

Statement of
Qualifications for
**San Carlos
School District**

Consulting Services for Procurement of
Solar Photovoltaic Systems



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Sage Renewable Energy Consulting, Inc.
www.sagerenew.com

Letter of Interest

July 2, 2015

Robert Porter
Chief Operations Officer
San Carlos School District
1200 Industrial Road, Unit 9
San Carlos, CA 94070

Dear Mr. Porter,

Sage Renewables Energy Consulting, Inc. is pleased to present this response to the San Carlos School District's request for Statement of Qualifications for Professional Consulting Services Procurement of Solar Photovoltaic Systems. Sage's team provides the exact expertise outlined in the request. Some of the key reasons we are uniquely qualified for this work include:

Deep Renewables Experience with Public Schools – Since 2005, Sage has consulted on over 120 MW of renewable generation projects and worked with over 30 California school districts. Our work spans all aspects of renewable projects, from feasibility studies to operational assistance. We are technical, financial and market experts on renewable energy options in California.

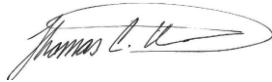
Financial Acumen – Sage focuses heavily on project finance for clients, understanding the myriad finance mechanisms available to public agencies as well as the risks inherent to solar projects. Our conservative financial analyses provide the metrics to evaluate the best financing route and decide whether to move forward with a project.

Competitive Fees – Sage provides a superior service at fees below our competition. The potential CEC grant typically covers most feasibility studies and our follow-on services are a small percentage of the total project value. Our fees are more than offset through our well led competitive procurement process and expertise in contracting and project implementation services.

Follow-on Services – Alluded to above, Sage provides complete project management services beyond feasibility studies including: Competitive Procurement (RFP/RFQ), Finance Support, Contracting, Design/Construction Support, Third Party Commissioning, and Operational Assistance.

We are confident that our combination of technical experience and financial expertise makes Sage the perfect consultant for the San Carlos School District's solar photovoltaic projects. We are excited about the opportunity to work with you.

Sincerely,

A handwritten signature in black ink, appearing to read "Thomas L. Williard", enclosed within a thin, hand-drawn oval.

Tom Williard
Principal and CEO
Sage Renewable Energy Consulting, Inc.
Direct Phone: (650) 592-7243
Email: tom@sagerenew.com
www.sagerenew.com

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Executive Summary

Sage Renewables is a renewable energy consulting and project development firm that provides expert, independent, and customized professional services across the public and private sectors.

Since 2005, Sage Renewables has worked with more than 35 California public agencies and helped clients evaluate over 120 MW of renewable generation projects, primarily solar PV, as well as solar thermal, wind, fuel cells, and biogas. Sage utilizes both industry standard and proprietary tools to provide investment grade feasibility studies, competitive procurement, financial modeling, third-party commissioning and operational services that ensure projects meet or exceed performance and financial targets.

Sage's services encompass exactly what is outlined in the San Carlos School District Request for Qualifications. Our core services include:

Feasibility	Site Analysis, Preliminary Design, Production/Financial/Tariff Modeling, Sensitivity & Risk Analysis, Investment Grade Reports, Program Design
Finance	Funding & Incentives, Financial Analysis, Due Diligence, Incentives Management, Fair Market Value Assessments, RECs & Carbon Credit Management
Implementation	Competitive Procurement (RFP/RFQs), Contract Negotiation, Design Review, Permitting and Interconnection, Construction Support, Third Party Commissioning
Operations	Performance Monitoring and Optimization, O&M Contract Assistance, Asset Management, Financial & Performance Reporting

Narrative

History and Structure

Sage's principals have been providing professional renewable energy consulting services since 2001. In February 2005, David Williard formed the renewable energy consultancy, Sustainergy Systems, and was joined shortly thereafter by his brother, Tom. In 2009, Brent Johnson joined the firm, which they renamed and incorporated as a California S-Corporation called Sage Renewable Energy Consulting.

Insurance Coverage

Certificates are available upon request.

1. Comprehensive- Farmers (Truck) Insurance Exchange

Policy #60588-98-71, Effective 1/20/15

Limits	
Each Occurrence	\$2,000,000
Aggregate	\$4,000,000

2. General Liability- MidCentury Insurance Company, NAIC #21687

Policy #60487036, Expires 12/31/15

Limits	
Each Occurrence	\$2,000,000
Damage to Rented Premises (each occurrence)	\$100,000
Medical Expenses (Any one person)	\$5,000
Personal & Adv. Injury	\$2,000,000
General Aggregate	\$4,000,000
Products – Comp / Op Agg	\$2,000,000

3. Professional Liability- Continental Casualty Insurance Company

Policy #287304527, Effective 11/2/14

Limits	
\$1,000,000 / claim	\$2,000,000 /aggregate

4. Automotive Liability- MidCentury Insurance Company, NAIC #21687

Policy #6048736, Expires 12/31/15

Limits	
Combined Single Limit (each accident)	\$1,000,000

5. Worker's Compensation- MidCentury Insurance Company, NAIC #21687

Policy #A09476914, Effective 1/20/15

Limits	All Benefits Provided by State Law
Bodily Injury by Accident (each accident)	\$1,000,000
Bodily Injury by Disease (each employee)	\$1,000,000
Bodily Injury by Disease (annual aggregate)	\$1,000,000

Working with California Public Schools

Sage has extensive experience working with public schools in California ensuring energy projects are appropriately implemented and perform above expectations. Sage has worked with 30 California Schools on 50+ MW of solar PV projects. A portion of our renewable energy work with schools was performed as a consultant to the California Energy Commission's Bright Schools Program.

The primary focus of our work is energy projects for California K-12 public school districts. Sage has assisted Districts with evaluating and implementing self-financed projects, third party ownership models such as Power Purchase Agreements (PPAs) and leases, PPA buyouts, and Prop 39 funded projects. In addition to our renewable generation work, we have helped school clients implement efficiency programs, evaluate batteries and fuel cells, and review solar thermal options.

Philosophy

Key to successful implementation of a project is understanding the stakeholders, information and decisions required. Two of our principals have served as public trustees, one as a CA public school board member for seven years and the other currently on his local utility district board. We take pride in our personalized, responsive and detailed approach to each project.

Community Involvement

Most of Sage's project experience has been working with public agencies in California. We understand that a successful public project requires all stakeholders buy-in and early involvement. One of the initial recommendations we make on all projects is to hold public meetings with the community early in the project design phase in order to inform them of the plans and receive input from the community.

Procurement Experience

Developing and managing RFPs for renewable energy projects is one of our core services. We have a vetted process that aligns with our clients' Board meetings in order to facilitate efficient decision processes. Sage's electronic proposal forms are familiar to most PV vendors allow us to compare all proposals in an "apples to apples" manor.

Contract Negotiation

Sage has negotiated contracts for over 25 public agency solar PV projects in the past 6 years.

Major K-12 Renewable Energy Projects Since 2012

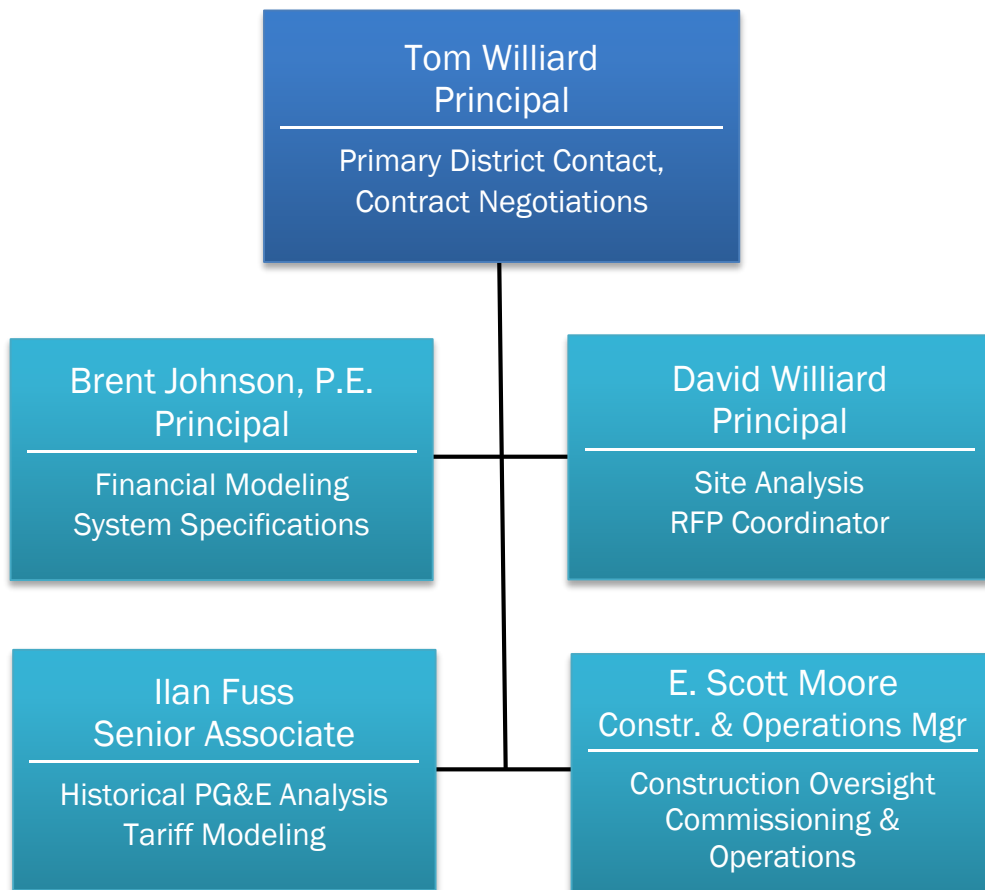
Client	Scope	District Contact	Contractor	Sage Leader	Value
Kern High School District (in progress)	22 MW PV, Full Project Implementation (PPA)	Rick Ruiz, Director of Business Services (661) 827-3122	Allen Brown, Sr. Manager, Project Development, SunPower (510) 439-4786	David Williard	\$70M
Temecula Valley USD (in progress)	6.2 MW PV, Full Project Implementation (PPA)	Janet Dixon, Director of Facilities Development (915) 506-7914	Bret Crochet, Project Development Manager, Solar City (858) 900-1796	Brent Johnson	\$20.1M
San Mateo UHSD	3.2 MW PV, Full Project Implementation	Elizabeth McManus, Deputy Superintendent of Business Services (650) 558-2204	Todd Lee, Principal, Greystone West Construction Management (707) 933-0624	Tom Williard	\$30M
William S. Hart UHSD	6.6 MW PV, Financial & Contract Assistance (PPA)	Thomas Cole, Chief Operations Officer (661) 259-0033	Kathleen McKee, Attorney, Fagen Friedman & Fulfront, LLP (760) 304-6030	Tom Williard	\$25M
Pittsburg USD	3.2 MW PV, Financial/Contract Assistance, Cx Certification	Enrique Palacios, Associate Superintendent (925) 473-2302	Dave Olson, Director, PFM (formerly of KNN Public Finance) (415) 982-5544	Tom/David Williard	\$13M
San Bruno Park SD	834 kW PV, Full Project Implementation	Dr. David Hutt, Superintendent (650) 624-3100	Todd Lee, Principal, Greystone West Construction Management (707) 933-0624	Tom Williard	\$5.3M

Client	Scope	District Contact	Contractor	Sage Leader	Value
Bellevue USD	625 kW PV, Financial/Contract Assistance, Cx Certification	Tony Roehrick, Superintendent (707) 542-5197	Dave Olson, Director, PFM (formerly of KNN Public Finance) (415) 982-5544	Tom/David Williard	\$3M
Moreland SD	1.1 MW PV, Full Project Implementation	Karen Jelcick, Assistant Superintendent (408) 874-2922	Adam Coll, Principal, Greystone West (707) 933-0624	Brent Johnson	\$4.2M
Martinez USD	1.4 MW PV, Full Project Implementation	Rami Muth, Superintendent (925) 335-5800	Aaron Jobson, Principal Quattrochi Kwok Architects (707) 576-0829	Brent Johnson	\$5.7M
Fontana USD	1.2 MW PV, Contract Assistance (PPA)	Bob Copeland, Director Facilities Planning (909) 357-7520	-	Tom Williard	\$6.2M
Anderson Valley USD	274 kW PV, Full Project Implementation	James Collins, Superintendent (707) 895-3774	Mark Quattrocchi, Partner, Quattrochi Kwok Architects (707) 576-0829	David Williard	\$1.5M
San Ramon Valley USD	3.4 MW PV, Operational/Performance Guarantee Analysis	Richard Lowell, Director Facilities Development (925) 552-2970	-	Tom Williard	\$13M

To date, there has been no litigation resulting from any of our projects.

Personnel

Organizational Chart



Office Location

Sage will be managing and performing most of the work for the San Carlos School District project from its Belmont office, located at 1519 Solana Drive, Belmont, CA 94002.

Principals



Tom Williard

Tom is principal and co-founder of Sage Renewable Energy Consulting and has worked in the renewable energy industry since 2001. Prior to founding Sage, Tom was a Principal at energy consulting firms Sustainergy Systems and System Design. In 2005, Tom co-founded Solmetric, Inc., where he was Director of Research and Development for the initial SunEye product. Tom has expertise in modeling tool development, renewable energy finance, hardware and software engineering and growing engineering organizations and early stage companies. Previously, Tom spent twenty years in the electronics industry as a management consultant, senior technologist, and senior hardware and software engineer for a number of imaging and communications companies. Tom takes an active role in his community, having served on several boards and foundations in Marin County, CA, and as an elected Trustee of a CA public school district for seven years. Tom is an avid cyclist and plays drums in several bands.



Brent Johnson, PE, LEED AP

Brent is Principal and co-founder of Sage Renewable Energy Consulting. Brent has 16 years of experience as a Civil-Environmental Engineer, with five years in the renewable energy sector. During his time at Sage, he has developed custom financial and energy modeling tools and managed all aspects of renewable generation projects including feasibility studies, system design, project bids and construction, commissioning, and environmental credits management. Brent has worked on over 100MW of renewable projects encompassing a number of technologies such as solar PV, solar thermal, wind, fuel cells, and hydropower. His previous experience, both in the US and overseas, has included design of large municipal facilities, computer modeling, construction management, operational support, and CEQA permitting. Through this experience, he has overseen all aspects of project development, from concept to commissioned facilities, including serving as a construction manager on a complex, \$170M multi-year linear project. Brent holds an M.S. in Civil-Environmental Engineering from UC Berkeley, is a registered Professional Engineer (PE) in California and has his LEED certification from the US Green Building Council. He currently services as a director for his local water and fire district, is a volunteer firefighter, an avid traveler and surfer.

**David Williard, LEED AP**

Principal and co-founder of Sage Renewable Energy Consulting, David has 10 years of experience in the renewable energy industry. David's work has included commercial and residential energy auditing, energy code compliance, green materials specification, renewable energy system design and implementation, renewable resource assessment, and renewable energy project management. He has experience coordinating with city and county government agencies through his work. In February 2005, David founded Sustainergy Systems Consulting & Design, which became Sage Renewables in August 2009. David holds a Bachelor of Science in Energy Management from Sonoma State University and has his LEED Accredited Professional certification from the US Green Building Council. He is active in his community, is a volunteer firefighter, and enjoys woodworking, surfing, and traveling with his wife.

Staff**Ilan Fuss**

Ilan is a Senior Associate at Sage with over six years experience in renewable energy. His project and business development work has included solar project finance, financial modeling, energy usage and generation modeling, utility tariff analysis, renewable energy resource assessments and feasibility, and sales. Prior to joining Sage, Ilan worked for a leading solar contractor and focused on providing financing solutions for his clients through a network of strategic relationships. Ilan holds a Bachelor's degree in Economics from the University of Washington, Seattle, is a member of the California Solar Energy Industries Association (Cal-SEIA) and the Solar Energy Industries Association (SEIA), and holds a certificate in PV Design and Installation from the Solar Living Institute. Ilan enjoys backpacking, rock climbing and growing vegetables in his backyard.

Scott Moore

Scott, Construction and Operations Manager, has a diverse skill set and a unique hands-on ability to tackle the many challenges and obstacles that are inherent to building large scale projects. He has been working in the construction industry for over 13 years. Due to his concern and interest in the environment at large, he has spent 8 of those years in the Solar PV industry. He has personally built, developed, advised on and managed many MWs of commercial PV systems from Nevada to Hawaii and much of California. Scott has worked with various EPCs, utilities, school districts and government agencies including the Army Corps of Engineers and US Navy on a diverse array systems and locales. He graduated from University of California, Santa Cruz with a B.A. in Art History. He enjoys building sculptural art, camping, dogs and motorcycles.

Compensation

Fee and Payment Schedule

Sage structures project management fees based on the size of project, calculated as a percentage of the average Engineering, Procurement and Construction (EPC) proposal cost from all proposers to the project. Sage's fee percentage is sliding scale based on the California Office of Public School Construction (OPSC) guidelines for Energy Consultant Fees.

Please see the *Sage Management Fees - Design-Build RFP Projects* table, below, for fee percentages based on EPC project build cost.

Sage Management Fees - Design-Build RFP Projects

OPSC Rates: Applicant Handbook, April 1998, Pg 3-23

Sage extended OPSC project cost schedule

Value of Energy Project		Fee (%) (Not Cumulative)	Fee
\$ -	\$ 50,000	7.50%	\$ 3,750
\$ 50,001	\$ 100,000	6.50%	\$ 6,500
\$ 100,001	\$ 200,000	5.50%	\$ 11,000
\$ 200,001	\$ 300,000	5.00%	\$ 15,000
\$ 300,001	\$ 500,000	4.50%	\$ 22,500
\$ 500,001	\$ 1,000,000	4.50%	\$ 45,000
\$ 1,000,001	\$ 2,000,000	3.75%	\$ 75,000
\$ 2,000,001	\$ 3,000,000	3.50%	\$ 105,000
\$ 3,000,001	\$ 4,000,000	3.38%	\$ 135,000
\$ 4,000,001	\$ 5,000,000	3.30%	\$ 165,000
\$ 5,000,001	\$ 6,000,000	2.97%	\$ 178,000
\$ 6,000,001	\$ 7,000,000	2.73%	\$ 191,000
\$ 7,000,001	\$ 8,000,000	2.55%	\$ 204,000
\$ 8,000,001	\$ 9,000,000	2.41%	\$ 217,000
\$ 9,000,001	\$ 10,000,000	2.30%	\$ 230,000
\$ 10,000,001	\$ 11,000,000	2.21%	\$ 243,000
\$ 11,000,001	\$ 12,000,000	2.13%	\$ 256,000
\$ 12,000,001	\$ 13,000,000	2.07%	\$ 269,000
\$ 13,000,001	\$ 14,000,000	2.01%	\$ 282,000
\$ 14,000,001	\$ 15,000,000	1.97%	\$ 295,000
\$ 15,000,001	\$ 16,000,000	1.93%	\$ 308,000
\$ 16,000,001	\$ 17,000,000	1.89%	\$ 321,000

\$ 17,000,001	\$ 18,000,000	1.86%	\$ 334,000
\$ 18,000,001	\$ 19,000,000	1.83%	\$ 347,000
\$ 19,000,001	\$ 20,000,000	1.80%	\$ 360,000
\$ 20,000,001	\$ 21,000,000	1.78%	\$ 373,000
\$ 21,000,001	\$ 22,000,000	1.75%	\$ 386,000
\$ 22,000,001	\$ 23,000,000	1.73%	\$ 399,000
\$ 23,000,001	\$ 24,000,000	1.72%	\$ 412,000
\$ 24,000,001	\$ 25,000,000	1.70%	\$ 425,000

Fees are negotiable should the District alter scope or schedule substantially. The percentage complete table below details the percentages of fee allotted for each task.

Task	Percentage
Task 1 - <u>Site Analysis</u>	10%
Task 2 - <u>RFP</u>	30%
Task 3 - <u>Vendor Selection</u>	10%
Task 4 - <u>Contracting</u>	10%
Task 5 - <u>Design Review</u>	10%
Task 6 - <u>Construction Support</u>	15%
Task 7 - <u>Commissioning Oversight</u>	15%
Task 8 - <u>Year 1 PVOps Service</u>	10%
Total	100%

Alternative Payment Structures

If the District elects to finance the project through a PPA agreement with a third party developer, all or part of Sage's fee can be built into the project financing. In this scenario the CLIENT would not pay any of Sage's fee from CLIENT funds, but would pay out over the term of the PPA as a small percentage of the PPA electricity price. The PPA project developer would pay Sage's fee directly to Sage on a project milestone schedule and include the cost of Sage's fee in their PPA pricing to the CLIENT. Sage fees paid by the PPA developer in this manner would be increased by 10% to account for the delay in payment and increased risk to Sage.

If CLIENT selects this alternative payment structure and the project is canceled for any reason then the CLIENT will be liable for payments to Sage for work completed per the percentage complete table above.

Reimbursable Expenses

For Fixed Fee proposals, reimbursable expenses are inclusive of the fee quoted. For time and material services, CLIENT shall reimburse SAGE reasonable and ordinary expenses at cost. Coach class airfare will be used for domestic travel and Business class for international travel. Travel time is billable at the full hourly rate.

Payment Terms

Net 30 days after receipt of invoice. Each scope task of the project will be billed individually as lump sum. We can also bill monthly based on hours worked if CLIENT would prefer. Invoices will be emailed monthly.

Requests for Additional Services

CLIENT authorization to proceed with additional requested services may be verbal or written. Verbal authorization will be documented in writing via email within five (5) business days following CLIENT's request and should sufficiently describe the scope of work requested.

For additional services beyond the scope of this Task Order, SAGE will be compensated on a time and materials basis at the current hourly rates shown below.

Hourly Fee Schedule - 2015

Title	Hourly Fee
Principal	\$210
Senior Engineer	\$185
Senior Energy Professional	\$165
Associate	\$150
Energy Analyst	\$130
Project Administrator	\$70

Term of Fee Schedule

The Hourly Fee Schedule above is for project work completed through December 31, 2015. Sage Renewables reserves the right to change the fee schedule after this term.

Testimonials

“The purpose of this letter is to provide a recommendation for Sage Renewables. It is my pleasure to do so. Our school district of nine (9) sites was the subject of an extensive solar energy generation effort. Sage Renewables was our partner from the beginning and all the way through to the project’s completion. The efficacy of the system came as a direct result of the thoroughness and skills of Sage Renewables’ professional staff.

At the design stage there were a variety of production models developed. All elements of generation efficiency; panel orientation, panel location and installation, and peak performance were done with skill and professional competence.....As we moved to the bid award and construction phases Sage Renewables remained our steadfast partner. We were able to ask the insightful questions and provide worthwhile context for interested general contractors. This was due in large measure to the talents and relationship between the district and Sage Renewables.

The project was brought in on time and within budget. We have been generating energy for the past several months and are very happy with the overall results. I have found that Sage Renewable is never further away than a phone call. The professional staff at Sage Renewables spoke in plain English, worked to be a partner looking out for the district’s best interests, and validated the importance of having them be part of our Team. I recommend them without reservation.”

- Dr. David Hutt
Superintendent, San Bruno Park USD

San Carlos School District
RFQ for Solar Photovoltaic Consulting Services

“Our public school district needed a creative, technically competent, trustworthy, independent consultant to help us design, build and commission a district-wide solar project on a very short timeline. Sage Renewables aggressively represented the best interests of our school district at every stage of our successful project.

Sage determined our historic and projected energy needs; carefully evaluated the financial, construction and performance aspects of a variety of solar solutions; helped ensure installation was completed as designed and on time, and carefully designed maintenance and operations so our project will operate well into the future. Sage communicated with language and visuals that were clearly understood by district staff, our governing board, community stakeholders, regulatory agencies, and contractors.

We could not have successfully designed and built our district-wide solar project without Sage's support. Sage met and exceeded all expectations as our energy expert and stood as our district's advocate at every phase of our project. Sage professionals were uncompromising in helping us meet our environmental, educational and fiscal goals. Without reservation, I recommend Sage Renewables as the model of professional energy planning service.”

- Keller McDonald
Superintendent, West Sonoma County
UHSD

"Quattrocchi Kwok Architects and the public school districts we work with have completed numerous photovoltaic (PV) projects with Sage Renewables. I know I speak for these public agencies when I say that Sage was invaluable in all aspects of these PV systems from exploring multiple options, system sizing, cost estimating, energy offset calculations, CSI rebates, reviewing vendor proposals and providing a leadership role during installation. Their expertise and experience is unmatched by any others I have worked with. Perhaps the most important aspect of working with Sage is the absolute objectivity of their work – with no relationships to any manufacturer or vendor, we knew their guidance was only based on what was best for our clients. I absolutely unequivocally recommend Sage Renewables... If you are considering working with Sage, I welcome any calls to provide further insight into our experiences."

**- Mark Quattrocchi, AIA
Principal, Quattrocchi Kwok Architects**

"Sage Renewables has been an incredible asset to the public school Solar Construction Projects on which they provided construction consulting and support services. We have had the opportunity to work with Sage Renewables

from the concept of a project through to fruition and have found them to be proficient in the monitoring and evaluation of existing and proposed systems as well as the bidding & management phases. We highly recommend Sage Renewables and would be pleased to have their expertise on any project, given the occasion to work with them again."

**- Todd Lee
President, Greystone West Company**

"Sage Renewables provided invaluable financial analysis for several of my school district clients which were embarking on major solar energy projects - one where the district was purchasing and installing a large, complex system on multiple sites and several where the districts were entering into power purchase agreements. Sage provided the expert, neutral financial analysis so important to school districts when evaluating proposals from different energy companies. I was especially impressed with the breadth and depth of their financial expertise and also with Tom Williard's understanding of the pressures (both internal and external) faced by school districts and their governing boards."

**- Kathleen J. McKee
Partner, Fagen Friedman & Fulfrost, LLP**