

CHANGE ORDER NO. 3

This Change Order No. 3 (the "Change Order") is issued pursuant to the CALIFORNIA ENERGY EFFICIENCY STRATEGIC PLAN IMPLEMENTATION CONTRACT dated March 9, 2011 (the "Contract") between THE SOUTH BAY CITIES COUNCIL OF GOVERNMENTS ("Implementer") and SOUTHERN CALIFORNIA EDISON COMPANY ("SCE") and sets forth certain changes to the Statement of Work ("SOW") executed by Implementer and SCE on March 9, 2011 and modified by Change Order No. 1 effective November 1, 2012 and Change Order No. 2 effective January 1, 2013. This Change Order is effective as of March 1, 2014 ("Change Order Effective Date"). Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Contract.

The parties agree to modify the SOW as follows:

1. Task 3, City Official Training – Course Delivery, is deleted in its entirety and replaced with the following:

Task 3 – City Official Training – Course Delivery

The Implementer will provide, with the assistance of its Subcontractor, training to Participating Municipalities' elected officials, building officials, planning commissioners, and other city employees who deal with the public regarding building, planning and code compliance issues and who have demonstrated their interest and are looking for additional tools and information to support Program development to increase city approval of programs and ordinances that result in improved energy efficiency, demand response, and on-site generation programs.

Through the Program, the Implementer will promote increased city buy-in, support, and creation of energy efficiency programs among its Participating Municipalities.

The Implementer will host a minimum of 20 and a maximum of 30 workshops throughout the South Bay region by December 31, 2012. The Implementer will conduct 6 to 10 workshops between August 1, 2013 and October 15, 2014. Sessions will be held at times and places that will maximize their participation. The target size for these training workshops is 15 to 30 individuals. One hundred percent of each Participating Municipalities' target audiences will be invited to attend.

Implementer will develop and share, as appropriate, the training module(s) as template(s) for city staff and elected officials throughout Los Angeles County.

A. **Implementation Report:** The Implementer will, at a minimum, track the following information through the IR Tool:

- Date of training workshop;

- Location of training; and
- Number of persons trained by category (elected official; building commissioner, building official, etc.).

In addition, Implementer will maintain attendance rosters for each training session that includes names, contact information and signatures for each attendee.

Through a Program evaluation survey and/or other participant feedback instrument (to be developed by the Implementer in consultation with the CPM) Implementer will quantitatively assess the value and benefits of the Program to include, but not limited to, the following:

- Each participant’s perception of the degree to which their city/jurisdiction supports energy efficiency in its current code requirements;
- Extent to which each participant is favorably disposed to support energy efficiency codes and standards in their jurisdictions (before and after);
- Actions participant plans to take following the training, if any, that would lead to increased energy efficiency in their jurisdiction (new codes and standards, energy efficiency programs, etc.); and
- Participant evaluation of overall course content.

Task 3 - Deliverable(s)	Due Date(s)
1. Report on status of Subcontractor to support the task	NTP plus 6 Months
2. Deliver schedule of training workshops for SCE Review and approval	NTP plus 1 month following approval of the final curriculum
3. Deliver first training workshops	NTP plus 8 Months
4. Deliver remainder of training workshops per schedule	Ongoing following first session. To be complete by October 15, 2014.
5. Maintain attendance roster of attendees and sample materials used for each workshop	Ongoing
6. Implementation Report: Deliver Monthly reports from tracking system of key performance indicators.	Monthly with Invoicing Requirements (see Task 5)
7. Provide report of best practices and lesson learned in delivery of training workshops	By October 31, 2014

2. Task 4, Part C.6 is deleted in its entirety and replaced with the following:

6. Training Delivery: Implementer will train Participating Municipalities on energy analyses techniques and develop an implementation plan for EEMIS monitoring and maintenance. Activities will include but are not limited to the following:

- Implementer will train Participating Municipalities on using EEMIS to analyze energy consumption data, identify energy savings opportunities, benchmark facility usage and operations, and sustain project savings. Implementer will provide this training in three phases: orientation, detailed users training, and how to utilize data and reports provided by EEMIS.
- Implementer will also develop an EEMIS maintenance plan; and preparation of a training report describing the training sessions conducted, personnel trained, and an assessment of the effectiveness of the training.

3. Task 4, Deliverable Table is deleted in its entirety and replaced with the following:

Task 4 - Deliverable(s)	Due Date(s)
1. Kickoff meeting with Los Angeles County and an understanding of the timeline	NTP + 30 Calendar Days
2. EEMIS/Utility Manager Assessment and Planning Report completed for review and comment by SCE	NTP + 45 Calendar days
3. Procure Utility Manager/EEMIS System	NTP + 60 Calendar Days
4. EEMIS/Utility Manager Assessment and Planning Report	Ongoing following execution of the EEMIS Agreements
5. Create Program Management Plan (PMP) using the template provided by the CPM	NTP + 90 Calendar Days
6. Recruit and enroll participants in EEMIS from Participating Municipalities; customize PMP for each Participating Municipality	Enroll first participant within NTP plus 120 Calendar Days
7. 7.1 Begin implementation of PMP for each Participating Municipality	NTP plus 150 Calendar Days
8. 7.2 Complete implementation of PMP for each Participating Municipality	By March 30, 2014
9. Test network connectivity and functionality for facilities of each Participating Municipality	By December 15 2013
10. Prepare Utility Manager/EEMIS Installation Report	By December 15 2013
11. Assess the value and benefits of the Program and report list of identified needs as they occur.	By October 15, 2014
12. Deliver Monthly reports from EEMIS system	Monthly with Invoicing

Task 4 - Deliverable(s)	Due Date(s)
	Requirements (see Task 5)

4. Task 6, Deliverable Table is deleted in its entirety and replaced with the following:

Task 6 - Deliverable(s)	Due Date(s)
1. Submit detailed ramp-down and shut-down plans and schedules to CPM for review and approval	No later than September 1, 2014
2. Resolve outstanding Program issues and begin preparation of Final Report	No later than September 1, 2014
3. Begin Program ramp-down	No later than September 1, 2014
4. Complete all services in Tasks 1-4	No later than October 15, 2014

5. Task 7, Deliverable Table is deleted in its entirety and replaced with the following:

Task 7 - Deliverable(s)	Due Date(s)
1. Submit draft Final Report for SCE review and approval	No later than October 15, 2014
2. Submit revised Final Report for SCE review and approval	The latter of November 1, 2014 or within two (2) weeks of SCE comments

6. Table 1: Implementer T&M Fully Burdened Hourly Billing Rates is deleted in its entirety and replaced with the following:

Table 1: Implementer T&M Fully Burdened Hourly Billing Rates

Position	Primary Responsibility	Fully Burdened Hourly Rate for years 2010-2014⁴	% of Total Hours
Executive Director	Program Coordination	\$180	2.00%
Deputy Director	Program Coordination	\$135	2.00%
Program Manager	Program Coordination/Implementation	\$128	6.00%
Operations Manager	Program Coordination	\$108	5.00%
Accounting Manager	Invoicing & Bookkeeping	\$102	3.00%
Accountant	Invoicing & Bookkeeping	\$83	5.00%
Environmental Programs Specialist II	Program Implementation	\$102	21.38%
Environmental Programs Specialist I	Program Implementation	\$80	25.62%
Environmental Services Analyst III	Workshop Coordination	\$102	6.00%
Environmental Services Analyst II	Workshop Coordination	\$74	6.00%
Environmental Services Analyst I	Workshop Coordination	\$59	12.00%
Administrative Assistant	Workshop Support	\$46	6.00%
Senior Consultant	Content Consultant	\$200	-
Weighted Average Hourly Rate		\$89.29	100%

7. General. From and after the Change Order Effective Date, any reference to the SOW contained in any notice, request, certificate or other instrument, document or agreement shall be deemed to mean the SOW, as amended by this Change Order. Except as modified herein, all other terms and conditions of the SOW shall remain in full force and effect.

⁴ Subcontracted Work shall be charged at the hourly rates actually paid by Implementer, not to exceed the hourly rates set forth in the Contract for Work performed by the Implementer. Implementer shall provide Subcontractor invoices for any Implementer's invoice that includes Subcontractor costs.

IN WITNESS WHEREOF, the Parties hereto have caused this Change Order to be executed by their duly authorized representatives as of the Change Order Effective Date.

IMPLEMENTER:
SOUTH BAY CITIES COUNCIL OF GOVERNMENTS

By: Daniel Medina

Title: Chair

Date:

SCE:
SOUTHERN CALIFORNIA EDISON

By: Erwin Furukawa
Title: Senior Vice President,
Customer Service

Date: