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Managing Director

January 23, 2018

Ms. Charlene Nardi
Town Administrator
Mr. Walter (Kim) Boas
Energy Committee
Town of Williamstown
141 Main Street
P.O. Box 447
Haydenville, MA 01039

RE: Massachusetts Energy Technical Assistance Support Services for Solar Photovoltaic Systems

Dear Ms. Nardi and Mr. Boas:

Beacon Integrated Solutions (“Beacon”) is pleased to present this proposal to provide Professional Owner’s Agent Services in support of the Town of Williamsburg to engage a qualified solar firm to provide solar photovoltaic assets on various publically owned properties in Williamsburg.

Beacon prides itself as being an owner’s advocate, and does not provide professional services to Energy Services Companies, solar developers or solar integrators; thereby eliminating any potential for conflict in openly and objectively evaluating vendor proposals, work products or assisting/overseeing the implementation of performance-based energy programs.

As discussed herein, Beacon is an independent Massachusetts woman-owned energy management solutions firm specializing in energy procurement, energy management, renewable energy solutions and energy performance contracting strategies. Beacon is certified by the Commonwealth of Massachusetts, Supplier Diversity Office (SDO), as a woman-owned business enterprise (“WBE”), and is a qualified vendor under the Massachusetts statewide contract PRF-62 to provide the specific services sought by Williamsburg.

We stand ready to assist you in implementing this exciting project and welcome the opportunity to discuss our qualifications in further detail. Thank you in advance for your consideration. If you have any questions, or need additional information on our credentials or client references, please do not hesitate to contact me directly at 617-469-2172.

Best personal regards,

Beth S. Greenblatt

Beth S. Greenblatt

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1. EXECUTIVE SUMMARY

Beacon Integrated Solutions (“Beacon”) is pleased to present this proposal to the Town of Williamsburg (“Williamsburg or Town”) to provide Professional Owner’s Agent Services in support of the Town’s efforts to engage a qualified solar developer/integrator to provide renewable energy assets, specifically solar photovoltaics on public properties in Williamsburg.

Beacon understands that Williamsburg seeks to engage a qualified solar firm to construct a Community Shared Solar (“CSS”) project under either a participant-ownership or third-party ownership arrangement. The Town has named two specific locations for solar development including a wood waste landfill and a part of the South Street water recharge area. It is the Town’s goal to construct one or more solar photovoltaic arrays for the specific benefit and participation by the Town’s residents and business under a CSS program.

Beacon prides itself as being an owner’s advocate and does not provide professional services to ESCO’s and/or solar developers/integrators; thereby eliminating any potential for conflict in openly and objectively evaluating work products, in developing and negotiating commercial agreements, and in assisting or overseeing the implementation of the projects.

Our experience helping clients engage a solar firm for performance-based renewable energy projects under M.G.L. Ch. 25A § 11c and 11i and Ch. 30B are demonstrated by several northeast client engagements as presented herein. Among the public entities Beacon has recently supported in Western Massachusetts include:

- City of Northampton, Solar development on the capped landfill
- Town of Sunderland, ground-mounted Solar development
- Town of Whately, negotiate PILOT agreements on private solar projects
- Town of Lenox, Solar development on the capped landfill
- Town of Lee, Solar development on the capped landfill
- Town of Stockbridge, Solar development on the capped landfill
- City of Pittsfield, Solar development on the capped landfill
- City of Pittsfield Municipal Airport, ground-mounted Solar development
- Town of Williamstown, Solar development on the capped landfill

Beacon understands the key issues in dealing with the ever-increasing complexity of energy utilization in facilities owned and operated by public entities, as well as the infrastructure that delivers this energy. Beacon is an independent Massachusetts woman-owned energy management solutions firm specializing in energy procurement, energy management, renewable energy assets and energy performance contracting strategies. We are a qualified vendor under the Massachusetts statewide contract PRF-62 to provide Energy Advisory Services, including renewable energy project support.

Beacon provides our clients with a seamless, integrated approach to developing and implementing supply and demand-side energy solutions. We offer our clients unparalleled certainty of process in solution development. As such, we develop and manage the implementation of leading-edge energy solutions for public sector and private clients including energy efficiency improvements, renewable energy solutions (including power purchase and net metering arrangements), performance contracting and demand management programs.

Our clients have benefited from our proven experience by optimizing energy economics through infrastructure upgrades, new renewable energy installations and procurement strategies. Beacon's principals have been directly involved in the energy services and solutions development arenas for over two decades, have specific and direct experience in performance-based energy and renewable projects, and have managed performance-based energy efficiency programs for local public utilities.

Beacon regularly draws on our strategic alliances of experienced project technical, operational and finance professionals, engineers and energy outsourcing specialists with specific expertise in energy efficiency, performance contracting and commodity advisory and procurement. Beacon utilizes these external resources, as needed, to compliment the expertise of its principals to ensure that our clients receive best quality and high value services.

Williamsburg seeks to engage a consultant with specific expertise and recent experience as an Owner's Agent helping municipalities throughout the lifecycle of its renewable energy projects which a specific focus on procurement support, vendor selection and commercial contracting for solar generation and net metering. Beacon's experience is both relevant and recent. Our experience helping clients engage a solar firm for performance-based renewable energy projects under M.G.L. Ch. 25A § 11c and 11i and Ch. 30B are demonstrated by several northeast client engagements as presented herein.

Benefits to Williamsburg

Beacon is uniquely qualified to help Williamsburg achieve its goals. Key elements of our unique qualifications for this role are:

- ▶ Our unique client-centered approach, which focuses first on understanding and defining the needs and desires of Williamsburg's stakeholders, and then developing solutions to meet those needs;
- ▶ Our ability to understand the perspective of potential vendors, leading to win-win contracting relationships for Williamsburg in the project implementation and performance terms; and
- ▶ Our business model focuses exclusively on helping end-users optimize energy infrastructure, implement renewable energy solutions and improve energy efficiency. We do not work for energy services companies, solar developers or solar integrators in any capacity and therefore are not conflicted as we guide our clients through the selection process.

2. NARRATIVE RESPONSE

A. SCOPE OF WORK

Scope of Work includes the following proposed Tasks:

TASK 1: STRATEGY DEVELOPMENT

Beacon understands that Williamsburg plans to engage a qualified solar firm to construct a Community Shared Solar (“CSS”) project under either a participant-ownership or third-party ownership arrangement. The Town has named two specific locations for solar development including a wood waste landfill and a part of the South Street water recharge area. It is the Town’s goal to construct one or more solar photovoltaic arrays for the specific benefit and participation by the Town’s residents and business under a CSS program. The Town is also mindful of potential aesthetic and environmental concerns for each of the parcels.

Beacon’s experience supporting clients for this exact engagement is both relevant and recent. Our work begins with a meeting with Williamsburg’s appointed Solar (Selection) Working Group. Based on our experience implementing comprehensive renewable energy infrastructure projects, Beacon recommends that Williamsburg form a Solar Working Group comprised of a multi-disciplinary group of Town management, including administration, facilities, planning and financial staff, Town Counsel and other stakeholders as appropriate.

To ensure Williamsburg’s goals are met and stakeholder acceptance is achieved, Beacon will work with the Solar Working Group to establish key stakeholder goals with respect to the project. We will facilitate a kick-off meeting/conference call to discuss project goals and objectives, project schedule, coordination and execution strategies, educational requirements, environmental strategies and measurement protocols.

Beacon will assist Williamsburg in developing a sound approach, business strategy and methodology to procure renewable energy asset services through a comprehensive solicitation process for a solar Lease Agreement. Beacon’s proposed strategic approach is collaborative and will allow Williamsburg to define its economic thresholds, commercial terms, implementation schedule and overall project goals.

As Williamsburg is aware, municipalities are able to procure energy services and infrastructure through various procurement methods. Generally, construction projects undertaken by municipalities are let out under M.G.L. c. 149 (for construction on buildings) and 30B (for leases and services). An alternative procurement method is available to municipalities for energy assets. Specifically, the Town can engage a vendor to provide full turnkey design-build services for solar photovoltaic installations under M.G.L., c. 25A § 11c (request for proposals) or 11i (request for qualifications). Key to this procurement method is an obligation on the part of the vendor to provide performance guarantees to Williamsburg.

Moreover, Williamsburg is able to evaluate the vendor proposals on a best-value basis, taking into consideration the proposed solutions, timeline, cost and qualifications of the vendor(s). Beacon will work with the Solar PV Working Group to develop the procurement strategy.

Given that Williamsburg is currently contemplating ground-mounted installations, it is Beacon's understanding that the most appropriate procurement method would be M.G.L. c. 30B § 16 for the lease of municipal land. A coterminous structured tax agreement, often referred to as a "PILOT" agreement will be considered as well. Beacon will work with the Solar PV Working Group to develop the procurement strategy.

Beacon is highly experienced with the various procurement methods available to Massachusetts's municipalities and enjoys the unique position of working with more municipalities and school districts involved in performance-based energy projects than others in the local market. We will provide Williamsburg with a qualitative review of the benefits and shortcomings of the various procurement methods, providing the necessary tools to allow Williamsburg to make an informed business decision as the vendor that will provide the best value project.

Legislative and Regulatory Drivers:

Beacon will also advise Williamsburg on the specific federal and state incentive programs available for solar photovoltaic projects, and the impact such programs have on Williamsburg's project(s). Renewable electric generation produces attributes that result in financial benefits to owners and hosts, or buyers. Specifically, the attributes of renewable generation are twofold, energy and environmental.

Energy Benefits:

First, there is the actual energy generated which will be delivered to National Grid ("NGRID"). Under State law, NGRID must purchase a prescribed amount of renewable generation under established Net Metering Rules. Such Net Metering Rules monetize the value of the net metering credit by the type of host (public vs. private) and the rate classification.

The value of a net metering credit, under the Market Net Metering Rules is 60% of the retail rate for private projects and 100% of the retail rate for public sector projects, provided all of the generation benefits public sector entities.

While Beacon understands that the Town does not seek to procure any additional net metering credits, we note that the availability of such net metering credits provides additional revenue to developers to share with the Town and solar generation off-takers. We further note that Williamsburg is served by National Grid and is in the Western-Central Massachusetts ("WCMA") load zone. The net metering capacity behind National Grid is currently fully subscribed. Currently the State Legislature is debating various bills seeking to increase the net metering caps for all utilities. Notwithstanding, the SMART program tariff proposed by

the utilities includes an optional compensation method called On-Bill Crediting. Such On-Bill Crediting, as proposed, offers a lower compensation rate, but provides greater flexibility in allocating credits and benefits.

The second benefit, as discussed below, includes the financial incentives associated with Solar Renewable Energy Credits, or SRECs, and federal tax incentives such as Investment Tax Credits and accelerated depreciation. While the net metering benefits are generally realized by the host customer or the off-taker of the solar energy generating facility, the federal tax incentives and accelerated depreciation only apply to private, tax-paying entities.

Environmental Benefits:

On August 25, 2017, the Department of Energy Resources (“DOER”) promulgated the Solar Massachusetts Renewable Target (“SMART”) Program regulations (225 CMR 20.00), the successor program to the SREC program. On September 12, 2017, the Investor-Owned Utilities collectively filed their Model Tariff with the Department of Public Utilities (“DPU”) rules, each utility will submit individual utility tariff filings, consistent with the ruling of the Model Tariff. This process is expected to result in full implementation late second quarter of 2018.

The SMART Program is being implemented in eight 200-megawatt blocks, with each subsequent block receiving a 4% reduction in benefits. The first 200-megawatt block has been divided into two 100-megawatt blocks with the first subject to a competitive procurement designed to establish the Base Compensation Incentive Rate for each utility. On January 11, 2018, DOER announced the results of the competitive procurement and the Base Compensation Incentive Rates.

The SMART program incentive structure will include a base incentive, determined by the size of the solar array, plus adders based on key regulatory initiatives, including location-based adders, off-taker based adders and policy-based adders. While the SMART program provides significantly reduced economic benefits to solar projects versus the predecessor SREC program, it offers more certainty of incentives, resulting in lower risk, and the ability to build larger projects with fewer off-taker limitations. The net impact for Williamsburg may be beneficial. Full implementation of the SMART Program is expected late second quarter of 2018.

TASK 2: PROCUREMENT SUPPORT

Site Selection:

The Town has found two specific locations for consideration of solar photovoltaic systems. Working with the Town, Beacon will review the identified site locations and recommend additional considerations with respect to each location. As the Town is aware, use of the wood waste landfill will most certainly require review and approval by the MA Department of Environmental Protection (“MassDEP”). Beacon recently supported another Western Massachusetts municipality that re-used both a solid waste municipal landfill and a wood

waste landfill for solar development. MassDEP post closure use permits were required for both landfills.

Beacon will work with Williamsburg to evaluate the identified publicly owned parcels for consideration as to the potential size opportunity and feasibility of installing solar photovoltaic systems. Several key attributes include orientation, topography, geotechnical considerations, environmental considerations and proximity to National Grid 3-phase power.

Solicitation Development:

Beacon will leverage its success with other clients in developing a solicitation document that provides for a streamlined procurement effort while ensuring that the proposals received are detailed, comprehensive and enable Williamsburg to make a buying decision based on key business criteria. We will integrate key components of the commercial terms and requirements established by Williamsburg as needed.

The solicitation document requirements will comply with the obligations of the relevant procurement statute and would at minimum include the scope of work to be performed, project requirements, a detailed description of Williamsburg's procurement process and terms and conditions, pricing scenarios, a detailed project schedule and specific evaluation criteria.

Since Williamsburg has no appetite for net metering credit capacity, the procurement would seek leasing offers exclusively for the development of solar photovoltaic systems. As noted above, such procurement would be issued under M.G.L, c. 30B § 16, and will comply with the obligations of the statute. At minimum, the procurement will include the project requirements, a detailed description of Williamsburg's procurement process and terms and conditions, pricing scenario requirements, a detailed project schedule and specific evaluation criteria.

A key component to the solicitation document includes Beacon's pricing options workbook, which enables qualified solar firms to present varying lease and tax pricing structures. As Williamsburg is aware, the solar assets to be installed on publicly property, if owned by a private third-party, are subject to personal and real property tax, or an alternative structured tax agreement. Beacon's pricing workbook enables solar firms to provide varying scenarios in the same format to allow for a direct financial comparison among proposals.

Further, working with Williamsburg we would compile the technical aspects of the solicitation documents including data requirements and supporting documentation (as available), including energy usage profiling, site assessments, reports, site plans and maps, post closure reports, compliance filings, by-laws, etc.

We will develop and publish within the solicitation documents the comprehensive Evaluation Criteria and a Scoring Matrix to provide full disclosure to the solar firms of Williamsburg's critical selection requirements and considerations.

Solicitation Support:

Beacon will support Williamsburg throughout the procurement process providing leadership in responding to vendor inquiries and in issuing addenda. Beacon's experience with renewable generation projects uniquely positions us to advise and guide Williamsburg in responding to specific questions arising from these types of procurements.

Pre-Proposal Conference and Site Visit Facilitation:

Beacon will facilitate the activities for a pre-proposal conference and site visit in advance of vendor proposal submission. Such pre-bid conference shall provide interested bidders with project background, overview of the site and proposal requirements. Moreover, the pre-bid conference will include a site tour of the locations included in the procurement documents.

Commercial Contracting Support:

Relying on the recent local success of Beacon with respect to performance-based contracting of renewable energy infrastructure projects, Beacon will supply a draft a lease agreement for legal review by Town Counsel. Beacon recommends that such draft agreement be included in the procurement documents for two key reasons. First, it establishes a baseline for contract negotiation as part of the procurement process. Second, it expedites the process post vendor selection.

TASK 3: VENDOR SELECTION SUPPORT

Conduct Commercial Review of the Proposals

Beacon will work with Williamsburg to evaluate the response from each vendor, conduct a thorough commercial review of each proposal and develop questions to the vendors that require clarifications to technical, economic, operational and financial issues identified.

As Williamsburg is aware, market participation for contracting for solar photovoltaic development in Massachusetts has expanded exponentially over the past few years. There are many solar firms highly qualified to design-build complex ground-mounted installations. Some have experience implementing at capped landfills, while others enjoy a vast position implementing ground-mounted installations at non-environmentally sensitive sites.

Typically, market participants include originators who team with developers, EPC contractors, lenders and others, or full service solar development firms that offer the full range of expertise under one umbrella, except for environmental engineering and permitting. Beacon's knowledge of the market participants operating in the Northeast, and their success

in developing and building solar photovoltaic projects allows Beacon to critically review proposals and assess qualifications.

Further, Beacon monitors the governmental programs that influence the growth of the renewable energy market in Massachusetts. As discussed previously, among them are federal tax incentives, net metering, SMART Program incentives and utility interconnection. Understanding the then-current opportunities, and the impact these opportunities have on project pricing, enables Beacon to better assess the completeness and reasonableness of the proposed price offerings. Additionally, Beacon actively monitors the on-going regulatory activities that impact the timing, cost and feasibility of utility interconnections.

Finally, Beacon will assess the reasonableness and completeness of each vendor's proposed decommissioning assurance and will advise Williamsburg as to the various types of arrangements suitable for projects of this magnitude.

Facilitate Evaluation and Interview Process

Beacon will provide Williamsburg with evaluation tools to empower the Solar Working Group to objectively evaluate the vendor proposals on a qualitative and quantitative basis; with the metrics weighted based on the relevant importance of each factor.

Beacon will support the interview process, providing structure and guidance to ensure Williamsburg is able to evaluate the vendors on an apples-to-apples comparison basis, and properly defend its final selection.

TASK 4: FINANCIAL MODELING

Economic Modeling Support

Beacon will develop a financial model to enable Williamsburg to evaluate the financial benefits and impacts of the projects. As noted previously, the procurement will seek competitive proposals for a land lease. Beacon will develop a financial model to allow Williamsburg to evaluate the financial benefits of the proposed lease and tax offerings on a per megawatt and per acre basis.

TASK 5: VENDOR NEGOTIATIONS AND PROJECT OPTIMIZATION

Once a vendor(s) is selected, Beacon will support Town Counsel in negotiating the terms of the long-term lease agreement. This negotiation may include project and system optimization to ensure Williamsburg is obtaining the best value and highest benefit available under the SMART Program. Further, critical to a successful long-term agreement is specifying the decommissioning assurance obligations.

Based on our direct and recent experience, when contracting for a comprehensive renewable energy project, there needs to be three powerful voices at the table at all times in order to

negotiate a fair and balanced agreement between parties: commercial, financial and legal. Without all three, the end result will not be optimal. This is particularly important with a long-term agreement, which relies on the sustainable and measurable performance of the renewable energy asset.

While the role of the financial and legal experts is obvious and important, it is critical to have a strong commercial voice at the table to define the specific requirements customary to this business. Our market knowledge and experience dealing with the intricacies of the business itself empowers us to help clients negotiate commercially sound agreements that minimizes future risks to Williamsburg while providing balanced contracts to both parties.

TASK 6: PROJECT MEETINGS, PUBLIC PRESENTATIONS AND SUPPORT

While solar lease agreements are not new contracting vehicles, their application in the public sector has only recently attracted attention and adoption. Beacon will support Williamsburg at its meetings with the Solar Working Group and other stakeholders.

3. BEACON REFERENCES

PROJECT REFERENCE	CLIENT CONTACT
City of Northampton 240 Main Street, Northampton MA 01060	Mr. David Pomerantz Director, Central Services (413) 787-6234 dpomerantz@northamptonma.gov
Town of Rutland 246 Main Street Rutland, MA 01543	Ms. Margaret Nartowicz Town Administrator (508) 886-4100 townadmin@townofrutland.org
Town of Needham 500 Dedham Ave Needham, MA 02492	Mr. Hank Haff Project Manager (781) 455-7550 hhaff@needhamma.gov
Town of Weston P.O. Box 378 Weston MA 02493	Ms. Donna VanderClock Town Manager (781) 786-5020 VanderClock.D@westonmass.org
City of Pittsfield City Hall 70 Allen Street Pittsfield MA 01201	Mr. James McGrath Director of Community and Development (413) 499-9344 jmcgrath@pittsfieldch.com
Town of Sunderland 12 School Street Sunderland, MA 01375	Ms. Sherry Patch Town Administrator (413) 665-1441 Townadmin@Townofsunderland.us
Town of Williamstown 31 North Street Williamstown MA 01267	Mr. Jason Hoch Town Manager (413) 458-3500 jhoch@williamstownma.gov
Town of Blackstone 15 St. Paul Street Blackstone MA 01504	Mr. Daniel Keyes Town Administrator (508) 883-1500 dkeyes@townofblackstone.org
Town of Stockbridge 50 Main Street Stockbridge MA 01262-0417	Ms. Danielle Fillio Town Administrator (413) 298-4170 danielle@townofstockbridge.com

4. RECENT AND RELEVANT PROJECT EXPERIENCE

As presented below, Beacon has direct relevant experience providing comprehensive Owner’s Agent support services for renewable energy projects such as the project contemplated by Williamsburg. Among others, Beacon has supported the following municipalities pursuing renewable energy projects.

Client	Project Type
City of Northampton, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Sunderland, MA	Ground-mounted Solar PV at elementary school.
City of Pittsfield, MA	Ground-mounted Solar PV at closed capped landfill.
Pittsfield Municipal Airport	Ground-mounted Solar PV on non-aviation property.
Town of Stockbridge	Ground-mounted Solar PV at closed capped landfill.
Town of Whately	Commercial support for PILOT agreements on solar projects.
Town of Williamstown, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Needham, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Weston, MA	Ground-mounted Solar PV at closed capped landfill, and rooftop and canopy/carport systems.
Town of Sturbridge, MA	Ground-mounted Solar PV on open land owned by the MA Department of Transportation.
Town of Dover, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Blackstone, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Hampden, MA	Ground-mounted Solar PV at closed capped landfill.
Town of Lenox, MA	Ground-mounted Solar PV at closed landfill.
Town of Easton, MA	Roof-mounted solar photovoltaic systems on school buildings.
Duxbury School Department, MA	Roof-mounted solar photovoltaic systems on school buildings.
Town of Ashland, MA	Ground mounted, roof mounted and carport/canopy Solar PV at school locations and capped landfill.
Town of Shirley, MA	Net metering and lease agreements for solar assets located within and outside Town limits and Ground-mounted Solar PV at closed capped landfill.
Shirley Water District, MA	Ground-mounted Solar PV on environmentally sensitive land.

While the projects listed above represent specific renewable energy projects, we note that many of our clients are also implementing renewable energy projects in connection with a comprehensive energy savings performance contract under M.G.L. Ch. 25A § 11I and 11C.

5. PROJECT STAFFING

A. FIRM INFORMATION

Beacon is an independent Massachusetts woman-owned energy management solutions firm specializing in energy procurement, energy management, renewable energy assets and energy performance contracting strategies. We are a qualified vendor under the Massachusetts statewide contract PRF-62 to provide Energy Advisory Services, including renewable energy project support.

Since 2004, Beacon has developed and managed the implementation of leading-edge energy solutions for public sector and private clients including energy efficiency improvements, demand response programs, renewable energy solutions, performance contracting and demand management programs. Our clients have benefited from our proven experience by optimizing energy economics through infrastructure upgrades and procurement strategies. Beacon's principals have been involved in the energy services and solutions development arenas for over two decades and have specific and direct experience in performance contracting and renewable energy project structuring.

Beacon's core services include energy and renewable energy management solutions, energy commodity advisory, procurement and management, energy project financing solutions, risk management and strategic communications. Beacon has the necessary diverse experience, local knowledge and presence, and a unique track record of developing demand and supply-side procurement and monitoring programs to help Williamsburg meet its energy efficiency and renewable energy goals.

Beacon is comprised of seasoned professionals who have proven experience developing and implementing thoughtful and creative solutions, mapping out strategies based on sound commercial, technical and regulatory assessments, and putting in place implementation programs that guarantee results.

We regularly draw on our strategic alliances of experienced project technical, operational and finance professionals, engineers, lawyers and energy outsourcing specialists with specific expertise in performance based renewable energy projects. Beacon utilizes these external resources to compliment the expertise of its principals to ensure that its clients receive best quality and high value services.

Functionally, Beacon offers the unique opportunity to work with seasoned experts with decades of direct "hands-on" experience implementing performance-based energy management, renewable energy, demand-side management and procurement solutions for customers in the Northeast and has the requisite institutional expertise working as both a provider of services and a client representative.

B. PROJECT STAFFING PLAN

For this engagement, Beth Greenblatt would have primary responsibility to provide the full scope of service to Williamsburg. To the extent Williamsburg requires additional professional engineering or energy supply sourcing expertise, at Williamsburg's direction Beacon would present the qualifications of industry known professionals and engage their expertise.

Beth Greenblatt,

Managing Director of Beacon and Primary Project Manager for Williamsburg. Beth is a recognized professional with over 30 years of business, marketing and management experience primarily in the energy services industry. Beth has held various senior strategic management and corporate communications positions in regulated and unregulated energy firms, a management consulting firm, several distinguished national energy services companies, and a national non-profit energy research and development organization.

Beth's professional background includes a decade serving in senior management roles at Boston Gas Company (now known as National Grid) in the areas of energy management, customer research and market planning. While at Boston Gas Company, Beth was responsible for the development, implementation and evaluation of demand-side management programs valued at over \$30 million per year, oversight of the Company's qualitative and quantitative research activities, and diverse business planning and analysis functions. In this capacity, Beth was directly involved in developing and implementing comprehensive energy efficiency programs designed specifically for public sector customers within the 74 cities and towns served by the utility.

While at Noresco, a leading national energy services firm, Beth was actively involved in helping clients achieve savings and produce high performance buildings through energy savings performance contracting. Previously, as Director of Marketing and Special Programs for Mass-Save, Inc. and Xenergy, Inc, Ms. Greenblatt developed and implemented energy auditing, efficiency and educational programs designed specifically for diverse residential and commercial facilities. Beth understands how to develop, implement and evaluate programs that pay for performance.

A resume is provided in Appendix A.

6. PROJECT FEES

Beacon offers the following fee quotation for the tasks sought for this project. The proposed fees for the tasks presented below cover the professional services provided by Beacon’s principal, Beth Greenblatt. For this engagement, Beacon offers to Williamsburg a discounted hourly rate for the professional services provided by Beth Greenblatt of \$160.00. Travel is billed at cost and travel time is billed at our customary rate of 50% of the professional service rate.

The following table presents the various tasks for Williamsburg’s consideration, along with an estimate of professional time and an associated Not-to-Exceed fee of \$12,500 for of up to 67 hours of professional services. Beacon will invoice for actual professional time and travel expense.

TASKS	ESTIMATED HOURS
Task 1: Strategy Development	2 hours
Task 2: Procurement Support <ul style="list-style-type: none"> • Solicitation Development • Solicitation Support • Pre-Proposal Conference and Site Visit • Draft Commercial Agreements 	16 hours
Task 3: Vendor Selection Support for up to 4 proposals [1]	24 hours
Task 4: Financial Modeling	5 hours
Task 5: Vendor Negotiations and Project Optimization	4 hours
Task 6: Meeting, Presentations and Conference Calls <ul style="list-style-type: none"> • Professional time [2] • Travel – billed at cost for 4 round trips [3] • Travel time [4] 	16 hours 872 miles 16 hours

Notes:

- [1] The budget assumes Beacon will conduct a thorough commercial review of up to 4 proposals including additional discovery and correspondence. Review of more than 4 proposals would be at an additional cost to the above budgeted amounts.
- [2] The budget assumes Beacon will participate in up to 8 hours of meetings and conference calls, plus a full day of vendor interviews. Any additional professional time would be at an additional cost to the above budgeted amounts.
- [3] Travel is billed at actual cost at the then-current IRS mileage rate plus tolls.
- [4] Travel time is billed at 50% of the professional services rate.

7. SELF EVALUATION

QUALIFICATIONS	BEACON SCORE
1. Technical qualification and experience in providing Owner's Agent Support Services.	<p>Highly Advantageous. Since 2004, Beacon has served as Owner's Agents for numerous public-sector clients providing the same services requested by Williamsburg.</p> <p>Beacon principals have been involved in the energy business since 1984; providing critical review, evaluation and selection of multi-million-dollar energy, renewable energy projects delivered by ESCOs, solar firms and other vendors.</p>
2. Firm's recent and relevant Owner's Agent Support Services experience representing owners in similar projects.	<p>Highly Advantageous. Beacon was engaged to provide comparable services as referenced in Section 4 of this proposal.</p>
3. Relevant experience of primary staff to be assigned to this project.	<p>Highly Advantageous. Beacon's staff has decades of experience in performance-based energy efficiency and renewable energy programs, and helping end-users assess, implement and evaluate the success of their efforts. Our career experiences helping clients balance risk with cost in implementing economically viable energy projects are unmatched in the industry. Beth Greenblatt, Beacon's Managing Director has been a leader in the energy services industry since the early 1980's.</p>
5. Number of entities/communities served providing similar services within the past two (2) years, by staff to be assigned to this project.	<p>Highly Advantageous. Beacon is proud of its leadership position in providing Owner's Agent services in support of performance-based energy projects in Massachusetts implementing energy efficiency and renewable energy projects under M.G.L. Ch. 25A and Ch. 30B. We have the most comprehensive portfolio of clients in Massachusetts who have benefited from Beacon's direct experience.</p>

8. APPENDIX A – RESUME

BETH S. GREENBLATT

Energetic, results-oriented strategic communications and operations executive with proven experience building successful business organizations, marketing communications programs and situational partnerships.

AREAS OF EXPERTISE

Business Solutions Development
Marketing and Communications

Results-Based Implementation
Building Strategic Partnerships

PROFESSIONAL EXPERIENCE

BEACON INTEGRATED SOLUTIONS

Boston, MA

Managing Director

Present

Beacon Integrated Solutions is a unique woman-owned management services and implementation firm that provides client-centric energy optimization solutions by helping clients optimize their energy economics through improved price certainty, energy efficiency, supply reliability and optimized energy infrastructure.

Beacon's unique approach to providing integrated energy solutions, both in front and behind the meter, offers unparalleled client-centric solutions guaranteed to improve top and bottom-line performance.

BSG Strategy Group, A Beacon Integrated Solutions Firm

Boston, MA

Principal

Present

Strategic communications and business consulting in the energy and services industries

- Provide strategic value and tactical expertise to clients including high-level business planning and development, quantitative and qualitative market research, marketing communications, content development for new and traditional media, public and media relations, government relations, technical analysis and support, and organizational structuring and development.

NORESCO, an Equitable Resources Company

Westborough, MA

Director of Corporate Communications

2000 to 2002

Recognized leader of energy infrastructure solutions in diverse vertical markets

- Served on the performance contracting management team developing client solutions designed to achieve guaranteed energy savings and produce high performance buildings.
- Leveraged a two-decade old solid brand to reposition the firm's market strategy with a focus on key core competencies critical to the deregulated energy marketplace.
- Managed re-branding campaign including the design and implementation of a new corporate logo across all media and communications strategies. Created all new corporate collateral supporting business development and direct sales activities.
- Developed and implemented strategic media, government and public relations programs including full oversight responsibility for all crisis communications, management of news releases, bylines, features and case studies, and lobbying.
- Directed all corporate competitive analyses and business research to strengthen the firm's position nationally by understanding key market players, geographic penetration potential, opportunistic market and business events, strategic partnerships/alliance opportunities, regulatory and legislative policies. Conducted ongoing market intelligence research and customer satisfaction studies.



American Management Services

Waltham, MA

Director of Marketing and Public Relations

1999 to 2000

Management services firm targeting small and mid-sized businesses with annual revenues of \$10 to \$200 million

- Repositioned this regional management services company as the nation's premier consulting and profit-implementation services firm.
- Launched national expansion effort through a cooperative co-branded small business partnership entitled "Partner America" with various federal government agencies, including the U.S. Small Business Administration, U.S. Department of Commerce, U.S. Conference of Mayors, U.S. Department of Transportation and the Export-Import Bank of the United States.
- Managed partner contract relations, and launched national communications program including collateral creative design and implementation, and publicity and outreach.
- Led the design and content creation of the corporate website, and the Partner America co-branded website. Developed and executed customer relationship management strategies. Developed and executed corporate e-communications programs to clients, prospects, government agencies, business partners.
- Developed and managed corporate government affairs and public relations activities.

ServicEdge Partners, Inc., (KeySpan Energy Solutions)

Burlington, MA

Vice President of Marketing and Sales

1997 to 1999

Northeast energy services company specializing in heating, ventilation and cooling services

- Spearheaded the development and management of an integrated strategic retail marketing effort in a new business enterprise by leveraging the brand position of the parent and subsidiary companies, and transferring the established brand equity to the new business.
- Developed and implemented a multi-year sales program to generate \$4MM of first year sales and \$6-7MM in annual sales in subsequent years. Hired sales manager, developed pay-for-performance sales compensation programs and successfully built sales organization with domain competencies to achieve revenue goals. Developed and executed customer retention programs.
- Managed all aspects of \$2 million annual marketing/communications programs including brand development, advertising, direct marketing, collateral development, interactive development and publicity. Developed strategies and tactics to achieve market dominance in business product categories, resulting in a 50,000-customer base within the first 8 months of operation, and generating first year revenues of \$7 million. Directed the design of a website targeted at consumers and businesses.
- Developed channel marketing and sales strategies to attract market influencers, consumers and businesses.
- Implemented total outsourced solution for 24/7 customer call center, including defining CRM protocols, operational delivery requirements, process and performance metrics and vendor selection process. The firm's customer call center was centric to operational excellence and customer acquisition.
- Created a cross-market public relations campaign positioning the new business enterprise and creating a local, consumer-oriented business presence.

Gas Research Institute

Chicago, IL

New England Regional Account Manager

1995 to 1997

National research and development organization for the natural gas industry

- Led the effort to integrate nationally offered natural gas R&D activities, technologies and resources into the future business strategies of New England gas utilities.

- Developed technology business plan for gas utility executives focused on developing technology strategies and tactics for the industry, and implemented field demonstration trials and programs leading to technology adoption, cost savings and revenue gains.
- Developed and managed extensive quantitative and qualitative customer research projects including market segmentation studies, customer satisfaction and consumer product preference research.

Boston Gas Company, (KeySpan Energy Delivery)

Boston, MA

Director of Energy Management;

Director of Customer Research and Market Planning

1988 to 1995

Largest regulated natural gas company in New England serving over 800,000 customers

- Led the gas utility industry in New England in developing, implementing and evaluating the integration of multi-million dollar demand-side energy resources into traditional supply-side planning. Facilitated consortium relationships with New England natural gas, electric and water utilities and non-utility parties.
- Developed and managed a unique, nationally recognized natural gas load research program utilizing statistical methods and econometrics, including multivariate analysis and discrete-choice modeling.
- Managed multiple vendors delivering diverse services including: marketing/communications, customer call center, direct marketing, management consulting and implementation, equipment installation, engineering and CRM.
- Successfully hired, trained, managed and developed staff for various corporate and field positions, including: product development and implementation, technical support and engineering, retail marketing, CRM and quantitative and qualitative market research services.
- Represented Boston Gas Company and other regional natural gas distribution companies as an expert witness before the Massachusetts Department of Energy and Telecommunications and Energy Facilities Siting Council, New Hampshire Public Utilities Commission and Rhode Island Public Utilities Commission in dozens proceedings, including rate, integrated resource management and demand-side management proceedings.

Prior employment includes positions in Marketing/Communications, Public Relations and Government Affairs within the Energy Service Company market, as well as regulatory and legislative internships advocating public policy changes.

EDUCATION, TECHNICAL TRAINING AND DIRECTORSHIPS

- Boston University, Boston, MA. BA in Political Science and Mathematics.
- Former Trustee, Central New England Chapter of the National Multiple Sclerosis Society; member of the Government Relations and Communications Committees.
- Certified Energy Auditor, Commonwealth of Massachusetts