

Attachment A2
Category 2 - Cost of Capital/Capital Structure/Peer Group Analysis

(FORM OF OFFER LETTER)
(Contractor's Letterhead)

(Insert Date)

Public Service Commission of the District of Columbia
1325 G Street, NW, 8th floor
Washington, DC 20005

Attn: Kimberly M. Gray
Contract Specialist

Reference: RFP No. PSC-24-27
TECHNICAL CONSULTING SERVICES TO REVIEW AND ADVISE THE
COMMISSION ON MATTERS RELATED TO FORMAL CASE 1180,
WASHINGTON GAS LIGHT COMPANY'S RATE CASE

Dear Ms. Gray:

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 Technical Consulting Services to Review and Advise the Commission on Matters Related to Formal Case No. 1180, Washington Gas Light Company's Rate Case.

(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 Estimated Total Price for Category 2 (based on the initial 12-month rate) is
\$_____.

DESCRIPTION			
Initial 12 months Category 2- Cost of Capital/Capital Structure/Peer Group Analysis Technical Consulting Services for Work Described in Section B.2.1 of RFP PSC-24-27.			
Key Personnel Name or Labor Category	Hourly Rate	Estimated Number of Labor Hours	Estimated Total Price

Estimated Total Price: \$_____

OPTION YEAR FEES

The Offeror shall indicate a percentage price adjustment if any for Option Years 1 and 2.

Price escalation rate for Option Year 1 _____%

Price escalation rate for Option Year 2 _____%

The Offeror acknowledges and understands that although staff members may change, the hourly rates associated with the labor categories above 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.

2. 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.
3. 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.
4. 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.
5. 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: _____