**Attachment B**

**(FORM OF OFFER LETTER)**

(Contractor’s Letterhead)

 (Insert Date)

District of Columbia Public Service Commission

1325 G Street, NW, 8th Floor

Washington, DC 20005

Attn: Jesse Clay

Deputy Executive Director for Administration

Reference: Request for Proposals (RFP)

PSC-17-16 Technical Consultant to Advise the Commission on the Merger Application of AltaGas, WGL Holdings, Inc., and Washington Gas Light Company - Formal Case No. 1142

Dear Mr. Clay:

On behalf of [INSERT NAME OF OFFEROR] (the “Offeror”), I am pleased to submit this proposal in response to the DC Public Service Commission’s (“ PSC”) Request for Proposal (the “RFP”) for a Technical Consultant to Advise the Commission on the Merger Application of AltaGas, WGL Holdings, Inc., and Washington Gas Light Company - Formal Case No. 1142.

 (The Offeror) has reviewed the RFP and the attachments thereto, any addenda thereto, (collectively, the “Proposal Documents”) and has conducted such due diligence and analysis as (the Offeror), in its sole judgment, has deemed necessary in order to submit its Proposal in response to the RFP. (Collectively, the Proposal, the Estimated Total Price and the Unit Prices are referred to as the “Offeror’s Proposal”.)

The Offeror’s Proposal price is as follows:

|  |
| --- |
| **DESCRIPTION****Consultant Services for Work Described in Section 1 of RFP PSC-17-16.** |
| **Labor Category** |  **Hourly Rate** | **Estimated Number of Labor Hours** | **Estimated Total Price**  |
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**Estimated Total Price: $\_\_\_\_\_\_\_\_\_\_\_\_**

**SCHEDULE OF UNIT PRICING**

Offerors shall submit hourly rates for its proposed key personnel. These hourly rates shall be valid for the duration of the Contract and will be the basis for pricing additional services as needed in relation to the scope of work described in RFP-17-16.

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| --- | --- | --- | --- |
| **Labor Category** | **Hourly Rates Base Year** | **Hourly Rates Option Year 1** | **Hourly Rates Option Year 2** |
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The Offeror acknowledges and understands that this is a time and materials contract with unit prices that will remain fixed throughout the term of the contract and are intended to be Offeror’s sole compensation for work under the contract and should include sufficient funding for all the Offeror’s costs associated with the work.

The Offeror’s Proposal is based on and subject to the following conditions:

1. The Offeror agrees to hold its proposal open for a period of at least one hundred twenty

 (120) days after the RFP closing date.

1. Assuming the Offeror is selected by the Commission and subject only to the changes requested in paragraph 5, the Offeror agrees to enter into a contract with the Commission on the terms and conditions described in the Proposal Documents within ten (10) days of the notice of the award.
2. Both the Offeror and the undersigned represent and warrant that the undersigned has the full legal authority to submit this Proposal form and bind the Offeror to the terms of the Offeror’s proposal. The Offeror further represents and warrants that no further action or approval must be obtained by the Offeror in order to authorize the terms of the Offeror’s proposal.
3. The Offeror and its principal team members hereby represent and warrant that they have not: (i) colluded with any other group or person that is submitting a proposal in response to the RFP in order to fix or set prices; (ii) acted in such a manner so as to discourage any other group or person from submitting a proposal in response to the RFP; or (iii) otherwise engaged in conduct that would violate applicable anti-trust law.
4. This Offer Letter Form and the Offeror’s Proposal are being submitted on behalf of [INSERT FULL LEGAL NAME, TYPE OF ORGANIZATION, AND STATE OF FORMATION FOR THE OFFEROR].

Sincerely,

By:

Name:

Its:

Date: