

REGIONAL ORGANIZATION FOR WESTERN ENERGY (ROWE)

REQUEST FOR PROPOSALS (RFP) OUTSIDE LEGAL COUNSEL SERVICES

Issuing Entity:	Regional Organization for Western Energy (ROWE)
Primary Practice Areas:	Corporate Law (Delaware Nonstock), FERC Regulation & Wholesale Power Markets, Employment Law, Startup Financing, Inter-Entity Agreements
Target Jurisdiction:	Delaware Corporate Law + Federal Power Act (FERC) + Multi-State Western U.S. Regional Footprint
RFP Issue Date:	October 30, 2026
Proposal Submission Deadline:	November 20, 2026, 5:00 PM PT
Submissions and questions:	hiring@rowesternenergy.org

1. PURPOSE AND ORGANIZATIONAL BACKGROUND

The Regional Organization for Western Energy (ROWE) is soliciting competitive proposals from qualified law firms to serve as principal outside corporate and regulatory counsel during ROWE's startup phase and ongoing operational development.

ROWE is a nonstock, tax-exempt 501(c)(3) corporation formed under the Delaware General Corporation Law (DGCL). Established under Step 2 of the West-Wide Governance Pathways Initiative, ROWE provides independent, West-wide governance over voluntary wholesale electricity market functions—specifically the Western Energy Imbalance Market (WEIM) and Extended Day-Ahead Market (EDAM)—in functional partnership with the California Independent System Operator (CAISO).

As a startup entity navigating a complex multi-state footprint across the Western Interconnection, ROWE requires external legal counsel with deep corporate governance capability, specialized federal energy regulatory expertise before the Federal Energy Regulatory Commission (FERC), and broad general corporate subject-matter proficiency.

2. SCOPE OF SERVICES

The selected law firm will work under the direction of ROWE's Board of Directors and incoming General Counsel to provide comprehensive legal representation in the following key functional areas:

A. Delaware Nonstock & Corporate Governance

- **Delaware Corporate Compliance:** Advise on Delaware nonstock corporate law (8 Del. C.), charter/bylaw maintenance, director fiduciary duties, conflict-of-interest policies, and board committee structures.

- **Governance Documentation:** Assist in drafting board resolutions, organizational minutes, governance charters, and multi-tier stakeholder advisory protocols (including state regulatory body coordination).
- **Tax-Exempt Governance:** Ensure adherence to federal 501(c)(3) tax-exempt governance requirements, public transparency standards, and independence rules.

B. FERC Regulation & Western Utility Practice

- **FERC Regulatory Counsel:** Provide strategic and technical legal counsel on Federal Power Act (FPA) Sections 205 and 206 proceedings, tariff filings, business practice manuals, and market rules.
- **Coordination Agreements:** Assist in drafting and negotiating complex operational, service, and division-of-responsibility agreements with CAISO and Western transmission providers.
- **Western Power Market Expertise:** Advise on regional energy market rules and WEIM/EDAM expansion.

C. Executive Employment & Labor Law

- **Executive Employment Agreements:** Draft, negotiate, and structure executive employment contracts, compensation packages, and benefit plans for the CEO, General Counsel, and senior executive officers.
- **Multi-State HR Compliance:** Establish startup employment policies, employee handbooks, remote-work guidelines, and compliance frameworks across multiple Western state jurisdictions.

D. Startup Financing & Capital Agreements

- **Financing & Credit Facilities:** Advise on startup credit facilities, grant funding arrangements, market participant fee structures, and bridge financing agreements during pre-tariff funded operations.
- **Risk Management:** Structure financial risk management, indemnification provisions, and corporate insurance coverage requirements.

E. Vendor Contracting & General Operations

- **Operational Contracting:** Draft and review vendor contracts, IT procurement, SaaS licensing, real estate/lease arrangements, and intellectual property protections.

3. PROPOSAL SUBMISSION REQUIREMENTS

Interested law firms are requested to submit a proposal containing the following information:

- **Firm Overview:** Overview of the firm, geographic footprint across the Western U.S., and primary office locations.
- **Delaware Corporate Practice:** Specific demonstration of expertise in Delaware nonstock corporate law, 501(c)(3) startup governance, and non-profit corporate practice.
- **FERC & Western Utility Experience:** Summary of firm practice before FERC, representation of FERC-regulated utilities or RTO/ISO market participants, and familiarity with WEIM/EDAM governance.
- **Key Attorney Qualifications:** Biographies of primary partners and associates proposed to support ROWE, including bar admissions (Delaware, D.C., Western states).

- **Auxiliary Practice Capabilities:** Description of capabilities in executive employment law, non-profit startup financing, vendor contracting, and multi-state compliance.
- **Fee Proposal & Billing Structure:** Proposed fee structures (e.g., discounted hourly rates, fixed-fee startup retainers, blended rates, or alternative fee arrangements) and expense policies.
- **Conflict of Interest Management:** Detailed protocol for identifying and clearing conflicts of interest regarding Western utilities, CAISO, state regulatory bodies, and market participants.

4. EVALUATION CRITERIA

Proposals will be evaluated by ROWE's Legal RFP Committee based primarily on the following weighted criteria:

- 1) **Corporate & Governance Expertise:** Depth of experience in Delaware nonstock corporate law and 501(c)(3) governance structures.
- 2) **FERC & Energy Regulatory Depth:** Demonstrated track record before FERC and experience with Western wholesale electricity market entities.
- 3) **Auxiliary Practice Capabilities:** Breadth in labor/employment, startup financing, vendor contracting, and multi-state compliance.
- 4) **Fee Structure & Cost Efficiency:** Alignment of fee structure, cost-efficiency, fixed-fee options, and startup discounts.
- 5) **Conflict Management & Independence:** Robustness of conflict clearing protocols and absence of direct structural conflicts.

5. SUBMISSION INSTRUCTIONS & TIMELINE

- **Submission Method:** Proposals must be submitted electronically in PDF format to hiring@rowesternenergy.org no later than November 20, 2026.
- **RFP Inquiries:** Questions regarding this RFP must be submitted via email by November 13, 2026. Responses will be shared with all participating firms.
- **ROWE Rights:** ROWE reserves the right to reject any proposal, waive informalities, or select multiple law firms for distinct legal specialties.