**Exhibit X**

**NON-DISCLOSURE AGREEMENT**

Public Resources Code section 25322, subd. (d) requires the California Energy Commission (Energy Commission) to establish, maintain, and use appropriate procedures to ensure that records received or developed by the Energy Commission that have been designated as confidential (Confidential Records) are protected against unauthorized disclosure. In addition, the corresponding regulations in Title 20, California Code of Regulations, section 2501 et seq. provides that the Energy Commission may share Confidential Records with persons under contract to the Energy Commission “whose work for the [Energy] Commission requires inspection of the records and who agree in a contract to keep the records confidential.” 20 CCR 2507. This non-disclosure agreement represents the Energy Commission’s compliance with the requirements of Public Resources Code section 25322, subd. (d) and Title 20, California Code of Regulations, section 2501 et seq.

I, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, agree to the following:

1. During the scope of my work and as part of my job duties under Grant Agreement \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (the Agreement), I may need to review or receive Confidential Records including but not limited to records related to the State’s natural gas infrastructure or its rate payers. Such Confidential Records may be generated within the Energy Commission or provided to the Energy Commission by other governmental agencies or third parties such as investor-owned and publicly owned utilities. Examples of Confidential Records include personnel information, market sensitive data, attorney-client documents, attorney-client privileged information, and documents that have been deemed confidential by the Energy Commission’s Executive Director.

2. I understand that it is important to maintain the security of Confidential Records. It is my responsibility to ensure that confidential documents, whether in hard copy or electronic form, that are in my possession are protected from disclosure and that the computer data systems I will use during the scope of my work under the Agreement include sufficient security measures to protect the data from inadvertent or wrongful access by unauthorized individuals. I will also follow all Energy Commission protocols relating to Confidential Records security.

3. I am not authorized to and will not disclose Confidential Records to anyone outside the Energy Commission, nor will I disclose such information to any other employee or contractor of the Energy Commission unless it is appropriate to his or her job assignment.

4. In the event that I become aware of an unauthorized release of Confidential Records I will immediately notify management and the Chief Counsel’s office and assist in efforts to recover the confidential material.

5. I understand that deliberate unauthorized release of Confidential Records or disregard for appropriate security protocols that could result in confidential information being released may result in termination of the Agreement.

6. I will be bound by the terms and conditions of this non-disclosure agreement even after my work under the Agreement ends.

SIGNATURE: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ DATE:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

POSITION AND COMPANY: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_