request, all proposals will be released by EERMC unless EERMC finds that the certain portions of information contained within the proposals are exempt from public disclosure pursuant to R.I. Gen. Laws §38-2-2(4). Offerors are advised to clearly mark or label “confidential” any portions of information within their proposals that they believe are “[t]rade secrets and commercial or financial information obtained from a person, firm, or corporation which is of a privileged or confidential nature.” When responding to an APRA



request, EERMC will take into consideration any information marked by the offeror as confidential. However, broad disclaimers that label the entire proposal as confidential will not help EERMC in its APRA analysis and may not be considered.

- 1.10. **Costs Associated with Submitting a Proposal.** All costs associated with developing or submitting a proposal in response to this RFP, or to provide oral or written clarification of its content shall be borne by the offeror. EERMC assumes no responsibility for these costs.
- 1.11. **Right to Cancel this RFP.** In accordance with R.I. Gen. Laws §37-2-23, this RFP may be cancelled at any time and/or all proposals may be rejected.
- 1.12. **Misdirected Proposals.** Any proposals misdirected to other state locations, or which are otherwise not present in the office of the Contact Person at the time of the submission deadline for any cause will be determined to be late and may not be considered.
- 1.13. **Proposals Irrevocable.** Proposals are considered to be irrevocable for a period of not less than sixty (60) days following the submission deadline, and may not be withdrawn, except with the express written permission of EERMC.
- 1.14. **EERMC Website.** Offerors are instructed to peruse the EERMC website and any other pertinent websites listed in Section 2.1 of this RFP on a regular basis, as additional information relating to this solicitation may be posted there from time to time. See Section 2.1 of this RFP for pertinent website address(es).
- 1.15. **Right to Transact Business in Rhode Island.** In accordance with R. I. Gen. Laws §7-1.2-1, et seq., no foreign corporation, a corporation without a Rhode Island business address, shall have the right to transact business in the State until it shall have procured a Certificate of Authority to do so from the Rhode Island Department of State. Please contact the Rhode Island Secretary of State's Business Services Division at 401.222.3040 or visit <http://sos.ri.gov/divisions/business-portal> for more information. This is a requirement only of the selected offeror(s).
- 1.16. **Availability of Funds.** The purchase of services under an award made pursuant to this RFP will be contingent on the availability of funds.
- 1.17. **Insurance.** Prior to being issued a final award, the selected offeror(s) will be required to possess all necessary insurance, as determined by the EERMC, and continue to possess such insurance throughout the life of the award.
- 1.18. **Indemnification.** The selected and awarded offeror shall hold harmless and indemnify the EERMC and the State from and against any and all losses, damages, claims, suits, actions, liabilities, and/or expenses, including, without limitation, attorneys' fees and disbursements of any character that arise from, are in connection with or are attributable to the performance or nonperformance of the offeror or its subcontractors under an award stemming from this RFP.



**SECTION 2: AGENCY CONTACT PERSON AND OFFEROR SUBMISSION AND FORMATTING REQUIREMENTS**

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**2.1 Contact Person.** Any communication regarding this RFP must be made in writing and directed to the Contact Person whose information is listed in the table below. Revised and/or additional information regarding this solicitation may be posted on the Pertinent Website(s) listed in the table below.

Contact Person	Becca Trietch
Mailing Address	Rhode Island Office of Energy Resources One Capitol Hill, 4 <sup>th</sup> floor Providence, RI 02908
Email Address	eermc.rfp@gmail.com
Pertinent Website(s)	<a href="http://www.riermc.ri.gov/request-for-proposals/">http://www.riermc.ri.gov/request-for-proposals/</a>

**2.2 Important Dates.** Important dates regarding this RFP are listed in the table below.

RFP Issuance Date	January 10, 2018
Pre Proposal Conference Date	Not Applicable
Written Questions Due Date	Day, January 31, 2018 at 5pm. (Eastern Time).
Submission Deadline	Day, February 7, 2018 at 5pm. (Eastern Time).

**2.3 Pre Proposal Conference.** There will be no pre-proposal conference for this RFP.

**2.4 Written Questions.** Prospective offerors may submit written questions pertaining to this RFP. Questions must be emailed as a Microsoft WORD or searchable PDF attachment to the Contact Person. The deadline to submit questions is listed within the table in Section 2.2 of this RFP. Questions and EERMC’s responses will be posted on the Pertinent Website(s).

**2.5 Amendments to this RFP.** If this RFP is amended or addendums are issued, written notice of the amendments and/or addendums will be posted on the Pertinent Website(s).

**2.6 Submission Deadline.** Each Proposal will include three (3) components: technical, cost, and ISBE. All three components must be received by the Contact Person by the Submission Deadline as listed within in the table in Section 2.2 of this RFP.

**2.7 Submission Requirements.** Each Proposal must be mailed or hand delivered to the Contact Person and must include the following:

- One (1) original technical component plus three (3) printed paper copies.
- One (1) original cost component plus three (3) printed paper copies. The original cost component and copies must be separated from the technical component and placed in a sealed envelope. Please label the sealed envelope as “Cost Proposal”.
- One (1) original ISBE component plus three (3) printed paper copies. This original ISBE component and copies must be separated from the technical component and placed in a sealed envelope. Please label the sealed envelope as “ISBE Proposal”.
- A thumb drive or CD-R that contains the electronic versions of the technical component, cost component (must be saved as a separate file from the technical component), and ISBE component (must be saved as a separate file from the technical component). The electronic versions must be in a searchable PDF or Microsoft WORD format unless otherwise permitted by the Contact Person. Please label each file on the thumb drive or CD-R as “Technical Proposal” or “Cost Proposal” or “ISBE Proposal”.

**2.8 Formatting of Written Documents.** For clarity, the technical component should be typed and sections should be clearly labeled to correspond with the pertinent RFP sections. These documents should use 1” margins on 8.5”x 11” paper using a font of 12 point. Technical components should be a maximum of fifteen (15) pages not counting any attachments. Each attachment should be referenced appropriately within the proposal section and the attachment title should reference the proposal section it is applicable to. The Cover Sheet, Cost component and ISBE component should be typed using the attached templates.

## **SECTION 3: EVALUATION AND SELECTION PROCESS**

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**3.1 Technical Review Team.** Proposals will be evaluated and scored by a technical review team in accordance with the criteria contained herein. The chief purchasing officer, or the technical review team through delegated authority from the chief purchasing officer, will make a recommendation to the EERMC. An award shall be made to the responsible offeror(s) whose proposal is determined to be the most advantageous to the EERMC, taking into consideration price and the evaluation factors set forth in this solicitation. The EERMC is responsible for the final selection of an offeror. The EERMC reserves the right to award one, multiple, or no awards based on the proposals received. The EERMC also reserves the right to reissue the RFP at its sole discretion.

**3.2 Technical Component Evaluation Stage.** To advance to the second stage of the evaluation process, which factors in the cost and ISBE components, the offeror must earn a technical component score of at least 60 (85.7%) out of the maximum 70 technical points. Any proposal with a technical component score of less than 60 points will not have the cost or ISBE components opened nor evaluated and the proposal will be dropped from further consideration.

**3.3 Cost & ISBE Components.** Proposals scoring 60 technical points or higher will be evaluated for cost and assigned up to a maximum of 30 points in the cost category. In addition, proposals scoring 60 technical points or higher will be evaluated for ISBE participation and assigned up to a maximum of 6 points in the ISBE participation category bringing the potential maximum score to 106 points.

**3.4 Scoring.** Proposals will be reviewed and scored based upon the following criteria:

Criteria	Points Available
Overview and Work Plan	35
Qualifications and Experience	25
Project Management and Organization	10
Total Technical Points	70
Cost	30
Total Possible Evaluation Points	100
ISBE Bonus Points	6
Total Possible Points	106

**3.5 Calculation of Cost Points.** The offeror with the lowest cost proposal shall receive one hundred percent (100%) of the available points for cost. All other offerors shall be awarded cost points based upon the following formula:

$$(\text{lowest cost proposal} / \text{offeror's cost proposal}) \times \text{available points}$$

For example, if Offeror A is the offeror with the lowest cost proposal of \$65,000 and Offeror B proposes a cost of \$100,000 and the total points available are 30, Offeror A would get the full 30 points and Offeror B's cost points are calculated as follows:  $\$65,000 / \$100,000 \times 30 = 19.5$  points.

**3.6 Calculation of ISBE Points.** See Sections 1.5, 1.6 and 1.7 of this RFP for more information. EERMC adheres to 150-RICR-90-10-1 entitled *Regulations Governing Participation by Small Business Enterprises in State Purchases of Goods and Services and Public Works Projects*. The offer with the highest ISBE participation rate shall receive one hundred percent (100%) of the available points for ISBE. All other offerors shall be awarded ISBE points based upon the following formula:

(offeror's proposed ISBE participation rate / offeror with highest ISBE participation rate) x available points

For example, if Offeror A has the highest ISBE participation rate of 20% and Offeror B proposes an ISBE participation rate of 12% and the total points available are 6, Offeror A would get the full 6 points and Offeror B's cost points are calculated as follows:  $12\% / 20\% \times 6 = 3.6$  points. See Sections 3.7 and 3.8 of this RFP for information on how ISBE participation rates are calculated.

**3.7 ISBE Participation Rate if the Offeror is an ISBE.** The ISBE participation rate for an offeror who is an ISBE shall be expressed as a percentage and shall be calculated by taking the sum of the amount of the offeror's total contract price that will be subcontracted to ISBEs and the amount that will be self-performed by the offeror and dividing that number by the ISBE offeror's total contract price. For example if the offeror's total contract price is \$100,000.00 and it subcontracts a total of \$12,000.00 to ISBEs and will perform a total of \$8,000.00 of the work itself, the offeror's ISBE participation rate would  $(\$12,000 + \$8,000) / \$100,000 = 20\%$ .

**3.8 ISBE Participation Rate if the Offeror is not an ISBE.** The ISBE participation rate for an offeror who is not an ISBE shall be expressed as a percentage and shall be calculated by taking the amount of the offeror's total contract price that will be subcontracted to ISBEs and dividing that number by the ISBE offeror's total contract price. For example if the offeror's total contract price is \$100,000.00 and it subcontracts a total of \$12,000.00 to ISBEs, the offeror's ISBE participation rate would  $\$12,000 / \$100,000 = 12\%$ .

#### **SECTION 4: OFFEROR'S SUBMISSIONS**

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Each offeror must submit a proposal containing the following information. When responding to each section below, please label responses with the corresponding RFP section.

- I. Cover Sheet.** The offeror must complete, execute, and submit the RFP Cover Sheet which is attached hereto.
- II. Technical Proposal.** An offeror's technical proposal must include the following information:
  - A. Overview.** The overview should lay out the offeror's understanding of the scope of work, describe the offeror's proposed project work plan and approach, and explain how the offeror is well suited to achieve the project objectives.
  - B. Work Plan.** The offeror should describe its proposed project work plan in detail. Specifically, the offeror should describe how all components of the Scope of Work will be addressed.

- C. **Company Profile.** Provide an overview of history, length of time in business, organizational and staff capacity, core competencies, and any other resources uniquely suited to achieving project objectives.
  - D. **Relevant Experience:** Describe offeror's experience with similar projects.
  - E. **Examples of Prior Work:** If possible, reference two or three examples of previous projects that best display the offeror's ability and experience with work of a similar nature. Specify the role the offeror played in each project.
  - F. **Reference Information:** Provide names, email addresses, telephone numbers, and permission to contact two former or current clients for which the offeror has performed work in the last three years.
  - G. **Identification of Staff and Subcontractors.** List all staff and subcontractors proposed as members of the offeror's team.
  - H. **Staff Responsibilities.** Specifically describe each of staff and subcontractor duties, responsibilities, and areas of concentration for the project.
  - I. **Staff Experience.** Please include resumes, curricula vitae, or statements of prior experience and qualification. An organizational chart showing roles and responsibilities on the project is desirable. The team may include subcontractors; however, the lead offeror will be solely responsible for the management and deliverables of the team.
  - J. **Conflicts of Interests.** Describe any known conflicts of interest between offeror or an affiliate of offeror and any distribution company, or any affiliates of the foregoing. In addition, describe any known conflicts of interest between offeror or an affiliate of offeror and any member of the EERMC.
  - K. **Litigation.** Describe any litigation, disputes, claims or complaints, or events of default or other failure to satisfy contract obligations, or failure to deliver products, involving offeror or an affiliate of offer, and relating to providing services similar to the services being solicited by the EERMC.
  - L. **Investigation.** Confirm that offeror, and the directors, employees and agents of offeror and any affiliate of offeror are not currently under investigation by any governmental agency and have not in the last four years been convicted or found liable for any act prohibited by state or federal law in any jurisdiction involving conspiracy, collusion or other impropriety with respect to bidding on any contract.
- III. **Cost Proposal.** Offerors must separate their cost proposals from their technical proposals and place cost proposals in a sealed envelope. Please complete, execute, and submit a cost proposal using the cost proposal form template attached hereto. Offerors must complete both Task Sheets Page(s) and the All-Inclusive Price Page.

Please note that the total budget available from the EERMC for the scope of work outlined in this solicitation for year one is \$25,000. The Scope of Work is expected to require a commitment of approximately 100 hours per year starting on April 1, 2018, with an option for the EERMC to decide whether to renew and continue the selected consultant's work in 2019 and 2020.

- IV. ISBE Proposal.** Offerors must separate their ISBE proposals from their technical proposals and place ISBE proposals in a sealed envelope. To be eligible for ISBE points, an offeror must complete, execute, and submit the ISBE form template attached hereto. Offerors must complete both the List of ISBE Page and the ISBE Participation Rate Page. Failure to submit an ISBE proposal will result in the offeror receiving 0 points in the ISBE scoring category. See RFP Sections 1.5, 1.6, 1.7, 3.6, 3.7, and 3.8 for additional information.

## **SECTION 5: PROJECT DESCRIPTION AND SCOPE OF WORK**

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- 5.1 Summary:** The Rhode Island Energy Efficiency and Resource Management Council (“EERMC”) is issuing this request for proposals (“RFP”) to solicit proposals from qualified offerors to provide legal services beginning April 1, 2018. The EERMC provides oversight of the energy efficiency and system reliability programs and initiatives which are proposed and administered by the electric and gas utility distribution company as required by R.I.G.L. § 39-1-27.7.
- 5.2 Background and Motivation.** The EERMC works closely with the Office of Energy Resources (OER) and its staff; issues reports on its work to the state General Assembly; and appears before the Public Utilities Commission (“PUC”) on various regulatory matters. The EERMC also engages a Consultant Team in order to achieve its statutory purposes as defined in R.I.G.L. § 42-140.1-3. The selected offeror will be expected to work closely with the EERMC, its Consultant Team, and OER to fulfill the purposes of the EERMC and to provide guidance on how the Council can maintain its compliance with all applicable laws.
- 5.3 Scope of Work:** The EERMC is seeking proposals to provide legal services to the EERMC including, but not limited to, the following:
- A.** Represent and advise the EERMC on all legal matters pertaining to its statutory obligations where appropriate and necessary.
  - B.** Prepare and provide legal interpretations on all legislative mandates including, but not limited to, energy efficiency, renewable energy and distributed generation, upon request.
  - C.** As directed by the EERMC, review policies developed by the EERMC and/or its Consultant Team on a range of issues germane to the EERMC’s statutory authority including, but not limited to, triennial and annual energy efficiency and system reliability plan development and

implementation; efficiency and system reliability standards development; energy efficiency savings targets; program budget and financing; cost-effectiveness; evaluation, monitoring, and verification; financing; and performance incentives, as needed.

- D.** Provide written responses to any information requests from third parties upon request of the EERMC.
- E.** Upon request by the EERMC, attend EERMC meetings, Executive Committee meetings, Demand Collaborative Subcommittee meetings, System Reliability Subcommittee meetings and other ad hoc committees that may be formed, as necessary.
- F.** Represent the EERMC at all relevant regulatory proceedings conducted by the PUC including, but not limited to, evidentiary hearings, technical sessions, and open meetings, as needed.
- G.** Assist in the preparation, development, and delivery of testimony, data requests, and other regulatory support materials necessitated by relevant PUC proceedings, as needed.
- H.** Provide legal support and representation with respect to relevant state and regional entities, as requested by the EERMC.
- I.** Represent the EERMC on all other matters necessary to advance the statutory responsibilities of the EERMC, as directed.
- J.** Provide other legal services on an as needed basis.

An offeror must be a member of the Rhode Island Bar and must maintain such membership as a condition of providing services.

The term of a contract signed pursuant to the terms of this Request for Proposals will be twelve (12) months from the date of contract signature. Upon satisfactory performance and availability of funds, the contract may be extended, under the same terms and conditions, by the EERMC for not more than two (2) additional twelve (12) month periods, without re-bidding, and upon mutual agreement in writing.

If an offeror identifies a need for additional tasks or services, the offeror may indicate such additions in the project proposal.

#### **5.4 Required Deliverables**

- Legal memos providing legal interpretations, advice and/or reviews, as requested
- Email communications, as needed

- Legal testimony, as required
- Information Requests, as required
- The EERMC requires monthly invoicing of itemizing services rendered in the previous calendar month. Invoices shall be submitted by the tenth (10th) day of each month to the EERMC Executive Committee or its authorized designee. If no legal services were provided in the previous month, the Applicant shall submit an invoice stating such.

## 5.5 Expected Tasks and Timeline

<b>Milestone</b>	<b>Anticipated Date</b>
Proposal Award	March 2018
Selected Offer to Begin Work	April 1, 2018
Monthly Invoices	Submit by the 10 <sup>th</sup> day of the following month
Interim Tasks & Services	Rolling
Possible Extension of Work for 2019	March 2019



# RFP Cover Sheet

<b>Offeror's Name:</b>	
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<b>RFP Information</b>	
Title of RFP:	
RFP Number:	

<b>Offeror Information</b>	
Legal Name of Offeror:	
Type of Entity (i.e. corporation, partnership, sole proprietorship):	
Mailing Address of Primary Place of Business:	
Phone Number:	
Website:	

<b>Contact Person for the Offeror</b>	
Name:	
Title:	
Mailing Address:	
Phone Number:	
Email Address:	

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Signature of Authorized Person

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Date

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Printed Name, Title

## Cost Proposal - Task Sheets

<b>Offeror's Name:</b>	
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**Task Sheets.** Please add or delete rows for team members and add or delete task tables as needed.

<b>Task 1:</b>			
<b>Labor Costs</b>			
<b>Subcontractor or Team Member Name and/or Job Title</b>	<b>Hourly Rate</b>	<b>Estimated Hours</b>	<b>Evaluated Price (Hourly Rate * Estimated Hours)</b>
<b>Additional expenses that are not included in hourly rate</b>			
<b>Description of Expense</b>		<b>Price</b>	
<b>Total Task Price:</b>		\$ _____	

## Cost Proposal - All-Inclusive Price and Signature Page

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Offeror's Name:	
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**One All-Inclusive Price.** This number represents the sum of all total task prices and any other costs and expenses charged to EERMC.

<b>All-Inclusive Price:</b>	\$ _____
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Signature of Authorized Person

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Date

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Printed Name, Title

## ISBE Proposal – List of ISBEs Page

<b>Offeror's Name:</b>	
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Please see Sections 1.5, 1.6, 1.7, 3.6, 3.7, and 3.8 of the RFP for additional information.

<b>Is the offeror a State certified ISBE (MBE, WBE or Disability Business Enterprise):</b>	YES <input type="radio"/>	NO <input type="radio"/>
	If YES, provide the total dollar amount representing work that will be done by the offeror: <div style="text-align: right; margin-top: 10px;">\$ _____</div>	

<b>Identification of ISBE Subcontractors (Please add rows as necessary)</b>		
ISBE Subcontractor's Name	ISBE Mailing Address, Email Address, and Phone Number	The total dollar amount representing work that will be done by the ISBE Subcontractor
		\$ _____
		\$ _____
		\$ _____

# ISBE Proposal – Participation Rate and Signature Page

<b>Offeror's Name:</b>	
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<b>A. Total amount of dollars representing work that will be done by the ISBEs:</b>	\$ _____
<b>B. All-Inclusive Price Listed in the Cost Proposal:</b>	\$ _____
<b>ISBE Participation Rate (=A/B):</b>	_____ %

\_\_\_\_\_  
Signature of Authorized Person

\_\_\_\_\_  
Date

\_\_\_\_\_  
Printed Name, Title