

RENEWABLE ENERGY TECHNOLOGY VENDOR LIST WEBSITE RULES (“RULES”)

SECTION 1 – INTRODUCTION

1.1 Background on the RET Program and the Vendor List

(a) RET Program

Through the Government of Ontario’s renewable energy technology (“**RET**”) stimulus funding program (the “**RET Program**”), Ontario is investing \$120 million in infrastructure stimulus funding to install renewable energy technologies in schools and social housing to reduce energy costs by heating, cooling or generating electricity. The five technologies (“**RET Technologies**”) that are eligible for the RET Program are solar photovoltaic; solar water [heating]; solar air [heating]; geo-thermal; and small wind.

The funding will be available through the Ministry of Education and the Ministry of Municipal Affairs and Housing (the “**Host Ministries**”) for Ontario’s 72 school boards and 47 social housing municipal service managers. The stimulus funding must be committed by the Host Ministries by March 31, 2011, and the RET projects must be completed by August 31, 2011.

School boards and social housing municipal service managers receiving stimulus funding (the “**Project Owners**”) will procure the products and services needed to implement individual RET projects using their own procurement processes.

In support of the RET Program, the Ontario Power Authority (the “**OPA**”) has established a website through which prospective vendors (“**Applicants**”) of RET Technologies may apply to be included on a list of vendors (the “**Vendor List**”). The Vendor List will be made available to Project Owners that have received infrastructure stimulus funding from the Host Ministries. Project Owners will be required to use their own procurement process to select vendors on the Vendor List (“**Listed Vendors**”) based on the specific requirements of the RET project approved by the relevant Host Ministry.

There are four organizations involved in implementing the different components of the RET Program as follows:

1. The OPA, on behalf of the Ministry of Energy, will manage the website through which Applicants apply to become Listed Vendors (the “**Vendor List Application Website**”), manage the application process during the application period, play a lead role in the processing of applications, plus provide on-going management of the Vendor List and the secure website through which the Vendor List is made available (the “**Vendor List Catalogue**”). The OPA will not be involved in the procurement of Listed Vendors by Project Owners.
2. The Ministry of Energy has responsibility for oversight of the government’s capital planning process, ensuring approval of the design and development of this initiative, and developing the eligibility criteria for the Vendor List.
3. The Host Ministries will play a lead role in working with Project Owners in formulating, organizing and approving project proposals, overseeing the general management of the projects and playing a lead role in the monitoring and

reporting of results. The Host Ministries have also worked closely with Ministry of Energy on program design.

4. The Project Owners are responsible for developing project proposals from within their organizations. There are 72 school boards representing almost 5,000 schools and 47 social housing municipal service managers representing approximately 127,000 residential housing units across the province. These organizations will have the hands-on responsibility for soliciting and establishing requirements for projects, evaluating project proposals and performing due diligence on Listed Vendors that submit project proposals, selecting and awarding projects to Listed Vendors, and overseeing project implementation, including all aspects of project monitoring, reporting and any subsequent follow-up that may be necessary.

(b) Vendor List

The Vendor List will serve as a catalogue of RET Technology vendors that are suppliers/manufacturers or contractors/installers that have successfully applied to be on the Vendor List. The Vendor List will include contact information for Listed Vendors and some general details regarding the Listed Vendors' products, services, geographic areas of operation, etc. The Vendor List will be published and made available to Project Owners and Listed Vendors through the Vendor List Catalogue.

Project Owners may only use vendors from the Vendor List for their renewable energy projects using infrastructure stimulus funding. However, it is at the sole discretion of the Project Owners, based on their specific requirements, to determine the category of vendor or vendors required in order to complete their projects. This may include a combination of manufacturers/suppliers and/or contractors/installers or only those vendors that can provide turnkey solutions.

Applicants wishing to be included on the Vendor List must apply through the Vendor List Application Website at the following url: <https://retvendorlist.powerauthority.on.ca/>

The Vendor List Catalogue and Vendor List Application Website are collectively referred to as the "**Vendor List Websites**".

The Vendor List is not associated in any way with any other OPA program or initiative, including the Feed-in-Tariff (FIT) program or the microFIT program.

SECTION 2 – VENDOR LIST ELIGIBILITY REQUIREMENTS

2.1 Basic Eligibility Requirements

To be eligible to be on the Vendor List an Applicant must, at a minimum, meet the following requirements:

- (a) be a supplier/manufacturer or contractor/installer of key components of one or more of the following five categories of RET Technology:
 - (i) Category 1: Solar Photovoltaic;
 - (ii) Category 2: Solar Water Heating;

- (iii) Category 3: Solar Air Heating;
- (iv) Category 4: Geo-Thermal; or
- (v) Category 5: Small Wind Technologies.

Each of the five categories of RET Technology and the type of vendor are described in Appendix 1 to these Rules;

- (b) provide one or more of these products or services to one or more regions in Ontario;
- (c) be in good standing regarding its provincial taxes and provide a completed and signed Tax Compliance Declaration Form (available on the Vendor List Application Website);
- (d) provide a certificate of insurance confirming commercial general liability insurance for third party bodily injury, personal injury and property damage, to an inclusive limit of not less than \$2,000,000;
- (e) provide a current WSIB clearance certificate, or provide a declaration that the Applicant is an independent operator without employees. If the above two options are not applicable, briefly explain in the provided text box why the two options do not apply
- (f) if a geothermal contractor/installer, be a qualified firm or company by the Canadian GeoeXchange Coalition;
- (g) if a solar air or solar water supplier/manufacturer, have a solar collector on the approved list of accepted solar collectors under the Federal Government's ecoEnergy for Renewable Heat Program;
- (h) if a contractor/installer, agree to comply with laws, including required standards, when completing installations of RET Technology;
- (i) provide all requested information and complete all required forms; and
- (j) agree to the Application Agreement and the Listing Agreement.

Failure to satisfy any of the above requirements will prevent an Applicant from being included on the Vendor List.

SECTION 3 – APPLICATION PROCESS AND REQUIREMENTS

3.1 *Application for the Vendor List*

- (a) Applicants must apply for the Vendor List using the Vendor List Application Website. There is no other mechanism that an Applicant may use to apply to be included on the Vendor List.
- (b) In order to begin completing the application (the “**Application**”) on the Vendor List Application Website, an Applicant must first register and open an account.

The Applicant will be required to choose a user name and password, and to agree to an agreement (the “**Application Agreement**”) in order to gain access to the Vendor List Application Website.

- (c) Once registered, the Applicant may then begin completing its Application. To complete an Application, an Applicant must:
 - (i) complete all of the required fields in each of the online application forms (required fields are those marked with an asterisk);
 - (ii) include, where required in the online application process, evidence that it satisfies basic eligibility criteria, (such as the Tax Compliance Declaration Form, WSIB clearance certificate (if applicable), and certificate of insurance).
- (d) An Applicant that does not complete all required fields will not be allowed to submit an Application.
- (e) The Applicant must represent and warrant when submitting an Application that all information in its Application is complete and accurate. The Applicant is solely responsible for the accuracy and completeness of the information provided as part of the Application process. Providing misleading or inaccurate information may result in removal from the Vendor List or removal from consideration for the Vendor List.
- (f) In order to submit an Application, Applicants must agree to an agreement (the “**Listing Agreement**”).
- (g) Following the submission of a completed Application, the information submitted will be reviewed for completeness and the documents that were required to be attached (the “**Supplementary Forms**”) will be reviewed to confirm that the Supplementary Forms provide the necessary evidence. The OPA may ask for additional clarification with respect to the Application or particular Supplementary Forms, if required.
- (h) An Applicant may submit its completed Application commencing on October 26, 2010 until November 23, 2010. Access to the Vendor List Application Website will be closed at 11:59:59 PM (EST) on November 23, 2010 and no new Applications will be accepted. Partially completed Applications that are not submitted by this deadline will be deemed to have been abandoned.
- (i) The OPA may, in its discretion, establish subsequent periods of time during which Applicants may apply to be added to the Vendor List after it is made available to Project Owners.
- (j) An Applicant may only have one user name for the Vendor List Application Website active at any one time.
- (k) An Applicant must provide the OPA with a valid e-mail address for the purposes of correspondence related to its Application and the Vendor List, which address the Applicant may amend from time to time by providing written notice to the OPA. Applicants must regularly check the Vendor List Application Website for

messages and notices from the OPA. The OPA will not be responsible for an Applicant's failure to comply with this provision.

3.2 Application Review and Acceptance

- (a) Applications will be reviewed by a team comprising representatives from the OPA, Ministry of Energy, and consultants of either one of these as necessary.
- (b) If an Application meets the eligibility requirements, an email notice will be issued to the Applicant through the "My RET Vendor Messaging Centre", unless otherwise specified, indicating that it has been included on the Vendor List and reminding it of the terms and conditions of the agreements that it has accepted and that apply to its inclusion on the Vendor List.
- (c) The OPA reserves the right to reject any incomplete Application in accordance with the agreement that the Listed Vendor accepted, including any Application that does not satisfy all of the eligibility requirements or any Application in respect of which the included information is not satisfactory to the OPA or its advisors in any respect, or the OPA may, in its discretion, notify an Applicant of errors in its Application and may provide the Applicant with an opportunity to correct such errors within a prescribed period of time.
- (d) Applicants are advised that the OPA may verify the Applicant's provincial tax status with the Ontario Ministry of Revenue. If applicable, the OPA will also verify whether the Applicant has a solar collector on the approved list of accepted solar collectors under the Federal Government's ecoEnergy for Renewable Heat Program or that the Applicant is a qualified firm or company by the Canadian Geoxchange Coalition.
- (e) Applicants that have not been accepted will be notified that they have not been included on the Vendor List. Should the Vendor List re-open for another round of Applications, unsuccessful Applicants may reapply for inclusion on the Vendor List. As noted in section 3.1, the Vendor List Application Website may re-open in the future for additional Application periods.

SECTION 4 – VENDOR LIST

4.1 Vendor List Operation and Administration

- (a) It is expected that the Vendor List will be made available to Project Owners and Listed Vendors by April 2010.
- (b) The Vendor List Catalogue will be a secure website that Project Owners, Listed Vendors, the Government of Ontario, and the OPA may access.
- (c) Listed Vendors will also have access to the entire Vendor List.
- (d) A Listed Vendor is responsible for ensuring information provided to the Vendor List is accurate, up to date, and not misleading. Listed Vendors are

also responsible for ensuring that they are categorized correctly in all categories applicable to the Listed Vendors' products or services.

- (e) Project Owners may search the Vendor List using different search criteria including technology type, geographic location, product or service offering etc. The Project Owners may use the Vendor List as an information resource in order to determine which Listed Vendor(s) to include in a procurement for a particular RET project.
- (f) Listed Vendors may be contacted by Project Owners at the discretion of the Project Owners based on the information available on the Vendor List. It is therefore important for Listed Vendors to ensure the contact information provided to the Vendor List is correct at all times.
- (g) It is anticipated that the Vendor List will remain live and available to Project Owners and Listed Vendors until August 2011.
- (h) The Application Agreement and the Listing Agreement (together, the “**Vendor List Agreements**”) govern use of the Vendor List Websites and the Vendor List and any issue arising with respect to Applications for the Vendor List, and include the rights of the OPA to remove a Listed Vendor from the Vendor List or to remove an Application from consideration for the Vendor List. Applicants and Listed Vendors should therefore clearly understand the terms of the Vendor List Agreements.
- (i) Possible grounds for removal of a Listed Vendor from the Vendor List or removal of an Application from consideration for the Vendor List include, without limitation:
 - a. suggesting that the OPA endorses the products or services of the Listed Vendor (see subsection 7.1(a));
 - b. supplying misleading or inaccurate information on its Application or on the Vendor List Website;
 - c. engaging in unethical or dishonest behaviour in activities relating to the Vendor List Website or the RET Program;
 - d. violating any provision of the Vendor List Agreements; or
 - e. if the OPA is required to do so by a Host Ministry or by the Ministry of Energy for any reason, such as, for example, if complaints regarding the conduct or performance of a Listed Vendor have been received from Project Owners.

SECTION 5 – PROJECT OWNER PROCUREMENTS

5.1 Procurement by Project Owners

- (a) Project Owners are wholly responsible for the procurement of products and services to implement their RET projects. This includes project design, issuing procurement documents such as requests for proposals, proposal review, due diligence, vendor selection and contract award, and project implementation.
- (b) The OPA has no involvement or responsibilities with Project Owner projects or procurements involving the Vendor List. The OPA will not make any qualitative determination with respect to an Applicant's ability to deliver RET products and services. The OPA will objectively review the Applications only to the extent required to confirm that the Application is complete and that the correct Supplementary Documents have been provided and that they provide the necessary evidence. Notwithstanding the foregoing, the OPA may verify the Applicant's provincial tax status with the Ontario Ministry of Revenue. The OPA will not monitor the information submitted by Listed Vendors for continued accuracy and completeness.
- (c) Complaints and disputes arising out of Project Owner projects or procurement solicitations may not be raised with the OPA. The OPA will not respond to any complaint or dispute relating to Project Owners or their procurement solicitations. The Listed Vendors' only points of contact for these matters will be the Host Ministries or the Project Owners themselves.
- (d) The OPA makes no guarantee of the value or volume of work Listed Vendors may receive through inclusion on the Vendor List. The OPA will not be taking part in the procurement from the Vendor List by the Project Owners. There is no guarantee that any Listed Vendor will be contacted by any Project Owner throughout the duration of the RET Program.
- (e) Information regarding the Listed Vendors will be available to the Project Owners and it is the responsibility of the Project Owners to use the Vendor List to identify and invite Listed Vendors they select to participate in a subsequent procurement process, and for performing due diligence to verify the information provided by and suitability of Listed Vendors.
- (f) Listed Vendors should be aware that Project Owners, as part of their procurement processes, may require vendors to meet minimum requirements in addition to the requirements to become a Listed Vendor, including the ability to meet all applicable safety, installation and performance standards.
- (g) Listed Vendors are responsible for verifying that they are included on the Vendor List, that all information is accurate, and that the Listed Vendor is included in the appropriate categories. The OPA will not be responsible for missed opportunities due to a Listed Vendor that is not included on the Vendor List or that is placed in the incorrect category.

SECTION 6 - COMMUNICATION / QUESTIONS

- (a) Applicants' or Listed Vendors' questions regarding the Vendor List, Vendor List Websites or Vendor List Agreements must be submitted to by selecting the "Contact Us" icon on the Vendor List Application Website at:

<https://retvendorlist.powerauthority.on.ca/>

The OPA will not respond to communications from Applicants or Listed Vendors through any other means.

- (b) Applicants' or Listed Vendors' questions regarding the RET Program that do not relate to the Vendor List or the process to be included on the Vendor List must be sent to:

Ministry of Education: amy.olmstead@ontario.ca

Ministry of Municipal Affairs and Housing: Patrick.roulstone@ontario.ca
Luigi.dipalma@ontario.ca

The OPA will not respond to any questions or concerns that do not relate to the Vendor List or the process to be included on the Vendor List.

- (c) The OPA is not responsible for and will not respond to complaints, questions, or other issues with respect to activities or procurements of Project Owners. All such complaints, questions or other issues must be addressed directly to the relevant Project Owner or Host Ministry.

SECTION 7 – ADDITIONAL RULES

7.1 Vendor Restrictions and Responsibilities

- (a) Listed Vendors must not state or represent, verbally or in writing, that inclusion on the Vendor List in any way implies that the Listed Vendor or its products or services satisfy the FIT or microFIT domestic content criteria or that the Listed Vendor or its products or services are in any way approved or endorsed by the OPA or the Government of Ontario. Failure to comply with this restriction will result in removal from the Vendor List.
- (b) Applicants/Listed Vendors must agree that information provided in Applications or to the Vendor List will be shared with Project Owners, other Listed Vendors, the OPA, the Host Ministries, the Ministry of Energy and other relevant agencies and government ministries. Information entered in fields marked as confidential in the Application will not be included as part of the Vendor List.
- (c) All costs and expenses incurred by an Applicant in connection with the preparation and submission of an Application will be borne by the Applicant. The OPA will not be liable for any such costs or expenses under any circumstances. In particular, the OPA will not reimburse an Applicant if it is not successful in its Application to be included as part of the Vendor List, or if

the Vendor List Application Website or RET Program is shut down, cancelled or unavailable.

- (d) The OPA reserves the right to cancel all or any part of the Vendor List at any time and for any reason, without any obligation or any reimbursement to the Applicants or Listed Vendors.
- (e) By submitting an Application, the Applicant authorizes the collection and use by the OPA, Project Owners, other Listed Vendors and any ministry of the Government of Ontario of the information set out in the Application and otherwise collected through the Vendor List in accordance with the privacy provisions applicable to the Vendor List. The information may be collected and used for the purposes set out in or incidental to these Rules, and for managing and implementing the RET Program. The privacy provisions for the Vendor List are contained in the OPA Privacy Policy, which is available at www.powerauthority.on.ca. For more information on the collection and use of information in the Applications, see the Vendor List Agreements.
- (f) By submitting an Application, the Applicant acknowledges that all information is subject to the access provisions under the *Freedom of Information and Protection of Privacy Act* (Ontario) ("**FOIPPA**"), which provides all persons with legal rights of access to information subject to a limited set of exemptions. You acknowledge and agree that your information may be made available to third parties pursuant to FOIPPA, and that the identification of any information provided as proprietary or confidential does not guarantee that the OPA will not be required to make such information available under FOIPPA.

7.2 Resolving Inconsistencies

To the extent that there is any inconsistency between these Rules and the Vendor List Agreements, the terms of the Vendor List Agreements shall prevail.

7.3 Vendor List Rules Amendment

- (a) The OPA may, in its sole discretion, review and amend as necessary these Rules or the Vendor List Agreements.
- (b) Notice of any amendment will be posted on the Vendor List Websites before the effective date of such amendment, as circumstances may permit.

Appendix 1

RET Technologies and Vendor Categories

[NTD: ensure consistent use of technology terminology among all documents.]

“supplier/manufacturer” means an Applicant that transforms raw materials through tools and labour into finished products or an Applicant that redistributes merchandise or products in smaller quantities (resale without transformation).

For the purpose of the Vendor List, finished products refer to: solar modules, inverters, solar water/air collectors, ground-source heat pumps and wind turbines.

“contractor/installer” means an Applicant that constructs, assembles and installs the products and their complimentary components (e.g. power source) creating a final working product or system.

“Solar Photovoltaic” Solar Photovoltaic uses solar cells to generate electricity by converting solar energy directly into electricity through a variety of technologies including thin-film, mono-and poly-crystalline technologies. Photovoltaic thermal hybrid systems commonly referred to as Hybrid PV/T systems are also eligible under this category (can be eligible as well under Solar Air and Solar Water). These hybrid systems are primarily solar electricity generating technologies which incorporate heat recovery of heat generated by the solar system and using it to heat air or water.

“Solar Air Heating” Solar Air Heating systems use solar energy for the purpose of pre-heating make up air for building ventilation uses. These consist of active cladding or panels such as transpired air collectors and back pass collectors which, when connected to appropriate ducting, fan and controls systems, can deliver solar energy to a building. Photovoltaic thermal hybrids systems commonly referred to as Hybrid PV/T systems are also eligible under this category (can be eligible as well under Solar PV and Solar Water). These hybrid systems are primarily solar electricity generating technologies which incorporate heat recovery of heat generated by the solar system and using it to heat air.

“Solar Water Heating” Solar water heating is the process of using solar energy to pre-heat water as part of an active system for uses such as domestic hot water, swimming pools and heating. A typical system consists of solar collectors tied to a storage tank that permits heat storage during the day for use at other periods. For potable systems a heat exchange system hydronically separates the solar system from building water. Photovoltaic thermal hybrids systems commonly referred to as Hybrid PV/T systems are also eligible under this category (can be eligible as well under Solar PV and Solar Air). These hybrid systems are solar systems which combine two different methods of energy capture: photovoltaics which convert solar energy into electricity and thermal which captures waste heat generated by the photovoltaic system and uses it for heating purposes.

“Geothermal or Ground Source Heat Pumps” Geothermal is a mechanical system which utilizes the ground for thermal energy storage. Reversible heat pumps provide heating and cooling to a building and extract heat from, or reject heat to - the ground by way of a buried closed loop heat exchange system. Systems relying on ground water for storage or as an energy source are typically open loop by nature.

“Small Wind” Small wind energy uses the wind to generate electrical energy. In order to be eligible for the infrastructure stimulus funding, small sized wind applications must generate a minimum of 1 kilowatt of electricity and must not be larger than 50 kilowatts.