

**AMENDMENT NO. 1
TO THE AGREEMENT FOR SERVICES
BETWEEN THE
CITY OF SANTA CLARA, CALIFORNIA,
AND
E SOURCE COMPANIES, LLC**

PREAMBLE

This agreement (“Amendment No. 1”) is entered into between the City of Santa Clara, California, a chartered California municipal corporation (City) and E Source Companies, LLC a Delaware Registered Limited Liability Company, (Contractor). City and Contractor may be referred to individually as a “Party” or collectively as the “Parties” or the “Parties to this Agreement.”

RECITALS

- A. The Parties previously entered into an agreement entitled “Agreement for Services Between the City of Santa Clara, California and E-Source Companies, LLC, dated April 13, 2020 (Agreement);
- B. The Parties entered into the Agreement for the purpose of having Contractor provide subscription services to with access to information and resources related to account management, business marketing, technology assessment, demand-side management, and E-Channel service; and
- C. The City is satisfied with the Service and the Parties now wish to amend the Agreement to extend the term until January 31, 2023 including future options to extend the Agreement and increase the maximum compensation to \$183,061

NOW, THEREFORE, the Parties agree as follows:

AMENDMENT TERMS AND CONDITIONS

- 1. Section 2 of the Agreement, entitled “TERM OF AGREEMENT” is amended to read as follows: Unless otherwise set forth in this Agreement or unless this paragraph is subsequently modified by a written amendment to this Agreement, the term of this Agreement shall begin on February 1, 2020 and terminate on January 31, 2023. The Parties may agree by written amendment to this Agreement to extend the term for up to nine (9) additional one-year terms
- 2. Section 6 of the Agreement, entitled “Compensation and Payment” is amended to read as follows: In consideration for Contractor’s complete performance of Services, City shall pay Contractor for all materials provided and Services rendered by Contractor in accordance with Exhibit B, entitled “SCHEDULE OF FEES.” The maximum compensation of this Agreement is one hundred eighty-three thousand sixty-one dollars (\$183,061.00), subject to budget appropriations, which includes all payments that may be authorized for Services and for

expenses, supplies, materials and equipment required to perform the Services. All work performed or materials provided in excess of the maximum compensation shall be at Contractor's expense. Contractor shall not be entitled to any payment above the maximum compensation under any circumstances.

- 3. Exhibit A – Scope of Services is amended to read as set forth in Exhibit A – Scope of Services Amended February 1, 2022.
- 4. Exhibit B – Schedule of Fees is amended to read as set forth in Exhibit B – Compensation and Fee Schedule Amended February 1, 2022.

Except as set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect. In case of a conflict in the terms of the Agreement and this Amendment No. 1, the provisions of this Amendment No. 1 shall control.

The Parties acknowledge and accept the terms and conditions of this Amendment No. 1 as evidenced by the following signatures of their duly authorized representatives.

CITY OF SANTA CLARA, CALIFORNIA
a chartered California municipal corporation

Approved as to Form:

Dated: _____

Office of the City Attorney
City of Santa Clara

DEANNA J. SANTANA
City Manager
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2210
Fax: (408) 241-6771

"CITY"

E SOURCE COMPANIES, LLC
a Delaware registered limited liability company

Dated: _____
By (Signature): _____
Name: KELLY DIETZ
Title: SVP of Sales
Principal Place of Business Address: 1745 38th Street
Boulder, CO 80301
Email Address: Kelly_dietz@esource.com
Telephone: (678) 231-8411

"CONTRACTOR"

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**EXHIBIT A – SCOPE OF SERVICES
AMENDED FEBRUARY 1, 2022**

The Services to be performed for the City by the Contractor under this Agreement include the following subscription services. Only subscription services are authorized under this Agreement:

1. Account Management Subscription Service
 - 1.1 Account Management Subscription Service addresses the following topics.
 - 1.1.1 Account management organizational optimization and best practices
 - 1.1.2 Key account and sector strategic planning
 - 1.1.3 Business customers service segmentation
 - 1.1.4 Sector specific analysis and reporting
 - 1.1.5 Improving business customer satisfaction
 - 1.1.6 Identification of business customer growth and risk potential
 - 1.2 Under Account Management Subscription Services, Contractor will provide the City with the following:
 - 1.2.1 Online access to Contractor’s full library of account management publications and past events
 - 1.2.2 Ask E Source privileges within the content area of this service
 - 1.2.3 Access to Sector Snapshots - detailed industry overviews covering energy technologies used and energy-efficiency strategies
 - 1.2.4 Participation in account management web conferences and peer sharing calls
 - 1.2.5 Access to Key Account Plan and Strategic Sector Plan templates
 - 1.2.6 Access to results from Contractor’s Large Business and Small and Midsize Business Gap and Priority Benchmarks: surveys that assesses the needs and satisfaction of business customers. Participating utilities get access to an online dashboard, with full companywide data and rankings, as well as individualized gap-and-priority analysis with an E Source expert; nonparticipating utilities get access to the research results report

- 1.2.7 Access to results from Contractor's Account Management Assessment, a survey of utility account management practices and strategic approaches to managing business customers; participating utilities get access to an online dashboard with companywide data and rankings; nonparticipating utilities get access to the research results report
 - 1.2.8 Access to E Source Energy RFP, a database that catalogs current and archived requisitions issued by utilities, public power associations, public utilities commissions, regional energy-efficiency organizations, and government entities
 - 1.2.9 Invitation to participate in the Account Management Leadership Council
 - 1.2.10 Registration to the annual E Source Forum
2. Business Marketing Subscription Service
- 2.1 Business Marketing Subscription Service addresses the following topics.
 - 2.1.1 Program and product marketing results
 - 2.1.2 Engaging small and midsize businesses
 - 2.1.3 Targeting and segmenting business customers for marketing
 - 2.1.4 Business customer interest in new products and services
 - 2.2 Under Business Marketing Subscription Services, Contractor will provide the City with the following:
 - 2.2.1 Access to Contractor's full library of business marketing and communications publications and past events
 - 2.2.2 Ask E Source privileges within the content area of this service
 - 2.2.3 Participation in business marketing and communications web conferences and peer sharing calls
 - 2.2.4 Access to Socialights: Business - a report that provides insights into how utilities are leveraging social media marketing to reach their business customers
 - 2.2.5 Access to E Source Energy AdVision, Contractor's online database of thousands of business energy-related print, audio, and video ads
 - 2.2.6 Access to the E Source Business Customer Insights Center - an online dashboard with information on the energy-management needs and attitudes of small, midsize, and large businesses across 17 sectors
 - 2.2.7 Access to results from Contractor's Utility Marketing Survey, a survey of utility marketing professionals on topics such as budgets and resources, channels and messaging, segmentation, and metrics used to measure success

- 2.2.8 Access to E Source Energy RFP, a database that catalogs current and archived requisitions issued by utilities, public power associations, public utilities commissions, regional energy-efficiency organizations, and government entities
- 2.2.9 Invitation to participate in the Marketing and Communications Leadership Council
- 2.2.10 Registrations to the annual E Source Forum
- 3. Demand-Side Management (DSM) Subscription Service
 - 3.1 Demand-Side Management Service addresses the following topics:
 - 3.1.1 Energy-efficiency, behavior, and demand-response programs
 - 3.1.2 Program design, incentives, implementation, evaluation, budgets, goals, and results
 - 3.1.3 Trade ally network structure, training, and communication
 - 3.1.4 Role and expertise of third-party program-delivery contractors
 - 3.1.5 Requisition process support, including sample RFPs and validation of program design, cost proposals, and performance claims
 - 3.1.6 Regulatory and policy environments (lost revenue, decoupling, and performance incentives)
 - 3.2 Under DSM Subscription Services, Contractor will provide the City with the following:
 - 3.2.1 Online access to Contractor's full library of DSM publications and past events
 - 3.2.2 Ask E Source privileges within the content area of this service
 - 3.2.3 Participation in DSM web conferences and peer sharing calls
 - 3.2.4 Access to E Source Energy RFP, Contractor's database that catalogs current and archived requisitions issued by utilities, public power associations, public utilities commissions, regional energy-efficiency organizations, and government entities
 - 3.2.5 Access to E Source Energy Vendor IQ, Contractor's database of DSM vendor profiles, designed to help utilities through the vendor-selection process
 - 3.2.6 Access to E Source DSMdat, Contractor's online database of more than 5,000 utility programs throughout North America
 - 3.2.7 Access to the E Source DSM Evaluation Library, Contractor's comprehensive, easily searchable database of North American impact and process evaluations
 - 3.2.8 Invitation to participate in the DSM Executive Council
 - 3.2.9 Registrations to the annual E Source Forum

4. Technology Assessment Subscription Service:
 - 4.1 Technology Assessment Subscription Service addresses the following topics:
 - 4.1.1 Energy end-use technologies and how they work
 - 4.1.2 Estimating energy savings of end-use technologies and examining the underlying assumptions
 - 4.1.3 New technology-screening methods and results
 - 4.1.4 Best technologies for specific applications
 - 4.1.5 Technology vendor information and costs
 - 4.1.6 Distributed energy resource technologies and how they work
 - 4.1.7 Best practices for impact evaluation methodologies
 - 4.2 Under Technology Assessment Subscription Service, Contractor will provide the City with the following:
 - 4.2.1 Online access to Contractor's full library of technology assessment publications and past events
 - 4.2.2 Ask E Source privileges within the content area of this service
 - 4.2.3 Access to Contractor's resource centers for smart thermostats, emerging tech, LED lighting, black-box technologies, electric vehicles, market sector snapshots, and more
 - 4.2.4 Participation in technology assessment web conferences, including the biannual Tech Roundup, and peer sharing calls
 - 4.2.5 Access to E Source Energy RFP, Contractor's database that catalogs current and archived requisitions issued by utilities, public power associations, public utilities commissions, regional energy-efficiency organizations, and government entities
 - 4.2.6 Access to results from Contractor's Residential Utility Customer Survey, which reveal residential customers' preferences for technologies and technology adoption
 - 4.2.7 Invitation to participate in the Technology Leadership Council
 - 4.2.8 Registrations to the annual E Source Forum

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**EXHIBIT B - SCHEDULE OF FEES
AMENDED FEBRUARY 1, 2022**

1. Compensation:

- 1.1. The maximum amount billed to City by Contractor for services under this Agreement as Amended will not exceed one hundred eighty-three thousand sixty-one dollars (\$183,061).
- 1.2. Contractor shall invoice annually for selected subscription services as specified in Table 1 below:

Table 1: Pricing

Subscription Service	2020-2021 Pricing	2022-2023 Pricing
Account Management Subscription Service	\$32,334	\$35,444
Business Marketing Subscription Service	\$17,488	\$19,170
Technology Assessment Subscription Service	\$14,812	\$16,237
Demand Side Management Subscription Service	\$14,812	\$16,237
E-Channel Subscription Service	\$16,527	-0-
Total	\$95,973	\$87,088