

**FIRST AMENDMENT TO
AGREEMENT FOR DESIGN, INSTALLATION, OPERATION AND OWNERSHIP OF
A MICRGRID DEMONSTRATION SYSTEM
AT THE SANTA ROSA LAGUNA TREATMENT PLANT
WITH TRANE U.S. INC.**

This First Amendment to Agreement for Design, Installation, Operation and Ownership of a Microgrid Demonstration System at the Santa Rosa Laguna Treatment Plant, dated May 30, 2017 (“ Agreement”) is made as of this ____ day of _____, 2017, by and between the City of Santa Rosa, a municipal corporation (“City”), and Trane U.S. Inc., a Delaware corporation (“Trane”).

RECITALS

- A. City and Trane entered into the Agreement for Trane to provide the design, installation, testing and operation of a microgrid controller and automation system and a photovoltaic system.
- B. City and Trane now desire to amend the Agreement for the purpose of furnishing and installing one (1) California Independent System Operator approved Self Generation Incentive Program meter.

AMENDMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

1. **ADDITIONAL REQUIREMENTS**

Persuant to Section 2(G) of the Agreement, the City desires additional work to be performed in connection with the Microgrid Project that exceeds the requirements of the Grant. The scope of work associated with the Additional Requirements is attached hereto as Exhibit A-1.

2. **COMPENSATION**

Section 6(A) of the Agreement is amended to increase the City Matching Funds payable to Trane under the Agreement by \$13,478.00. The total of all City Matching Funds paid to Trane for the satisfactory performance and completion of all services set forth in the Agreement and this Amendment shall not exceed the total sum of \$763,487.00.

All other terms of the Agreement shall remain in full force and effect.

Executed as of the day and year first above stated.

**TRANE U.S. INC.,
a Delaware Corporation**

**CITY OF SANTA ROSA
a Municipal Corporation**

By: _____

By: _____

Print Name: _____

Print Name: Dan Galvin

Title: _____

Title: Chair of the Board of Public Utilities

By: _____

APPROVED AS TO FORM:

Print Name: _____

Title: _____

Office of the City Attorney

City of Santa Rosa Business Tax Cert. No.

Attachment:

Exhibit A-1 - Scope of Services

EXHIBIT A-1



Trane Proposal for SGIP Meter Laguna WWTP Microgrid



Proposal For:

Attention: Emma Walton
City of Santa Rosa
4300 Llano Road
Santa Rosa, CA 95404 USA

Local Trane Office:

Trane U.S. Inc. dba Trane
4145 Del Mar Avenue
Rocklin, CA 95677-4010

Local Trane Representative:

Richard Swank
Account Executive
Office: (916) 577-1126

Proposal ID:

1984400 (1662769)

Date: September 25, 2017



TRANE PROPOSAL FOR SGIP METER

Executive Summary

Trane is pleased to provide this proposal to the City of Santa for the addition of an approved CAISO SGIP meter that would be added to the current Trane Microgrid project.

This SGIP Meter we understand we be 'added' under the terms of the current City Agreement with Trane and will be additional 'Matching Funds' from the City.

As your partner, Trane is committed to providing these services and the SGIP Meter addition to the project. The following for the SGIP Meter addition are noted below.

- SGIP Meter
- Meter CT's & PT's
- Installation & Set-up of meter

Trane appreciates the opportunity to provide these additional services for the Mircogrid project. Please advise if the City Agreement will have an Amendment to allow for this additional work.

WE VALUE THE CONFIDENCE YOU HAVE PLACED IN TRANE AND LOOK FORWARD TO PARTNERING WITH YOU.

Richard Swank
Microgrid Program Manager

Trane U.S. Inc. dba Trane



Prepared For:
 Attention: Emma Walton
 City of Santa – Laguna WWTP
 4300 Llano Road
 Santa Rosa, CA 95407

Date:
 September 25, 2017

Job Name:
 Santa Rosa - Laguna WWTP
 CEC Microgrid Project

Proposal Number:
 1984400

Delivery Terms:
 Freight Allowed and Prepaid – F.O.B Factory

Payment Terms:
 Net 30

State Contractor License Number:
 561796

Proposal Expiration Date:
 30 Days

Scope of Work – SGIP Meter

The following scope-of-work is for the furnishing and installing of one (1) SGIP Meter that is CAISO approved and installed at the Microgrid -

City of Santa will provide for the following:

- Access to the site for installation of the SGIP meter for the Microgrid battery monitoring.
- Provide for 'Matching Funds' for this work that will be by an amendment to the existing CEC Grant and the City Agreement previously agreed upon.
- The City under a separate order or agreement (not part of the CEC Grant project or this proposal) may pursue an SGIP program with CAISO, which is not part of this work and in the future.

Trane will provide for the following:

- One CAISO approved SGIP Meter that will be installed on the Mircogrid's battery/inverter system that is being installed as part of the CEC Grant.

Proposal Notes/ Clarifications

- All work to be performed during normal business hours (8am to 5pm, M-F, non-holidays).
- Proposal does not include "Premium Time" or Price Contingency therefor.
- Equipment Order Release and Services rendered are dependent on receipt of PO/Subcontract and credit approval.
- Trane will not perform any work if working conditions could endanger or put at risk the safety of our employees or subcontractors.
- Asbestos or hazardous material abatement removal shall be performed by customer, if found.
- Payment of this work will be funded under the City of Santa Rosa 'City Agreement', which will require an amendment to the 'City Agreement' for this additional work and associated costs of the SGIP Meter.



Pricing and Acceptance

Price

Total Net Price (Including appropriate Sales and/or Use Tax, if required by law).....\$13,478.00

Financial items not included

- Bid Bond
- Payment and Performance Bond
- Guarantee of any energy, operational, or other savings

If you wish to have us include this work under the City Agreement previously approved please provide an amendment document for the agreement that states this work will be paid for in additional 'match funds' from the City in the amount of \$13,478.00. The current City match funds are \$750,000.00, plus this work would provide for a new total of \$763,478.00. Please provide for the amendment in writing so we may advise this change in our CEC Grant. If you have any questions please let us know. Thank you.

Respectfully submitted,

Richard Swank - Microgrid Program Manager
Trane U.S. Inc. dba Trane
(916) 577-1126

ACCEPTANCE

This proposal is subject to Customer's acceptance and is based upon the City Agreement being amended with mutually agreeable Terms and Conditions.

We value the confidence you have placed in Trane and look forward to working with you.

Submitted By: Richard Swank	Office: (916) 577-1126 Proposal Date: September 25, 2017
CUSTOMER ACCEPTANCE City of Santa Rosa	TRANE ACCEPTANCE Trane U.S. Inc. dba Trane
Authorized Representative	Authorized Representative
Printed Name	Printed Name
Title	Title
Purchase Order	Signature Date
Acceptance Date:	License Number: 561796