



**SERVICES AND FEES AGREEMENT**

**Client:**

City of Calistoga, 1232 Washington Street, Calistoga, CA 94515

**Project:**

- Assist Client identify and implement a solar photovoltaic (PV) project, comprised of one or more PV systems, to reduce Client’s electricity bills and/or generate income.

**Scope of Services:**

- PV feasibility study
- Conduct meter and site survey
- PG&E interconnection application, PG&E/MCE tariff review, soils report, and CEQA study
- Identify optimal PV arrangement based on individual and aggregated electricity bills, time of use profiles, available tariffs, site and regulatory constraints, and financial considerations
- Update PV system sizing and feasibility study, including pro forma cash flow schedules
- Prepare a Request for Proposals (RFP) for the PV system
- Identify qualified PV vendors and submit the RFP document
- Evaluate proposals and help Client select a PV vendor
- Help negotiate vendor prices and terms and evaluate vendor agreements
- Liaise between Client (city attorney, manager, and staff), vendor, PG&E, and MCE
- Provide ongoing project management support / vendor oversight through interconnection
- Analyze post-interconnection energy usage, PV generation, and bills

**Payment Milestones and fees**

In return for the above services, Client agrees to pay Récolte a management fee of **\$90,000** according to the following schedule:

- Feasibility Study: \$10,000
- Project prequalification: \$10,000
- PV RFP Development: \$20,000
- PV Vendor Selection: \$20,000
- Completion of construction: \$20,000
- Interconnection: \$10,000

Please countersign below to approve the terms of this Services and Fees Agreement.

*Gopal Shanker*

Gopal Shanker, President  
Récolte Energy  
October 21, 2016

Signature: \_\_\_\_\_  
Dylan Feik, City Manager  
**City of Calistoga**  
Date: \_\_\_\_\_