



# CLEAN ENERGY ALLIANCE

**Request for Proposals**

**For**

**Bond/Tax Counsel**

**and/or**

**Prepay/Disclosure Counsel**

**Response Deadline: June 17, 2026 by 3:00PM PT**

# Clean Energy Alliance

## Request for Proposals

### Energy Prepayment Counsel

#### **INTRODUCTION**

Clean Energy Alliance (“CEA”) is a community choice aggregate (“CCA”) and was created in November 2019 as a California Joint Powers Authority (JPA) pursuant to the Joint Exercise of Powers Act. CEA is the default electricity provider for the Cities of Carlsbad, Del Mar, Escondido, Oceanside, San Marcos, Solana Beach and Vista (collectively, “member agencies”). CEA has set an ambitious goal of ensuring that 100% of the electricity used by customers comes from renewable, carbon-free sources by 2035. CEA began service in 2021 and currently serves over 256,000 customers. For more information, please visit CEA’s website at <https://thecleanenergyalliance.org>.

#### **CEA FINANCIAL PERFORMANCE**

CEA recorded \$352.4 million in net operating revenues with net operating income of \$39.3 million in FY 2024-25. As of December 31, 2025, total CEA cash reserves were \$65.9 million and total available liquidity (including lines of credit) was \$105.9 million. CEA has a Financial Reserve Policy<sup>1</sup> which includes a goal of achieving a minimum balance of 25% of operating revenues and a maximum balance of 40% of operating revenues.

#### **PURPOSE OF REQUEST**

CEA is interested in exploring an energy prepayment transaction. Through this RFP, CEA is seeking bond/tax and/or disclosure/prepay counsel to provide assistance in meeting our legal responsibilities, assistance with federal securities law and disclosure documents and/or assistance with respect to tax law among other similar services for the prepayment transaction on existing Voluntary Allocation and Market Offer (“VAMO”) volumes as well as Power Purchase Agreements (“PPAs”). To help CEA’s evaluation efforts, please identify how your firm is qualified to provide outside counsel support that addresses the primary desire of CEA to prepay existing PPAs. CEA intends to use this solicitation to establish a short list of Proposers to invite for interviews, if needed. Proposers are free to respond in the most convenient format (e.g., Word, PowerPoint or a combination thereof) that thoroughly addresses the questions below.

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<sup>1</sup> <https://thecleanenergyalliance.org/wp-content/uploads/2020/12/Barbara-Boswell-CEA-09-Financial-Reserve-Policy.pdf>

## **PROPOSAL REQUIREMENTS**

### A. Contemplated Services

Provide an overview of the contemplated services your firm could provide to CEA for an energy prepayment transaction (bond/tax and/or prepay/disclosure counsel) and explain all potential conflicts for your firm serving in any combination of these roles, if applicable.

### B. Proposed Team

Please list the dedicated team members and their respective roles in the proposed prepayment transaction and availability to formally engage with CEA. Full resumes are not necessary, but include a brief summary of relevant experience if not duplicative of responses to other sections.

Additionally, please confirm that the proposed team has the ability to provide legal services in California.

### C. Prepay Experience

1. How many executed prepay transactions has this team (and individuals within the team) worked on to date?
2. Please also discuss (at a high-level) any energy/electricity prepay transactions your team has advised/worked on to date. Identify the years in which that work occurred.
3. How many prepay transactions is your team formally engaged on currently?

### D. CCA Experience

Provide any specific experience your team has had working with CCAs.

### E. Proposed Fees

Confirm your proposed fees for a prepay transaction with CEA. Proposals may include the following fee structures:

- a. Fixed Fee or Deliverables Based
- b. Time and Materials
- c. Please note if you have a preferred structure (fixed vs. hourly) and if offered on a contingent basis.

## **SUBMISSION REQUIREMENTS**

Please limit responses to 10 pages.

Proposals should be emailed on or before June 17, 2026 at 3:00 PT to:

Mike Berwanger [berwangerm@pfm.com](mailto:berwangerm@pfm.com)

Jim Carbone [carbonej@pfm.com](mailto:carbonej@pfm.com)

Faisal Alif [aliff@pfm.com](mailto:aliff@pfm.com)

## **REVIEW AND SELECTION PROCESS**

CEA will evaluate proposals in accordance with the following evaluation criteria:

- a. Proposer's qualifications/experience and ability to meet proposal requirements (80%)
- b. Proposer's pricing (20%)

CEA may conduct interviews with a "short list" of Proposers, consisting of those Proposers most likely, in the opinion of CEA, to be awarded the contract. Any interview may include discussions about services offered, potential conflicts of interests with other clients, fees/compensation amount or structure. Interviews may take place through telephone, video conference and/or face-to-face interviews, at CEA's sole discretion.

After a top Proposer has been selected, CEA staff will negotiate the form of the contract for execution. The final contract will be presented to CEA's Board for approval.

## **REQUEST FOR PROPOSALS TIMELINE**

### **CALENDAR OF EVENTS**

	<b>Action</b>	<b>Date</b>
<b>1.</b>	Issuance of RFP	May 28, 2026
<b>2.</b>	Deadline to Submit Proposals	June 17, 2026
<b>3.</b>	Evaluation of Proposals	Week of June 22, 2026
<b>4.</b>	Interviews, if needed	Week of June 29, 2026
<b>5.</b>	Notification of Intended Award	July 8, 2026
<b>6.</b>	Board Approval of Contract	July 30, 2026