Clean
Energy
Consulting

Proposal to Chico Unified School District

For Energy Engineering and Expenditure Planning Services

Submitted by

ARC Alternatives
144 Donald Drive
Moraga, CA 94556
March 24, 2014

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Executive Summary

Thank you for the opportunity to present this proposal to assist the Chico Unified School District (District) with its Proposition 39 energy program. We formed ARC Alternatives in 2014 to serve the energy consulting needs of public sector, large institutional clients and school districts in California. Our mission is to help our clients cost effectively achieve lasting energy savings in pursuit of their critical fiscal, environmental, and educational goals. We established ARC Alternatives to be a responsive, nimble organization with a singular focus on project execution. ARC Alternatives has no relationships with energy technology or service providers, which enables us to represent only our clients' best interests.

The three founding Principals of ARC Alternatives collectively have over 50 years of experience in energy engineering, energy program management, public sector procurement, and the management of design-build contracts. Our qualifications include the development and implementation of solar programs throughout California; management of the largest and longest running statewide energy efficiency partnerships; development of comprehensive energy planning efforts for universities, schools and other government agencies; exhaustive knowledge of utility incentive and rebate programs, and participation in the development and design of the Proposition 39 program.

By teaming with TRC Energy Services for this project, we have assembled an experienced team with the skillset and bench strength needed to deliver the highest quality energy planning, auditing, engineering and program management services to the District. TRC is an established, financially stable firm with over 2,600 employees at 71 locations throughout the U.S. and has a 43 year track record of excellence in energy and environmental consulting. ARC personnel have an ongoing 15 year working relationship with the local branch office of TRC that will be supporting this effort, a track record that ensures the District will receive seamless support.

ARC Alternatives personnel have a history of providing support to Chico Unified on several successful energy projects. We will draw on our knowledge of the District, its values, and priorities to ensure energy-related work is delivered in the most effective manner. We recognize the importance of the large investments made in the recent Facilities Master Plan and solar projects and will help to integrate Proposition 39 efforts into these existing programs.

ARC Alternatives is excited about continuing our relationship with the District and we are eager to support the planning and implementation of your Proposition 39 program. Please do not hesitate to reach out to Russell Driver, our lead representative and single point of contact for this engagement, with questions or clarifications regarding our response:

Russell Driver, Principal
144 Donald Drive, Moraga, CA 94556
415-420-5727 / russell@arc-alternatives.com

Firm Information

ARC Alternatives is the prime contractor submitting this proposal to Chico Unified School District. Background information regarding the company is below.

- **Legal name and address of Firm:**
  ARC Alternatives, Inc.,
  144 Donald Drive,
  Moraga, CA 94556
- **Name and address of the Firm's principal place of business:**
  144 Donald Drive
  Moraga, CA 94556
- **Firm's legal form of entity:**
  California Corporation
- **Firm's engagement model and fee structure:**
  We propose to work on a Time & Materials basis with an established not-to-exceed budget agreed to by ARC and CUSD prior to commencing work. Direct costs will be billed at cost without markup.
- **Evidence that Firm is authorized to conduct business in the State of California:**
  Please refer to the Secretary of State Incorporation documents in Attachment B.
- **Other company or companies affiliations:** None**.**

Assigned Personnel Relevant Qualifications and Experience

ARC Alternatives has the specific experience and qualifications described in the RFQ: no conflicts of interest; extensive experience in the analysis and development of energy efficiency and renewable projects; a long track record of school district projects, including successful projects with Chico Unified; a track record securing grants, incentives and financing available through government and utility programs; deep familiarity with California Building Codes, Title 24 and DSA; and proven ability to provide effective communication and support to the District, its Board, and other stakeholders. The following table lists specific individuals assigned to the CUSD project, their years of experience, and relevant expertise in the areas identified in Section 1.2 (items A-F) of the RFQ.

Name	Firm	Title/Role	Years of Experience	Relevant Expertise				
				Analysis & Development of Energy Efficiency Measures	K-12 Efficiency and Renewable Programs	Project Financing and Incentives	Applicable Building Codes	Management & Board Communications
Russell Driver	ARC	Principal, Project Manger	20	X	X	X		X
Cutis Schmitt, P.E.	ARC	Principal	18	X	X	X	X	X
Andrew Meiman, P.E.	ARC	Principal	20	X	X	X	X	X
Colman Snaith, P.E.	TRC	Director of Engineering	18	X	X	X		X
Mike Roberts, P.E.	TRC	QA Engineer	34	X	X	X	X	
Jacob Green	TRC	Project Engineer	9	X	X	X	X	
Pratap Jadhav	TRC	Project Engineer	5	X	X	X	X	
Danny MacRostie	TRC	Project Engineer	4	X		X	X	

The number and type of projects delivered in the past five years by the above personnel, including associated savings or generation, are further detailed below. Project references are included in the following section, highlighting the specific experience of the personnel dedicated to this proposal. Our team has worked with numerous K-12 school districts in California as well as other educational institutions in California. We have worked with virtually every University of California and California State University campus and number of California Community Colleges, and bring the understanding of the schools market sector to this engagement. A representative list of these districts and campuses is provided below.

	ARC Alternatives	TRC Energy Services
Number of energy audits and project feasibility studies completed by Firm's assigned personnel in past 5 years at educational facilities	904	1200
Estimated percentage of energy audits and project feasibility studies completed which resulted in implementation of recommended projects	75%	60%
Total cost in dollars of energy projects installed as a result of the assigned personnel's engineering and program management efforts	$520 million	$70 million
Total annual energy saved or generated by energy projects implemented or installed to date through projects developed by the assigned personnel at public education facilities in California	362,000,000 kWh/yr 19,800,000 therms/yr	23,000,000 kWh/yr 1,600,000 Therms/yr
List the typical energy efficiency measures implemented in connection with past projects: • Variable volume HVAC retrofits • Zone level DDC controls • Demand control ventilation • LED lighting • Photovoltaic systems • Chiller and boiler retrofits • Low watt T8 • Dimmable T8 lighting • Occupancy sensors • Daylighting controls • T5 court lighting • Induction lighting • Laboratory fume hood controls • Monitoring Based Commissioning (MBCx) • Central plant retrofits • Pool covers • Variable flow pool pumps • Retrocommissioning (RCx)		

Notes:

1. *The unit of measure for an audit is defined as a building or facility, depending on size. For example, an elementary school campus is considered one audit, while each building on a university campus is considered a separate audit.*
2. *Where solar construction costs are unknown, as in the case of a Power Purchase Agreement, a construction cost of $4.50 per watt is assumed.*

The ARC Alternatives team has deep experience providing clients in the education sector strategic advice, engineering services and program management support throughout ***all phases*** of their energy projects, including support of the later stages of energy projects requested in the RFQ: development of specifications/bid documents, procurement, construction oversight, M&V, commissioning and retro-commissioning, training, and Energy Manager services to ensure the persistence of savings. The table on the following pages describes our school experience in each phase of energy project development and implementation.

K-12 District, Community College and Public University Projects	Audit/Project Development	Strategic Planning	Project Review/ Procurement Support	Implementation Support	Program Management
Chico USD	X		X	X	
Washington USD	X	X	X	X	
Santa Clara USD	X		X	X	
Pajaro Valley USD	X		X	X	
San Leandro USD	X		X	X	
Mt. Diablo USD	X		X	X	
Los Angeles USD	X		X		
Orinda USD	X	X			
Temple City USD			X		
Palm Springs USD			X		
Fontana USD			X		
San Jose USD			X		
University of Hawaii	X	X			
UC Berkeley	X	X	X		X
UC Davis	X	X	X		X
UC Davis Medical Center	X	X	X		X
UC San Francisco	X	X	X		X
UC San Francisco Medical Center	X	X	X		X
UC Santa Cruz	X	X	X		X
UC Riverside	X	X			X
UC Los Angeles	X	X			X
UC Los Angeles Medical Center	X	X			X
UC San Diego	X	X	X		X
UC San Diego Medical Center	X	X			X
UC Irvine	X	X	X		X
UC Irvine Medical Center	X	X			X
UC Santa Barbara	X	X	X		X
CSU Bakersfield					X
CSU Chico			X		X
CSU Dominguez Hills			X		X
CSU East Bay			X		X
CSU Fresno					X
CSU Fullerton			X		X
Humboldt State University			X		X
CSU Long Beach			X		X
CSU Los Angeles					X
California Maritime Academy					X

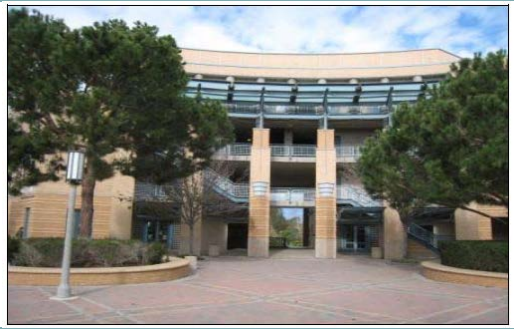
K-12 District, Community College and Public University Projects	Audit/Project Development	Strategic Planning	Project Review/ Procurement Support	Implementation Support	Program Management
CSU Monterey Bay			X		X
California State Polytechnic University, Pomona			X		X
CSU Sacramento			X		X
CSU San Bernardino			X		X
San Diego State University			X		X
San Francisco State University			X		X
San José State University			X		X
California Poly, San Luis Obispo	X		X		X
CSU San Marcos					X
Sonoma State University			X		X
CSU Stanislaus			X		X
Antelope Valley College			X		
Bakersfield College	X	X			
Barstow College	X				
Cerritos College	X				
Cerro Coso Community College	X	X			
Chaffey College	X		X		
Citrus College			X		
Coastline Community College			X		
College of the Canyons	X		X		
College of the Desert	X		X		
College of the Redwoods			X		
College of the Sequoias	X		X		
Cosumnes River College			X		
Cypress College	X		X		
El Camino College	X		X		
Glendale Community College			X		
Long Beach City College			X		
Los Angeles Valley College	X		X		
Merced College	X				
Norco College	X		X		
Orange Coast College	X		X		
Porterville College	X	X	X		
Sacramento City College			X		
Santa Barbara City College			X		
Santa Rosa Junior College	X		X		
Victor Valley College			X		

Project References

Project Name	Chico Unified School District Phase 1 Solar			
Customer Name	Chico Unified School District			
Contact Info	Julie Kistle Construction Manager Chico Unified School District 530-891-3140 jkistle@chicousd.org			
Team Member & Role	Russell Driver, Program Manager (with previous employer)			
Project Type & Description	Solar PV Power Purchase Agreement (PPA). Phase 1 Solar Project installed approximately 1.6 MW of solar generation capacity of carport shade structures at five District sites. All but one of the sites were constructed concurrently. Russell Driver managed the entire consultant scope of work, including feasibility study, economic analysis, RFP development, technical specification development, proposal evaluation, contract negotiations, construction project design review and evaluation, construction oversight and quality assurance, evaluation of project schedules, cost-benefit analysis, claims review and negotiation support, and general project management and contract administration (e.g., participating in project meetings, providing direction to contractor, review of contractual submittals, etc.). Mr. Driver also oversaw the development of a "Performance Verification" report validating real world system performance and financial savings to the District.			
Location of Project	Chico, CA			
Project Dates	Planning:	2010	Installed & Operational:	Sep 2011
Project Costs	Approx. $7.5 million (based on construction cost of $4.50 per watt)			
Energy Savings or Generation	2,479,885 (2013)	kWh/yr	1,661	kW Peak Capacity
	N/A	therms/yr		

Project Name	Washington Unified School District Prop 39 Support			
Customer Name	Washington Unified School District (WUSD)			
Contact Info	Scott Lantsberger Assistant Superintendent - Business Services 916-375-7604 x1010 slantsberger@wusd.k12.ca.us			
Team Member & Role	Russell Driver - Program Manager Curtis Schmitt, PE - Technical Lead Andrew Meiman, PE - Strategic and Technical Support.			
Project Type & Description	WUSD has engaged ARC Alternatives as their Proposition 39 Strategic and Technical Consultant to develop an overall strategic energy plan for the District and fulfill all CEC and CDE Prop 39 requirements for planning and funding. Additionally, ARC will coordinate Prop 39 work with other concurrent District initiatives including an extensive Capital Improvement Plan, a Cenergistic energy manager contract, an ESCO proposal, and their recently completed, large scale solar PV project at multiple campuses. Previously, Russell Driver (working for his previous employer) led consulting efforts to support two phases of solar implementation. The consultant scope of work for those efforts included feasibility studies, development of specifications and RFP documents, procurement support, design review, construction support, testing oversight, and performance validation. Mr. Driver helped WUSD implement 2.6 MW of power, with annual production of approximately 4.1 million kWh.			
Location of Project	West Sacramento, CA			
Project Dates	Planning:	NA (Prop 39) 2010 & 2012 (solar)	Installed & Operational:	NA (Prop 39) 2011 & 2013 (solar)
Project Costs	Current effort TBD ($345,864 Year 1 Prop 39 Allocation) Prior solar projects $10.8 million			
Energy Savings or Generation	4,100,000 TBD	kWh/yr therms/yr	2.6 MW Peak Capacity Note: Current effort TBD. Figures represent prior solar projects.	

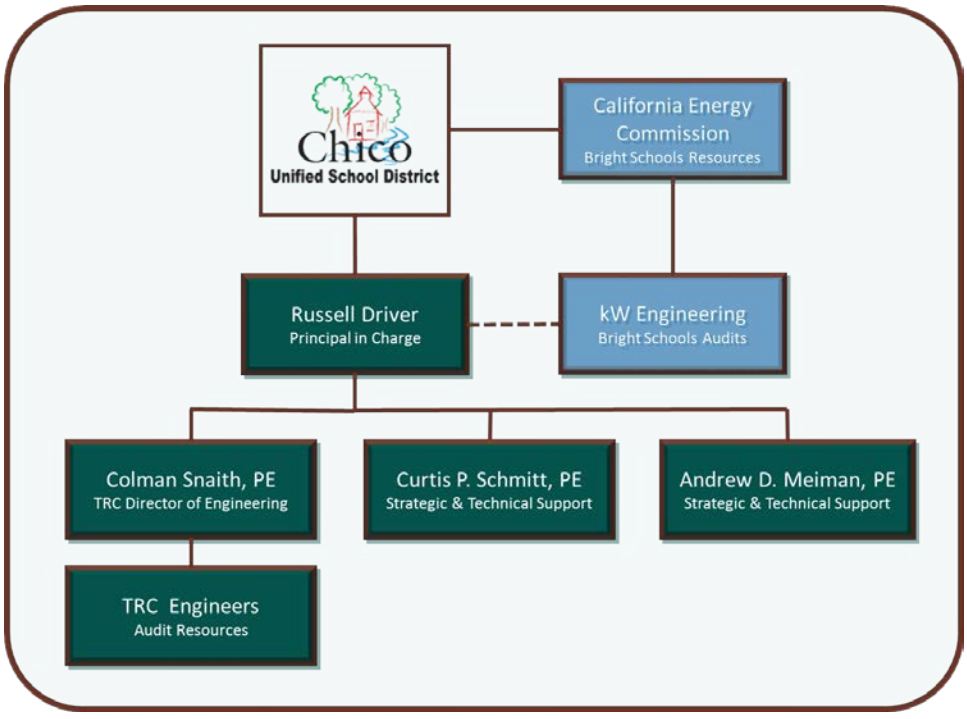
Project Name	Santa Clara Unified School District Solar Program			
Customer Name	Santa Clara Unified School District			
Contact Info	Larry J. Adams Bond Manager (408) 423-2001 ladams@scusd.net			
Team Member & Role	Russell Driver, Program Manager (with previous employer)			
Project Type & Description	The Districts solar program consisted of approximately 2.8 MW of solar generation capacity installed at eight District sites. The solar project consisted entirely of carport shade structures with most of the sites constructed concurrently. Consultant assistance included economic analysis, RFP development, technical specification development, proposal evaluation, contract negotiations, construction project design review and evaluation, construction oversight and quality assurance, evaluation of project schedules, cost-benefit analysis, claims review and negotiation support, and general project management and contract administration (e.g., participating in project meetings, providing direction to contractor, review of contractual submittals, etc.).			
Location of Project	California			
Project Dates	Planning:	2011	Installed & Operational:	2012-2013
Project Costs	$10.4 million			
Energy Savings or Generation	4,480,000	kWh/yr	2.8	MW Peak Capacity
	NA	therms/yr		

Project Name	University of California Strategic Energy Plan			
Customer Name	University of California Office of the President (UCOP)			
Contact Info	George Getgen Director Facilities Management Services (510) 987-9127 George.Getgen@ucop.edu			
Team Member & Role	Curtis Schmitt, Program Manager (with previous employer) Andrew Meiman, Strategic and Technical Support (with previous employer)			
Project Type & Description	Developed Strategic Energy Plan for 14 University and Medical Center Campuses. Audited all buildings over 50,000 sf, numbering some 500 individual buildings, and conducted targeted audits to identify and analyze energy projects and extrapolate results across entire University of California system. Provided initial project list, under extreme time constraints, employing team of subcontractors to conduct all fieldwork and initial analysis in less than 4 months, identifying over $900M in projects. Projects included energy efficiency and renewable generation and provided actionable plan which resulted in UC Board of Regents approving bonds and UC securing enhanced incentives from the Investor Owned Utilities. UCOP has recently retained ARC Alternatives to conduct follow-up audits and analysis to update the Strategic Energy Plan.			
Location of Project	Statewide (14 University of California Campuses and Medical Centers)			
Project Dates	Planning:	2008-Current	Installed & Operational:	Ongoing
Project Costs	>$900M Identified, $350M funded & in construction or completed			
Energy Savings or Generated	267,434,000	kWh/yr	28,322	kW Peak Demand
	17,191,000	therms/yr	(in construction or completed)	

Project Name	California Community College IOU Partnership Program			
Customer Name	Pacific Gas & Electric			
Contact Info	Sarina Uriza Dito, LEED AP Strategic Account Manager, Higher Education, PG&E (415) 973-0777 SCU1@pge.com			
Team Member & Role	Paul David, Officer In Charge Colman Snaith, Technical Oversight Mike Roberts, Quality Assurance Engineer Jacob Green, Pratap Jadhav, Danny MacRostie; Project Engineers			
Project Type & Description	The CCC/IOU Energy Efficiency Partnership was created between the California Community Colleges and the 4 California Investor Owned Utilities to encourage energy efficiency investments and foster best practices in the California Community College System. TRC is PG&E's sole technical reviewer in support of its California Community College Partnership Program and one of only seven companies selected by the California State University system to participate in its comprehensive energy audit and project implementation program. We work in qualifying community colleges for PG&E incentives to augment their Proposition 39 program funding requests. We work closely with in qualifying Community Colleges for PG&E incentives to augment their Prop 39 program funding requests. Our work with involves coordinating customer program inquiries, schedules, technical documents, and reports.			
Location of Project	California			
Project Dates	Planning:	2004-present	Installed & Operational:	Ongoing
Project Costs	NA			
Energy Savings* or Generation	4,577,950	kWh/yr	1,040	kW Peak Demand
	327,502	therms/yr	* PG&E Goals for current Cycle	

Proposed Firm Team

The ARC Alternatives personnel dedicated to this contract bring extensive experience in energy engineering and energy program management as well as a successful and long term relationship with Chico Unified School District. ARC Alternatives is including TRC Energy Services as a subcontractor for additional engineering assets that may be required for detailed audits and project development, assuring the proposed team will provide the District with necessary breadth and depth of expertise. Our team's ability to implement successful energy programs is most directly demonstrated by the success of some of the District's own energy programs to date. Additionally, working together in complementary roles, assigned ARC and TRC personnel over the past eight years have made California's higher education energy efficiency Partnerships the standout successes they are. We also have a strong working relationship with kW Engineering, and will be able to integrate the efforts of the Bright Schools grant into the planning for Proposition 39 in order to make most effective use of existing programs and resources. ARC Alternatives will at all times be the single point of contact for the District, and incorporate all of these resources in a seamless fashion, as shown in the organization chart below. Additionally, resumes of key personnel and engineering resources are included in Attachment A.



Mr. Russell Driver, Principal and Co-Founder of ARC Alternatives, will be the Principal-In-Charge and overall project manager for this engagement, and will have primary responsibility for continuity with District Staff. Mr. Driver has over 19 years of experience managing large-scale technology programs in complex institutional settings. Mr. Driver specializes in the

development and implementation of solar programs in the public sector, with an emphasis on K-12 school districts in California. With his previous employer, Mr. Driver has led consulting efforts supporting solar programs at Chico Unified School District, Los Angeles Unified School District, Mt. Diablo Unified School District, Pajaro Valley Unified School District, San Leandro Unified School District, Santa Clara Unified School District, and Washington Unified School District. These programs have seen the implementation of over 48 MW of generating capacity at over 100 school sites. Mr. Driver also provides solar consulting support to cities and counties, including several joint procurement efforts in California and Hawaii. Mr. Driver's expertise includes solar technology, energy economics, public sector procurement, design-build contracting, system design review, construction oversight, project management, and data management. Mr. Driver has a Bachelor of Arts from Stanford University and a Master's Degree from UCLA. He is an active volunteer in the community and is currently a member of the Contra Costa Transportation Authority's Citizens Advisory Committee. He previously chaired the Town of Moraga Planning Commission and Climate Action Plan Task Force.

Mr. Curtis Schmitt, P.E., Principal and Co-Founder of ARC Alternatives, will have primary responsibility for the Prop 39 Strategic and Technical Support. Mr. Schmitt specializes in working with diverse organizations to provide strategic planning by marrying the depth and breadth of his technical expertise with a programmatic approach. Mr. Schmitt was the Program Manager with his previous employer to develop Strategic Energy Plans for customers including the University of California, resulting in $900M of potential energy projects across 14 campuses and medical centers. As a result of the plan, the University committed to nearly $400M in projects over a 5 year period to achieve savings of 270 million kWh and 17 million therms. The strategic aspect of the plan allowed the University of California to obtain commitment of over $65M in enhanced utility incentives, and the approval of a $250M bond by the University of California Board of Regents for implementation. Mr. Schmitt also initiated the efforts to provide East Bay Regional Park District with a similar Strategic Energy Plan, and was the Program Manager of the partnership between the California Department of Corrections and Rehabilitation (CDCR) and the Investor Owned Utilities. In this role, Mr. Schmitt provided technical oversight to identify and develop projects, conduct peer reviews of Energy Service Company proposals as an owner's representative, approve incentives and oversee the implementation of projects. The Partnership had achieved over 50 million kWh and 1.5 million therms of annual savings under Mr. Schmitt's leadership through 2013, and the processes implemented will ensure continued success. Mr. Schmitt has experience in wide variety of energy efficiency projects with virtually every customer segment during his more than 18 years of experience, including school districts. He holds an MS in Engineering Management from the University of Missouri and a BS in Mechanical Engineering from UC Davis. He is also a registered Professional Engineer (Mechanical) in California.

Mr. Andrew Meiman, P.E., Principal and Co-Founder of ARC Alternatives, will provide strategic and technical support for the Prop 39 efforts. With over 20 years of experience, Mr. Meiman's

specialty is developing and managing large-scale, multi-stakeholder energy efficiency programs. With his previous employer, he was the Statewide Program Manager for the UC/CSU/IOU Energy Efficiency Partnership, which through 2013 saves the University of California and California State University annually 335 million kWh, 19 million therms and achieved approximately 40MW of demand reduction, earning the universities $95M of incentives and helping California's primary Investor Owned Utilities achieve their energy efficiency goals. The Partnership is on track to add significantly to those totals in 2014 and beyond. Mr. Meiman has also advised clients on energy efficiency and renewable energy policy, regulatory and financial issues. He holds an MBA from the Darden Graduate School of Business Administration at the University of Virginia, and a BS in Aerospace Engineering from the University of Colorado at Boulder. Mr. Meiman is a strong supporter of public education in California and his local community. In 2008 he co-founded the Pacifica Education Foundation in his local school district and still serves on its Executive Board as the CFO and Treasurer. He is a registered Professional Engineer (Mechanical) in California.

Mr. Colman Snaith, PE, QCxP, CMVP, TRC Director of Engineering will provide the technical engineering and oversight of the audit resources. Mr. Snaith has a deep understanding and enthusiasm for energy efficiency, with 18 years' experience providing energy engineering services. As a Director of Engineering for TRC Energy Services, he leads a team of engineers who specialize in complex energy projects. Mr. Snaith provides the team with a comprehensive understanding of how to maximize energy savings, leverage new technologies and best practices, and ensure project constructability. He draws upon his broad engineering background which includes years in the field working with union contractors, designing cogeneration and alternative generation systems, and identifying, analyzing, and constructing energy conservation measures. Mr. Snaith has worked in close concert with SMUD to develop a Large Commercial Comprehensive Retrofit Pilot Program that had a goal of achieving a minimum of 20% energy savings per building; he runs TRC's large integrated audit and RCx programs for PG&E, he has led a team of TRC engineers and mechanical subcontractors to upgrade outside air economizers with demand control ventilation in 50 sites throughout Southern California for Verizon Communications; and for over 3 years he has been providing the City of San Jose with as needed energy advisory services which have included, 11 energy audits, 22 retro-commissioning studies, PV array design and specification, and numerous one-off energy calculations.

Firm's History

Neither ARC Alternatives, nor TRC Energy Services, has ever been a party to any lawsuit, termination, debarment, litigation, conviction of any kind. In particular, the firms and their principal officers have not:

- Been debarred by any Federal, State, County, Municipal or other agency
- Been involved in any litigation, arbitration or mediation associated with an energy project
- Been convicted (the firm or principal officers) for violating any law
- Been determined to have concealed any deficiency, falsified information, made deceptive or fraudulent statements, or willfully disregarded applicable laws, regulations, rules, or contractual requirements in connection with any contract or project
- Filed any claims and/or lawsuits against any public agencies in connection with any contracts or projects, for any reason

Approach

ARC Alternatives overall approach to energy planning is to start at a high level and work to progressively more detail only as required to refine specifics. This approach contrasts with the bottoms-up methodology often used where one starts with full, detailed audits. In the context of limited funding, we believe a top down approach is a more effective use of District time and resources, while still meeting all CEC requirements. Our approach recognizes District goals, including those related to education and outreach, and we will work to incorporate opportunities like the Lucid energy monitoring solution into the District's energy program.

1.1 Benchmarking

Benchmarking is a prerequisite to all Prop 39 funding and it is best practice for the development of energy plans. ARC Alternatives will collect data from three sources including existing solar production monitoring systems, facility gross square footage from insurance records, and utility data directly from PG&E through use of the utility consent forms to allow ARC to obtain the raw utility data - a process the District is familiar with from the solar projects completed to date.

After collecting the data, we will organize it and perform the necessary calculations to provide annual energy use intensities (EUI) by utility for each school site to determine an overall cost and total energy (kBtu) per square foot as required in the Prop 39 Guidelines. The final step is to provide a report to the District that summarizes and ranks the resulting EUIs and relative efficiencies of the schools, to help identify the sites with the best opportunity for energy savings.

1.2 Develop a Strategic Energy Plan

Development of a Strategic Energy Plan (SEP) is proposed to coalesce the needs and goals of the District with the requirements of Prop 39, in order to provide a well-integrated plan for Prop 39 allocations over the next five fiscal years. The approach of the SEP is consistent with our philosophy to start at a high level, by framing up opportunities and determining the strategic direction, and working our way to specific detailed investigation for only likely projects.

The process starts by interviewing key stakeholders about District energy goals and priorities (including maintenance, comfort, or other non-energy factors) thereby identifying the overarching needs and goals of the District. Our experience with large institutions has taught us that this input helps accurately define desired outcomes.

With the understanding of the District's needs, and the requirements of the Prop 39 Guidelines in mind, ARC Alternatives will conduct energy surveys of the District's facilities, efficiently identifying potential measures. We will perform walk through level audits of all District facilities, with the insights provided by District staff, to identify existing equipment, identify measures, and gather basic conditions needed to calculate energy savings and costs. The walk through audits

will be performed by senior staff who have conducted audits on thousands of buildings, ensuring that existing conditions and potential measure are quickly and efficiently identified.

ARC Alternatives will use standard energy savings and cost estimating methods, including tools approved for Prop 39 savings estimates and other conservative engineering methodologies. The overall economics will take into account the available PG&E incentives and provide the simple payback of individual projects. Upon quantification of the opportunities and project economics, the measures will be prioritized and bundled together in ways that meet the District's goals and Prop 39 requirements. The prioritization effort is an important one to ensure all phases of the Prop 39 Expenditure Plan will meet savings-to-investment ratio requirements, and be consistent with the overall goals of the District. The resulting prioritized project bundling will be reviewed with the District in the form of a draft SEP, and feedback solicited.

The next step will be to perform detailed audits and modeling for select projects, where necessary to further define the projects, determine energy savings and project costs. These detailed audits, primarily conducted by TRC engineers or incorporated from Bright Schools or California Conservation Corps efforts, will occur at the level of detail consistent with an ASHRAE Level 2 energy audit, as required by Prop 39 guidelines. The advantage of this approach is that it concentrates in-depth auditing efforts on only the projects that pass the high level strategic phase and are intended for implementation, thereby conserving resources and for the District.

Finally, the results of these detailed audits and staff feedback will be brought together into a final Strategic Energy Plan and presented to the District. In addition to defining the proposed projects, timing, sequencing and implementation options will also be taken into consideration to make the plan comprehensive and actionable. This final plan will be used as the basis for the Expenditure Plan submitted to the CEC and provide the basis for follow on phases of implementation by the District. ARC will be available for District and Board presentations, and will coordinate with District staff to ensure the plan is approved and moves into implementation.

1.3 Perform CEC Administrative Steps

There are several specific administrative steps and requirements in order to receive Prop 39 funding. ARC Alternatives will provide assistance in all three main areas; (a) Providing CEC access to site-level utility data, (b) Developing Expenditure Plans and (c) Energy Project Tracking and Reporting. ARC will identify the utility accounts and help submit the necessary utility data release forms in conjunction with the benchmarking step described above. The Expenditure Plan is the actual application that CUSD must prepare and submit to the CEC to receive Proposition 39 award funds. The main content of the Expenditure Plan will flow naturally from the Strategic Energy Plan, and ARC will dovetail these efforts to seamlessly complete the Expenditure Plan for the District, and provide assistance through the CEC approval process. We anticipate preparing a single, multi-year Expenditure Plan in this scope, and ARC Alternatives will help prepare the first annual status report.

Fee Schedule and Reimbursable Expenses

ARC Alternatives proposes the hourly rates provided below on a Time and Materials basis, and is committed to providing the highest quality resources and leveraging our vast experience managing energy programs to provide the most cost effective results for the District. Direct expenses will be billed at cost without markup.

ARC Alternative Staff Rates

****** Confidential Information ******

Classification	$/hour
Principal/Director	$195
Senior Engineer	$170
Project Engineer	$130
Associate Engineer	$110

Client will be billed for direct costs and actual expenses without markup.

Attachment A – Resumes

Russell Driver

russell@arc-alternatives.com

SUMMARY

Experienced professional with over 20 years of progressive experience in energy, economic analysis, program management and consulting. Expertise in renewable energy and energy efficiency projects and programs, having led efforts to develop over 100 MW of solar in California and Hawaii.

EXPERIENCE

Principal, Co-Founder – ARC Alternatives, San Francisco, CA, Feb 2014 to present

- Founding and startup of consulting company serving the clean energy consulting needs of the Public sector.

Principal – Newcomb|Anderson|McCormick, San Francisco, CA, 2007-Jan 2014

- Principal-In-Charge responsible for renewable project development, procurement, and implementation for multiple public sector clients (including K-12 schools) throughout California and Hawaii.
- Led the design, development and deployment of energy efficiency project tracking systems for the UC/CSU/IOU Statewide Energy Efficiency Partnership Program.
- Managed California Solar Initiative M&V Program on behalf of CPUC.
- Led process improvement initiative for core energy efficiency programs for Pacific Gas & Electric.

Senior Manager – Kaiser Permanente, Oakland, CA 2004-2007

- Directed program management office in support of Kaiser Permanente nationwide deployment of electronic medical records (EMR) system.
- Led implementation of the long-term support model for EMR system for all Kaiser regions outside California.
- Acted as IT Program Manager for revenue cycle remediation projects across Kaiser Permanente enterprise.

Principal Program Coordinator – Metropolitan Transportation Commission, Oakland, CA 1994-2004

- Led team of staff, consultants, and contractors implementing a region-wide transit fare payment system for the San Francisco Bay Area.

EDUCATION

M.A., Urban Planning, University of California Los Angeles, 1993

B.A., Urban Studies, Stanford University, 1991

COMMUNITY SERVICE

Chair, Town of Moraga Planning Commission 2005-2012

Co-chair, Town of Moraga Climate Action Plan Task Force 2012-2013

Chair, CCTA Citizens' Advisory Committee 2006-Present

Curtis P. Schmitt, PE

curtis@arc-alternatives.com

SUMMARY

Experienced Program Manager and Engineer with a proven record of developing successful strategic energy plans and implementing complex energy programs, balancing technical and strategic approaches. Deep experience in Investor Owned Utility incentive programs, as well as providing owner's representation for technical review and program implementation. Demonstrated ability to leverage engineering competency, judgment and strong interpersonal skills to lead teams and deliver results.

EXPERIENCE

Principal, Co-Founder

ARC Alternatives, San Francisco, CA, Feb 2014 to present

- Founding and startup of consulting company serving the clean energy consulting needs of the Public sector

Principal

Newcomb | Anderson | McCormick, San Francisco, CA, 2007-Jan 2014

- *PG&E (Lead Utility) SCE, SDG&E, SCG, California Department of Corrections and Rehabilitation* - Statewide Program Manager for the CDCR/IOU Energy Efficiency Partnership. Annual savings through 2013 over 50 million kWh, 1.5 million therms and approximately 6MW of demand reduction, earning $27M of incentives.
- *University of California* – Systemwide Strategic Energy Plan (SEP) - Managed audits, analysis and report which identified over $900M in energy efficiency and renewable generation projects for the University. Resulted in UC planning nearly 400M in projects in following 5 years.
- *PG&E, SCE & SCG* – Various Programs - Provided technical support for various programs including third party programs, internal process improvements, project development and technical reviews, and incentive approvals.

Lead Mechanical Engineer

EMCOR Energy Services, Consulting Services, San Francisco, CA 2001-2007

- *PG&E, SCE* – Managed and provided technical due diligence reviews in support of various customized incentive programs (SPC, NRR-DR, SBD, Partnerships).
- *Verizon Communications* – Provided engineering and program support to Corporate Energy Manager and initiatives across national footprint.
- *San Francisco Department of the Environment (SFE)* – Program Design and construction management support for the Power Savers program. Achieved 6 MW demand reduction across 4,000 businesses in small and hard to reach businesses in San Francisco.
- WebGen Systems – Identified opportunities, developed strategies and developed control points lists to support implementation of WebGen System's Enterprise Energy Management.

EDUCATION

M.S., Engineering Management, University of Missouri at Rolla, 2000

B.S., Mechanical Engineering, University of California at Davis, 1995

Andrew D. Meiman, PE

andrew@arc-alternatives.com

SUMMARY

Experienced program manager and engineer with 20 years of experience and a proven record of implementing complex engineering-driven programs in multi-stakeholder environments in the education, government and utility sectors.

EXPERIENCE

Principal, Co-Founder

ARC Alternatives, San Francisco, CA, Feb 2014 to present

- Founding and startup of consulting company serving the clean energy consulting needs of the Public sector

Principal

Newcomb | Anderson | McCormick, San Francisco, CA, 2006-Jan 2014

- *Southern California Edison (Lead Utility)* - Statewide Program Manager for the UC/CSU/IOU Energy Efficiency Partnership, saving the University of California (UC) and California State University (CSU) annually 335 million kWh, 19 million therms and 40MW
  - Led Executive and Management Teams governing the operation of the Partnership
  - Organized, directed and executed all work for the Partnership including technical review, project development, tracking, reporting, outreach, training, and planning
  - Through 2013 the Partnership of demand reduction
- *California Energy Commission* – Developed approaches to bring private financing into the public sector energy efficiency projects
- *University of California, Office of the President* – Supported large multi-discipline team to in development of a Systemwide Strategic Energy Plan
- *Pacific Gas & Electric Company* – Led team for data integration and reconciliation of 30+ third-party energy efficiency programs; Evaluated and redesigned internal energy efficiency processes related to utility run core energy efficiency programs

Senior Associate

Booz Allen Hamilton, San Francisco, CA 1996-2006

- Multiple public sector and non-profit clients - Performed analysis, strategic and program planning for aggressive renewable and efficiency programs; evaluated appropriate role of renewables and energy efficiency, future demand, supply availability and constraints

EDUCATION

M.B.A., University of Virginia, Darden Graduate School of Business, 1996
B.S., Aerospace Engineering, University of Colorado, 1991

PROFESSIONAL AFFILIATIONS AND COMMUNITY SERVICE

Registered Professional Engineer, Mechanical (CA)

CFO, Treasurer, and Co-Founder, Pacifica Education Foundation

Colman Snaith

Director of Engineering

Mr. Snaith is responsible for the development of energy efficiency and efficient power generation projects in commercial, institutional, governmental, and military facilities. He is experienced in all phases of energy analysis and energy project development, including data collection, project development, project savings calculations, cost estimating, code compliance, and report writing. He has analyzed energy projects involving HVAC systems, central plants, pumps, compressors, motors, and process loads.

CREDENTIALS

Years of Experience: 18

Registrations / Licenses:

- Registered Mechanical Engineer, CA 1999

Education

- B.S., Mechanical Engineering, Boston University, 1994

EXPERIENCE

Relevant Project Experience

- **Sacramento Municipal Utility District Large Commercial Comprehensive Retrofit Pilot Program / Program Manager**
  Mr. Snaith works in close concert with SMUD to develop and implement the Large Commercial Comprehensive Retrofit Pilot Program. This Program encourages large commercial customers to pursue greater levels of energy efficiency and realize deep cuts in their existing energy consumption. The Program involves a comprehensive, whole-building approach to commercial building energy reduction with a goal of achieving a minimum of 20% energy savings per building. Mr. Snaith is working with SMUD to identify an incentive structure that encourages program participants to implement far reaching changes to how they use energy, while remaining cost effective for SMUD. Mr. Snaith was also charged with developing the analysis detail required to convey confidence in the level of savings.

- **Pacific Gas & Electric Company, Non-Residential Retrofit Demand Response (NRR-DR) and Standard Performance Contract Programs / Technical Advisor**
  Mr. Snaith provides technical guidance for TRC staff in reviewing energy savings calculations for the PG&E Non-Residential Retrofit Demand Response (NRR-DR) Program (and its predecessor).

- **Southern California Edison, Calculated Incentive Program (CIP) / Technical Advisor**
  Mr. Snaith provides technical guidance to TRC staff in reviewing energy savings calculations for the SCE Calculated Incentive Program (CIP) Program. This energy savings measures includes the replacement of existing equipment or systems with new, high-efficiency equipment or systems.

- **City of San Jose Retrocommissioning Audits / Program Manager**
  Mr. Snaith leads TRC's efforts to transform this Silicon Valley city's facilities into high performance green buildings. Mr. Snaith and his team have performed retro-commissioning studies of city facilities including police stations, fire stations, libraries, museums, administration buildings, and senior and community centers. For each facility, Mr. Snaith works to identify low-cost/no-cost operational and system improvements to enhance the building's performance and reduce the city's energy usage.

Michael D. Roberts, PE, LEED AP

Quality Assurance Engineer

As quality assurance engineer, Mr. Roberts is responsible for directing training and development for EES staff engineers and maintains the technical tool library. He leads formal training initiatives for utility, institutional, and private customers. He presented a one-day Introduction to Whole-Building Benchmarking workshop for the Sacramento Municipal Utility District (SMUD). He also presented FEMP BLCC workshops at the Southern California Gas Company's Energy Resource Center and the General Services Administration facility in Auburn, Washington.

Mr. Roberts has worked as an engineer in the field of energy management since 1979. During this time, he has been responsible for managing and conducting energy surveys and developing energy efficiency analyses for several hundred commercial, industrial, and governmental facilities. These include military bases, university campuses, research facilities, state and local government facilities, and a variety of hospitals, schools, and commercial facilities.

CREDENTIALS

Years of Experience: 34

Registrations / Licenses:

- Registered Professional Mechanical Engineer, 1982
- ASHRAE
- US Green Building Council (USGBC) Member
- USGBC Leadership in Energy and Environmental Design Accredited Professional (LEED AP)

Education

- B.S., Engineering, Harvey Mudd College, Claremont, California 1979

EXPERIENCE

Professional Background

- **Southern California Edison, CIP Program / Project Engineer** Mr. Roberts is responsible for reviewing energy savings calculations for the SCE Calculated Incentive Program (CIP) Program, as well as quality control of savings.
- **San Francisco Public Utilities Commission / Lead Energy Engineer** Mr. Roberts has performed engineering analyses for City and County of San Francisco facilities over several years. He has performed energy audits at sports facilities, convention halls, water supply and distribution facilities, the San Francisco Zoo, and waste water treatment plants. He conducted comprehensive energy audits for numerous Park and Recreation Department sites. Mr. Roberts performed technical evaluations of proposed boiler efficiency improvement projects for Park and Recreation Department facilities, evaluating the technical feasibility of various heating system improvements and quantified the savings and costs of recommendations. He also performed energy audits of San Francisco's Fire and Police Department locations. He has conducted field surveys and analyzed opportunities for HVAC system efficiency improvements at the City's Moccasin, Holm, and Kirkwood power plants and associated facilities.
- **US Army Radford Army Ammunition Plant (RFAAP) / Lead Energy Engineer** Mr. Roberts led a team of engineers to assess the energy demands and current major energy consuming equipment and infrastructure at Radford Army Ammunition Plant (RFAAP). As part of this project, Mr. Roberts verified the existing equipment type, function, and condition; estimated the electrical loads associated with process and major end uses (e.g. process, compressed air, HVAC) of electricity; estimated the steam loads for each process and the steam energy losses in the processes and distribution systems; and identified energy conservation opportunities with their associated savings.

Jacob B. Green

Lead Project Engineer

Mr. Green has experience in energy audits, retro-commissioning, renewable energy sources, and energy savings calculations. He has analysis and hands-on field experience with a variety of energy technologies, including emerging technologies in energy efficient lighting. He manages TRC's equipment locker, which includes inventorying, maintaining, purchasing, and researching new equipment. Inventory of analysis equipment ranges from basic hand tools and spot measurement equipment to poly phase power logging equipment. Mr. Green has completed NFPA 70E electrical safety training and is certified to work on live electrical systems up to 600 volts.

CREDENTIALS

Years of Experience: 9

Registrations / Licenses:

- Certified Measurement and Verification Professional
- Bonneville Power Administration (BPA) Certified Energy Auditor
- Oregon Association of Professional Energy Managers
- US Green Building Council (USGBC) Member
- USGBC Leadership in Energy and Environmental Design Accredited Professional (LEED AP)

Education

- NFPA 70 E Training
- Energy Management Technician, Lane Community College, Eugene, Oregon

EXPERIENCE

- **Pacific Gas & Electric Company, Emerging Technology Assessments / Field Lead**
  Mr. Green was the lead field inspector for *LED Office Lighting and Advanced Lighting Control System*, Project ET11PGE3251, November 2012. He was both lead field inspector and lead report author for *Advanced Lighting Control System (ALCS) in an Office Building*, Project ET12PGE1031, April 2013. He was responsible for the development and execution of monitoring plans, field investigation, and data analysis for the two emerging technology evaluation projects. He studied customer requirements, determined the data collection requirements, and procured appropriate measurement equipment for the studies. He set equipment in the field to record the required data, including light levels and power consumption. He coordinated the field data collection efforts with contractors and building occupants.
- **City of San Jose Retrocommissioning Audits / Staff Engineer**
  Mr. Green supported the two-phased retrocommissioning audits at six libraries throughout the City of San Jose. As part of this project, Mr. Green performed HVAC focused building audits, which included performing spot measurements on AHUs for kW, amps, and temperatures (supply, return, and discharge air and CHW and HHW). He accessed the EMS to determine/verify building/HVAC operation and schedule, and was responsible for deciphering all trend data.
- **Pacific Gas & Electric Company Retrocommissioning Audit / Field Engineer**
  Mr. Green is responsible for the development and analysis of retrocommissioning and energy conservation projects and systems for commercial, industrial, and governmental facilities. As a field engineer, Mr. Green provides support for all phases of the retrocommissioning projects including project initiation and investigation gathering information about the control system, scheduling, and the condition of equipment and generating an estimated project budget, timeline, and potential savings figures. He also supports project implementation and provides training to onsite O&M and building personnel.

Pratap Jadhav

Project Engineer

Mr. Jadhav is familiar with a variety of utility incentive programs and government rebate programs to maximize the cost-effectiveness of energy savings recommendations. He is a graduate of Oklahoma State's Industrial Assessment Center sponsored by the DOE's EERE Industrial Technologies Program. As part of this program, Mr. Jadhav provided small- to medium-sized manufacturing facility with energy and water assessments to help them identify opportunities to improve productivity, reduce waste, and save energy.

Mr. Jadhav has experience in energy audits, renewable energy sources, and energy savings calculations. He has assessed the energy savings potential for client facilities in the manufacturing, industrial, commercial building, and higher education sector. As part of this work, he conducts site inspections, verifies that the submitted energy savings calculations are sound and, if necessary, adjusts savings according to program guidelines. He works on the energy savings measures, which includes the replacement of existing equipment or systems with new, high-efficiency equipment or systems.

CREDENTIALS

Years of Experience: 5

Education

- MS - Industrial Engineering & Management, Oklahoma State University
- BS - Mechanical Engineering, Shivaji University, India

Industry Organizations:

- Alpha Pi Mu, the National Industrial Engineering Honor Society
- Institute of Industrial Engineers

EXPERIENCE

Professional Background

- **U.S. Department of Veterans Affairs, Northern California Health Care System / Auditor** Mr. Jadhav performed lighting, HVAC, and building envelope audits of 7 buildings at the Sacramento Medical Center in Mather, CA. As part of the energy audits, Mr. Jadhav and the TRC Team are identifying and quantifying energy savings potential in systems and equipment with the greatest potential for savings to meet the VA's goal of 10% energy reduction campus-wide.
- **Confidential Manufacturing Client / Auditor and Analysis Engineer**
  An international manufacturing client came to TRC to help develop energy savings calculations in support of PG&E energy efficiency incentives and rebates for the company's EMS and HVAC retrofit projects for their Northern California manufacturing facility. As part of this project, Mr. Jadhav performed energy audits of the HVAC, controls and lighting at multiple buildings at the manufacturing site and developed energy savings calculations to help the company maximize their energy efficiency and cost savings potential.
- **PG&E Non-Residential Retrofit Demand Response (NRR-DR) Program / Staff Engineer** Mr. Jadhav is responsible for reviewing energy savings calculations for the PG&E Non-Residential Retrofit Demand Response (NRR-DR) Program. The energy savings measure includes the replacement of existing equipment or systems with new, high-efficiency equipment or systems. As part of this work, he conducts site inspections. He verifies that the submitted energy savings calculations are sound and, if necessary, he recalculates and adjusts savings according to program guidelines.
- **PG&E Savings By Design Program / Engineer** Mr. Jadhav meets with PG&E, its customer, and the design engineer; identifies potential energy efficiency measures; and makes recommendations for energy efficiency improvements.

Daniel MacRostie, EIT

Energy Engineer

CREDENTIALS

Years of Experience: 4
Registrations / Licenses:

- Society of Plastics Engineers, Member

Education

- B.S., Mechanical Engineering, California State University, Chico, 2010

EXPERIENCE

Professional Background

- **Pacific Gas & Electric Company Retrocommissioning Audit / Lead Engineer**
  Mr. MacRostie is responsible for the development and analysis of retrocommissioning and energy conservation projects and systems for commercial, industrial, and governmental facilities. As the lead engineer, Mr. MacRostie provides support for all phases of the retrocommissioning projects including project initiation and investigation gathering information about the control system, scheduling, and the condition of equipment and generating an estimated project budget, timeline, and potential savings figures. He also supports project implementation, post installation verification, and provides training to onsite O&M and building personnel.
- **City of San Jose Retrocommissioning Audits / Lead Engineer**
  Mr. MacRostie is TRC's lead engineer in support of efforts to transform this Silicon Valley city's facilities into high performance green buildings. Mr. MacRostie has performed retro-commissioning studies of city facilities including fire stations, libraries, city hall, administration buildings, and senior and community centers. For each facility, Mr. MacRostie works to identify low-cost/no-cost operational and system improvements to enhance the buildings' performance and reduce the city's energy consumption. As part of this project, Mr. MacRostie performed HVAC focused building audits, which included performing spot measurements on AHUs for kW, amps, and temperatures (supply, return, and discharge air and CHW and HHW). He accessed the EMS and deployed temporary data loggers to determine/verify building HVAC operation and schedule, and was responsible for deciphering all trend data. He created calibrated building simulations using the eQUEST software to estimate the energy savings associated with proposed system improvements. Mr. MacRostie is also responsible for developing the written reports for these projects.
- **PG&E Non-Residential Retrofit Demand Response (NRR-DR) Program / Staff Engineer**
  Mr. MacRostie is responsible for reviewing energy savings calculations for the PG&E Non-Residential Retrofit Demand Response (NRR-DR) Program. The energy savings measure includes the replacement of existing equipment or systems with new, high-efficiency equipment or systems. As part of this work, he conducts site inspections. He verifies that the submitted energy savings calculations are sound and, if necessary, he recalculates and adjusts savings according to program guidelines.
- **Pacific Gas & Electric Company Savings By Design / Building Simulation Modeler**
  Mr. MacRostie is responsible for reviewing pre- and post- construction stage projects for PG&E's Savings by Design (SBD) program. As such, he reviews drawings, models, calculations, and energy reports for accuracy and in comparison with California Energy Code (Title 24) requirements. Mr. MacRostie regularly conducts building simulations using EnergyPro, and eQUEST software. He is a lead author for SBD reports and has written reports for schools, hospitals, libraries, and commercial office buildings.

Attachment B – State of California Form ARTS-GS: Articles of Incorporation of a General Stock Corporation

3640356

ARTS-GS	Articles of Incorporation of a General Stock Corporation

To form a **general stock corporation** in California, you can fill out this form or prepare your own document, and submit for filing along with:

- A **$100** filing fee.
- A separate, non-refundable **$15** service fee also must be included, if you **drop off** the completed form or document.

Important! Corporations in California may have to pay a minimum $800 yearly tax to the California Franchise Tax Board. For more information, go to https://www.ftb.ca.gov.

Note: *Before submitting the completed form*, you should consult with a private attorney for advice about your specific business needs.

FILED
Secretary of State
State of California
JAN 24 2014

This Space For Office Use Only

For questions about this form, go to *www.sos.ca.gov/business/be/filing-tips.htm.*

Corporate Name (List the proposed corporate name. Go to www.sos.ca.gov/business/be/name-availability.htm for general corporate name requirements and restrictions.)

① The name of the corporation is ARC Alternatives

Corporate Purpose

② The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

Service of Process (List a California resident or an active 1505 corporation in California that agrees to be your initial agent to accept service of process in case your corporation is sued. You may list any adult who lives in California. You may **not** list your own corporation as the agent. **Do not** list an address if the agent is a 1505 corporation as the address for service of process is already on file.)

③ a. Andrew D. Meiman
Agent's Name

b. 377 Olympian Way | Pacifica | CA | 94044
*Agent's Street Address (if agent is **not** a corporation) - Do not list a P.O. Box* | *City (no abbreviations)* | *State* | *Zip*

Corporate Addresses

④ a. 144 Donald Drive | Moraga, CA | 94556
Initial Street Address of Corporation - Do not list a P.O. Box | *City (no abbreviations)* | *State* | *Zip*

b. _____
Initial Mailing Address of Corporation, if different from 4a | *City (no abbreviations)* | *State* | *Zip*

Shares (List the number of shares the corporation is authorized to issue. Note: Before shares of stock are sold or issued, the corporation must comply with the Corporate Securities Law of 1968 administered by the California Department of Corporations. For more information, go to www.corp.ca.gov or call the California Department of Corporations at (213) 576-7500.)

⑤ This corporation is authorized to issue only one class of shares of stock.

The total number of shares which this corporation is authorized to issue is 100000.

This form must be signed by each incorporator. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are made part of these articles of incorporation.

▶ Andrew D. Meiman
Incorporator - Sign here

Andrew D. Meiman
Print your name here

Make check/money order payable to: **Secretary of State**

Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a $5 certification fee.

By Mail
Secretary of State
Business Entities, P.O. Box 944260
Sacramento, CA 94244-2600

Drop-Off
Secretary of State
1500 11th Street, 3rd Floor
Sacramento, CA 95814