

From: eavilesdeliz
To: [Gonzalez Montalvo, Angie \(AAPP\)](mailto:Gonzalez.Montalvo.Angie@p3.pr.gov)
Cc: [Marrero, Omar \(AAFAF\)](mailto:Marrero.Omar@p3.pr.gov); [José F. Ortiz Vázquez](mailto:Jose.F.Ortiz.Vazquez@p3.pr.gov); [Ralph Kreil Rivera](mailto:Ralph.Kreil.Rivera@p3.pr.gov); [Chavez, Ottmar \(AAPP\)](mailto:Chavez.Ottmar@p3.pr.gov); [Fontanés Gómez, Fermin E. \(AAPP\)](mailto:Fontanes.Gomez@p3.pr.gov); [Perez, Isis \(AAPP\)](mailto:Perez.Isis@p3.pr.gov); [Efran Paredes Maisonet](mailto:Efran.Paredes.Maisonet@p3.pr.gov)
Subject: Re: Referendum O&M Agreement/Partnership Report - T&D Project
Date: Thursday, May 14, 2020 6:32:24 PM

For.

Edison Avilés-Deliz, BSEE, MA, JD, LL.M.

On May 13, 2020, at 12:57 PM, Gonzalez Montalvo, Angie (AAPP)
<Angie.Gonzalez@p3.pr.gov> wrote:

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 some minor revisions to the version of (1) *the Puerto Rico Transmission and Distribution System Operation and Maintenance Agreement ("O&M Agreement")* dated April 15, 2020 and the final draft of (2) *the Partnership Report of the Puerto Rico Public-Private Partnership for the Electric Power Transmission and Distribution System ("Partnership Report")*. Terms beginning with capital letters not specifically defined in this cover letter have the meaning ascribed to them in, as applicable, the O&M Agreement or the Request for Proposals for Puerto Rico Electric Power Transmission and Distribution System (RFP 2019-2) approved by the Partnership Committee on February 1, 2019, as amended and supplemented (the "RFP").

In accordance with the Partnership Committee's authorization, the Authority completed negotiations of the O&M Agreement with LUMA Energy, selected as Preferred Bidder by the Partnership Committee. Accordingly, the Authority now requests the authorization of the Partnership Committee to recommend the selection of LUMA Energy and approval of the O&M Agreement to the Board of Directors of the Authority and the Board of Directors of the Puerto Rico Electric Power Authority as mandated in Article 8(b) of Act 29 a.

Attached please find the following documents:

- <!--[if !supportLists]-->(1) <!--[endif]-->Updated draft of the Partnership Committee Report;
- <!--[if !supportLists]-->(2) <!--[endif]-->Blackline of the Partnership Committee Report against the draft previously reviewed by the Partnership Committee;
- <!--[if !supportLists]-->(3) <!--[endif]-->Updated draft of the O&M Agreement; and
- <!--[if !supportLists]-->(4) <!--[endif]-->Changes pages only blackline of the O&M against the draft previously approved by the Partnership Committee dated as of April 15, 2020.

If approved by the members of the Partnership Committee, the O&M Agreement and the Partnership Report (enclosed) will be presented to the Puerto Rico

Energy Bureau ("PREB") as mandated in Article 5(g) of the Puerto Rico Electric System Transformation Act, Act No. 120, as amended. The Authority will then recommend the selection of LUMA Energy and approval of the O&M Agreement and the Partnership Report to the Board of Directors of the Public Private Partnership Authority and the Board of Directors of the Puerto Rico Electric Power Authority as mandated in Article 8(b) of Act 29.

To that effect, the Authority respectfully requests that, in the exercise of their responsibilities under Act 29 and the Regulation, the members of the Partnership Committee approve the revised O&M Agreement and Partnership Report. Unanimous written consent from all members of the Partnership Committee is required to approve the foregoing.

Please provide your votes no later than **12:00pm AST by May 14, 2020**. As previously stated, all of the members of the Partnership Committee must submit a vote in favor of approving the revised O&M Agreement.

Please reply to all of the other members of the Partnership Committee.

Regards,

Angie

Angie González, Esq.

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<401884276_13(P3A - T&D O&M Agreement.pdf)>
<BL - P3A TD OM Agreement (CPO) (4.17.20 vs 5.8.20).pdf>
<BL - PC Report.pdf>
<P3A - PREPA TD Partnership Report Clean Version.pdf>

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