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*Attorneys for Complainant –
Gardner Capital Solar Development, LLC*

BEFORE THE
PUBLIC UTILITY COMMISSION OF OREGON

Docket No. _____

GARDNER CAPITAL SOLAR DEVELOPMENT, LLC)	
)	
Complainant,)	
vs.)	COMPLAINT OF GARDNER
)	CAPITAL SOLAR
IDAHO POWER COMPANY,)	DEVELOPMENT, LLC AND
)	REQUEST FOR EXPEDITED
Respondent.)	TREATMENT

INTRODUCTION

1 Pursuant to ORS § 756.500 Gardner Capital Solar Development, LLC (“Gardner
2 Solar”) brings this complaint against Idaho Power Company (“Idaho Power”), regarding Idaho
3 Power’s failure to comply with Oregon Schedule 85 and provide standard Energy Sales Agreements
4 (“ESA”) with current long-term standard avoided cost prices after Gardner Solar submitted six
5 separate applications for ESAs for Qualifying Facilities (“QF”) that it is developing in Oregon. Idaho
6 Power has informed Gardner Solar that it will not be processing its applications. On April 24, 2015,
7 Idaho Power filed with Public Utility Commission of Oregon (the “Commission”) a Motion for
8 Temporary Stay of its Obligation to Enter into New Power Purchase Agreements with Qualifying

1 Facilities, as supplemented on May 8, 2015 (“Motion”). The Commission should grant this
2 Complaint and mandate that Idaho Power meet its Schedule 85 obligations and enter into ESAs as
3 required by federal and state law.

4 **As is supported by the Direct Testimony of Joe Benga, Senior Vice President &**
5 **General Manager of Solar Development at Gardner Solar (“Benga Testimony”) and the**
6 **Exhibits attached thereto, Gardner Solar alleges in its Complaint against Idaho Power the**
7 **following:**

8 **IDENTITY OF THE PARTIES**

9 1. The Complainant is Gardner Solar, a Missouri limited liability company
10 qualified to do business in Oregon. Gardner Solar’s address is 1414 East Primrose, Suite 100
11 Springfield, Missouri 65804. Gardner Solar is a wholly owned subsidiary of Gardner Capital, Inc., a
12 Missouri corporation.

13 2. The Respondent is Idaho Power, whose business address is 1221 West Idaho
14 Street, Boise, Idaho 83702.

15 **APPLICABLE STATUTES AND ADMINISTRATIVE RULES**

16 1. The Commission has jurisdiction over this Complaint and Idaho Power
17 pursuant to ORS §§ 756.040 and 756.500. Idaho Power is also subject to the jurisdiction of the
18 Federal Energy Regulatory Commission (“FERC”).

19 2. This case involves the Public Utility Regulatory Policies Act (“PURPA”)
20 avoided cost provisions, FERC’s regulations and related state regulations. The Oregon statutes
21 expected to be involved in this case include ORS § 756.040, ORS §§ 756.500 through 610, and ORS
22 §§ 758.505 through 545. The federal statutes and regulations that are implicated include 16 USC

1 § 824, *et seq.*, PURPA, 16 USC § 2601, *et seq.*, and federal rules promulgated pursuant to PURPA,
2 18 CFR § 292.301, *et seq.* The Commission rules expected to be involved in this case include those
3 within OAR chapter 860.

4 **FACTUAL BACKGROUND**

5 1. Gardner Solar is a leading developer of utility scale solar projects that is
6 developing solar projects in the state of Oregon.

7 2. Gardner Solar's QF projects that are the subject of this Complaint are all
8 protected by PURPA and existing regulations promulgated by the Commission and entitled to ESAs,
9 because the projects have a nameplate capacity of 10 MW (AC) or less and are intended to supply
10 power to Idaho Power. Gardner Solar's six QF projects and the data on which they submitted
11 complete Schedule 85 applications are as follows:

- 12 • Olds Ferry Solar (April 7, 2015)
- 13 • Owyhee Solar (April 7, 2015)
- 14 • Malheur River Solar (April 7, 2015)
- 15 • Cooper Solar (April 7, 2015)
- 16 • Fourth Ave Solar (April 7, 2015)
- 17 • Fairway Solar (May 6, 2015)

18 3. As indicated, Gardner Solar submitted formal requests to Idaho Power for five
19 separate Schedule 85 ESAs on April 7, 2015. (*Benga Testimony* at 3, lines 2-5) Idaho Power
20 acknowledged receipt of the materials by e-mail that same day. (*Id.*, lines 5-6) A formal request for
21 the sixth project was submitted on May 6, 2015. (*Id.*, lines 6-8)

22 4. Schedule 85 is Idaho Power's Commission-approved tariff implementing
23 standard contracts for QFs pursuant to PURPA and it requires that Idaho Power provide Gardner
24 Solar within 15 business days following receipt of each completed application a draft ESA including
25 current standard avoided cost prices.

1 5. For the initial five projects, Idaho Power responded by letter to Gardner Solar
2 on April 27, 2015. (*Id.*, lines 17-18) Idaho Power acknowledged that it was in receipt of Gardner
3 Solar’s applications but did not include the required draft energy sales agreement with current
4 standard avoided cost prices or describe any deficiencies or irregularities suggesting that the
5 applications were insufficient or that Gardner Solar’s QF projects were ineligible for standard
6 contracts. (*Id.*, lines 18-23) Idaho Power has not as yet responded to the submission by the sixth
7 project, Fairway Solar. (*Id.*, lines 8-9)

8 6. Idaho Power’s April 27, 2015 letter informed Gardner Solar that it had filed the
9 Motion with the Commission to stay its obligation to enter into new ESAs with QFs pending the
10 outcome of three accompanying applications that were filed with its Motion: “Application to Lower
11 Standard Contract Eligibility Cap and to Reduce the Standard Contract Term,” “Application for
12 Approval of Solar Integration Charge,” and an “Application for Change in Resource Sufficiency
13 Determination” (the “Applications”). (*Id.* at 4, lines 2-4) Idaho Power further stated that its letter
14 and its reference to the Motion and the three Applications serve as its response within 15 business
15 days to Gardner Solar’s applications for the ESAs under Schedule 85. (*Id.*, lines 4-6)

16 7. On April 28, 2015, Gardner Solar sent Idaho Power a letter requesting that they
17 reconsider their actions with respect to projects that have already submitted Schedule 85 requests and,
18 thus, triggered Idaho Power’s legal obligations to provide ESAs. (*Id.*, lines 8-10)

19 8. On May 8, 2015, Idaho Power responded to Gardner Solar’s April 28, 2015
20 letter and stated that it has no legal obligation to provide draft ESAs pursuant to Schedule 85 based
21 on Gardner Solar’s applications. (*Id.*, lines 12-13) The letter restated that Idaho Power responded to
22 Gardner Solar’s applications within the required 15 days and was seeking an expedited hearing in

1 front of the Commission to “suspend its obligation to enter into any further PURPA contracts or
2 obligations prior to such time that the [Commission] issues a ruling on its [Applications], and until
3 updated avoided cost rates are put in place.”

4 9. On May 8, 2015, Idaho Power filed a “Supplement” to its Motion reiterating its
5 request that the Commission stay its Schedule 85 obligations and stating that seven projects
6 representing 55 MWs have made formal requests for a draft ESA prior to the date it filed its Motion.
7 (*Supplement at 2, lines 12-17*) Idaho Power further stated that nine more Projects representing 80
8 MWs submitted Schedule 85 requests after it filed its Motion and that these projects filed a formal
9 complaint against Idaho Power in Docket UM 1731. (*Id., lines 19-20, 24-26*)

10 10. On May 13, 2015, Gardner Solar submitted a Protest and Opposition to Idaho
11 Power’s Motion. In its filing, Gardner Solar argues among other things that Idaho Power’s Motion
12 must be denied because it fails to (i) meet the legal standard for granting a motion to stay, (ii) show
13 that it would suffer irreparable injury if it enters into contracts with projects that already submitted
14 their Schedule 85 requests prior to the date it filed the Motion, (iii) assert any colorable claim of error
15 in prior Commission orders establishing avoided cost rates, (iv) provide sufficient precedent for the
16 Commission to freeze Idaho Power’s obligations under PURPA, (v) comply with the “filed-rate
17 doctrine,” and (vi) meet a “legally enforceable obligation” (“LEO”) created when Gardner Solar
18 submitted complete and formal requests for ESAs.

19 11. The Commission issued a Notice of Prehearing Conference with respect to
20 Idaho Power’s Motion and Applications on May 7, 2015. The Prehearing Conference is scheduled for
21 May 20, 2015.

1 12. As of the submission of this Complaint, Idaho Power has not provided Gardner
2 Solar any draft ESAs as required by Schedule 85.

3 **COMPLAINANT’S CLAIMS FOR RELIEF**

4 1. Idaho Power re-alleges and incorporates all preceding paragraphs as though
5 fully stated herein and in support of this Request for Relief.

6 2. Idaho Power must provide draft ESAs under current standard avoided cost
7 prices to the six QF projects identified above, all of which submitted their Schedule 85 requests *prior*
8 to the date that the Commission provided public notice of Idaho Power’s Motion.

9 3. Idaho Power’s failure to comply with its Schedule 85 obligations and its
10 refusal to execute new ESAs at current standard avoided cost rates is improper, illegal, and harms
11 both the public and QF project developers including Gardner Solar. *See* 16 U.S.C. § 824a-3(a)(2); 18
12 CFR § 292.304(d)(2)(ii); ORS § 758, *et seq.*; *see also See Re Investigation of Qualifying Facility*
13 *Contracting and Pricing*, Docket UE 1610, Order No. 14-058 (Feb. 24, 2014) (confirming Schedule
14 85 as a valid and effective rate that appropriately defines Idaho Power’s obligations under PURPA
15 and appropriately determines avoided cost pricing).

16 4. By failing to comply with Schedule 85, Idaho Power is failing to acknowledge
17 the LEO that it has created. Idaho Power’s actions with respect to its LEO is a violation of PURPA
18 and Commission orders and regulations implementing PURPA. *See* 18 CFR § 292.304(d)(2)(ii); *In*
19 *the Matter of Public Utility Commission of Oregon; Staffs Investigation Relating to Electric Utility*
20 *Purchases from Qualifying Facilities*, Docket UM 1129, Order 05-584 at 6 (May 13, 2005) (*citing* 16
21 U.S.C. § 824a-3(a)-(b), 18 C.F.R. § 292.101, *et seq.*); *see also JD Wind I, LLC*, 129 FERC ¶ 61,148,
22 at 25 (Nov. 19, 2009); *Cedar Creek Wind*, 137 FERC ¶ 61,006, at 35-37 (Oct. 4, 2011) (finding that a

1 “legally enforceable obligation may be incurred before the formal memorialization of a contract in
2 writing”).

3

4

RELIEF REQUESTED

5 **WHEREFORE**, Gardner Solar respectfully requests that the Commission issue an
6 Order:

7 (1) finding that Idaho Power has violated the Commission’s recent order that
8 confirmed Schedule 85 as a valid and effective rate that appropriately defines
9 Idaho Power’s obligations under PURPA and that appropriately determined
10 avoided cost pricing;

11 (2) finding that Idaho Power has violated federal law, including PURPA and the
12 regulations promulgated under PURPA;

13 (3) finding that Idaho power has not satisfied its obligations under Schedule 85 by
14 intentionally refusing to process ESA applications;

15 (4) requiring Idaho Power to comply with Schedule 85 and its LEO by providing a
16 ESAs to six Gardner Solar QF projects identified above at current avoided cost
17 rates to fulfill its obligations under federal and state law; and

18 (5) granting such other relief as the Commission determines is necessary and just
19 and reasonable.

Respectfully submitted this 18th day of May, 2015.

FOLEY & LARDNER LLP

By /s/ Thomas McCann Mullooly
Thomas McCann Mullooly
Shao-Ying Mautner
Kurt R. Rempe
Foley & Lardner LLP
3000 K Street N.W. #600
Washington, DC 20007-5109

*Attorneys for Complainant – Gardner Capital Solar
Development, LLC*

BEFORE THE
PUBLIC UTILITY COMMISSION OF OREGON

Docket No. _____

GARDNER CAPITAL SOLAR DEVELOPMENT, LLC)
)
Complainant,)
vs.)
IDAHO POWER COMPANY,)
Respondent.)

**DIRECT TESTIMONY OF
JOE BENGA IN SUPPORT OF
THE COMPLAINT OF
GARDNER CAPITAL SOLAR
DEVELOPMENT, LLC**

**DIRECT TESTIMONY OF
JOE BENGA
ON BEHALF OF
GARDNER CAPITAL SOLAR DEVELOPMENT, LLC**

May 18, 2015

1 **Q. State your name and business address.**

2 A. Joe Benga, 1414 East Primrose, Suite 100 Springfield, Missouri 65804.

3 **Q. What is your occupation and by whom are you employed?**

4 A. I am Senior Vice President & General Manager of Solar Development at Gardner Capital
5 Solar Development, LLC (“Gardner Solar”). Gardner Solar’s address is 1414 East
6 Primrose, Suite 100 Springfield, Missouri 65804. I have been with Gardner Solar for ten
7 months. In my role at Gardner Solar, I am responsible for all national solar development
8 activities.

9 **Q. Please describe your background in the solar industry?**

10 A. Since 2003, I have directed the installation of over 250 megawatts of solar installations,
11 including utility-scale and smaller systems. I have worked on projects for Chevron, Google,
12 Disney Studios, California Institute of Technology, The North Face, and Sony Studios. I also
13 directed the design, costing, and planning for an additional one gigawatt of solar projects.

14 **Q. What is the nature of Gardner Solar’s activities?**

15 A. Gardner Solar is a leading developer of utility-scale solar projects that is currently developing
16 six qualifying facility (“QF”) projects in the state of Oregon.

17 **Q. What is the purpose of this testimony?**

18 A. This testimony is to provide factual support for Gardner Solar’s Complaint before the Public
19 Utility Commission of Oregon (the “Commission”)

20 **Q. Are you including any supporting materials or exhibits with this testimony?**

21 A. Yes. Attached to this testimony are true and correct copies of Gardner Solar’s correspondence
22 with Idaho Power, which is identified as Exhibits 101-106 and identified in my testimony
23 below.

1 **Q. Please describe how Gardner Solar’s activities relate to Idaho Power.**

2 A. On April 7, 2015, Gardner Solar submitted formal requests to Idaho Power for five separate
3 Schedule 85 Energy Sales Agreements (“ESA”) with current long-term standard avoided cost
4 prices for its Olds Ferry Solar, Owyhee Solar, Malheur River Solar, Cooper Solar, Fourth Ave
5 Solar QF projects that it is developing in Oregon. (*Exhibit 101*) Idaho Power acknowledged
6 receipt of these applications by e-mail that same day. (*Exhibit 102*) Gardner Solar submitted
7 a formal Schedule 85 ESA request to Idaho Power for a sixth project, Fairway Solar, on May
8 6, 2015. (*Exhibit 103*) Idaho Power has not acknowledged receipt of Gardner Solar’s
9 application for the Fairway Solar project.

10 **Q. What legal requirements were triggered when Gardner Solar submitted its formal**
11 **requests under Schedule 85?**

12 A. Schedule 85 is Idaho Power’s tariff implementing standard contracts for QFs pursuant to
13 PURPA. It requires that Idaho Power provide Gardner Solar within 15 business days
14 following receipt of each completed application a draft ESA including current standard
15 avoided cost prices.

16 **Q. Did Idaho Power provide ESAs for any of Gardner Solar’s QF projects?**

17 A. No. For the initial five projects, Idaho Power responded by letter to Gardner Solar on April
18 27, 2015. (*Exhibit 104*) In the letter, Idaho Power acknowledged that it was in receipt of
19 Gardner Solar’s applications but it did not include the required draft ESAs with current
20 standard avoided cost pricing. (*Id.*)

21 **Q. Did Idaho Power indicate that Gardner Solar’s applications for ESAs were insufficient**
22 **or that its QF projects were otherwise ineligible?**

23 A. No.

1 **Q. Did Idaho Power provide any explanation as to its failure?**

2 Idaho Power's April 27, 2015 letter informed Gardner Solar that it had filed a motion with the
3 Commission to stay its obligation to enter into new ESAs with QFs pending the outcome of
4 three accompanying applications that were filed with its motion. (*Exhibit 104*) Idaho Power
5 further stated that its letter would serve as its response within 15 business days to Gardner
6 Solar's applications for the ESAs under Schedule 85.

7 **Q. Did Gardner Solar respond to Idaho Power's April 27, 2015 letter?**

8 A. Yes. On April 28, 2015, Gardner Solar sent Idaho Power a letter requesting that they
9 reconsider their actions with respect to projects that have already submitted Schedule 85
10 requests. (*Exhibit 105*)

11 **Q. Did Idaho Power respond to your April 27, 2015 letter?**

12 A. Yes. On May 8, 2015, Idaho Power responded to our letter and stated that it has no legal
13 obligation to provide draft ESAs. (*Exhibit 106*)

14 **Q. What is it that you want the Commission to do?**

15 A. On behalf of Gardner Solar, I request that the Commission require Idaho Power to comply
16 with federal and state law and fulfill its Schedule 85 obligations and provide draft ESAs with
17 current long-term standard avoided cost prices for the six separate applications that Gardner
18 Solar submitted to Idaho Power prior to the date that it filed its motion to stay with the
19 Commission.

20 **Q. Does this conclude your testimony?**

21 A. Yes.

Dated this 18th day of May, 2015.

By

/s/ Joe Benga _____

Joe Benga

Senior Vice President & General Manager of Solar Development

Gardner Capital Solar Development, LLC

(415) 760-3193

jbenga@gardnercapital.com

LIST OF EXHIBITS

1. Exhibit 100 Direct Testimony of Joe Benga
2. Exhibit 101 (April 7, 2015 email from Gardner Solar to Idaho Power for five separate Schedule 85 ESAs)
3. Exhibit 102 (April 7, 2015 email from Idaho Power to Gardner Solar acknowledging receipt of Schedule 85 ESA applications)
4. Exhibit 103 (May 6, 2015 email from Gardner Solar to Idaho Power for a Schedule 85 ESA for Fairway Solar)
5. Exhibit 104 (April 27, 2015 letter from Idaho Power to Gardner Solar informing Gardner Solar of their Motion to stay obligations to enter into new Schedule 85 ESAs)
6. Exhibit 105 (April 28, 2015 letter from Gardner Solar to Idaho Power requesting Idaho Power reconsider their actions with respect to projects that already submitted Schedule 85 requests)
7. Exhibit 106 (May 8, 2015 letter from Idaho Power to Gardner Solar stating Idaho Power has no legal obligation to provide draft Schedule 85 ESAs)

Exhibit 101

From: Tarek Khoury <tarek.khoury@gmail.com>
Sent: Tuesday, April 07, 2015 2:54 PM
To: jglenn@idahopower.com
Cc: Joe Benqa
Subject: ESA applications for Gardner Capital projects
Attachments: ESA letter Cooper Solar LLC.pdf; ESA letter Fourth Ave Solar LLC.pdf; ESA letter Malheur River Solar LLC.pdf; ESA letter Olds Ferry Solar LLC.pdf; ESA letter Owyhee Solar LLC.pdf

Jill,

Thanks for helping us to get started on the ESA process. I've attached the project information letters on the five projects we have in the IA queue.

Please let me know if you need any additional information in order to issue a draft ESA.

Regards,
Tarek
510-387-7100



GARDNER CAPITAL
DEVELOPMENT

April 7, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Jill Glenn

Re: ESA for Cooper Solar, a 5MW Solar PV plant on Douglas Rd in Ontario, OR.

Ms. Glenn,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Cooper Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

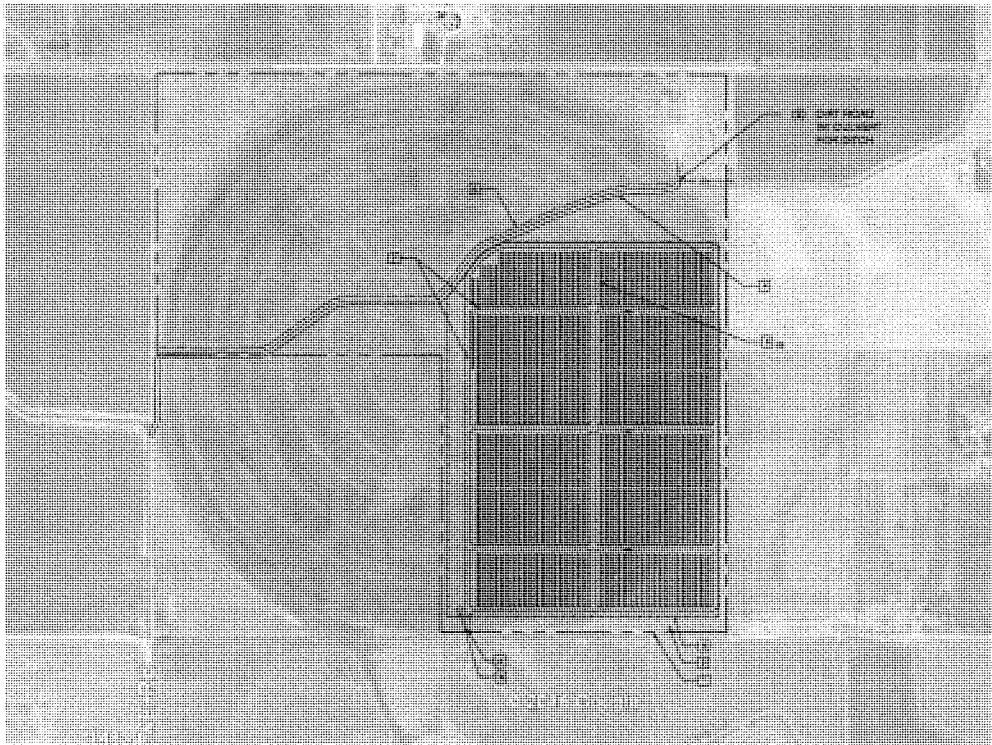
Sincerely,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development, LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Cooper Solar
A. Date of request:	April 7, 2015
B. Company / Organization that will be the contracting party:	Cooper Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the "Eligibility for Standard Rates and Contract" criteria	The QF meets the "Eligibility for Standard Rates and Contract" criteria
E. Copy of the Qualifying Facility's QF certificate	QF Docket number is QF15-598-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property located at 429 and 465 Douglas Road, Ontario, Oregon, consisting of approximately 120 acres, within parcels identified as Map No. 17S4708 / Tax Lots 200 and 300
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	5 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	14,000 MWhr
N. Maximum capacity of the Qualifying Facility	5 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 12.4kV line on Douglas rd (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



- 1 APPROXIMATE PROPERTY LINE
- 2 30' OFFSET FROM PROPERTY LINE
- 3 APPROXIMATE CENTERLINE OF (E) IRRIGATION DITCH
- 4 (E) DITCH ROAD ADJACENT TO IRRIGATION DITCH
- 5 FENCELINE
- 6 SITE ACCESS FROM PUBLIC ROAD
- 7 PV ARRAY INTERNAL ACCESS ROAD
- 8 1.987 MW PV ARRAY INVERTER/EQUIPMENT PAD, (1) 1.987kW INVERTER, (1) MV TRANSFORMER
- 9 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	7.07MW DC, 5.00MW AC
DC/AC RATIO	1.41
MODULE	(22,800) 310W MODULES
MODULES PER STRING	19
INVERTER	(3) TMEIC 1,667kW
TOTAL STRINGS PER 1.667 MW AC INVERTER	400
TRACKER	ATI 1-AXIS HORIZ. 52° TILT
GCR	28%
SOLAR ARRAY AREA (ACRES)	56.8
SITE BOUNDARY AREA (ACRES)	115.7
AZIMUTH	180°



FOR INTERCONNECT APPLICATION ONLY

GARDNER CAPITAL
 8000 MARYLAND AVE., STE. 210
 CLAYTON, MISSOURI 63105

PRELIMINARY
 NOT FOR CONSTRUCTION

ORIGINAL SHEET SIZE = 24" x 36"

0 10' 1"

DATE: 10/15/15
 DRAWN BY: J. COOPER
 CHECKED BY: J. COOPER
 APPROVED BY: J. COOPER

REV	DATE	DESCRIPTION
1	10/15/15	FOR INTERCONNECT APPLICATION
2	10/15/15	NOV. 2015 TO DATE

PROJECT:
 COOPER SOLAR

LOCATION:
 MALHEUR COUNTY, OREGON

SHEET TITLE:
 SITE PLAN
 7 MW TRACKER
 1.41 DC/AC RATIO
 28% GCR

SHEET NUMBER:
 E-100



GARDNER CAPITAL
DEVELOPMENT

April 7, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Jill Glenn

Re: ESA for Olds Ferry Solar, a 5MW Solar PV plant Olds Ferry rd. in Ontario, OR.

Ms, Glenn,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Olds Ferry Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

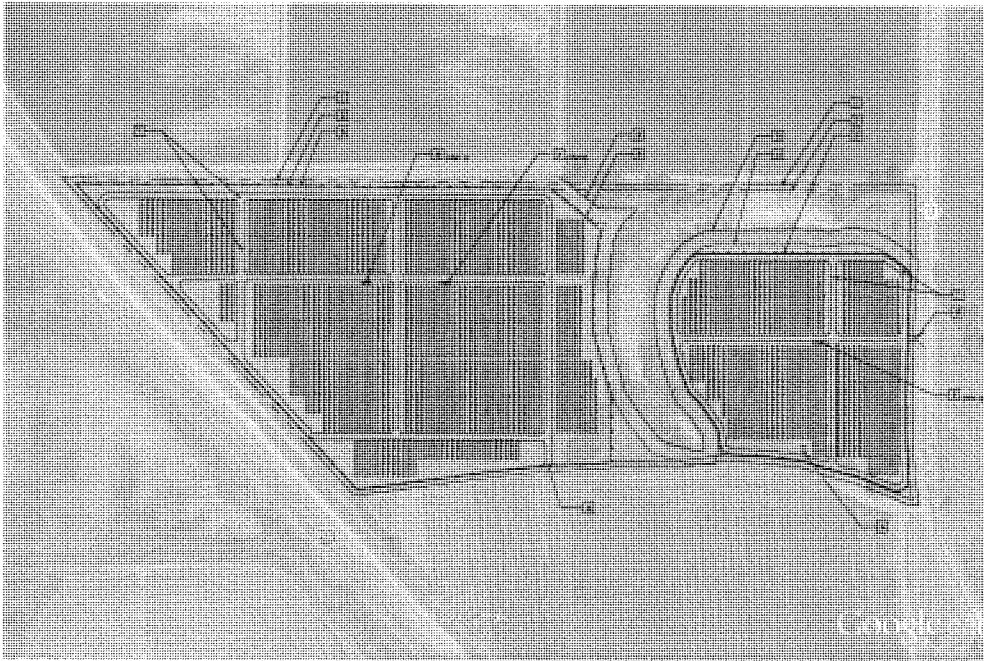
Sincerely,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Olds Ferry Solar
A. Date of request:	April 7, 2015
B. Company / Organization that will be the contracting party:	Olds Ferry Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the "Eligibility for Standard Rates and Contract" criteria	The QF meets the "Eligibility for Standard Rates and Contract" criteria
E. Copy of the Qualifying Facility's QF certificate	QF Docket number is QF15-551-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property identified as Map No. 17S47 / Tax Lots 900 and 1000
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	5 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	14,000 MWhr
N. Maximum capacity of the Qualifying Facility	5 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 12.4kV gentie line to substation (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



- 1 APPROXIMATE PROPERTY LINE
- 2 20' OFFSET FROM PROPERTY LINE
- 3 APPROXIMATE WETLAND BOUNDARY
- 4 50' SETBACK FROM WETLAND
- 5 FENCELINE
- 6 SITE ACCESS FROM PUBLIC ROAD
- 7 PV ARRAY INTERNAL ACCESS ROAD
- 8 1.607 MW PV ARRAY INVERTER/EQUIPMENT PAD: (1) 1.607kW INVERTER, (1) MV TRANSFORMER
- 9 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	0.53MW DC, 5.00MW AC
INVERTER LOADING RATIO	OVERALL = 1.30 (INV. 1 & 2 = 1.35 (L/R) INV. 3 = 1.20 (L/P))
MODULE	(21,052) 310W MODULES
MODULES PER STRING	19
INVERTER	(3) TMEIC 1.667kW
TOTAL STRINGS PER 1.607 MW AC INVERTER	INV. 1 & 2 = 364 INV. 3 = 340
TRACKER	ATI 1-AXIS HORIZ. 52°
GCR	TILT
SOLAR ARRAY AREA (ACRES)	35%
SITE BOUNDARY AREA (ACRES)	43.2
AZIMUTH	57.0
	180°

PRELIMINARY
 NOT FOR CONSTRUCTION

ORIGINAL SHEET SIZE = 24" x 36"

0 1/2" 1"

DATE: 08/14/2018 10:58 AM
 DRAWN BY: J. HARRIS
 CHECKED BY: J. HARRIS

REV	DATE	BY	DESCRIPTION
1	7/16/18	JH	PRELIMINARY
2	8/14/18	JH	REVISED PER OWNER
3	8/14/18	JH	ADDITIONAL REVISIONS

PROJECT: OLDS FERRY SOLAR

LOCATION: OLDS FERRY ONTARIO HWY
 ONTARIO, OREGON

SHEET TITLE:
 5 MW TRACKER
 1.16 DC/AC RATIO
 45% GCR

SHEET NUMBER:
 E-100



FOR INTERCONNECT APPLICATION ONLY



GARDNER CAPITAL
DEVELOPMENT

April 7, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Jill Glenn

Re: ESA for Fourth Ave Solar, a 10MW Solar PV plant on Fourth Ave. in Vale, OR.

Ms, Glenn,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Fourth Ave Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

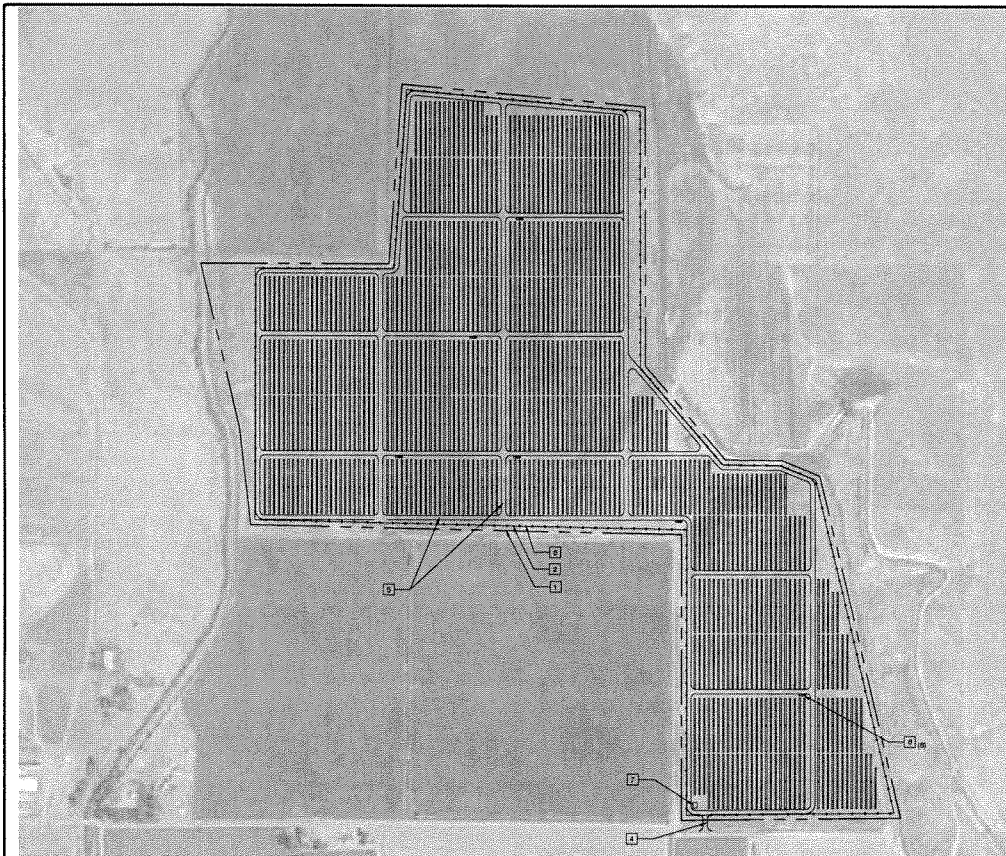
Sincerely,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development, LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Fourth Ave Solar
A. Date of request:	April 7, 2015
B. Company / Organization that will be the contracting party:	Fourth Ave Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the "Eligibility for Standard Rates and Contract" criteria	The QF meets the "Eligibility for Standard Rates and Contract" criteria
E. Copy of the Qualifying Facility's QF certificate	QF Docket number is QF15-597-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property located at 1726 East 4th Avenue, Vale, Oregon, and identified as Map No. 19S45 / Tax Lot 3300
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	10 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	27,000 MWhr
N. Maximum capacity of the Qualifying Facility	10 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 34.5 kV line on John Day hwy (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



SITE PLAN
SHEET NO. 100

FOR INTERCONNECT APPLICATION ONLY



- 1 APPROXIMATE PROPERTY LINE
- 2 30' OFFSET FROM PROPERTY LINE
- 3 FENCELINE
- 4 SITE ACCESS FROM PUBLIC ROAD
- 5 PV ARRAY INTERNAL ACCESS ROAD
- 6 1.087 MW PV ARRAY INVERTER/EQUIPMENT PAD (1) 1.087 MW INVERTER (1) MV TRANSFORMER
- 7 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	14.13MW DC, 10.00MW AC
DC/AC RATIO	1.41
MODULE	(45,800) 310W MODULES
MODULES PER STRING	19
STRING INVERTER	(6) TMEIC 1,087KW
TOTAL STRINGS PER 1.087 MW AC INVERTER	400
TRACKER	ATI 1-AXIS HORIZ. 52° TILT
GCR	29%
SOLAR ARRAY AREA (ACRES)	98.8
SITE BOUNDARY AREA (ACRES)	107.5
AZIMUTH	180°

GARDNER CAPITAL
1000 MARYLAND AVE., STE. 810
CLAYTON, MISSOURI 63108

PRELIMINARY
NOT FOR CONSTRUCTION

ORIGINAL SHEET SIZE = 24" x 36"

0 1/2" 1"

REV.	DATE	BY	DESCRIPTION
1	11/13	MS	INTERCONNECT APPLICATION

PROJECT:
FOURTH AVENUE SOLAR

LOCATION:
4TH AVENUE E
VALE, OREGON

SHEET TITLE:
SITE PLAN
10 MW TRACKER
1.41 DC/AC RATIO
29% GCR

SHEET NUMBER:
E-100



April 7, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Jill Glenn

Re: ESA for Owyhee Solar, a 10MW Solar PV plant on Owyhee Ave in Nyssa, OR.

Ms. Glenn,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Owyhee Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

Sincerely,

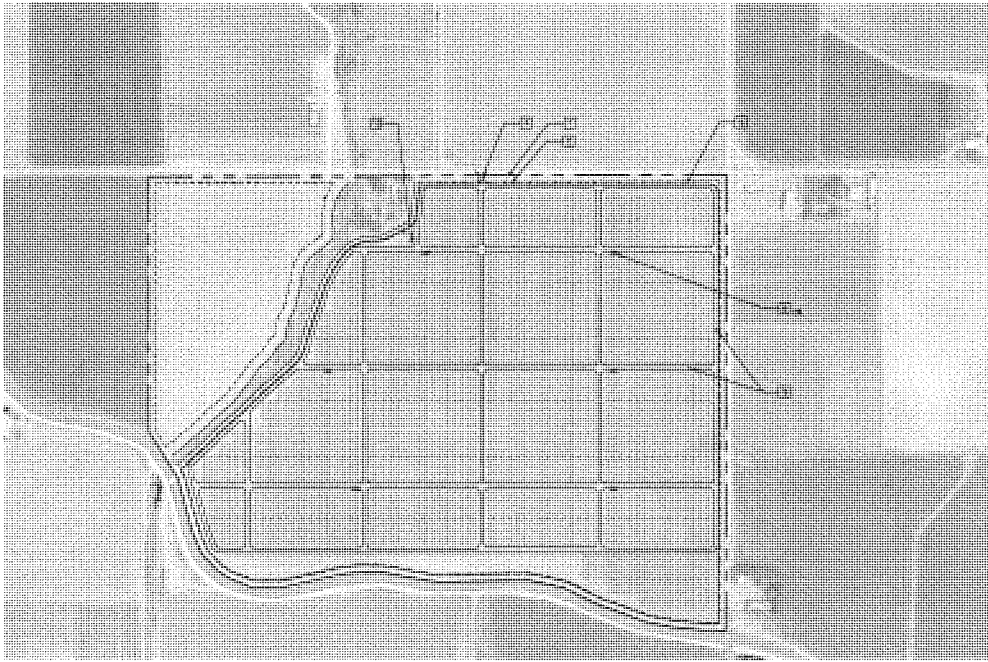
A handwritten signature in cursive script, appearing to read 'Joe Benga', is written in black ink.

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development, LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Owyhee Solar
A. Date of request:	April 7, 2015
B. Company / Organization that will be the contracting party:	Owyhee Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the "Eligibility for Standard Rates and Contract" criteria	The QF meets the "Eligibility for Standard Rates and Contract" criteria
E. Copy of the Qualifying Facility's QF certificate	QF Docket number is QF15-550-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property located at 935 Owyhee Avenue, Nyssa, Oregon, and identified as Map No. 20S4633 / Tax Lot 100
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	10 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	27,000 MWhr
N. Maximum capacity of the Qualifying Facility	10 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 12.4kV substation gentie line (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



- 1 APPROXIMATE PROPERTY LINE
- 2 30' OFFSET FROM PROPERTY LINE
- 3 FENCELINE
- 4 SITE ACCESS FROM PUBLIC ROAD
- 5 PV ARRAY INTERNAL ACCESS ROAD
- 6 1.087 MW PV ARRAY INVERTER/EQUIPMENT PAD, (1) 1.087MW INVERTER, (1) MV TRANSFORMER
- 7 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	14.88MW DC 10.00MW AC
DC/AC RATIO	1.49
MODULE	(47,004) 310W MODULES
MODULES PER STRING	19
INVERTER	(6) TM61C 1,087KW
TOTAL STRINGS PER 1.087 MW AC INVERTER	421
TRACKER	AT1 1-AXIS HORIZ 52° TILT
GCR	36%
SOLAR ARRAY AREA (ACRES)	91.8
SITE BOUNDARY AREA (ACRES)	113.5
SITE AREA W/O WETLAND (ACRES)	99.5
AZIMUTH	180°

PRELIMINARY
NOT FOR CONSTRUCTION

ORIGINAL SHEET SIZE = 24" x 36"

0 10' 1"

SCALE: AS SHOWN ON THIS SHEET

NO. OF SHEETS: 10

REV. DATE BY DESCRIPTION

1 1/2/15 M PRELIMINARY

2 10/2/15 M 10 MW TRACKER

3 1/2/15 M INTERCONNECT APPLICATION

4 1/2/15 M INTERCONNECT APPLICATION

5 1/2/15 M INTERCONNECT APPLICATION

6 1/2/15 M INTERCONNECT APPLICATION

7 1/2/15 M INTERCONNECT APPLICATION

8 1/2/15 M INTERCONNECT APPLICATION

9 1/2/15 M INTERCONNECT APPLICATION

10 1/2/15 M INTERCONNECT APPLICATION

PROJECT:

OWYHEE SOLAR

LOCATION:

205 OWYHEE AVENUE
NYSSA, OREGON

SHEET TITLE:

SITE PLAN

10 MW TRACKER

1.49 DC/AC RATIO

36% GCR

SHEET NUMBER:

E-100



FOR INTERCONNECT APPLICATION ONLY



GARDNER CAPITAL
DEVELOPMENT

April 7, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Randy Olsen

Re: ESA for Malheur River Solar, a 10MW Solar PV plant on Highway 20 in Vale, OR.

Mr. Olsen,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Malheur River Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

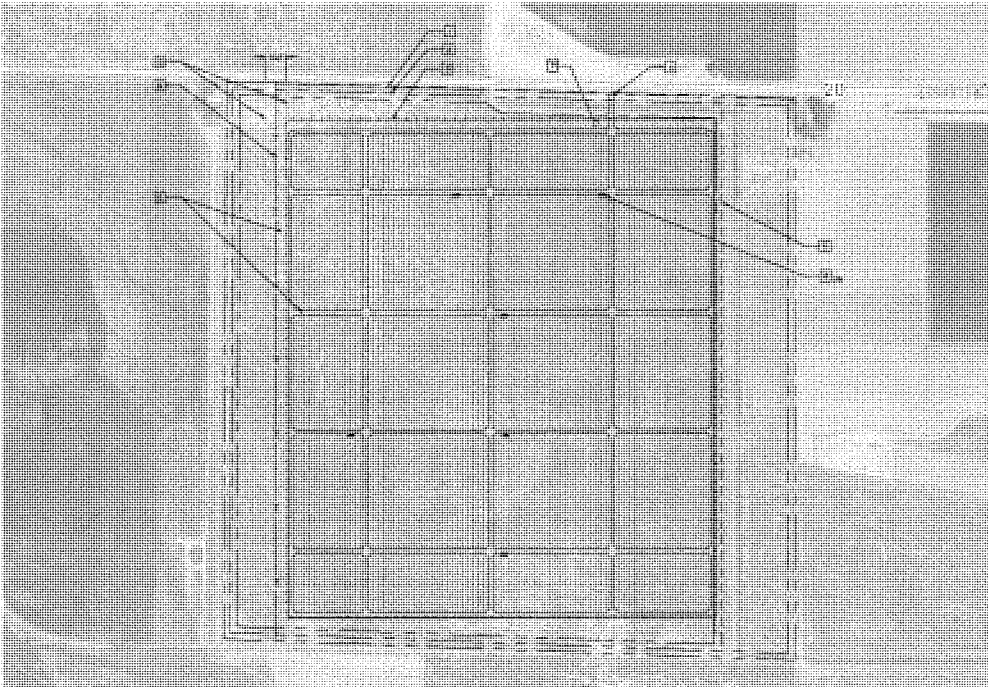
Sincerely,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development, LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Malheur River Solar
A. Date of request:	April 7, 2015
B. Company / Organization that will be the contracting party:	Malheur River Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the "Eligibility for Standard Rates and Contract" criteria	The QF meets the "Eligibility for Standard Rates and Contract" criteria
E. Copy of the Qualifying Facility's QF certificate	QF Docket number is QF15-552-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property located at 2199 U.S. 20 Highway, Vale, OR and identified as Map. No. 19S44 / Tax Lot 4700
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	10 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	27,000 MWhr
N. Maximum capacity of the Qualifying Facility	10 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 34.5kV line on Central Oregon Hwy (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



- 1 APPROXIMATE PROPERTY LINE
- 2 50' OFFSET FROM PROPERTY LINE
- 3 FENCELINE
- 4 SITE ACCESS FROM PUBLIC ROAD
- 5 PV ARRAY INTERNAL ACCESS ROAD
- 6 1.80 MW PV ARRAY INVERTER/EQUIPMENT PAD. (1) 1.80 MW INVERTER, (1) MV TRANSFORMER
- 7 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD
- 8 APPROXIMATE EDGE OF (E) DITCH WITH SITE BOUNDARY
- 9 (E) OVERHEAD UTILITY LINE
- 10 100' EASEMENT FOR UTILITY LINE

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	14.13MW DC, 10.00MW AC
DC/AC RATIO	1.41
MODULE	(45,600) 310W MODULES
MODULES PER STRING	19
INVERTER	(6) TMEIC 1,667KW
TOTAL STRINGS PER 1.667 MW AC INVERTER TRACKER	400
GCR	27%
SOLAR ARRAY AREA (ACRES)	103.1
SITE BOUNDARY AREA (ACRES)	154.0
AZIMUTH	180°



DRAFT: FOR INTERNAL DISCUSSION ONLY

**PRELIMINARY
 NOT FOR CONSTRUCTION**

ORIGINAL SHEET SIZE = 24" x 36"
 0 1/2" 1"

THIS DOCUMENT IS THE PROPERTY OF GARDNER CAPITAL. IT IS TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED HEREIN. IT IS NOT TO BE REPRODUCED, COPIED, OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF GARDNER CAPITAL.

REV	DATE	BY	DESCRIPTION
1	7/2/18	ME	PRELIMINARY
2	8/20/18	ME	REVISED FOR OWNER
3	10/15/18	ME	1.41 DC/AC RATIO, 27% GCR

PROJECT:
MALHEUR RIVER SOLAR

LOCATION:
 2100 US 20 HWY
 VALE, OREGON

SHEET TITLE:
**SITE PLAN
 10 MW TRACKER
 1.41 DC/AC RATIO
 27% GCR**

SHEET NUMBER:
E-100

Exhibit 102

From: Glenn, Jill <JGlenn@idahopower.com>
Sent: Tuesday, April 07, 2015 5:03 PM
To: 'Tarek Khoury'
Cc: Joe Benga
Subject: RE: ESA applications for Gardner Capital projects

Tarek,

Idaho Power is in receipt of ESA requests for the five projects. We will review the materials to determine if the information is complete with respect to the requirements outlined in Schedule 85. Following the determination that all information required has been provided, Idaho Power will provide a draft Energy Sales Agreement within 15 business days.

Please let me know if you have any questions,

Jill Glenn
SR ENERGY CONTRACTS COORDINATOR
Idaho Power|Power Supply
Work 208-388-2265
Email jglenn@idahopower.com

From: Tarek Khoury [<mailto:tarek.khoury@gmail.com>]
Sent: Tuesday, April 07, 2015 12:54 PM
To: Glenn, Jill
Cc: Joe Benga
Subject: ESA applications for Gardner Capital projects

Jill,

Thanks for helping us to get started on the ESA process. I've attached the project information letters on the five projects we have in the IA queue.

Please let me know if you need any additional information in order to issue a draft ESA.

Regards,
Tarek
510-387-7100



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Exhibit 103

From: Tarek Khoury <tarek.khoury@gmail.com>
Sent: Wednesday, May 06, 2015 2:11 PM
To: jglenn@idahopower.com
Cc: Joe Benga
Subject: ESA application for Gardner Capital Fairway Solar project
Attachments: ESA letter Fairway Solar LLC.pdf

Hello Jill,

I am submitting another Gardner Solar Projects for the ESA process. Attached is the project information letter for the Fairway Solar project that we have in the IA queue.

Please let me know if you need any additional information in order to issue a draft ESA.

Regards,
Tarek
510-387-7100



GARDNER CAPITAL
DEVELOPMENT

May 6, 2015

Idaho Power Company
Generator Interconnection
1221 West Idaho Street
Boise, ID 83702

Attention: Jill Glenn

Re: ESA for Fairway Solar, a 10MW Solar PV plant on Golf Course Rd in Ontario, OR.

Ms. Glenn,

Gardner Capital Solar Development, LLC would like to establish an Energy Sales Agreement (ESA) with Idaho power for the Fairway Solar project. Please find in this package, the information required to start the project specific ESA process as defined in Schedule 85.

Please do not hesitate to contact me if you have any comments or questions.

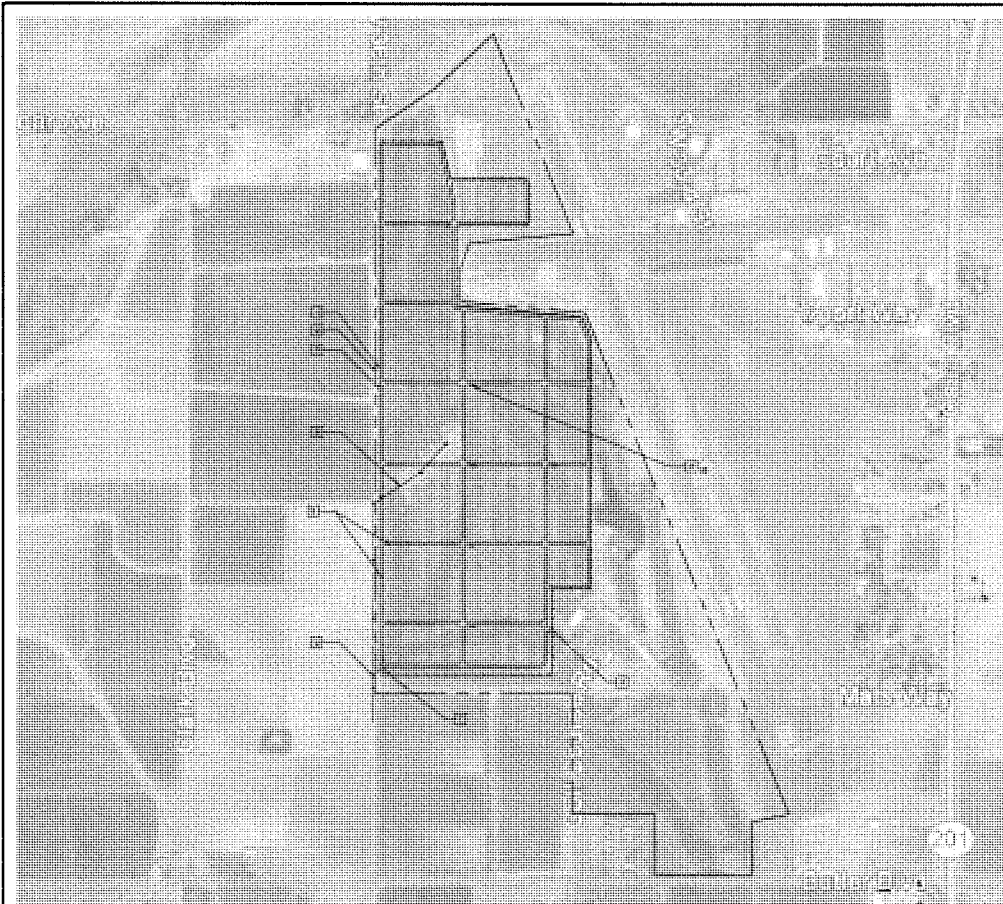
Sincerely,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital Solar Development, LLC

Cell: 415.760.3193
jbenga@gardnercapital.com

1414 East Primrose, Suite 100
Springfield, Missouri 65804

Project Name:	Fairway Solar
A. Date of request:	May 6, 2015
B. Company / Organization that will be the contracting party:	Fairway Solar LLC
C. Contract notification information including name, address and telephone number:	Joseph Benga, 415.760.3193, 1414 East Primrose, Suite 100 Springfield, Missouri 65804
D. Verification that the Qualifying Facility meets the “Eligibility for Standard Rates and Contract” criteria	The QF meets the “Eligibility for Standard Rates and Contract” criteria
E. Copy of the Qualifying Facility’s QF certificate	QF Docket number is QF15-732-000
F. Copy of FERC license	Not Applicable
G. Location of the proposed project including general area and specific legal property description	All of that certain real property located at 1345 Golf Course Road, Ontario, Oregon, consisting of approximately 100 acres, within parcels identified as Map No. 18S4707 / Tax Lot 41000
H. Description of the proposed project including specific equipment models, types, sizes and configurations	The attached drawing provides the proposed site layout, sizing, equipment and project description
I. Type of project (wind, hydro, geothermal etc)	Solar Photovoltaic
J. Nameplate capacity of the proposed project	10 MW AC
K. Schedule 85 pricing option selected	Option 1 – Fixed Price Method for the first 15 years then Option 2 – Gas Market Method for the remaining term
L. Desired term of the Energy Sales Agreement	30 years
M. Annual net energy amount	27,000 MWhr
N. Maximum capacity of the Qualifying Facility	10 MW AC
O. Estimated first energy date	October 15, 2016
P. Estimated operation date	October 30, 2016
Q. Point of Delivery	Three phase 12.4kV line on Cairo blvd (TBD)
R. Status of the Generation Interconnection Process	IA submitted, scoping meeting scheduled



- 1 APPROXIMATE PROPERTY LINE
- 2 50' OFFSET FROM PROPERTY LINE
- 3 FENCELINE
- 4 SITE ACCESS FROM PUBLIC ROAD
- 5 PV ARRAY INTERNAL ACCESS ROAD
- 6 1.987 MW PV ARRAY INVERTER/EQUIPMENT PAD, (1) 1.987MW INVERTER, (1) MV TRANSFORMER
- 7 MV SWITCHGEAR PAD, MV STEP-UP TRANSFORMER PAD
- 8 (E) OVERHEAD POWER LINE WITH 50' SETBACK
- 9 POCC
LATITUDE: 44.20034°
LONGITUDE: -117.23024°

SYSTEM SPECIFICATIONS	
SYSTEM SIZE	14.13MW DC, 10.00MW AC
DC/AC RATIO	1.41
MODULE	(45,600) 310W MODULES
MODULES PER STRING	19
INVERTER	(6) TME/C 1,567KW
TOTAL STRINGS PER 1.987 MW AC	400
INVERTER TRACKER	ATI 1-AXIS HORIZ. 52° TILT
GCR	27%
SOLAR ARRAY AREA (ACRES)	97.5
SITE BOUNDARY AREA (ACRES)	100.0
AZIMUTH	180°



FOR INTERCONNECT APPLICATION ONLY

GARDNER CAPITAL
 800 MARYLAND AVE. STE 910
 CLAYTON, MISSOURI 63105

PRELIMINARY
 NOT FOR CONSTRUCTION

ORIGINAL SHEET SIZE = 24" x 36"

0 1/2" 1"

NO.	DATE	BY	DESCRIPTION
1	1/2/12	ME	PRELIMINARY
2	2/2/12	ME	REVISED PER CLIENT FEEDBACK
3	3/2/12	ME	REVISED PER CLIENT FEEDBACK

PROJECT:
FAIRWAY SOLAR

LOCATION:
 ONTARIO, OREGON

SHEET TITLE:
**SITE PLAN
 10 MW TRACKER
 1.41 DC/AC RATIO
 27% GCR**

SHEET NUMBER:
E-100

Exhibit 104



April 27, 2015

Gardner Capital Solar Development, LLC
Joseph Benga
Sr. VP & GM of Solar Development
1414 East Primrose, Suite 100
Springfield, Missouri 65804

Sent Via: Email (jbenga@gardnercapital.com), U.S. Certified Mail

Subject: Oregon Schedule 85 Request for draft Energy Sales Agreements:

1. Olds Ferry Solar
2. Owyhee Solar
3. Malheur River Solar
4. Cooper Solar
5. Fourth Ave Solar

Dear Mr. Benga,

Idaho Power is in receipt of the email from Gardner Capital Solar Development, LLC dated April 7, 2015, which contains requests for Oregon Schedule 85 standard Energy Sales Agreements (ESA) for the five proposed solar projects (Projects) referenced above. Schedule 85 states that Idaho Power Company (Idaho Power) will provide a project specific draft ESA, including current standard avoided cost prices, within 15 business days following receipt of all information required in Paragraph 2. 15 business days following your April 7, 2015, submission is tomorrow, April 28, 2015.

On April 24, 2015, Idaho Power filed a Motion with the Public Utility Commission of Oregon (OPUC) for a temporary stay of its obligation to enter into new ESAs with Qualifying Facilities (QFs) pending the outcome of three accompanying Applications filed with the OPUC. In the three Applications, also filed with the OPUC on April 24, 2015, Idaho Power requests that the Commission lower the standard contract eligibility for wind and solar QFs to 100 kW, reduce the maximum term of non-standard QF contracts to two years, approve the implementation of solar integration charges, and modify Idaho Power's resource sufficiency period. These new filings should be available to view on the OPUC's website. Idaho Power will send you copies of the Motion and three Applications upon your request.

Please let this letter, and its reference to the Motion and three Applications, serve as Idaho Power's response within 15 business days as referenced by Schedule 85. Idaho Power is suspending any further processing of the applications submitted by Gardner Capital Solar Development, LLC for standard ESAs pursuant to Schedule 85 until such time the OPUC makes a determination regarding the Motion's request for a temporary stay.

Sincerely,



Jill Glenn
Energy Contracts Coordinator, Sr.
Idaho Power Company|Power Supply
jglenn@idahopower.com
208-388-2265

cc: Donovan Walker (IPC)
Randy Allphin (IPC)
Tarek Khoury (GCSD)

Exhibit 105



GARDNER CAPITAL
DEVELOPMENT

April 28, 2015

Ms. Jill Glenn
Energy Contracts Coordinator
Idaho Power Company
P.O. Box 70
Boise, ID 83707

Re: Oregon Schedule 85 Request for Draft Energy Sales Agreements

Dear Ms. Glenn:

We are in receipt of your letter in reference to the five projects for which we have submitted requests under Idaho Power's Oregon Schedule 85.

We want to put you on notice that we believe your suspension of the Schedule 85 process is unjust and illegal. We understand that you have filed a motion seeking approval from the Oregon Public Utilities Commission to stay your obligations under Schedule 85. As of yet, that motion has not been considered or granted, and thus, your unilateral suspension of your obligations under Schedule 85 is a violation of governing law.

Further, we strongly urge you to reconsider the actions you have taken as they apply to projects which have already triggered your Schedule 85 obligations. It appears that Idaho Power is convinced that its duty to its ratepayers requires it to seek changes to Schedule 85 and related PURPA obligations for qualifying facilities. Nonetheless, you will save Idaho Power considerable effort, and ratepayers considerable costs, if you simply seek to apply such changes on a going-forward basis.

If, to the contrary, you seek to deny Idaho Power's Schedule 85 obligations and the legally enforceable obligations which have already been created thereunder -- including as to the five projects referenced in your letter that submitted requests on April 7, 2015 -- your path forward will be more difficult, more costly, and in the long run not likely successful.

As the owner and developer of those five projects, we cannot and will not simply accept or consent to your unjust suspension of your legal obligations. We fully expect to receive draft Energy Sales Contracts based on the April 7th submittal date. I would be happy to discuss this matter at your earliest convenience.

Very truly yours,

Joseph Benga
Sr. VP & GM of Solar Development
Gardner Capital, Inc.

Exhibit 106

From: Bearry, Christa [<mailto:CBearry@idahopower.com>]
Sent: Friday, May 08, 2015 3:29 PM
To: Joe Benga
Cc: Walker, Donovan; Allphin, Randy
Subject: Response to Your April 28, 2015, Letter

Mr. Benga:

Attached is Donovan E. Walker's letter to you of today's date responding to your April 28, 2015, letter. The original letter has been sent via U.S. mail.

If you are unable to open the attachment, please do not hesitate to contact me.

Christa

--

Christa Bearry
LEGAL ADMINISTRATIVE ASSISTANT
Idaho Power | Legal

208-388-5996

Email cbearry@idahopower.com



This transmission may contain information that is privileged, confidential and/or exempt from disclosure under applicable law. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution, or use of the information contained herein (including any reliance thereon) is STRICTLY PROHIBITED. If you received this transmission in error, please immediately contact the sender and destroy the material in its entirety, whether in electronic or hard copy format. Thank you.



DONOVAN E. WALKER
Lead Counsel
dwalker@idahopower.com
(208) 388-5317

May 8, 2015

VIA ELECTRONIC AND U.S. MAIL
jbenga@gardnercapital.com

Joseph Benga
Gardner Capital Solar Development, LLC
Senior VP & GM of Solar Development
1414 East Primrose, Suite 100
Springfield, Missouri 65804

Re: Response to Your April 28, 2015, Letter

Mr. Benga:

Idaho Power Company ("Idaho Power" or "Company") responded to your initial request for a draft contract pursuant to Schedule 85 within the required 15 days referenced by that Schedule. Idaho Power informed you that on April 24, 2015, it had filed three cases, as well as an expedited motion for a temporary stay of its obligation to enter into Public Utility Regulatory Policies Act of 1978 ("PURPA") contracts and that Idaho Power would not be further processing your request for a draft contract until the Public Utility Commission of Oregon ("Oregon PUC") had ruled upon Idaho Power's motion.

The factual, as-applied determination of when a PURPA qualifying facility establishes the right to a particular avoided cost rate or particular contractual terms and conditions pursuant to a legally enforceable obligation is a determination that lies exclusively with the state authority and the Oregon PUC. *Power Resource Group, Inc., v. Public Utility Commission of Texas*, 73 S.W.3d 354 (Tex.2002); *Power Resource Group, Inc., v. Klein*, No. A-03-CA-762-H, slip op. at 12 (W.D.Tex. Feb. 18, 2004); *Power Resource Group, Inc., v. Public Utility Commission of Texas*, 422 F.3d 231 (5th Cir. 2005) *cert. denied*, 547 U.S. 1020, 126 S.Ct. 1583, 164 L.Ed.2d 301 (Mar. 20, 2006). The Idaho Supreme Court has recently examined and reaffirmed the Idaho Public Utilities Commission's authority and process for establishing a legally enforceable obligation as proper and consistent with both state and federal law. *Idaho Power Co., v. Idaho Public Utilities Comm'n.*, 155 Idaho 780, 316 P.3d 1278 ("Grouse

Joseph Benga
May 8, 2015
Page 2 of 2

Creek"). Idaho Power is currently seeking a determination from the Oregon PUC regarding whether it will require Idaho Power to enter into such contracts or obligations with your proposed PURPA projects, as well as with other proposed PURPA projects.

Your initial request for a draft contract pursuant to Schedule 85 does not constitute a legally enforceable obligation that would bind Idaho Power and its customers to rates, terms, and conditions that exceed the Company's avoided cost and are harmful to Idaho Power customers. Idaho Power acted promptly and properly within its legal rights, duties, and obligations to bring significant matters regarding the proper avoided cost rates, as well as the proper terms and conditions contained in its Oregon standard PURPA energy sales agreements, to the Oregon PUC for resolution prior to entering into such agreements and/or incurring such obligations so as to assure the protection of Idaho Power's customers in not entering into contracts or obligations with rates and conditions that are far above the Company's avoided cost and harmful to customers. Idaho Power responded to your initial Schedule 85 request for a draft contract within the required 15 days from receiving such request from you. Idaho Power continues to seek an expedited hearing in front of the Oregon PUC regarding its motion to suspend its obligation to enter into any further PURPA contracts or obligations prior to such time that the Oregon PUC can issue a ruling on Idaho Power's three cases, and until updated avoided cost rates are put in place.

Should you have any comments, questions, or the like, please feel free to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Donovan E. Walker", with a long horizontal flourish extending to the right.

Donovan E. Walker

DEW:csb
cc: Randy Allphin, Idaho Power (via e-mail)