New Agreement PIR-17-016 (To be completed by CGL Office)

<table>
<thead>
<tr>
<th>ERDD</th>
<th>Efficient Drivetrains, Inc.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Peter Chen</td>
<td>20-5546260</td>
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Near-Zero Emission Heavy-Duty Natural Gas Plug-In Hybrid-Electric Truck

<table>
<thead>
<tr>
<th>Date</th>
<th>Amount</th>
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<tbody>
<tr>
<td>5/14/2018</td>
<td>$ 1,087,237</td>
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<tr>
<td>12/31/2020</td>
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Proposed Business Meeting Date: 5/9/2018
- Consent
- Discussion

Business Meeting Presenter: Peter Chen
Time Needed: 5 minutes

Please select one list serve: NaturalGas (NG Research Program)

Agenda Item Subject and Description

EFFICIENT DRIVETRAINS, INC. Proposed resolution approving Agreement PIR-17-016 with Efficient Drivetrains, Inc. for a $1,087,237 grant to develop, optimize, and demonstrate a heavy-duty, natural gas, plug-in hybrid-electric vehicle system to achieve near-zero emissions, improved driving performance, increased efficiency, and reduced manufacturing costs. (Natural Gas funding) Contact: Peter Chen. (Staff presentation: 5 minutes)

1. Is Agreement considered a “Project” under CEQA?
   - Yes (skip to question 2)
   - No (complete the following (PRC 21065 and 14 CCR 15378)):

2. If Agreement is considered a “Project” under CEQA:
   - a) Agreement IS exempt. (Attach draft NOE)
     - Statutory Exemption. List PRC and/or CCR section number:
     - Categorical Exemption. List CCR section number: Cal. Code Regs., tit 14, § 15301
     - Common Sense Exemption. 14 CCR 15061 (b) (3)

   Explain reason why Agreement is exempt under the above section:
   Section 15301 Existing Facilities provides an exemption for the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing structures, facilities, mechanical equipment or topographical features involving negligible or no expansion of use beyond that existing. This project will involve vehicle development, testing, and demonstration, as well as the installation of a small vehicle charging station, all at an existing laboratory, existing manufacturing facilities, and an existing fleet yard, and will constitute the operation and minor alteration of these existing facilities. The project will involve negligible or no expansion of use beyond that currently existing. No electrical service upgrade is required. Similar activities are already conducted at these facilities.

   b) Agreement IS NOT exempt. (Consult with the legal office to determine next steps.)

   Check all that apply
   - Initial Study
   - Negative Declaration
   - Mitigated Negative Declaration
   - Environmental Impact Report
   - Statement of Overriding Considerations

Legal Company Name:

The Regents of the University of California, on behalf of the Riverside $ 184,777
Almared, Inc. (dba A-1 Alternative Fuel Systems) $ 83,000
AGA Systems, Inc. $ 180,000 (match)
List all key partners: (attach additional sheets as necessary)

Legal Company Name:
Southern California Gas Company

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<td>R&amp;D Program Area:</td>
<td>EGRO: Transportation</td>
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<td>$1,087,237</td>
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Explanation for "Other" selection:

Reimbursement Contract #:    Federal Agreement #:    

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<thead>
<tr>
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<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dana Morton</td>
<td>Jean-Baptiste Gallo</td>
</tr>
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</table>

<table>
<thead>
<tr>
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<tbody>
<tr>
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<table>
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<table>
<thead>
<tr>
<th>Phone</th>
<th>Phone</th>
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<tbody>
<tr>
<td>(408) 439-3865 /</td>
<td>(408) 273-3548 /</td>
</tr>
<tr>
<td>Fax: -</td>
<td>Fax: -</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>E-Mail</th>
<th>E-Mail</th>
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<tbody>
<tr>
<td><a href="mailto:dkelley@efficientdrivetrains.com">dkelley@efficientdrivetrains.com</a></td>
<td><a href="mailto:jgallo@efficientdrivetrains.com">jgallo@efficientdrivetrains.com</a></td>
</tr>
</tbody>
</table>

☒ Competitive Solicitation
☐ First Come First Served Solicitation

Solicitation #: GFO-17-503

1. Exhibit A, Scope of Work ☒ Attached
2. Exhibit B, Budget Detail ☒ Attached
3. CEC 105, Questionnaire for Identifying Conflicts ☒ N/A ☐ Attached
4. Recipient Resolution ☒ N/A ☐ Attached
5. CEQA Documentation ☒ N/A ☐ Attached
I. TASK ACRONYM/TERM LISTS

A. Task List

<table>
<thead>
<tr>
<th>Task #</th>
<th>CPR</th>
<th>Task Name</th>
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<tbody>
<tr>
<td>1</td>
<td></td>
<td>General Project Tasks</td>
</tr>
<tr>
<td>2</td>
<td>XX</td>
<td>Compressed Natural Gas-Plug-in Hybrid Electric Vehicle System Optimization, Research, Development, and Demonstration</td>
</tr>
<tr>
<td>3</td>
<td></td>
<td>Evaluation of Project Benefits</td>
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<tr>
<td>4</td>
<td></td>
<td>Technology/Knowledge Transfer Activities</td>
</tr>
<tr>
<td>5</td>
<td></td>
<td>Production Readiness Plan</td>
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B. Acronym/Term List

<table>
<thead>
<tr>
<th>Acronym/Term</th>
<th>Meaning</th>
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<tbody>
<tr>
<td>ARB</td>
<td>California Air Resources Board</td>
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<tr>
<td>CAM</td>
<td>Commission Agreement Manager</td>
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<tr>
<td>CAO</td>
<td>Commission Agreement Officer</td>
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<tr>
<td>CNG</td>
<td>Compressed Natural Gas</td>
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<td>Carbon Monoxide</td>
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<td>Carbon Dioxide</td>
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<tr>
<td>CPR</td>
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<td>ITR</td>
<td>Innovative Technology Regulation</td>
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<td>Portable Emissions Measurement System</td>
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<td>PHEV</td>
<td>Plug-in Hybrid Electric Vehicle</td>
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<td>TAC</td>
<td>Technical Advisory Committee</td>
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II. PURPOSE OF AGREEMENT, PROBLEM/SOLUTION STATEMENT, AND GOALS AND OBJECTIVES

A. Purpose of Agreement

The purpose of this Agreement is to fund the development, optimization, and demonstration of a heavy-duty natural gas hybrid-electric vehicle system to minimize nitrogen oxide (NOₓ) emissions and maximize fuel economy.

1 Please see subtask 1.3 in Part III of the Scope of Work (General Project Tasks) for a description of Critical Project Review (CPR) Meetings.
EXHIBIT A
Scope of Work

B. Problem/ Solution Statement

Problem
Natural gas hybrid-electric vehicles represent a potential bridge between near-zero emission natural gas engine technology and zero emission electric vehicle technology. However, inadequate optimization of control systems and vehicle integration can lead to poor performance and increased emissions. Previous projects have not addressed this problem because they focused only on developing and demonstrating the hybrid-electric vehicle system, ignoring the complex interactions occurring between the natural gas engine and its after-treatment system. In addition, these projects have selected technologies or project partners that did not show a clear path to market. A well designed, integrated, and optimized hybrid powertrain that makes fewer compromises and takes full advantage of all elements of the vehicle powertrain can result in substantial efficiency improvements and emission reductions. It can also lead to near-term deployment of natural gas hybrid-electric vehicles.

Solution
By bringing in a collaborative partnership with the companies in charge of engine calibration and fuel system integration, the Recipient will develop, optimize, and demonstrate a heavy-duty natural gas hybrid-electric vehicle system that will address the problem. In addition, a comprehensive and iterative testing and validation process will be used to develop four generations (Pre-Alpha, Alpha, Beta, and Release Candidate) of compressed natural gas plug-in hybrid-electric vehicle (CNG-PHEV) system controls that greatly reduce NOx emissions and improve fuel economy in comparison to conventional and existing hybrid trucks.

C. Goals and Objectives of the Agreement

Agreement Goals
The goals of this Agreement are to:

- Develop a well-designed, integrated, and optimized heavy-duty natural gas hybrid-electric vehicle system,
- Demonstrate sufficient benefits to justify increased complexity and costs over conventional vehicles,
- Accelerate the commercialization of a zero emission capable, low NOx heavy-duty natural gas hybrid-electric vehicle system for a critical truck vocation of California’s transportation sector.

Ratepayer Benefits: This Agreement will result in the ratepayer benefits of: 1) lower costs by bringing to market a CNG-PHEV truck that can greatly reduce operating costs by using cheap natural gas and electricity; 2) economic development by establishing a strategic partnership between two California-based companies that will bring high-quality manufacturing jobs to the state; 3) environmental benefits by developing a zero emission capable, low NOx heavy-duty natural gas hybrid-electric vehicle system; 4) public health benefits by demonstrating the advantages of zero emission geofencing where vehicles operate in all-electric mode in Disadvantaged Communities to limit engine noise and emissions; 5) consumer appeal by proving that natural gas and electricity are viable alternatives to gasoline and diesel; and 6) energy security by expanding the use of domestic energy sources like natural gas and electricity.
EXHIBIT A
Scope of Work

Technological Advancement and Breakthroughs: This Agreement will lead to technological advancement and breakthroughs to overcome barriers to the achievement of the State of California’s statutory energy goals by successfully integrating a hybrid-electric system with a production natural gas engine that will greatly reduce air pollution and greenhouse gas emissions and be able to meet the requirements of ARB’s newly adopted Innovative Technology Regulation (ITR). In addition, this project will greatly accelerate the path to market of natural gas hybrid-electric vehicle systems by reducing weight, cost and, complexity; increasing fuel savings; and showcasing the technological expertise of two California companies at the forefront of transportation electrification and alternative fuels.

Agreement Objectives
The objectives of this Agreement are to develop, optimize and demonstrate a heavy-duty natural gas hybrid-electric vehicle system capable of:

- Decreasing NOx emissions in real driving conditions by at least 50% in hybrid mode compared to a conventional vehicle,
- Increasing fuel economy in real driving conditions by at least 30% in hybrid mode compared to a conventional vehicle,
- Driving at least 35 miles in all-electric, zero emission mode,
- Demonstrating geofencing capabilities to limit engine noise and emissions while operating in Disadvantaged Communities2,
- Demonstrating comparable or better vehicle driving performance and experience compared to a conventional vehicle,
- Demonstrating at least a 40% system cost reduction compared to prototype cost and showing a short-term path to a 4-year payback period,
- Meeting the on-board diagnostics (OBD) requirements of ARB’s ITR.

III. TASK 1 GENERAL PROJECT TASKS

PRODUCTS

Subtask 1.1 Products
The goal of this subtask is to establish the requirements for submitting project products (e.g., reports, summaries, plans, and presentation materials). Unless otherwise specified by the Commission Agreement Manager (CAM), the Recipient must deliver products as required below by the dates listed in the Project Schedule (Part V). Products that require a draft version are indicated by marking “(draft and final)” after the product name in the “Products” section of the task/subtask. If “(draft and final)” does not appear after the product name, only a final version of the product is required. With respect to due dates within this Scope of Work, “days” means working days.

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2 For purposes of this Agreement Disadvantaged Communities are those identified by census tract and representing the 25% highest scoring tracts in CalEnviroScreen 3.0 or later version(s) (https://oehha.ca.gov/calenviroscreen/report/calenviroscreen-30).
EXHIBIT A
Scope of Work

The Recipient shall:

For products that require a draft version, including the Final Report Outline and Final Report
- Submit all draft products to the CAM for review and comment in accordance with the Project Schedule (Part V). The CAM will provide written comments to the Recipient on the draft product within 15 days of receipt, unless otherwise specified in the task/subtask for which the product is required.
- Consider incorporating all CAM comments into the final product. If the Recipient disagrees with any comment, provide a written response explaining why the comment was not incorporated into the final product.
- Submit the revised product and responses to comments within 10 days of notice by the CAM, unless the CAM specifies a longer time period, or approves a request for additional time.

For products that require a final version only
- Submit the product to the CAM for acceptance. The CAM may request minor revisions or explanations prior to acceptance.

For all products
- Submit all data and documents required as products in accordance with the following:

  Instructions for Submitting Electronic Files and Developing Software:

  - **Electronic File Format**
    - Submit all data and documents required as products under this Agreement in an electronic file format that is fully editable and compatible with the Energy Commission’s software and Microsoft (MS)-operating computing platforms, or with any other format approved by the CAM. Deliver an electronic copy of the full text of any Agreement data and documents in a format specified by the CAM, such as memory stick or CD-ROM.

      The following describes the accepted formats for electronic data and documents provided to the Energy Commission as products under this Agreement, and establishes the software versions that will be required to review and approve all software products:
      - Data sets will be in MS Access or MS Excel file format (version 2007 or later), or any other format approved by the CAM.
      - Text documents will be in MS Word file format, version 2007 or later.
      - Documents intended for public distribution will be in PDF file format.
      - The Recipient must also provide the native Microsoft file format.
      - Project management documents will be in Microsoft Project file format, version 2007 or later.

  - **Software Application Development**
    - Use the following standard Application Architecture components in compatible versions for any software application development required by this Agreement (e.g., databases, models, modeling tools), unless the CAM approves other software applications such as open source programs:
      - Microsoft ASP.NET framework (version 3.5 and up). Recommend 4.0.
      - Microsoft Internet Information Services (IIS), (version 6 and up) Recommend 7.5.
EXHIBIT A
Scope of Work

- C# Programming Language with Presentation (UI), Business Object and Data Layers.
- SQL (Structured Query Language).
- XML (external interfaces).

Any exceptions to the Electronic File Format requirements above must be approved in writing by the CAM. The CAM will consult with the Energy Commission's Information Technology Services Branch to determine whether the exceptions are allowable.

MEETINGS

Subtask 1.2 Kick-off Meeting
The goal of this subtask is to establish the lines of communication and procedures for implementing this Agreement.

The Recipient shall:
- Attend a “Kick-off” meeting with the CAM, the Commission Agreement Officer (CAO), and any other Energy Commission staff relevant to the Agreement. The Recipient will bring its Project Manager and any other individuals designated by the CAM to this meeting. The administrative and technical aspects of the Agreement will be discussed at the meeting. Prior to the meeting, the CAM will provide an agenda to all potential meeting participants. The meeting may take place in person or by electronic conferencing (e.g., WebEx), with approval of the CAM.

The administrative portion of the meeting will include discussion of the following:
  o Terms and conditions of the Agreement;
  o Administrative products (subtask 1.1);
  o CPR meetings (subtask 1.3);
  o Match fund documentation (subtask 1.7);
  o Permit documentation (subtask 1.8);
  o Subcontracts (subtask 1.9); and
  o Any other relevant topics.

The technical portion of the meeting will include discussion of the following:
  o The CAM’s expectations for accomplishing tasks described in the Scope of Work;
  o An updated Project Schedule;
  o Technical products (subtask 1.1);
  o Progress reports and invoices (subtask 1.5);
  o Final Report (subtask 1.6);
  o Technical Advisory Committee meetings (subtasks 1.10 and 1.11); and
  o Any other relevant topics.

- Provide an Updated Project Schedule, List of Match Funds, and List of Permits, as needed to reflect any changes in the documents.
EXHIBIT A
Scope of Work

The CAM shall:
- Designate the date and location of the meeting.
  - Send the Recipient a Kick-off Meeting Agenda.

Recipient Products:
- Updated Project Schedule (if applicable)
- Updated List of Match Funds (if applicable)
- Updated List of Permits (if applicable)

CAM Product:
- Kick-off Meeting Agenda

Subtask 1.3 Critical Project Review (CPR) Meetings
The goal of this subtask is to determine if the project should continue to receive Energy Commission funding, and if so whether any modifications must be made to the tasks, products, schedule, or budget. CPR meetings provide the opportunity for frank discussions between the Energy Commission and the Recipient. As determined by the CAM, discussions may include project status, challenges, successes, advisory group findings and recommendations, final report preparation, and progress on technical transfer and production readiness activities (if applicable). Participants will include the CAM and the Recipient, and may include the CAO and any other individuals selected by the CAM to provide support to the Energy Commission.

CPR meetings generally take place at key, predetermined points in the Agreement, as determined by the CAM and as shown in the Task List on page 1 of this Exhibit. However, the CAM may schedule additional CPR meetings as necessary. The budget will be reallocated to cover the additional costs borne by the Recipient, but the overall Agreement amount will not increase. CPR meetings generally take place at the Energy Commission, but they may take place at another location, or may be conducted via electronic conferencing (e.g., WebEx) as determined by the CAM.

The Recipient shall:
- Prepare a CPR Report for each CPR meeting that: (1) discusses the progress of the Agreement toward achieving its goals and objectives; and (2) includes recommendations and conclusions regarding continued work on the project.
- Submit the CPR Report along with any other Task Products that correspond to the technical task for which the CPR meeting is required (i.e., if a CPR meeting is required for Task 2, submit the Task 2 products along with the CPR Report).
- Attend the CPR meeting.
- Present the CPR Report and any other required information at each CPR meeting.

The CAM shall:
- Determine the location, date, and time of each CPR meeting with the Recipient’s input.
- Send the Recipient a CPR Agenda and a List of Expected CPR Participants in advance of the CPR meeting. If applicable, the agenda will include a discussion of match funding and permits.
- Conduct and make a record of each CPR meeting. Provide the Recipient with a Schedule for Providing a Progress Determination on continuation of the project.
EXHIBIT A
Scope of Work

- Determine whether to continue the project, and if so whether modifications are needed to the tasks, schedule, products, or budget for the remainder of the Agreement. If the CAM concludes that satisfactory progress is not being made, this conclusion will be referred to the Deputy Director of the Energy Research and Development Division.
- Provide the Recipient with a Progress Determination on continuation of the project, in accordance with the schedule. The Progress Determination may include a requirement that the Recipient revise one or more products.

Recipient Products:
- CPR Report(s)
- Task Products (draft and/or final as specified in the task)

CAM Products:
- CPR Agenda
- List of Expected CPR Participants
- Schedule for Providing a Progress Determination
- Progress Determination

Subtask 1.4 Final Meeting
The goal of this subtask is to complete the closeout of this Agreement.

The Recipient shall:
- Meet with Energy Commission staff to present project findings, conclusions, and recommendations. The final meeting must be completed during the closeout of this Agreement. This meeting will be attended by the Recipient and CAM, at a minimum. The meeting may occur in person or by electronic conferencing (e.g., WebEx), with approval of the CAM.

The technical and administrative aspects of Agreement closeout will be discussed at the meeting, which may be divided into two separate meetings at the CAM's discretion.
  - The technical portion of the meeting will involve the presentation of findings, conclusions, and recommended next steps (if any) for the Agreement. The CAM will determine the appropriate meeting participants.
  - The administrative portion of the meeting will involve a discussion with the CAM and the CAO of the following Agreement closeout items:
    - Disposition of any state-owned equipment.
    - Need to file a Uniform Commercial Code Financing Statement (Form UCC-1) regarding the Energy Commission's interest in patented technology.
    - The Energy Commission's request for specific "generated" data (not already provided in Agreement products).
    - Need to document the Recipient's disclosure of "subject inventions" developed under the Agreement.
    - "Surviving" Agreement provisions such as repayment provisions and confidential products.
    - Final invoicing and release of retention.
EXHIBIT A
Scope of Work

- Prepare a Final Meeting Agreement Summary that documents any agreement made between the Recipient and Commission staff during the meeting.
- Prepare a Schedule for Completing Agreement Closeout Activities.
- Provide All Draft and Final Written Products on a CD-ROM or USB memory stick, organized by the tasks in the Agreement.

Products:
- Final Meeting Agreement Summary (if applicable)
- Schedule for Completing Agreement Closeout Activities
- All Draft and Final Written Products

REPORTS AND INVOICES

Subtask 1.5 Progress Reports and Invoices
The goals of this subtask are to: (1) periodically verify that satisfactory and continued progress is made towards achieving the project objectives of this Agreement; and (2) ensure that invoices contain all required information and are submitted in the appropriate format.

The Recipient shall:
- Submit a monthly Progress Report to the CAM. Each progress report must:
  - Summarize progress made on all Agreement activities as specified in the scope of work for the preceding month, including accomplishments, problems, milestones, products, schedule, fiscal status, and an assessment of the ability to complete the Agreement within the current budget and any anticipated cost overruns. See the Progress Report Format Attachment for the recommended specifications.
  - Submit a monthly or quarterly Invoice that follows the instructions in the “Payment of Funds” section of the terms and conditions, including a financial report on Match Fund and in-state expenditures.

Products:
- Progress Reports
- Invoices

Subtask 1.6 Final Report
The goal of this subtask is to prepare a comprehensive Final Report that describes the original purpose, approach, results, and conclusions of the work performed under this Agreement. The CAM will review the Final Report, which will be due at least two months before the Agreement end date. When creating the Final Report Outline and the Final Report, the Recipient must use the Style Manual provided by the CAM.

Subtask 1.6.1 Final Report Outline

The Recipient shall:
- Prepare a Final Report Outline in accordance with the Style Manual provided by the CAM. (See Task 1.1 for requirements for draft and final products.)

Recipient Products:
- Final Report Outline (draft and final)
EXHIBIT A
Scope of Work

CAM Product:
- Style Manual
- Comments on Draft Final Report Outline
- Approval of Final Report Outline

Subtask 1.6.2 Final Report

The Recipient shall:
- Prepare a Final Report for this Agreement in accordance with the approved Final Report Outline, Style Manual, and Final Report Template provided by the CAM with the following considerations:
  o Ensure that the report includes the following items, in the following order:
    ▪ Cover page (required)
    ▪ Credits page on the reverse side of cover with legal disclaimer (required)
    ▪ Acknowledgements page (optional)
    ▪ Preface (required)
    ▪ Abstract, keywords, and citation page (required)
    ▪ Table of Contents (required, followed by List of Figures and List of Tables, if needed)
    ▪ Executive summary (required)
    ▪ Body of the report (required)
    ▪ References (if applicable)
    ▪ Glossary/Acronyms (If more than 10 acronyms or abbreviations are used, it is required.)
    ▪ Bibliography (if applicable)
    ▪ Appendices (if applicable) (Create a separate volume if very large.)
    ▪ Attachments (if applicable)
  o Ensure that the document is written in the third person.
  o Ensure that the Executive Summary is understandable to the lay public.
    ▪ Briefly summarize the completed work. Succinctly describe the project results and whether or not the project goals were accomplished.
    ▪ Identify which specific ratepayers can benefit from the project results and how they can achieve the benefits.
    ▪ If it’s necessary to use a technical term in the Executive Summary, provide a brief definition or explanation when the technical term is first used.
  o Follow the Style Guide format requirements for headings, figures/tables, citations, and acronyms/abbreviations.
  o Ensure that the document omits subjective comments and opinions. However, recommendations in the conclusion of the report are allowed.
  o Include a brief description of the project results in the Abstract.
- Submit a draft of the report to the CAM for review and comment. The CAM will provide written comments to the Recipient on the draft product within 15 days of receipt
- Consider incorporating all CAM comments into the Final Report. If the Recipient disagrees with any comment, provide a written response explaining why the comment was not incorporated into the final product
- Submit the revised Final Report and responses to comments within 10 days of notice by the CAM, unless the CAM specifies a longer time period or approves a request for additional time.
EXHIBIT A
Scope of Work

- Submit one bound copy of the Final Report to the CAM along with Written Responses to Comments on the Draft Final Report.

Products:
- Final Report (draft and final)
- Written Responses to Comments on the Draft Final Report

CAM Product:
- Written Comments on the Draft Final Report

MATCH FUNDS, PERMITS, AND SUBCONTRACTS

Subtask 1.7 Match Funds
The goal of this subtask is to ensure that the Recipient obtains any match funds planned for this Agreement and applies them to the Agreement during the Agreement term.

While the costs to obtain and document match funds are not reimbursable under this Agreement, the Recipient may spend match funds for this task. The Recipient may only spend match funds during the Agreement term, either concurrently or prior to the use of Energy Commission funds. Match funds must be identified in writing, and the Recipient must obtain any associated commitments before incurring any costs for which the Recipient will request reimbursement.

The Recipient shall:
- Prepare a Match Funds Status Letter that documents the match funds committed to this Agreement. If no match funds were part of the proposal that led to the Energy Commission awarding this Agreement and none have been identified at the time this Agreement starts, then state this in the letter.

  If match funds were a part of the proposal that led to the Energy Commission awarding this Agreement, then provide in the letter:
  - A list of the match funds that identifies:
    - The amount of cash match funds, their source(s) (including a contact name, address, and telephone number), and the task(s) to which the match funds will be applied.
    - The amount of each in-kind contribution, a description of the contribution type (e.g., property, services), the documented market or book value, the source (including a contact name, address, and telephone number), and the task(s) to which the match funds will be applied. If the in-kind contribution is equipment or other tangible or real property, the Recipient must identify its owner and provide a contact name, address, telephone number, and the address where the property is located.
    - If different from the solicitation application, provide a letter of commitment from an authorized representative of each source of match funding that the funds or contributions have been secured.

- At the Kick-off meeting, discuss match funds and the impact on the project if they are significantly reduced or not obtained as committed. If applicable, match funds will be included as a line item in the progress reports and will be a topic at CPR meetings.
EXHIBIT A
Scope of Work

- Provide a *Supplemental Match Funds Notification Letter* to the CAM of receipt of additional match funds.
- Provide a *Match Funds Reduction Notification Letter* to the CAM if existing match funds are reduced during the course of the Agreement. Reduction of match funds may trigger a CPR meeting.

**Products:**
- Match Funds Status Letter
- Supplemental Match Funds Notification Letter *(if applicable)*
- Match Funds Reduction Notification Letter *(if applicable)*

**Subtask 1.8 Permits**

The goal of this subtask is to obtain all permits required for work completed under this Agreement in advance of the date they are needed to keep the Agreement schedule on track. Permit costs and the expenses associated with obtaining permits are not reimbursable under this Agreement, with the exception of costs incurred by University of California recipients. Permits must be identified and obtained before the Recipient may incur any costs related to the use of the permit(s) for which the Recipient will request reimbursement.

**The Recipient shall:**
- Prepare a *Permit Status Letter* that documents the permits required to conduct this Agreement. If no permits are required at the start of this Agreement, then state this in the letter. If permits will be required during the course of the Agreement, provide in the letter:
  - A list of the permits that identifies: (1) the type of permit; and (2) the name, address, and telephone number of the permitting jurisdictions or lead agencies.
  - The schedule the Recipient will follow in applying for and obtaining the permits.

  The list of permits and the schedule for obtaining them will be discussed at the Kick-off meeting (subtask 1.2), and a timetable for submitting the updated list, schedule, and copies of the permits will be developed. The impact on the project if the permits are not obtained in a timely fashion or are denied will also be discussed. If applicable, permits will be included as a line item in progress reports and will be a topic at CPR meetings.

- If during the course of the Agreement additional permits become necessary, then provide the CAM with an *Updated List of Permits* (including the appropriate information on each permit) and an *Updated Schedule for Acquiring Permits*.
- Send the CAM a *Copy of Each Approved Permit*.
- If during the course of the Agreement permits are not obtained on time or are denied, notify the CAM within 5 days. Either of these events may trigger a CPR meeting.

**Products:**
- Permit Status Letter
- Updated List of Permits *(if applicable)*
- Updated Schedule for Acquiring Permits *(if applicable)*
- Copy of Each Approved Permit *(if applicable)*
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Subtask 1.9 Subcontracts
The goals of this subtask are to: (1) procure subcontracts required to carry out the tasks under this Agreement; and (2) ensure that the subcontracts are consistent with the terms and conditions of this Agreement.

The Recipient shall:
• Manage and coordinate subcontractor activities in accordance with the requirements of this Agreement.
• Incorporate this Agreement by reference into each subcontract.
• Include any required Energy Commission flow-down provisions in each subcontract, in addition to a statement that the terms of this Agreement will prevail if they conflict with the subcontract terms.
• If required by the CAM, submit a draft of each Subcontract required to conduct the work under this Agreement.
• Submit a final copy of the executed subcontract.
• Notify and receive written approval from the CAM prior to adding any new subcontractors (see the discussion of subcontractor additions in the terms and conditions).

Products:
• Subcontracts (draft if required by the CAM)

TECHNICAL ADVISORY COMMITTEE

Subtask 1.10 Technical Advisory Committee (TAC)
The goal of this subtask is to create an advisory committee for this Agreement. The TAC should be composed of diverse professionals. The composition will vary depending on interest, availability, and need. TAC members will serve at the CAM’s discretion. The purpose of the TAC is to:
• Provide guidance in project direction. The guidance may include scope and methodologies, timing, and coordination with other projects. The guidance may be based on:
  o Technical area expertise;
  o Knowledge of market applications; or
  o Linkages between the agreement work and other past, present, or future projects (both public and private sectors) that TAC members are aware of in a particular area.
• Review products and provide recommendations for needed product adjustments, refinements, or enhancements.
• Evaluate the tangible benefits of the project to the state of California, and provide recommendations as needed to enhance the benefits.
• Provide recommendations regarding information dissemination, market pathways, or commercialization strategies relevant to the project products.

The TAC may be composed of qualified professionals spanning the following types of disciplines:
• Researchers knowledgeable about the project subject matter;
• Members of trades that will apply the results of the project (e.g., designers, engineers, architects, contractors, and trade representatives);
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- Public interest market transformation implementers;
- Product developers relevant to the project;
- U.S. Department of Energy research managers, or experts from other federal or state agencies relevant to the project;
- Public interest environmental groups;
- Utility representatives;
- Air district staff; and
- Members of relevant technical society committees.

The Recipient shall:

- Prepare a List of Potential TAC Members that includes the names, companies, physical and electronic addresses, and phone numbers of potential members. The list will be discussed at the Kick-off meeting, and a schedule for recruiting members and holding the first TAC meeting will be developed.
- Recruit TAC members. Ensure that each individual understands member obligations and the TAC meeting schedule developed in subtask 1.11.
- Prepare a List of TAC Members once all TAC members have committed to serving on the TAC.
- Submit Documentation of TAC Member Commitment (such as Letters of Acceptance) from each TAC member.

Products:
- List of Potential TAC Members
- List of TAC Members
- Documentation of TAC Member Commitment

Subtask 1.11 TAC Meetings
The goal of this subtask is for the TAC to provide strategic guidance for the project by participating in regular meetings, which may be held via teleconference.

The Recipient shall:

- Discuss the TAC meeting schedule with the CAM at the Kick-off meeting. Determine the number and location of meetings (in-person and via teleconference) in consultation with the CAM.
- Prepare a TAC Meeting Schedule that will be presented to the TAC members during recruiting. Revise the schedule after the first TAC meeting to incorporate meeting comments.
- Prepare a TAC Meeting Agenda and TAC Meeting Back-up Materials for each TAC meeting.
- Organize and lead TAC meetings in accordance with the TAC Meeting Schedule. Changes to the schedule must be pre-approved in writing by the CAM.
- Prepare TAC Meeting Summaries that include any recommended resolutions of major TAC issues.

Products:
- TAC Meeting Schedule (draft and final)
- TAC Meeting Agendas (draft and final)
- TAC Meeting Back-up Materials
IV. TECHNICAL TASKS

Products that require a draft version are indicated by marking “(draft and final)” after the product name in the “Products” section of the task/subtask. If “(draft and final)” does not appear after the product name, only a final version of the product is required. Subtask 1.1 (Products) describes the procedure for submitting products to the CAM.

TASK 2: COMPRESSED NATURAL GAS-PLUG-IN HYBRID-ELECTRIC VEHICLE SYSTEM DEVELOPMENT, OPTIMIZATION, AND DEMONSTRATION

The goals of this task are to build a CNG-PHEV heavy-duty truck; perform testing of the new truck and comparable conventional baseline trucks; develop, optimize, and test CNG-PHEV system controls to meet the agreement objectives; and demonstrate the proposed CNG-PHEV truck in real-world fleet operation.

Subtask 2.1 Compressed Natural Gas-Plug-in Hybrid Electric Vehicle Truck Assembly and Integration

The goal of this task is to build one CNG-PHEV heavy-duty truck using a next generation PHEV drivetrain system.

The Recipient shall:

- Design a next generation PHEV drivetrain system based on existing design to reduce weight, complexity and installation cost.
- Order and receive parts and equipment necessary to build a complete powertrain for one vehicle.
- Order and receive baseline truck and convert to CNG.
- Assemble the PHEV drivetrain system.
- Integrate the PHEV drivetrain system into the baseline CNG truck.
- Commission the CNG-PHEV truck.
- Prepare a Truck Commissioning Report that includes but is not limited to the following:
  - Pictures of the completed truck with CNG-PHEV drivetrain system;
  - Description of truck commissioning activities; and
  - Truck commissioning checklist.
- Prepare a CPR Report #1 in accordance with subtask 1.3 (CPR Meetings).
- Participate in a CPR meeting.

Products:

- Truck Commissioning Report
- CPR Report #1

Subtask 2.2 Baseline Truck Testing

The goal of this subtask is to test comparable conventional gasoline, CNG, and existing hybrid-electric heavy-duty trucks to serve as a baseline for emission and fuel economy evaluation.

The Recipient shall:

- Prepare a Baseline PEMS Test Plan that includes but is not limited to the following:
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- Description of the test routes;
- Description of the portable emissions measurement system (PEMS) testing equipment; and
- Description of the testing protocol and schedule.

• Test comparable conventional gasoline truck using PEMS testing.
• Test comparable conventional CNG truck using PEMS testing.
• Test existing comparable hybrid electric truck using PEMS testing.
• Prepare a Baseline PEMS Testing Report that includes but is not limited to the following:
  - Summary of tests described above;
  - Mass emissions results for nitric oxide (NO), nitrogen dioxide (NO₂), carbon monoxide (CO), and carbon dioxide (CO₂) in grams per mile for each test;
  - Average and maximum/minimum ambient temperature and humidity during each test; and
  - Charts of one (1) Hertz (Hz) emission rates for NO, NO₂, CO, and CO₂ in grams per mile for each test.
• Prepare a Baseline Chassis Dynamometer Test Plan that includes but is not limited to the following:
  - Description of the test cycles;
  - Description of the chassis dynamometer lab testing equipment; and
  - Description of the testing protocol and schedule.
• Test comparable conventional gasoline truck on a chassis dynamometer in accordance with the Baseline Chassis Dynamometer Test Plan.
• Test comparable conventional CNG truck on a chassis dynamometer in accordance with the Baseline Chassis Dynamometer Test Plan.
• Test comparable conventional hybrid electric truck with a chassis dynamometer.
• Prepare a Baseline Chassis Dynamometer Testing Report that includes but is not limited to the following:
  - Summary of tests;
  - Mass emissions results for NO, NO₂, CO, and CO₂ in grams per mile for each test;
  - Average and maximum/minimum ambient temperature and humidity during each test; and
  - Charts of one (1) Hz emission rates for NO, NO₂, CO, and CO₂ in grams per mile for each test.

Products:
- Baseline PEMS Test Plan (draft and final)
- Baseline PEMS Testing Report
- Baseline Chassis Dynamometer Test Plan (draft and final)
- Baseline Chassis Dynamometer Testing Report

Subtask 2.3 Compressed Natural Gas-Plug-in Hybrid Electric Vehicle System Controls Development and Testing
The goal of this subtask is to develop, optimize and test Pre-Alpha, Alpha, Beta, and Release Candidate versions of the CNG-PHEV system controls.
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The Recipient shall:

- Prepare a CNG-PHEV PEMS Test Plan that includes but is not limited to the following information for all system versions:
  - Description of the test routes;
  - Description of the PEMS testing equipment; and
  - Description of the testing protocol and schedule.
- Prepare CNG-PHEV Chassis Dynamometer Test Plan that includes but is not limited to the following:
  - Description of the test cycles;
  - Description of the chassis dynamometer lab testing equipment; and
  - Description of the testing protocol and schedule.
- Develop Pre-Alpha version of CNG-PHEV system controls.
- Evaluate and verify on-board diagnostics (OBD) monitor functionality for Pre-Alpha version.
- Test Pre-Alpha version of CNG-PHEV system controls using PEMS and/or chassis dynamometer testing according to the test plans described above.
- Develop an Alpha version of the CNG-PHEV system controls using results from the PEMS and/or dynamometer testing of the Pre-Alpha version.
- Evaluate and verify OBD monitor functionality for Alpha version.
- Test Alpha version of CNG-PHEV system controls using PEMS and/or chassis dynamometer testing according to the test plans described above.
- Develop Beta version of CNG-PHEV system controls using results from the PEMS and/or dynamometer testing of the Alpha version.
- Evaluate and verify OBD monitor functionality for Beta version.
- Test Beta version of CNG-PHEV system controls using PEMS and/or chassis dynamometer testing according to the test plans described above.
- Develop Release Candidate version of CNG-PHEV system controls using results from the PEMS and/or dynamometer testing of the Alpha version.
- Evaluate and verify OBD monitor functionality for Release Candidate version.
- Test Release Candidate version of CNG-PHEV system controls using PEMS and/or chassis dynamometer testing according to the test plans described above.
- Complete Release Candidate version of CNG-PHEV system controls based on results of the final PEMS testing.
- Prepare a CNG-PHEV PEMS Testing Report that includes but is not limited to the following:
  - Summary of tests;
  - Mass emissions results for NO, NO₂, CO, and CO₂ in grams per mile for each test;
  - Average and maximum/minimum ambient temperature and humidity during each test;
  - Charts of one (1) Hz emission rates for NO, NO₂, CO, and CO₂ in grams per mile for each test; and
  - Comparison of results from Subtask 2.2 and testing of all versions of CNG-PHEV system controls.
- Prepare CNG-PHEV Chassis Dynamometer Testing Report that includes but is not limited to the following:
  - Summary of tests;
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- Mass emissions results for NO, NO₂, CO, and CO₂ in grams per mile for each test;
- Average and maximum/minimum ambient temperature and humidity during each test;
- Charts of one (1) Hz emission rates for NO, NO₂, CO, and CO₂ in grams per mile for each test; and
- Comparison of results from Subtask 2.2 and testing of all versions of CNG-PHEV system controls.

- Prepare OBD System Evaluation Report that includes but is not limited to the following:
  - Summary of key emissions control system components;
  - Summary of key monitors developed; and
  - Summary of OBD system evaluation and verification activities and results.

- Prepare a CPR Report #2 in accordance with subtask 1.3 (CPR Meetings).
- Participate in a CPR meeting.

Products:
- CNG-PHEV PEMS Test Plan (draft and final)
- CNG-PHEV Chassis Dynamometer Test Plan (draft and final)
- CNG-PHEV PEMS Testing Report
- CNG-PHEV Chassis Dynamometer Testing Report
- OBD System Evaluation Report
- CPR Report #2

Subtask 2.4 Compressed Natural Gas-Plug-in Hybrid Electric Vehicle Truck Demonstration
The goal of this subtask is to demonstrate the CNG-PHEV truck with its optimized powertrain system and a zero emission geofencing feature in real-world fleet operation for at least six months.

The Recipient shall:
- Develop zero emission geofencing feature in collaboration with the demonstration partner to limit engine noise and emissions in Disadvantaged Communities without negatively impacting vehicle operation.
- Integrate and test zero emission geofencing feature on CNG-PHEV truck.
- Lease the CNG-PHEV truck at no cost to the demonstration partner and provide support and maintenance during the demonstration period.
- Supply electric vehicle charger for installation at no cost to the demonstration partner.
- Operate CNG-PHEV truck in real-world fleet operation at the demonstration partner for at least six months. Should the demonstration be successful, the demonstration partner and the project team will explore ways to extend the demonstration beyond the term of this project.
- Collect and analyze vehicle performance data on the CNG-PHEV truck for the duration of the demonstration period.
- Verify customer acceptance of the CNG-PHEV truck through user feedback surveys.
- Prepare a Fleet Demonstration Report that includes but is not limited to the following:
  - Pictures of CNG-PHEV truck operation at the demonstration partner;
  - Photos of EV charger installed at the demonstration partner and in use;
  - CNG-PHEV truck operation data and analysis for the demonstration period;
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- Zero emission geofencing case study which will include, but not be limited to, an assessment of environmental benefits to Disadvantaged Communities;
- Summary of demonstration partner acceptance and user feedback; and
- If not included in the Production Readiness Plan, assessment of commercial and economic viability of CNG-PHEV truck.

Products:
- Fleet Demonstration Report

TASK 3: EVALUATION OF PROJECT BENEFITS
The goal of this task is to report the benefits resulting from this project.

The Recipient shall:
- Complete three Project Benefits Questionnaires that correspond to three main intervals in the Agreement: (1) Kick-off Meeting Benefits Questionnaire; (2) Mid-term Benefits Questionnaire; and (3) Final Meeting Benefits Questionnaire.
- Provide all key assumptions used to estimate projected benefits, including: targeted market sector (e.g., population and geographic location), projected market penetration, baseline and projected energy use and cost, operating conditions, and emission reduction calculations. Examples of information that may be requested in the questionnaires include:
  - For Product Development Projects and Project Demonstrations:
    - Published documents, including date, title, and periodical name.
    - Estimated or actual energy and cost savings, and estimated statewide energy savings once market potential has been realized. Identify all assumptions used in the estimates.
    - Greenhouse gas and criteria emissions reductions.
    - Other non-energy benefits such as reliability, public safety, lower operational cost, environmental improvement, indoor environmental quality, and societal benefits.
    - Data on potential job creation, market potential, economic development, and increased state revenue as a result of the project.
    - A discussion of project product downloads from websites, and publications in technical journals.
    - A comparison of project expectations and performance. Discuss whether the goals and objectives of the Agreement have been met and what improvements are needed, if any.
    - Additional Information for Product Development Projects:
      - Outcome of product development efforts, such copyrights and license agreements.
      - Units sold or projected to be sold in California and outside of California.
      - Total annual sales or projected annual sales (in dollars) of products developed under the Agreement.
      - Investment dollars/follow-on private funding as a result of Energy Commission funding.
      - Patent numbers and applications, along with dates and brief descriptions.
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- Additional Information for Product Demonstrations:
  - Outcome of demonstrations and status of technology.
  - Number of similar installations.
  - Jobs created/retained as a result of the Agreement.

- For Information/Tools and Other Research Studies:
  - Outcome of project.
  - Published documents, including date, title, and periodical name.
  - A discussion of policy development. State if the project has been cited in government policy publications or technical journals, or has been used to inform regulatory bodies.
  - The number of website downloads.
  - An estimate of how the project information has affected energy use and cost, or have resulted in other non-energy benefits.
  - An estimate of energy and non-energy benefits.
  - Data on potential job creation, market potential, economic development, and increased state revenue as a result of project.
  - A discussion of project product downloads from websites, and publications in technical journals.
  - A comparison of project expectations and performance. Discuss whether the goals and objectives of the Agreement have been met and what improvements are needed, if any.
  - Respond to CAM questions regarding responses to the questionnaires.

The Energy Commission may send the Recipient similar questionnaires after the Agreement term ends. Responses to these questionnaires will be voluntary.

Products:
- Kick-off Meeting Benefits Questionnaire
- Mid-term Benefits Questionnaire
- Final Meeting Benefits Questionnaire

TASK 4: TECHNOLOGY/KNOWLEDGE TRANSFER ACTIVITIES
The goal of this task is to develop a plan to make the knowledge gained, experimental results, and lessons learned available to the public and key decision makers.

The Recipient shall:
- Prepare an Initial Fact Sheet at start of the project that describes the project. Use the format provided by the CAM.
- Prepare a Final Project Fact Sheet at the project’s conclusion that discusses results. Use the format provided by the CAM.
- Prepare a Technology/Knowledge Transfer Plan that includes:
  - An explanation of how the knowledge gained from the project will be made available to the public, including the targeted market sector and potential outreach to end users, utilities, regulatory agencies, and others.
  - A description of the intended use(s) for and users of the project results.
  - Published documents, including date, title, and periodical name.
  - Copies of documents, fact sheets, journal articles, press releases, and other
EXHIBIT A
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documents prepared for public dissemination. These documents must include the Legal Notice required in the terms and conditions. Indicate where and when the documents were disseminated.
  o A discussion of policy development. State if project has been or will be cited in government policy publications, or used to inform regulatory bodies.
  o The number of website downloads or public requests for project results.
  o Additional areas as determined by the CAM.
  • Conduct technology transfer activities in accordance with the Technology/Knowledge Transfer Plan. These activities will be reported in the Progress Reports.
  • When directed by the CAM, develop Presentation Materials for an Energy Commission-sponsored conference/workshop(s) on the project.
  • Provide at least (6) six High Quality Digital Photographs (minimum resolution of 1300x500 pixels in landscape ratio) of pre and post technology installation at the project sites or related project photographs.
  • Prepare a Technology/Knowledge Transfer Report on technology transfer activities conducted during the project.

Products:
  • Initial Fact Sheet (draft and final)
  • Final Project Fact Sheet (draft and final)
  • Presentation Materials (draft and final)
  • High Quality Digital Photographs
  • Technology/Knowledge Transfer Plan (draft and final)
  • Technology/Knowledge Transfer Report (draft and final)

TASK 5: PRODUCTION READINESS PLAN
The goal of this task is to determine the steps that will lead to the manufacturing of technologies developed in this project or to the commercialization of the project’s results.

The Recipient shall:
  • Prepare a Production Readiness Plan. The degree of detail in the plan should be proportional to the complexity of producing or commercializing the proposed product, and to its state of development. As appropriate, the plan will discuss the following:
    o Critical production processes, equipment, facilities, personnel resources, and support systems needed to produce a commercially viable product.
    o Internal manufacturing facilities, supplier technologies, capacity constraints imposed by the design under consideration, design-critical elements, and the use of hazardous or non-recyclable materials. The product manufacturing effort may include “proof of production processes.”
    o The estimated cost of production.
    o The expected investment threshold needed to launch the commercial product.
    o An implementation plan to ramp up to full production.
    o The outcome of product development efforts, such as copyrights and license agreements.
    o Patent numbers and applications, along with dates and brief descriptions.
    o Other areas as determined by the CAM.
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Products:
• Production Readiness Plan (draft and final)

V. PROJECT SCHEDULE

Please see the attached Excel spreadsheet.
RESOLUTION NO: 18-0509-17

STATE OF CALIFORNIA

STATE ENERGY RESOURCES
CONSERVATION AND DEVELOPMENT COMMISSION

RESOLUTION - RE: EFFICIENT DRIVETRAINS, INC.

RESOLVED, that the State Energy Resources Conservation and Development Commission (Energy Commission) adopts the staff CEQA findings contained in the Agreement or Amendment Request Form (as applicable); and

RESOLVED, that the Energy Commission approves Agreement PIR-17-016 with Efficient Drivetrains, Inc. for a $1,087,237 grant to develop, optimize, and demonstrate a heavy-duty, natural gas, plug-in hybrid-electric vehicle system to achieve near-zero emissions, improved driving performance, increased efficiency, and reduced manufacturing costs; and

FURTHER BE IT RESOLVED, that the Executive Director or his/her designee shall execute the same on behalf of the Energy Commission.

CERTIFICATION

The undersigned Secretariat to the Commission does hereby certify that the foregoing is a full, true, and correct copy of a Resolution duly and regularly adopted at a meeting of the California Energy Commission held on May 9, 2018.

AYE: [List of Commissioners]
NAY: [List of Commissioners]
ABSENT: [List of Commissioners]
ABSTAIN: [List of Commissioners]

Cody Goldthrite,
Secretariat