

Rivera Alfaro, Diego A. (AAPP)

From: Perez, Isis (AAPP)
Sent: Tuesday, June 14, 2022 3:35 PM
To: Marrero, Omar (AAFAP); Edison Aviles Deliz; Loran Butron, Gerardo (AAFAP); Fernando.gil@prepa.com; Josué Colón Ortiz
Cc: Fontanés Gómez, Fermín E. (AAPP); Torres Sterling, Sheila A. (AAPP); De Jesús Rivera, Shylene (AAPP); Gonzalez Montalvo, Angie (AAPP)
Subject: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1
Attachments: P3A - Genera - Revised Draft of LGA OMA Genera comments 5.20.22) Referendum No. 6.pdf; BL - P3A - LGA O&M Agreement [Genera 5.20.22 vs PC Approved Draft 11.23.21].pdf

PRIVILEGED AND CONFIDENTIAL

Dear Members of the Partnership Committee,

In accordance with Article 8(b) of Act No. 29-2009, as amended, known as the Public Private Partnerships Act ("Act 29") and Section 3.4 of *Regulation for the Procurement, Evaluation, Selection, Negotiation and Award of Partnership Contracts and Sale Contracts for The Transformation of the Electric System Under Act No. 120-2018, as Amended* (the "Regulation"), the Puerto Rico Public Private Partnerships Authority (the "Authority") hereby submits for your consideration a request to approve the revised draft version of the Operation and Maintenance Agreement ("O&M Agreement") to be provided to the Preferred Proponent in the Request for Proposal for the Puerto Rico Electric Power Thermal Generation Facilities (RFP 2020-1) ("RFP"), approved by the Partnership Committee (the "PC") on November 9, 2020.

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Please provide your votes no later than **June 15, 2022 by 5pm**. As previously stated, all of the Members of the PC must submit a vote in favor of the proposed O&M Agreement in order to become approved.

Please reply to all of the other Members of the PC.

Thanks,



ISIS L. PÉREZ-VÉLEZ, ESQ.
DEPUTY EXECUTIVE DIRECTOR

✉ lperez@p3.pr.gov
☎ (787) 722-2525 ext. 15334
🌐 p3.pr.gov

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Rivera Alfaro, Diego A. (AAPP)

From: Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>
Sent: Wednesday, June 15, 2022 2:49 PM
To: Perez, Isis (AAPP); Marrero, Omar (AAFAF); Loran Butron, Gerardo (AAFAF);
Fernando.gil@prepa.com; Josué Colón Ortiz
Cc: Fontanés Gómez, Fermín E. (AAPP); Torres Sterling, Sheila A. (AAPP); De Jesús Rivera,
Shylene (AAPP); Gonzalez Montalvo, Angie (AAPP)
Subject: Re: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

All:

I vote in favor of the proposed O&M Agreement.

Edison Aviles-Deliz, BSEE, MA, JD, LLM, PE, Esq.

From: Perez, Isis (AAPP) <IPerez@p3.pr.gov>
Sent: Tuesday, June 14, 2022 3:35:12 PM
To: Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; Loran
Butron, Gerardo (AAFAF) <Gerardo.Loran@aafaf.pr.gov>; Fernando.gil@prepa.com <fernando.gil@prepa.com>; Josué
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<Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie
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


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Cc: Fontanés Gómez, Fermín E. (AAPP); Torres Sterling, Sheila A. (AAPP); De Jesús Rivera, Shylene (AAPP); Gonzalez Montalvo, Angie (AAPP)
Subject: RE: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

I vote in favor of the O&M Agreement.

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To: Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; Loran Butron, Gerardo (AAFAF) <Gerardo.Loran@aafaf.pr.gov>; Fernando.gil@prepa.com; Josué Colón Ortiz <josue.colon@prepa.com>
Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP) <Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>
Subject: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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Rivera Alfaro, Diego A. (AAPP)

From: David Owens <dkowens215@gmail.com>
Sent: Thursday, June 16, 2022 9:09 AM
To: Perez, Isis (AAPP)
Cc: David K. Owens; De Jesús Rivera, Shylene (AAPP); Edison Aviles Deliz; Fernando.gil@prepa.com; Fontanés Gómez, Fermín E. (AAPP); Gonzalez Montalvo, Angie (AAPP); Josué Colón Ortiz; Loran Butron, Gerardo (AAFAF); Marrero, Omar (AAFAF); Torres Sterling, Sheila A. (AAPP)
Subject: Re: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

David Owens votes in favor of the revised draft version of the O&M Agreement.

On Wed, Jun 15, 2022 at 4:56 PM Perez, Isis (AAPP) <IPerez@p3.pr.gov> wrote:

Good afternoon,

Looping in Mr. David Owens whom I inadvertently left out of the original message sent yesterday.

We sincerely apologize for the omission.

Best,

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Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP)

<Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>

Subject: RE: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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Sent: Tuesday, June 14, 2022 3:35 PM
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Subject: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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--
Best Regards,

David Owens
President, DA'VAS
202-313-2663

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From: Marrero, Omar (AAFAF)
Sent: Thursday, June 16, 2022 9:21 AM
To: David Owens; Perez, Isis (AAPP)
Cc: David K. Owens; De Jesús Rivera, Shylene (AAPP); Edison Aviles Deliz; Fernando.gil@prepa.com; Fontanés Gómez, Fermín E. (AAPP); Gonzalez Montalvo, Angie (AAPP); Josué Colón Ortiz; Loran Butron, Gerardo (AAFAF); Torres Sterling, Sheila A. (AAPP)
Subject: Re: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

Good morning. In favor of the revised draft version of the O&M Agreement as recommended by management and advisors. Thank you.

Omar J. Marrero, Esq.
CEO and Chairman of AAFAF

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Subject: Re: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1
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Subject: RE: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

My vote is in Favor on the O&M Agreement.

Thank you,



Fernando A. Gil-Ensenat, Esq.

Puerto Rico Electric Power Authority
Chairman of the Board of Directors

📞 787.521.4663

✉️ fernando.gil@prepa.com

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From: Perez, Isis (AAPP) <IPerez@p3.pr.gov>
Sent: Tuesday, June 14, 2022 3:35 PM
To: Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; gerardo.loran <gerardo.loran@aafaf.pr.gov>; Fernando Gil Enseñat <FERNANDO.GIL@prepa.com>; Josué Colón Ortiz <josue.colon@prepa.com>
Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP) <Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>
Subject: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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PRIVILEGED AND CONFIDENTIAL

Dear Members of the Partnership Committee,

In accordance with Article 8(b) of Act No. 29-2009, as amended, known as the Public Private Partnerships Act ("Act 29") and Section 3.4 of *Regulation for the Procurement, Evaluation, Selection, Negotiation and Award of Partnership Contracts and Sale Contracts for The Transformation of the Electric System Under Act No. 120-2018, as Amended* (the "Regulation"), the Puerto Rico Public Private Partnerships Authority (the "Authority") hereby submits for your consideration a request to approve the revised draft version of the Operation and Maintenance Agreement ("O&M Agreement") to be provided to the Preferred Proponent in the Request for Proposal for the Puerto Rico Electric Power Thermal Generation Facilities (RFP 2020-1) ("RFP"), approved by the Partnership Committee (the "PC") on November 9, 2020.

For your benefit, the Authority hereby includes the most recent version of the O&M Agreement including the Preferred Proponent's comments, as per the discussion held during the PC meeting of May 24, 2022, and a blackline version showing the revisions made to the O&M Agreement approved by the PC via referendum dated November 19, 2021. If approved by the Members of the PC, the O&M Agreement will be used to negotiate with the Preferred Proponent the terms and conditions of the O&M Agreement and work towards the improvement of the terms of its proposal.

To that effect, the Authority respectfully requests the Members of the PC to, in the exercise of their responsibilities under Act 29 and the Regulation, approve the O&M Agreement (included herein). Unanimous written consent from all Members of the PC is required to approve the O&M Agreement.

Please provide your votes no later than **June 15, 2022 by 5pm**. As previously stated, all of the Members of the PC must submit a vote in favor of the proposed O&M Agreement in order to become approved.

Please reply to all of the other Members of the PC.

Thanks,

PUERTO RICO
**PUBLIC-PRIVATE
PARTNERSHIPS**
AUTHORITY



ISIS L. PÉREZ-VÉLEZ, ESQ.
DEPUTY EXECUTIVE DIRECTOR

✉ iperez@p3.pr.gov
☎ (787) 722-2525 ext. 15334
🌐 p3.pr.gov

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Rivera Alfaro, Diego A. (AAPP)

From: Josué Colón Ortiz <josue.colon@prepa.com>
Sent: Friday, June 17, 2022 10:56 PM
To: Perez, Isis (AAPP); Loran Butron, Gerardo (AAFAF); Marrero, Omar (AAFAF); Edison Aviles Deliz; Fernando Gil Enseñat; David Owens; David K. Owens
Cc: Fontanés Gómez, Fermín E. (AAPP); Torres Sterling, Sheila A. (AAPP); De Jesús Rivera, Shylene (AAPP); Gonzalez Montalvo, Angie (AAPP)
Subject: Re: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

To all members of the Committee,

After reviewing the O&M draft, I understand that the document lacks the necessary specificity for the Operator to understand that we are not only requiring him to interview existing employees. We are requiring them as a binding condition of the contract that they have to make an offer of employment to all the owner's employees that are part of this transaction and that only the employee will be the one to decide whether or not to accept the offer. (I make it clear that the part that the employee has the opportunity to reject the job offer is granted by law and not me. My preference would be that all the employee who is part of this transaction should only go to the operator with no other options, but that was not decided by me, it was decided by the legislators).

The other issue that is not in the definitions that are part of this O&M and that I did not find in the content of the O&M is related to the SIP. Due to how delicate and critical it will be for the operator, this issue must be dealt with in a specific section of the contract.

We respectfully recommend that both issues be included in the O&M Agreement document and form part of the discussions with the proponent at this stage.

Regards,

Josué A. Colón

Sent from my T-Mobile 5G Device
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From: Perez, Isis (AAPP) <IPerez@p3.pr.gov>
Sent: Wednesday, June 15, 2022, 4:57 PM
To: gerardo.loran <gerardo.loran@aafaf.pr.gov>; Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; Fernando Gil Enseñat <FERNANDO.GIL@prepa.com>; Josué Colón Ortiz <josue.colon@prepa.com>; David Owens <dkowens215@gmail.com>; David K. Owens <DAVID.OWENS@prepa.com>
Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP) <Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>
Subject: RE: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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Good afternoon,

Looping in Mr. David Owens whom I inadvertently left out of the original message sent yesterday.

We sincerely apologize for the omission.

Best,

**PUERTO RICO
PUBLIC-PRIVATE
PARTNERSHIPS
AUTHORITY**



ISIS L. PÉREZ-VÉLEZ, ESQ.
DEPUTY EXECUTIVE DIRECTOR

lperez@p3.pr.gov
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From: Loran Butron, Gerardo (AAFAF) <Gerardo.Loran@aafaf.pr.gov>

Sent: Wednesday, June 15, 2022 2:52 PM

To: Perez, Isis (AAPP) <IPerez@p3.pr.gov>; Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; Fernando.gil@prepa.com; Josué Colón Ortiz <josue.colon@prepa.com>

Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP) <Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>

Subject: RE: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

I vote in favor of the O&M Agreement.

From: Perez, Isis (AAPP) <IPerez@p3.pr.gov>

Sent: Tuesday, June 14, 2022 3:35 PM

To: Marrero, Omar (AAFAF) <omar.marrero@aafaf.pr.gov>; Edison Aviles Deliz <eavilesdeliz@jrsp.pr.gov>; Loran Butron, Gerardo (AAFAF) <Gerardo.Loran@aafaf.pr.gov>; Fernando.gil@prepa.com; Josué Colón Ortiz <josue.colon@prepa.com>

Cc: Fontanés Gómez, Fermín E. (AAPP) <Fermin.Fontanes@p3.pr.gov>; Torres Sterling, Sheila A. (AAPP) <Sheila.Torres@p3.pr.gov>; De Jesús Rivera, Shylene (AAPP) <Shylene.DeJesus@p3.pr.gov>; Gonzalez Montalvo, Angie (AAPP) <Angie.Gonzalez@p3.pr.gov>

Subject: Referendum No. 6 - Thermal Generation Facilities RFP 2020-1

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Thanks,

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