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New York, NY 10017

November 7, 2023

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New Jersey Board of Public Utilities
44 South Clinton Ave
Trenton, New Jersey 08625
via: Levitan ShareFile Portal

RE: Attentive Energy LLC Response to Clarifying Questions Set 4, Received on October 31, 2023

Dear Board Staff and Levitan & Associates,

Attentive Energy LLC (“Attentive Energy”) is excited to have the opportunity to provide the New Jersey Board of Public Utilities (“BPU”) with additional information regarding its Attentive Energy Two Project (the “Project”) submission into the BPU’s third offshore wind solicitation. The Project will supply the State of New Jersey with up to 1,342 megawatts (“MW”) of clean and renewable offshore wind energy, and it is expected to power more than 600,000 homes and generate up to \$12 billion in economic activity. Additionally, Attentive Energy Two will help the State prepare for the impacts of climate change and pave the way for New Jersey to achieve its greenhouse gas emissions targets while creating economic opportunities for communities statewide and prioritizing affordability for ratepayers. Attentive Energy, through Sponsors TotalEnergies and Corio, has deep global offshore development and operating experience, combined with a track record of investing in and partnering with local communities in the State through decades of respective company footprints in New Jersey. This Project will continue this track record of economic development by delivering up to 15,000 job-years for New Jersey residents.

Attentive Energy respectfully provides the following responses to the BPU’s letter dated October 31, 2023 providing Clarifying Questions Set 4 for Attentive Energy’s Application submitted in response to the BPU’s third offshore wind solicitation.¹

Executive Summary

1. Does Attentive Energy’s award from NYSERDA have any impact on the non-Contingent Project options submitted to New Jersey, after the Contingent Project options have been removed from consideration? If so, please describe what those impacts are.

[Redacted content]

¹ Portions of this response contain confidential, proprietary, and/or commercially-sensitive information that constitute trade secrets or are submitted to the BPU by Attentive Energy as a commercial enterprise or derived from information obtained from such commercial enterprise and that if disclosed would cause substantial injury to the competitive position of such enterprise. Attentive Energy has submitted a Confidential Copy of this response that should be treated as a non-public record that is exempt from disclosure to the extent permitted under applicable laws and/or as expressly set forth in the Solicitation Guidance Document (“SGD”). Attentive Energy has also submitted a redacted version of this response that should only be released to the public to the extent permitted under applicable laws and/or as expressly set forth in the SGD. Attentive Energy’s General Counsel Murray Greene attests to the truth and accuracy of the confidential nature of the information marked as confidential in these documents. All notices or other communications regarding the confidential nature of this response should be directed to Murray Greene at murray.greene@totalenergies.com.

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Project Descriptions

2. Response to CQ2 Question 6 as submitted on September 26, 2023: Attentive Energy states that:

[Redacted text block]

[Redacted text block]

[Redacted text block]

[Redacted]

[Redacted]

Project Revenue Plan & Strategy

3. Response to CQ2 Question 17 as submitted on October 3, 2023: Attentive Energy states that: “Attentive Energy’s Capacity Injection Analysis identified [Redacted]

[Redacted]

a. Please confirm that Attentive Energy believes that, given its interconnection studies discussed in Section 13, [Redacted]

[Redacted]

[Redacted]

[Redacted]

2 [Redacted]

b. PJM notes that (emphasis added)

“the sell offer submitted by a resource in RPM is capped at *the lesser of the Accredited*

[REDACTED]

[REDACTED]

[REDACTED]

Economic Development Plan

4. Section 8.2.2: Exhibit A to the

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

c. If yes, what did Attentive Energy use as its assumptions regarding the rent per acre and number of months covered by the lease? Please describe all assumptions made.

[REDACTED]

[REDACTED]

[REDACTED]

⁵ Available online: <https://www.pjm.com/-/media/planning/services-requests/transitional-resource-request-form-faq.ashx>

[Redacted]

[Redacted]

d. [Redacted]

Attentive Energy currently [Redacted]

e. What is the lease term (start date, end date, and extension/renewal options)?

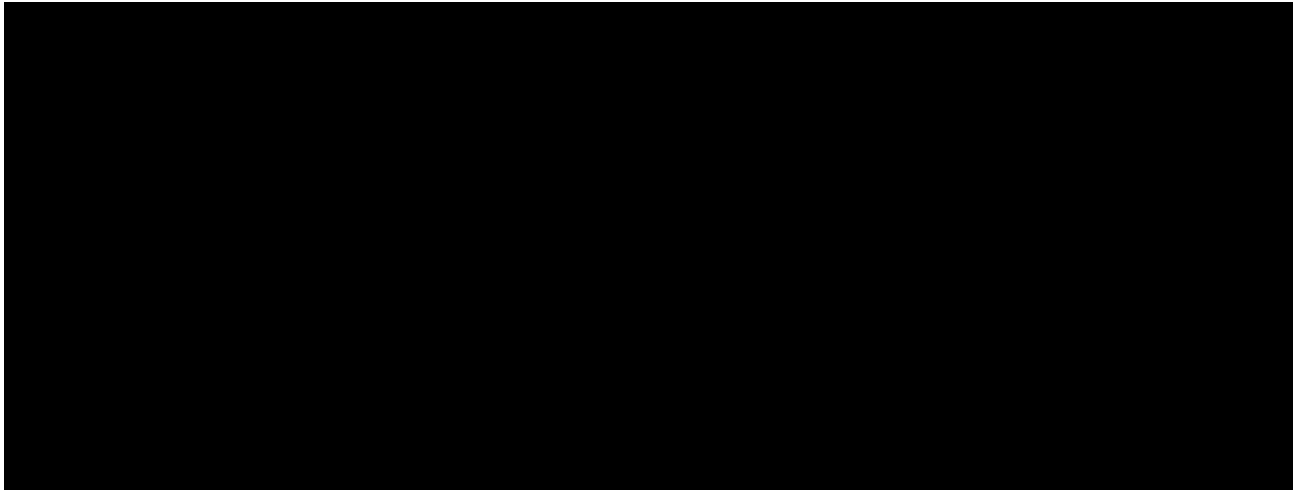
Attentive Energy assumes a lease term from [Redacted]

5. Response to C03 Question 9(c) as submitted on October 16, 2023: Please describe how the [Redacted] will be allocated and distributed.

[Redacted], Attentive Energy offers a [Redacted]

[Redacted] and other initiatives as outlined in Table 1, which is also provided as Table 10-1 in the Application Narrative.

[Redacted]



6. Section 8.8.1: Table 8-18 includes the phrase “Following an opportunity to cure the shortfall” as part of Attentive Energy’s approach to guarantees for the development, construction, and operation phases.

Attentive Energy understands guarantees and cures for project phases as described below.

- Development & Construction Phases: The SGD requires that Applicants propose unconditional guarantees for proposed direct in-State spending and jobs stated on a total basis for the development phase and a total basis for the construction phase. The guarantees for each of those two phases are reported separately in the Application Form, but shortfalls relative to those guarantees are measured for those two phases together after the construction phase is complete, i.e., after COD, and thus would be cured in the operations phase as applicable.^{6,7}

⁶ The SGD states that “if the in-State spending guarantees for the development and construction phases are not met,...”, then Applicant has an opportunity to cure, and if not cured, then penalties kick in. The Board also states in SGD footnote 121, “[f]or purposes of identifying shortfalls to guarantees, only the total job-years and expenditures will be subject to BPU enforcement.” The SGD speaks to totals in terms of development/construction and operations.

⁷ Attentive Energy understands the BPU’s response to solicitation Q&A #154 as confirming that any adjustment in an Applicant’s approved in-state spending plan (i.e., spending in the development phase versus spending in the construction phase) would require Board approval.

- **Operation Phase:** The solicitation Q&A⁸ advises that guarantees in the operation phase must be presented on a total basis for years 1-5 and on a total basis for years 6-10. The shortfalls relative to guarantees for the operation phase has two dates when actual total spending and jobs are measured over the preceding subset of operating years, and cumulative total spending and jobs shortfalls over the preceding operating period are cured.

a. Please clarify if the opportunity to cure shortfalls in the guarantees for the development and construction phases would come during those phases or during the operations phase.

[Redacted]

b. How would Attentive Energy cure shortfalls in the guarantees for the operations phase if the shortfalls are not identified until after the guarantee period is over?

[Redacted]

Attentive Energy is committed to working with the BPU to ensure all economic benefits are delivered and appropriately verified. Attentive Energy seeks to work with the BPU to come to mutually agreeable terms on the remedies and cures for any realized shortfalls, and Attentive Energy welcomes feedback from the BPU on any of the above points.

c. Please explain how credit at [Redacted] and [Redacted] rates were each determined.

[Redacted]

⁸ The solicitation Q&A provided updated guidance compared to the original guidance provided in the SGD. The original guidance in the SGD indicated that guarantees for the operations phase (spend and jobs) must be presented on an annual basis.

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

7. Response to CQ3 Question 18(d) as submitted on October 16, 2023: Attentive Energy states that it

[Redacted]

a. Does Attentive Energy anticipate that any major component replacements will be made in the first 10 years of operation?

[Redacted]

[Redacted]

[Redacted]

b. What is the anticipated timeline for replacement of blades, blade bearings, hub generators, yaw rings, and nacelles?

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

c. How many of each part are expected to be replaced per year? If this varies by year, please provide a schedule.

[Redacted]

d. What New Jersey ports could support major component replacement?

[Redacted]

[Redacted]

e. Has any outreach been to other New Jersey ports that could support major component replacement to discuss availability?

[Redacted]

Interconnection Plan

8. Section 13.2.5: Attentive Energy indicates that the

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

c. Please confirm that if Attentive Energy is awarded [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

9. Section 13.3.1: Attentive Energy states that it “[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

b. Please describe how the Project option selected and BPU’s overall award portfolio may affect this [REDACTED].

[REDACTED]

Based on information on PJM website, after the transition cycle starts (July 2023), developers will need to resubmit their interconnection requests under the new requirements⁹. These projects will be part of New Cycle #1. The deadline will be announced at the conclusion of Transition Cycle #2, and Decision Point #1 (April 2025) projects may change the capacity when reapplying in New Cycle #1. They may also reduce with the allowable Tariff limits at Decision Point #1 and Decision Point #2.

[REDACTED]

[REDACTED]

[REDACTED]

[Redacted]

c. Would Attentive Energy

Yes, Attentive Energy expects it will

d. Please confirm the anticipated

PJM's recent Transitional Resource Request Form FAQ, specifically Question 1h, indicates that wind and solar resources can request

We again thank the BPU's Offshore Wind Team for the opportunity to address clarifications related to Attentive Energy's Application. We look forward to supporting New Jersey and its communities as a long-term partner. If you have any additional questions or seek clarification to any of our responses, please do not hesitate to contact me at christen.wittman@totalenergies.com or (508) 272-6987.

Sincerely,



Christen Wittman
Vice President Project Development