



TOWNHOUSE TERRACE
Community Solar Energy Pilot Program Application Form

Section A: Application Form Requirements, Instructions, Terms and Conditions

The following Application Form is intended only for entities submitting a community solar project for consideration by the New Jersey Board of Public Utilities ("Board" or "BPU"). Projects selected by the Board will be approved for participation in the Community Solar Energy Pilot Program, pursuant to the rules at N.J.A.C. 14:8-9.

This Application Form is valid only for the following Program Year and Application Period:
Program Year 1, Application Period 1

Application Period Opens: April 9, 2019 at 9:00 A.M.

Application Period Closes: September 9, 2019 at 5:00 P.M.

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BOARD OF PUBLIC UTILITIES
TRENTON, NJ

I. Minimum Qualification Requirements

The Community Solar Energy Pilot Program is open to projects that meet the following minimum requirements, and the full requirements defined in N.J.A.C. 14:8-9 (available for reference at the following link: [http://njcleanenergy.com/files/file/R_2019%20d_021%20\(51%20N_J_R_%20232\(a\)\).pdf](http://njcleanenergy.com/files/file/R_2019%20d_021%20(51%20N_J_R_%20232(a)).pdf)).

1. The proposed community solar project must be located in the electric service territory of an Electric Distribution Company ("EDC") in the State of New Jersey.
2. Existing solar projects may not apply to requalify as a community solar project. An existing solar project, as defined in N.J.A.C. 14:8-9.2, means a solar project having begun operation and/or been approved by the Board for connection to the distribution system prior to February 19, 2019. Projects having received a subsection (t) conditional certification from the Board prior to February 19, 2019 should refer to section B. XIII. Special Authorizations and Exemptions for additional information.
3. The Board will not consider Applications for EDCs to develop, own, or operate community solar project(s).
4. The Board will not consider Applications for projects sited on preserved farmland, as defined in N.J.A.C. 14:8-9.2.
5. The Board will not consider Applications for projects exceeding the capacity limit for individual community solar projects, set at 5 MW as defined in N.J.A.C. 14:8-9.4(g).

II. Instructions for Completing the Community Solar Energy Pilot Program Application Form

1. Each solar project applying to participate in the Community Solar Energy Pilot Program requires the submission of an individual Application Form. Do not apply for more than one (1) project per Application Form. There is no limit to the number of Application Forms that can be submitted by any one Applicant (see the definition of an "Applicant" in section A. III. Terms and Conditions).

2. Complete sections B and C, and Appendix A in full. All questions are required to be answered, unless explicitly marked as optional. All attachments are required, unless explicitly marked as optional. All attachments must be attached to the end of the Application Form, therefore forming a complete application package. Note that attachments marked as optional will be considered if included, but their absence will not penalize an Application.
3. Original signatures on all forms and certifications of this Application Form are required. The certifications contained in section C must be notarized.
4. Specific exemptions are identified throughout the Application Form which apply only if: 1) the Applicant is a government entity (municipal, county, or state), AND 2) the community solar developer will be selected by the Applicant via a Request for Proposals ("RFP"), Request for Quotations ("RFQ"), or other bidding process. If this is the case, the Applicant must include a letter describing the proposed bidding process, and the Applicant should complete all sections of the Application Form based on the project as it will be designed in the bidding process. The Applicant must further commit to issuing said RFP, RFQ, or other bidding process within 90 days of the proposed project being approved by the Board for participation in the Community Solar Energy Pilot Program (see section B. XIII. Special Authorizations and Exemptions).

III. Terms and Conditions

General Terms and Conditions

1. The "Applicant" is defined as the entity that submits the Community Solar Energy Pilot Program Application Form (for example, an Applicant may be a project developer, project owner, project operator, property owner, contractor, installer, or agent thereof).
2. Prior to completing the Application Form, the Applicant must carefully review the rules at N.J.A.C. 14:8-9, and any other rules, regulations, and codes applicable to the design, construction, and operation of a community solar project in New Jersey. All Applications must be in compliance with all local, state and federal rules, regulations and laws. Furthermore, submission of an Application Form does not obviate the need for compliance with all applicable local, state, and federal laws and regulations at any time during the design, construction, operation, and decommissioning of a community solar project including, but not limited to, regulations by commissions such as the New Jersey Highlands Council and the New Jersey Pinelands Commission.
3. By submitting an Application, the Applicant acknowledges notice on behalf of all project participants that the information included in the Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47:1A-1 et seq. Aggregated information may be used by the Board and/or other state, federal, county, regional or local agencies in reports and evaluations, and the geographic location may be used to update Geographic Information System ("GIS") mapping. Applicants may identify sensitive and trade secret information that they wish to keep confidential by submitting them in accordance with the confidentiality procedures set forth in

N.J.A.C. 14:1-12.3. Furthermore, the Applicant understands that the list of approved community solar projects will be published on the Board of Public Utilities website.

4. Amendments or supplements to the Community Solar Energy Pilot Program Application Form will be made available via the New Jersey Clean Energy Program ("NJCEP") website at www.njcleanenergy.com. This Application Form may be modified for future Application Periods at any time without prior notification.

Evaluation of Applications and Approval of Projects

5. Only Applications that are administratively complete by the close of the Application Period will be considered for participation in the Community Solar Energy Pilot Program during that Program Year. An application will be deemed administratively complete if: 1) All questions are completed, except those explicitly marked as optional, 2) All required attachments are included (see Appendix B for a checklist of required attachments), and 3) All required signatures are included. Applicants will be notified if an Application is deemed administratively incomplete. An incomplete Application may be amended and resubmitted during the following Application Period without advantage or disadvantage.
6. The Applicant may be required to supplement the information provided in the Application Form upon request from the Board or Board Staff.
7. Following the close of the Application Period, each Application will be reviewed and evaluated by a dedicated Evaluation Committee.
8. In reviewing each application, Board Staff may consult with the New Jersey Department of Environmental Protection ("NJDEP"), the New Jersey Department of Agriculture, or other state agencies and consultants as are relevant to the Application. Any information marked and submitted as confidential will be treated as such by the receiving agency, and used for the sole purpose of evaluation.
9. The criteria for evaluation of Applications are presented in Appendix C (Evaluation Criteria). Projects must score a minimum 30 points total in order to be considered for participation in the Community Solar Energy Pilot Program. Projects that score above 30 points will be presented to the Board for approval for participation in the Community Solar Energy Pilot Program in order, starting with the highest-scoring project and proceeding to the lowest-scoring project, and until the allocated program capacity for that Program Year is filled.
The allocated program capacity for Program Year 1 is 75 MW. At least 40% of program capacity (i.e. at least 30 MW) will be allocated to LMI projects.
10. Board Staff may reject Applications that are incomplete at the close of the Application Period, that are not in compliance with the rules and regulations established in N.J.A.C. 14:8-9, or that do not meet a minimum standard for selection, as set forth in this Application Form.

Milestones and Follow-Up for Approved Projects

11. Should the proposed community solar project be approved by the Board for participation in the Community Solar Energy Pilot Program, such approval will be contingent on the project being constructed and operated as was proposed in its Application.

Furthermore, pursuant to the rules at N.J.A.C. 14:8-9.3(c), approved projects are expected to begin construction within 6 months of their approval by the Board, and are expected to become fully operational within 12 months of their approval by the Board. Extensions may be granted by Board Staff at its discretion, based on its assessment of the specific circumstances of each project approved.

In order to monitor compliance, approved projects will be required to submit updates to the Board:

- a. Prior to the beginning of construction, the Applicant must provide evidence that commitments in the following categories have been met: project location, community and environmental justice engagement, other benefits.
- b. Prior to applying for permission to operate ("PTO"), the Applicant must provide evidence that commitments in the following categories have been met: siting (other than location), all permits received.
- c. Prior to applying to the EDC for allocation of bill credits, the Applicant must provide evidence that commitments in the following categories have been met: product offering, subscriber type, geographic limit within EDC service territory.

If the approved project fails to be completed as proposed in the Application, and the Applicant fails to remediate the failure or provide an equivalent modification within a reasonable timeframe, the project may be penalized up to and including a withdrawal of the permission to operate in the Community Solar Energy Pilot Program.

Special Considerations for Project Siting

12. Unless the proposed community solar facility is located on a rooftop, parking lot, or parking structure, the Applicant must meet with the NJDEP's Office of Permit Coordination and Environmental Review ("PCER") to determine what permits may be required and to identify other potential issues. More information is available at: <http://www.nj.gov/dep/pcer>. The Applicant must have completed the NJDEP Permit Readiness Checklist and submitted said Checklist to NJDEP PCER prior to submitting the Application to the Board (see section B. VIII. Permits). The Permit Readiness Checklist is available at the following link: <https://www.nj.gov/dep/pcer/introchecklist.htm>.
13. Special attention should be paid when siting a project on a landfill, a brownfield, or an area of historic fill. For reference, NJDEP's *Guidance for Installation of Solar Renewable Energy Systems on Landfills in New Jersey* can be found at the following link: <https://www.nj.gov/dep/dshw/swp/solarguidance.pdf>.
14. The Applicant should review the environmental compliance history at the proposed site and the various operations that were conducted there. Satisfaction of all outstanding NJDEP regulatory

compliance obligations, if applicable, will be required prior to applying for permission to operate. The Applicant should identify any outstanding compliance and enforcement issues associated with the property on which the proposed project is to be sited and resolve them accordingly before submitting the Post Construction NJDEP Compliance Form, if applicable.

15. If the proposed project is sited on Green Acres preserved open space, as defined in N.J.A.C. 14:8-9.2, or on land owned by NJDEP, the Applicant must receive special approval for the project from NJDEP prior to submitting the Application to the Board, and attach proof of approval to their application package (see section B. VII. Community Solar Facility Siting).

Submitting an Application

Applications must adhere to all of the following instructions for submission. Applications must be received no later than 5:00 P.M. on the date of the close of the Application Period in order to be considered.

Mail or hand-deliver the original complete Application package plus three copies of the complete Application package to:

New Jersey Board of Public Utilities
44 South Clinton Avenue, 7th Floor
Post Office Box 350
Trenton, New Jersey 08625-0350
Attn: Office of Clean Energy
Community Solar Energy Pilot Program Application Package

In addition, submit an electronic version of the complete Application package to both of the following email addresses: communitysolar@nicleanenergy.com and board.secretary@bpu.nj.gov.

Questions and Further Information

Please address all questions pertaining to the Application Form to communitysolar@nicleanenergy.com.

Additional guidance and Frequently Asked Questions will be available on the NJCEP website at: <http://nicleanenergy.com/renewable-energy/programs/community-solar>.



Section B: Community Solar Energy Project Description

Instructions: Section B must be completed in its entirety. Any attachments should be placed at the end of the Application package.

I. Applicant Contact Information

Applicant Company/Entity Name: Sunrun Inc.

First Name: Nicholas

Last Name: Smallwood

Daytime Phone: 415 580 6906

Email: nsmallwood@sunrun.com

Applicant Mailing Address: 225 Bush St # 1400

Municipality: San Francisco

County: San Francisco

Zip Code: 94104

Applicant is: ☒ Community Solar Project Owner ☒ Community Solar Developer/Facility Installer
☐ Property/Site Owner ☐ Subscriber Organization
☐ Agent (if agent, what role is represented) _____

II. Community Solar Project Owner

Project Owner Company/Entity Name (complete if known): Sunrun Inc.

First Name: Nicholas

Last Name: Smallwood

Daytime Phone: 415 580 6906

Email: Smallwood

Mailing Address: 225 Bush St #1400

Municipality: San Francisco

County: San Francisco

Zip Code: 94104

III. Community Solar Developer

This section, "Community Solar Developer," is optional if: 1) the Applicant is a government entity (municipal, county, or state), AND 2) the community solar developer will be selected by the Applicant via a RFP, RFQ, or other bidding process. In all other cases, this section is required.

Developer Company Name (optional, complete if applicable): Sunrun Inc

First Name: Nicholas

Last Name: Smallwood

Daytime Phone: 415 580 6906

Email: Smallwood

Mailing Address: 225 Bush St #1400

Municipality: San Francisco

County: San Francisco

Zip Code: 94104

The proposed community solar project will be primarily built by:

☐ the Developer ☒ a contracted engineering, procurement and construction ("EPC") company

If the proposed community solar project will be primarily built by a contracted EPC company, complete the following (optional, complete if known):

If the EPC company information is left blank and the proposed project is approved by the Board for participation in the Community Solar Energy Pilot Program, the Applicant must inform the Board of the information below once the EPC company becomes known.

EPC Company Name (optional, complete if applicable): _____
 First Name: _____ Last Name: _____
 Daytime Phone: _____ Email: _____
 Mailing Address: _____
 Municipality: _____ County: _____ Zip Code: _____

IV. Property/Site Owner Information

Property Owner Company/Entity Name: Michaelis Management-Affordable, LLC
 First Name: James Last Name: Willard
 Daytime Phone: 856 988 5850 Email: jwillard@tmo.com
 Applicant Mailing Address: P.O. Box 9078
 Municipality: Camden County: Camden Zip Code: New Jersey

V. Community Solar Subscriber Organization (optional, complete if known)

If this section, "Community Solar Subscriber Organization," is left blank and the proposed project is approved by the Board for participation in the Community Solar Energy Pilot Program, the Applicant must inform the Board of the information below once the Subscriber Organization becomes known.

Subscriber Organization Company/Entity Name (optional, complete if applicable): _____
 First Name: _____ Last Name: _____
 Daytime Phone: _____ Email: _____
 Mailing Address: _____
 Municipality: _____ County: _____ Zip Code: _____

VI. Proposed Community Solar Facility Characteristics

Community Solar Facility Size (as denominated on the PV panels):
0.3609 MW AC 0.4416 MW DC

Community Solar Facility Location (Address): 732A N Maryland Ave
 Municipality: Atlantic City County: Atlantic Zip Code: 08401
 Name of Property (optional, complete if applicable): Townhouse Terrace East I
 Property Block and Lot Number(s): Block 589, Lot 3

Community Solar Site Coordinates: -74.4283840 Longitude 39.3732570 Latitude

Total Acreage of Property Block and Lots: 4.552 acres
Total Acreage of Community Solar Facility: 0.66165 acres

Attach a delineated map of the portion of the property on which the community solar facility will be located. In the electronic submission, two copies of the delineated map should be provided: 1) as a PDF document, and 2) as a design plan in drawing file format (.dwg) or as a shapefile (.shp), in order to facilitate integration with Geographic Information System (GIS) software.

EDC electric service territory in which the proposed community solar facility is located: (select one)

- ☒ Atlantic City Electric ☐ Jersey Central Power & Light
☐ Public Service Electric & Gas ☐ Rockland Electric Co.

Estimated date of project completion* (The Applicant should provide a good faith estimate of the date of project completion; however, this data is being collected for informational purposes only.): June
(month) 2020 (year)

Project completion is defined pursuant to the definition at N.J.A.C. 14:8-9.3 as being fully operational, up to and including having subscribers receive bill credits for their subscription to the project.

The proposed community solar facility is an existing project* ☐ Yes ☒ No

If "Yes," the Application will not be considered by the Board. See section B. XIII. for special provisions for projects having received a subsection (t) conditional certification from the Board prior to February 19, 2019.

*Existing project is defined in N.J.A.C. 14:8-9.2 as a solar project having begun operation and/or been approved by the Board for connection to the distribution system prior to February 19, 2019.

VII. Community Solar Facility Siting

1. The proposed community solar project has site control* ☒ Yes ☐ No

If "Yes," attach proof of site control.

If "No," the Application will be deemed incomplete.

*Site control is defined as property ownership or option to purchase, signed lease or option to lease, or signed contract for use as a community solar site or option to contract for use as a community solar site.

2. The proposed community solar facility is located, in part or in whole, on preserved farmland* ☐ Yes ☒ No

If "Yes," the Application will not be considered by the Board.

*Preserved farmland is defined in N.J.A.C. 14:8-9.2 as land from which a permanent development easement was conveyed and a deed of easement was recorded with the county clerk's office pursuant to N.J.S.A. 4:1C-11 et seq.; land subject to a farmland preservation program agreement recorded with the county clerk's office pursuant to N.J.S.A. 4:1C-24; land from which development potential has been transferred pursuant to N.J.S.A. 40:55D-113 et seq. or N.J.S.A. 40:55D-137 et seq.; or land conveyed or dedicated by agricultural restriction pursuant to N.J.S.A. 40:55D-39.1.

3. The proposed community solar facility is located, in part or in whole, on Green Acres preserved open space* or on land owned by the New Jersey Department of Environmental Protection (NJDEP) ☐ Yes ☒ No

If "Yes," the Applicant must attach special authorization from NJDEP for the site to host a community solar facility. The Board will not consider Applications for projects located, in part or in whole, on Green Acres preserved open space or on land owned by NJDEP, unless the Applicant has received special authorization from NJDEP and includes proof of such special authorization in the Application package.

*Green Acres preserved open space is defined in N.J.A.C. 14:8-9.2 as land classified as either "funded parkland" or "unfunded parkland" under N.J.A.C. 7:36, or land purchased by the State with "Green Acres funding" (as defined at N.J.A.C. 7:36).

4. The proposed community solar facility is located, in part or in whole, on land located in the New Jersey Highlands Planning Area or Preservation Area ☐ Yes ☒ No

5. The proposed community solar facility is located, in part or in whole, on land located in the New Jersey Pinelands ☐ Yes ☒ No

6. The proposed community solar facility is located, in part or in whole, on land that has been actively devoted to agricultural or horticultural use and that is/has been valued, assessed, and taxed pursuant to the "Farmland Assessment Act of 1964," P.L. 1964, c.48 (C. 54:4-23.1 et seq.) at any time within the ten year period prior to the date of submission of the Application ☐ Yes ☒ No

7. The proposed community solar facility is located, in part or in whole, on a landfill ☐ Yes ☒ No
If "Yes," provide the name of the landfill, as identified in NJDEP's database of New Jersey landfills, available at www.nj.gov/dep/dshw/lrm/landfill.htm: _____

8. The proposed community solar facility is located, in part or in whole, on a brownfield ☐ Yes ☒ No
If "Yes," has a final remediation document been issued for the property? ☐ Yes ☐ No

If "Yes," attach a copy of the Response Action Outcome ("RAO") issued by the LSRP or the No Further Action ("NFA") letter issued by NJDEP.

9. The proposed community solar facility is located, in part or in whole, on an area of historic fill ☒ Yes ☒ No
 If "Yes," have the remedial investigation requirements pursuant to the Technical Requirements for Site Remediation, N.J.A.C. 7:26E-4.7 been implemented? ☐ Yes ☐ No
 Has the remediation of the historic fill been completed pursuant to the Technical Requirements for Site Remediation, N.J.A.C. 7:26E-5.4? ☐ Yes ☐ No
 If the remediation of the historic fill has been completed, attach a copy of the Response Action Outcome ("RAO") issued by a Licensed Site Remediation Professional ("LSRP") or the No Further Action ("NFA") letter issued by NJDEP.
10. The proposed community solar facility is located on a parking lot ☐ Yes ☒ No
11. The proposed community solar facility is located on a parking deck ☐ Yes ☒ No
12. The proposed community solar facility is located on a rooftop ☒ Yes ☐ No
13. The proposed community solar facility is located on a canopy over an impervious surface (e.g. walkway) ☐ Yes ☒ No
14. The proposed community solar facility is located on the property of an affordable housing building or complex ☒ Yes ☐ No
15. The proposed community solar facility is located on a water reservoir or other water body ("floating solar") ☐ Yes ☒ No
16. The proposed community solar facility is located on an area designated in need of redevelopment ☐ Yes ☒ No
 If "Yes," attach proof of the designation of the area as being in need of redevelopment from a municipal, county, or state entity.
17. The proposed community solar facility is located on land or a building that is preserved by a municipal, county, state, or federal entity ☐ Yes ☒ No
 If "Yes," attach proof of the designation of the area as "preserved" from a municipal, county, or state entity.
18. The proposed community solar facility is located, in part or in whole, on forested lands ☐ Yes ☒ No



Construction of the proposed community solar facility will require cutting down one or more trees ☐ Yes ☒ No

If "Yes," estimated number of trees required to be cut for construction: _____

19. The proposed community solar facility is located on land or a building owned or controlled by a government entity, including, but not limited to, a municipal, county, state, or federal entity ☐ Yes ☒ No

20. Are there any use restrictions at the site? ☐ Yes ☒ No
If "Yes," explain the use restriction below and provide documentation that the proposed community solar project is not prohibited.

Will the use restriction be required to be modified? ☐ Yes ☒ No
If "Yes," explain the modification below.

21. The proposed community solar facility has been specifically designed or planned to preserve or enhance the site (e.g. landscaping, land enhancements, pollination support, stormwater management, soil conservation, etc.) ☐ Yes ☒ No
If "Yes," explain below, and provide any additional documentation in an attachment.

VIII. Permits

1. The Applicant has completed NJDEP Permit Readiness Checklist, and submitted it to NJDEP's PCER ☐ Yes ☒ No
If "Yes," attach a copy of the completed Permit Readiness Checklist as it was submitted to NJDEP PCER.



If "No," the Application will be deemed incomplete. Exception: Applications for community solar projects located on a rooftop, parking lot, or parking structure are exempt from this requirement.

2. The Applicant has met with NJDEP's PCER ☐ Yes ☒ No
If "Yes," attach proof of a meeting with NJDEP PCER.

If "No," the Application will be deemed incomplete. Exception: Applications for community solar projects located on a rooftop, parking lot, or parking structure are exempt from this requirement.

3. Please list all permits, approvals, or other authorizations that will be needed for the construction and operation of the proposed community solar facility pursuant to local, state and federal laws and regulations. Include permits that have already been received, have been applied for, and that will need to be applied for. The Applicant may extend this table by attaching additional pages if necessary. These include:

- Permits, approvals, or other authorizations from NJDEP (i.e. Land Use, Air Quality, New Jersey Pollutant Discharge Elimination System "NJPDES", etc.) for the property.
- Permits, approvals, or other authorizations from NJDEP (i.e. Land Use, Air Quality, NJPDES, etc.) directly related to the installation and operation of a solar facility on this property.
- Permits, approvals, or other authorizations other than those from NJDEP for the development, construction, or operation of the community solar facility (including local zoning and other local and state permits)

An Application that does not list all permits, approvals, or other authorizations that will be needed for the construction and operation of the proposed community solar facility will be deemed incomplete.

If a permit has been received, attach a copy of the permit.

Permit Name & Description	Permitting Agency/Entity	Date Permit Applied for (if applicable) / Date Permit Received (if applicable)
Building Permit	Local building department	n/a
Electrical Permit	Local building department	n/a
Interconnection Agreement	ACE	n/a
Permission to Operate	ACE	n/a



4. The Applicant has consulted the hosting capacity map of the relevant EDC and determined that, based on the capacity hosting map as published at the date of submission of the Application, there is sufficient capacity available at the proposed location to build the proposed community solar facility ☒ Yes ☐ No
If "Yes," include a screenshot of the capacity hosting map at the proposed location, showing the available capacity.
If "No," the Application will be deemed incomplete.

IX. Community Solar Subscriptions and Subscribers

- Estimated or Anticipated Number of Subscribers (*please provide a good faith estimate or range*):
176
- Estimated or Anticipated Breakdown of Subscribers (*please provide a good faith estimate or range of the kWh of project allocated to each category*):
Residential: 70%-90% Commercial: _____
Industrial: _____ Other: 10%-30% (define "other": affordable multifamily common areas)
- The proposed community solar project is an LMI project* ☒ Yes ☐ No
*An LMI project is defined pursuant to N.J.A.C. 14:8-9 as a community solar project in which a minimum 51 percent of project capacity is subscribed by LMI subscribers.
- The proposed community solar project will allocate at least 51% of project capacity to residential customers ☒ Yes ☐ No
- The proposed community solar project is being developed in partnership with an affordable housing provider: ☒ Yes ☐ No
If "Yes," attach a letter of support from the affordable housing provider.
- An affordable housing provider is seeking to qualify as an LMI subscriber for the purposes of the community solar project ☒ Yes ☐ No
If "Yes," estimated or anticipated percentage of the project capacity for the affordable housing provider's subscription (*provide an estimate or range*): 10%-30%

If "Yes," what specific, substantial, identifiable, and quantifiable long-term benefits from the community solar subscription are being passed through to their residents/tenants?



Reduction in common area costs will lead to increased working capital to deploy for the direct benefits to the tenants. These benefits include, but are not limited to; sidewalk lighting and safety, parking lot lighting and safety, better and cleaner facilities, etc.

Additionally, the affordable housing provider must attach a signed affidavit that the specific, substantial, identifiable, and quantifiable long-term benefits from the community solar subscription will be passed through to their residents/tenants.

7. This project uses an anchor subscriber (*optional*) ☐ Yes ☐ No
If "Yes," name of the anchor subscriber (*optional*): _____
Estimated or anticipated percentage or range of the project capacity for the anchor subscriber's subscription: _____
8. Is there any expectation that the account holder of a master meter will subscribe to the community solar project on behalf of its tenants? ☐ Yes ☒ No
If "Yes," what specific, identifiable, sufficient, and quantifiable benefits from the community solar subscription are being passed through to the tenants?

Additionally, the account holder of the master meter must attach a signed affidavit that the specific, identifiable, sufficient, and quantifiable benefits from the community solar subscription will be passed through to the tenants.

If "No," please be aware that, if, at any time during the operating life of the community solar project the account holder of a master meter wishes to subscribe to the community solar project on behalf of its tenants, it must submit to the Board a signed affidavit that the specific, identifiable, sufficient, and quantifiable benefits from the community solar subscription will be passed through to its tenants.

9. The geographic restriction for distance between project site and subscribers is: (*select one*)
☒ No geographic restriction: whole EDC service territory
☐ Same county OR same county and adjacent counties
☐ Same municipality OR same municipality and adjacent municipalities

Note: The geographic restriction selected here will apply for the lifetime of the project, barring special dispensation from the Board, pursuant to N.J.A.C. 14:8-9.5(a).



10. Product Offering: *(The Applicant must also complete and attach one or more product offering form(s) found in Appendix A. See Appendix A for exemptions.)*

The subscription proposed offers guaranteed or fixed savings to subscribers ☒ Yes ☐ No

If "Yes," the guaranteed or fixed savings are offered as:

- ☒ A percentage saving on the customer's annual electric utility bill
- ☐ A percentage saving on the customer's community solar bill credit
- ☐ Other: _____

If "Yes," the proposed savings represent:

- ☐ 0% - 5% of the customer's annual electric utility bill or bill credit
- ☐ 5% - 10% of the customer's annual electric utility bill or bill credit
- ☒ 10% - 20% of the customer's annual electric utility bill or bill credit
- ☐ over 20% of the customer's annual electric utility bill or bill credit

The subscription proposed offers subscribers ownership or a pathway to ownership of a share of the community solar facility ☐ Yes ☒ No

If "Yes," include proof of a pathway to ownership of a share of the community solar facility offered to the subscribers in Appendix A.

11. The list of approved community solar projects will be published on the Board's website. Additionally, subscriber organizations have the option of indicating, on this list, that the project is currently seeking subscribers.

If this project is approved, the Board should indicate on its website that the project is currently seeking subscribers ☒ Yes ☐ No

If "Yes," the contact information indicated on the Board's website should read:

Company/Entity Name: Sunrun Contact Name: Daniel Saviteer
Daytime Phone: 603 568 8754 Email: DSaviteer@sunrun.com

Note: it is the responsibility of the project's subscriber organization to notify the Board if/when the project is no longer seeking subscribers, and request that the Board remove the above information on its website.

X. Community Engagement

1. The proposed community solar project is being developed by or in collaboration* with the municipality in which the project is located ☐ Yes ☒ No

If "Yes," explain how and attach a letter of support from the municipality in which the project is located.

*Collaboration with the municipality should include, at minimum, one or more meetings with relevant municipal authorities and clear evidence of municipal involvement and approval of the design, development, or operation of the proposed community solar project.

2. The proposed community solar project is being developed in collaboration* with one or more local community organization(s) ☐ Yes ☒ No

If "Yes," explain how and attach a letter of support from the local community organization(s).

*Collaboration with a local community organization should include, at minimum, one or more meetings with the relevant local community organization(s) and clear evidence of the local community organization's involvement and approval of the design, development, or operation of the proposed community solar project.

3. The proposed community solar project was developed, at least in part, through a community consultative process* ☐ Yes ☒ No

If "Yes," please describe the consultative process.

*A community consultative process should include, at minimum, one or more opportunities for public intervention and outreach to the municipality and/or local community organizations.

XI. Project Cost

1. Provide the following cost estimates and attach substantiating evidence in the form of charts and/or spreadsheet models:

Applicants are expected to provide a good faith estimate of costs associated with the proposed community solar project, as they are known at the time the Application is filed with the Board. This information will not be used in the evaluation of the proposed community solar project.

Net Installed Cost (in \$)	\$971,520.00
Net Installed Cost (in \$/Watt)	\$2.20/w
Initial Customer Acquisition Cost (in \$/Watt)	\$0.00
Annual Customer Churn Rate (in %)	0%



Annual Operating Expenses (in c/kWh)	\$0.018
LCOE (in c/kWh)	\$0.114

2. Pursuant to N.J.A.C. 14:8-9.7(q), "community solar projects shall be eligible to apply, via a one-time election prior to the delivery of any energy from the facility, for SRECs or Class I RECs, as applicable, or to any subsequent compensations as determined by the Board pursuant to the Clean Energy Act."

For indicative purposes only, please indicate all local, state and federal tax incentives which will be applied to if the proposed community solar project is approved for participation in the Community Solar Energy Pilot Program:

Federal - Investment Tax Credit (ITC)

State - SRECs (as available, including any applicable transition or replacement program available)

Federal - Accelerated Depreciation (MACRS) and Bonus Depreciation

XII. Other Benefits

1. The proposed community solar facility is paired with another distributed energy resource:
 - a. Micro-grid project ☐ Yes ☒ No
 - b. Storage ☐ Yes ☒ No
 - c. Other (identify): ☐ Yes ☒ No
2. The proposed community solar facility provides grid benefits (e.g. congestion reduction) ☐ Yes ☒ No
 If "Yes" to any, please explain how and provide supporting documents.
4. The proposed community solar project will create temporary or permanent jobs in New Jersey ☒ Yes ☐ No
 If "Yes," estimated number of temporary jobs created in New Jersey: tbd
 If "Yes," estimated number of permanent jobs created in New Jersey: tbd
5. The proposed community solar project will provide job training opportunities for local solar trainees ☒ Yes ☐ No
 If "Yes," will the job training be provided through a registered apprenticeship? ☐ Yes ☒ No



If "Yes," identify the entity or entities through which job training is or will be organized (e.g. New Jersey GAINS program, partnership with local school):

XIII. Special Authorizations and Exemptions
--

1. Is the proposed community solar project co-located with another community solar facility (as defined at N.J.A.C. 14:8-9.2)? ☐ Yes ☒ No

If "Yes," please explain why the co-location can be approved by the Board, consistent with the provisions at N.J.A.C. 14:8-9.

2. Does this project seek an exemption from the 10-subscriber minimum? ☐ Yes ☒ No

If "Yes," please demonstrate below (and attach supporting documents as relevant):

- a. That the project is sited on the property of a multi-family building.
- b. That the project will provide specific, identifiable, and quantifiable benefits to the households residing in said multi-family building.

3. Specific sections throughout the Application Form are identified as optional only if: 1) the Applicant is a government entity (municipal, county, or state), and 2) the community solar developer will be selected by the Applicant via a RFP, RFQ, or other bidding process. Has the Applicant left those specific sections blank? ☐ Yes ☒ No

If "Yes," attach a letter describing the proposed bidding process. The Applicant must further commit to issuing said RFP, RFQ, or other bidding process within 90 days of the proposed project being approved by the Board for participation in the Community Solar Energy Pilot Program. The Applicant will be required to provide the information contained in those optional sections to the Board once it becomes known.

4. Has the proposed community solar project received, in part or in whole, a subsection (t) conditional certification from the Board prior to February 19, 2019? ☐ Yes ☒ No

If "Yes," the project may apply to participate in the Community Solar Energy Pilot Program if it commits to withdrawing the applicable subsection (t) conditional certification immediately if it is approved by the Board for participation in the Community Solar Energy Pilot Program. Attach a signed affidavit that the Applicant will immediately withdraw the applicable subsection (t)



conditional certification if the proposed project is approved by the Board for participation in the Community Solar Energy Pilot Program.



Section C: Certifications

Instructions: Original signatures on all certifications are required. All certifications in this section must be notarized.

Applicant Certification

The undersigned warrants, certifies, and represents that:

- 1) I, Nicholas Smallwood (name) am the Senior Director, Business Development (title) of the Applicant Sunrun Inc. (name) and have been authorized to file this Applicant Certification on behalf of my organization; and
- 2) The information provided in this Application package has been personally examined, is true, accurate, complete, and correct to the best of the undersigned's knowledge, based on personal knowledge or on inquiry of individuals with such knowledge; and
- 3) The community solar facility proposed in the Application will be constructed, installed, and operated as described in the Application and in accordance with all Board rules and applicable laws; and
- 4) The system proposed in the Application will be constructed, installed, and operated in accordance with all Board policies and procedures for the SREC Registration Program or subsequent revision to the SREC Registration Program, if applicable; and
- 5) My organization understands that certain information in this Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47-1A-1 et seq., and that sensitive and trade secret information that they wish to keep confidential should be submitted in accordance with the confidentiality procedures set forth in N.J.A.C. 14:1-12.3.; and
- 6) My organization acknowledges that submission of false information may be grounds for denial of this Application, and if any of the foregoing statements are willfully false, they are subject to punishment to the full extent of the law, including the possibility of fine and imprisonment.

Signature: 

Date: 09/05/2019

Print Name: Nicholas Smallwood

Title: Senior Director, Business Development

Company: Sunrun Inc.

Signed and sworn to before me on this 5th day of Sept, 2019

Signature

VASHU PATEL

Name

VASHU PATEL
NOTARY PUBLIC-STATE OF NEW YORK
No. 01PA6334587
Qualified in Kings County
My Commission Expires 12-21-2019



Project Developer Certification

This Certification "Project Developer / Installer" is optional if: 1) the Applicant is a government entity (municipal, county, or state), AND 2) the community solar developer will be selected by the Applicant via a Request for Proposals (RFP), Request for Quotations (RFQ), or other bidding process. In all other cases, this Certification is required.

The undersigned warrants, certifies, and represents that:

- 1) I, Nicholas Smallwood (name) am the Senior Director, Business Development (title) of the Project Developer Sunrun Inc. (name) and have been authorized to file this Applicant Certification on behalf of my organization; and
- 2) The information provided in this Application package has been personally examined, is true, accurate, complete, and correct to the best of the undersigned's knowledge, based on personal knowledge or on inquiry of individuals with such knowledge; and
- 3) The community solar facility proposed in the Application will be constructed, installed, and operated as described in the Application and in accordance with all Board rules and applicable laws; and
- 4) The system proposed in the Application will be constructed, installed, and operated in accordance with all Board policies and procedures for the SREC Registration Program or subsequent revision to the SREC Registration Program, if applicable; and
- 5) My organization understands that certain information in this Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47-1A-1 et seq., and that sensitive and trade secret information that they wish to keep confidential should be submitted in accordance with the confidentiality procedures set forth in N.J.A.C. 14:1-12.3.; and
- 6) My organization acknowledges that **submission of false information may be grounds for denial of this Application, and if any of the foregoing statements are willfully false, they are subject to punishment to the full extent of the law, including the possibility of fine and imprisonment.**

Signature: 

Date: 09/05/2019

Print Name: Nicholas Smallwood

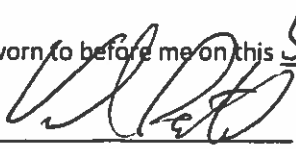
Title: Senior Director, Business Development

Company: Sunrun Inc.

Signed and sworn to before me on this 5th day of Sept, 2019

Signature

Name


VASHU PATEL

VASHU PATEL
NOTARY PUBLIC-STATE OF NEW YORK
No. 01PA6334587
Qualified in Kings County
My Commission Expires 12-21-2019



Project Owner Certification

The undersigned warrants, certifies, and represents that:

- 1) I, Nicholas Smallwood (name) am the Senior Director, Business Development (title) of the Project Owner Sunrun Inc. (name) and have been authorized to file this Applicant Certification on behalf of my organization; and
- 2) The information provided in this Application package has been personally examined, is true, accurate, complete, and correct to the best of the undersigned's knowledge, based on personal knowledge or on inquiry of individuals with such knowledge; and
- 3) The community solar facility proposed in the Application will be constructed, installed, and operated as described in the Application and in accordance with all Board rules and applicable laws; and
- 4) The system proposed in the Application will be constructed, installed, and operated in accordance with all Board policies and procedures for the SREC Registration Program or subsequent revision to the SREC Registration Program, if applicable; and
- 5) My organization understands that certain information in this Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47-1A-1 et seq., and that sensitive and trade secret information that they wish to keep confidential should be submitted in accordance with the confidentiality procedures set forth in N.J.A.C. 14:1-12.3.; and
- 6) My organization acknowledges that **submission of false information may be grounds for denial of this Application, and if any of the foregoing statements are willfully false, they are subject to punishment to the full extent of the law, including the possibility of fine and imprisonment.**

Signature: 

Date: 09/05/2019

Print Name: Nicholas Smallwood

Title: Senior Director, Business Development

Company: Sunrun Inc.

Signed and sworn to before me on this 5th day of Sept, 2019



Signature VASHU PATEL

Name

VASHU PATEL
NOTARY PUBLIC-STATE OF NEW YORK
No. 01PA6334587
Qualified in Kings County
My Commission Expires 12-21-2019



Property Owner Certification

The undersigned warrants, certifies, and represents that:

- 1) I, Sandra Cipollone (name) am the Senior VP (title) of the Property Townhouse Terrace East I and have been authorized to file this Applicant Certification on behalf of my organization; and
- 2) The information provided in this Application package pertaining to siting and location of the proposed community solar project has been personally examined, is true, accurate, complete, and correct to the best of the undersigned's knowledge, based on personal knowledge or on inquiry of individuals with such knowledge; and
- 3) My organization or I understand that certain information in this Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47-1A-1 et seq., and that sensitive and trade secret information that they wish to keep confidential should be submitted in accordance with the confidentiality procedures set forth in N.J.A.C. 14:1-12.3.; and
- 4) My organization acknowledges that submission of false information may be grounds for denial of this Application, and if any of the foregoing statements are willfully false, they are subject to punishment to the full extent of the law, including the possibility of fine and imprisonment.

Signature: Sandra E. Cipollone Date: 9-5-19
Print Name: SANDRA B. CIPOLLONE
Title: SENIOR V.P. Company: TMR

Signed and sworn to before me on this 5th day of September, 2019

Signature: [Signature]
Name: THERESA K. ROGERS
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires January 18, 2023



Subscriber Organization Certification (optional, complete if known)

The undersigned warrants, certifies, and represents that:

- 1) I, _____ (name) am the _____ (title) of the Subscriber Organization _____ (name) and have been authorized to file this Applicant Certification on behalf of my organization; and
- 2) The information provided in this Application package has been personally examined, is true, accurate, complete, and correct to the best of the undersigned's knowledge, based on personal knowledge or on inquiry of individuals with such knowledge; and
- 3) The community solar facility proposed in the Application will be constructed, installed, and operated as described in the Application and in accordance with all Board rules and applicable laws; and
- 4) My organization understands that certain information in this Application is subject to disclosure under the Open Public Records Act, N.J.S.A. 47-1A-1 et seq., and that sensitive and trade secret information that they wish to keep confidential should be submitted in accordance with the confidentiality procedures set forth in N.J.A.C. 14:1-12.3.; and
- 5) My organization acknowledges that submission of false information may be grounds for denial of this Application, and if any of the foregoing statements are willfully false, they are subject to punishment to the full extent of the law, including the possibility of fine and imprisonment.

Signature: _____

Date: _____

Print Name: _____

Title: _____

Company: _____

Signed and sworn to before me on this _____ day of _____, 20__

Signature

Name



Section D: Appendix

Appendix A: Product Offering Questionnaire

Complete the following Product Offering Questionnaire. If there are multiple different product offerings for the proposed community solar project, please complete and attach one Product Offering Questionnaire per product offering.

Applicants are expected to provide a good faith description of the product offerings developed for the proposed community solar project, as they are known at the time the Application is filed with the Board. If the proposed project is approved by the Board, the Applicant must notify the Board and receive approval from the Board for any modification or addition to a Product Offering Questionnaire.

Exception: This "Product Offering Questionnaire" is optional if: 1) the Applicant is a government entity (municipal, county, or state), AND 2) the community solar developer will be selected by the Applicant via a Request for Proposals (RFP), Request for Quotations (RFQ), or other bidding process.

This Questionnaire is Product Offering number 1 of 1 (total number of product offerings).

1. Community Solar Subscription Type (examples: kilowatt hours per year, kilowatt size, percentage of community solar facility's nameplate capacity, percentage of subscriber's historical usage, percentage of subscriber's actual usage):

Percentage of subscriber's historical usage

2. Community Solar Subscription Price: (check all that apply)

☒ Fixed price per month

☐ Variable price per month, variation based on: _____

☒ The subscription price has an escalator of 2% % every 1 year (interval)

3. Contract term (length): _____ months, or 20 years years OR ☐ month-to-month

4. Fees

☐ Sign-up fee: \$0

☐ Early Termination or Cancellation fees: \$0

☐ Other fee(s) and frequency: \$0

5. Does the subscription guarantee or offer fixed savings or specific, quantifiable economic benefits to the subscriber? ☒ Yes ☐ No

If "Yes," the savings are guaranteed or fixed:



- ☐ As a percentage of monthly utility bill
- ☐ As a fixed guaranteed savings compared to average historic bill
- ☐ As a fixed percentage of bill credits
- ☒ Other: see "special conditions or considerations"

6. Special conditions or considerations:

(see attached page)

Appendix A: Product Offering Questionnaire

Question 6: Special COnditions or Considerations

The project will have two types of off-takers: the common areas of the affordable housing property the project is located on, and the low income tenant units of the property. As project owner and developer, we guarantee the kWh production of the performance of the solar system to the property owner, and we have agreed to at least 10%+ savings targets with the property owner. Rather than directly charging and billing tenants we plan to allocate a fixed portion of the community solar project production to each tenant unit, and then use existing federally-regulated tools available to affordable housing property owners pursuant to housing tax regulations (utility allowances through the housing tax credit regulations) to have the site owner manage the full costs and payment of the subscriptions. The formula used will ensure a minimum of 10% savings to tenants.

Appendix C: Evaluation Criteria

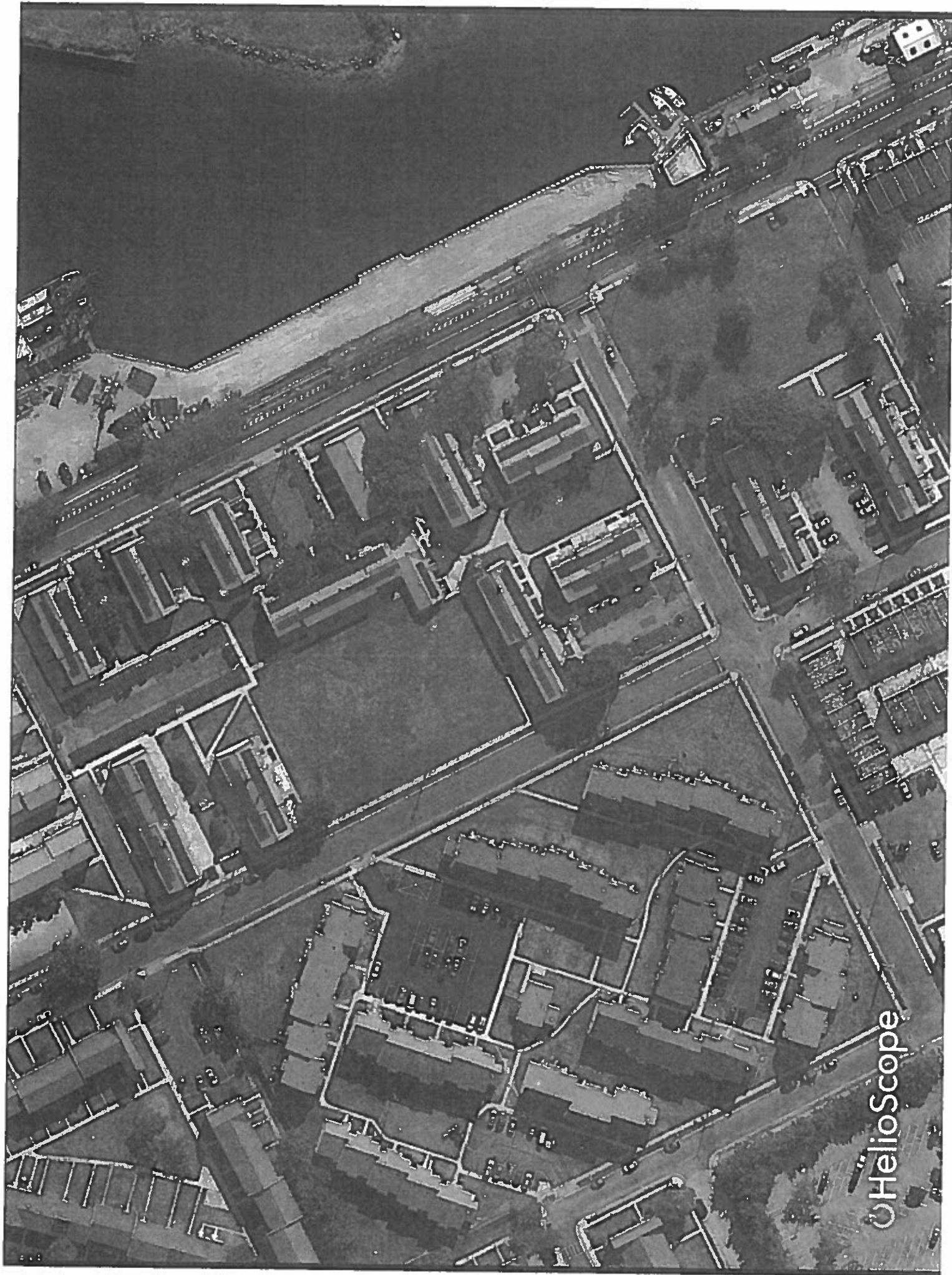
The Evaluation Criteria chart below lists the various categories that the Board will consider in evaluating project Applications. Projects must score a minimum 30 points total in order to be considered for participation in the Community Solar Energy Pilot Program. Projects that score above 30 points will be awarded program capacity in order, starting with the highest-scoring project and proceeding to the lowest-scoring project.

Evaluation Criteria	Max. Points
Low- and Moderate-Income and Environmental Justice Inclusion Higher preference: LMI project	30
Siting Higher preference: landfills, brownfields, areas of historic fill, rooftops, parking lots, parking decks Medium preference: canopies over impervious surfaces (e.g. walkway), areas designated in need of redevelopment No Points: preserved lands, wetlands, forested areas, farmland Bonus points for: landscaping, land enhancement, pollination support, stormwater management, soil conservation	20 Max. possible bonus points: 5
Product Offering Higher preference: guaranteed savings >10%, flexible terms* Medium preference: guaranteed savings >5% No Points: no guaranteed savings, no flexible terms* *Flexible terms may include: no cancellation fee, short-term contract	15
Community and Environmental Justice Engagement Higher preference: partnership with municipality, partnership with local community organization(s), partnership with affordable housing provider Medium preference: letter of support from municipality, project owner is a government and/or public and/or quasi-public entity, project owner is an affordable housing developer	10
Subscribers Higher preference: more than 51% project capacity is allocated to residential subscribers	10
Other Benefits Higher preference: Provides local jobs/job training, demonstrates co-benefits (e.g. paired with storage, micro-grid project, energy audit, EE measures)	10
Geographic Limit within EDC service territory Higher preference: municipality/adjacent municipality Medium preference: county/adjacent county No Points: any geographic location within the EDC service territory.	5



Townhouse Terrance East 1 - Estimated Community Solar Cost Breakdown

Category	Item	Cost (\$/W)
Labor	Module Mounting	0.080
	Electrical Labor	0.100
	Build Racking	0.007
	Trenching	0.030
	Monitoring Labor	0.005
	Safety/bmps	0.009
	New Carport	0.055
	Roof Loading	0.055
		<hr/>
		0.341
Materials	Inverter + Monitoring	0.487
	Modules	0.480
	Wire	0.011
	BOS	0.015
	Carport Lighting	0.005
	PV Racking	0.200
		<hr/>
		1.198
Other	Commissioning	0.005
	Equipment Rental	0.010
	Subcontractor OHP	0.147
		<hr/>
		0.162
Total Direct Costs		1.701
OHP (@ 15% Margin)		0.300
Total EPC price w/o tax		2.001
Total EPC price w/ tax		2.181
		<hr/>
<u>Total Project Cost</u>		<u>\$2.18</u>



HelioScope



**LETTER OF AGREEMENT AND OPTION TO CONTRACT FOR USE AS A
COMMUNITY SOLAR SITE**

August 26, 2019

Donald L. Miller, Jr. Executive Vice President
Michaels Management-Affordable, LLC
2 Cooper Street
PO Box 90708
Camden, NJ 08101

Dear Mr. Miller:

This letter sets forth the understanding and terms of agreement and constitutes a Memorandum of Understanding and Option to Contract for Use as a Community Solar Site between Sunrun Inc. ("**Sunrun**") and communities managed by Michaels Management-Affordable, LLC ("**Host**") with respect to installing solar photovoltaic (PV) systems on multifamily low-income housing properties in New Jersey ("**MOU**").

1. Background

Host is a leading provider of multifamily affordable housing, with a record of investments in energy efficiency and solar PV in order to improve its real estate assets and benefit its low income residents. Sunrun is the largest residential solar company in the United States and a leading provider of solar electric generating systems for multifamily affordable housing properties. Host has an extensive portfolio of affordable housing properties that may be good candidates for the New Jersey Community Solar Pilot Program. The parties wish to partner to bring their respective strengths together to develop solar PV projects that will benefit Host, Sunrun and the low income residents of as many of Host's properties as feasible.

2. Key Business Terms

- A. **Option to Contract for Use as a Community Solar Site.** Host hereby provides Sunrun with an exclusive option to contract for installation of Solar PV systems for use as community solar site(s) (the "**Option to Contract**") on the affordable housing properties identified on the Host-approved target list, attached hereto as **Exhibit 1**, ("**Target List**") for the duration of the Exclusivity Option Period.
- B. **Goals.** The overall goal is to identify and develop Solar PV systems for Host's affordable housing properties. Based on preliminary review, Sunrun believes it may be reasonable to develop projects that provide the following benefits:
 - Create electricity cost savings and subsequent NOI increase in the budgets of Host properties

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Michaels Management-Affordable, LLC and Sunrun
Page 2

- Establish Host as a leading provider of renewable energy that benefits low-income renters and stabilizes affordable housing assets at scale and in a manner that attracts mainstream investment.

B. Overall Tasks. The purpose of this MOU will be achieved through the following overall tasks:

- Sunrun will develop fully engineered proposals for solar PV systems for properties on the Target List.
- Host and Sunrun will negotiate in good faith and contract for solar PV systems to benefit Host, Sunrun and low-income residents on as many of Host's properties as feasible, based on the Target List.
- Once contracted, Sunrun and Host will cooperate to diligently complete installation and interconnection of the solar PV.

C. Preliminary Assessment Process. Upon execution of this MOU, the parties will proceed with a preliminary assessment of solar PV opportunities as follows:

- Sunrun will provide a preliminary analysis of the potential business opportunity at each site on the Target List based on estimated site solar capacity or maximum electric load at Host's properties.
- The parties will use that information to agree on the size of the total potential solar PV system development opportunity across all target properties, as measured in MW-DC.
- Host will supply information needed for Sunrun to produce the more detailed proposals, including: unit mix tables with affordability restrictions, energy bills or authorization to access such information in electronic format from the local utility provider, as-built drawings (if available), regulatory agreements and other documents as may be required to process a utility rebate, and other Host input for Sunrun's design consideration.
- Sunrun will develop the detailed site-specific analyses and generate proposals for as many properties as possible that meet the goals of this agreement. The parties will cooperate in the ongoing development of the analyses.

D. Host Rights and Responsibilities.

- Host reserves the right to reject any project presented by Sunrun that does not reasonably correspond to the metrics as outlined in this MOU.
- Host represents that, with respect to the matters addressed in this MOU, it exercises a controlling interest in the properties on the Target List through its affiliations with the respective owner entities of the Target List properties, and will cause the affiliated owner entities to execute the required legal documents to achieve the goals and terms of this MOU.

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Michaels Management-Affordable, LLC and Sunrun
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E. Sunrun Responsibilities.

- Sunrun will identify, develop, finance, install and operate Solar PV systems on Host properties for use as community solar sites. The Solar PV systems will serve tenant units and/or property common areas. The work will be performed by Sunrun, its affiliates and partners.
- Sunrun will utilize a mix of incentives, debt financing, and tax equity financing to pay for the solar PV. The intent of the financing strategy is to provide solar PV systems that benefits both common areas and residents of affordable housing properties at an overall price that provides savings to property operating (common area) budgets and residents with no upfront cost to Host for either tenant or common systems.
- Sunrun will complete turnkey installation of the solar system, including design, engineering, permitting, construction, interconnection and rebate processing, as well as the long-term operations, maintenance, warranty and performance guarantee.
- Sunrun agrees to present proposals that meet these target parameters:
 1. Achieve significant reduction in common area electric energy savings for the common area meter(s) with resultant increases in property-level net operating income (NOI.)
 2. Maximize the Solar PV system size to generate the maximum benefit for low-income residents of Host multifamily affordable housing properties.
- Host shall have the right to confirm the project design and economics prior to entering into a final contract for each Sunrun-proposed Solar PV system.

3. Exclusivity and Matching Offers

Sunrun shall have the exclusive Option to Contract on the Target List for a period of six months from the date of this MOU (the “**Exclusivity Option Period**”). In addition, during the Exclusivity Option Period, Sunrun shall have the right to submit Solar PV applications with the NJ Board of Public Utilities on certain of Host’s affordable housing portfolio.

In addition, for a period of two (2) years following the Exclusivity Option Period, Host shall provide Sunrun with a “last look” opportunity to match any subsequent solar PV system proposals from other solar PV system providers on projects previously presented by Sunrun and rejected by Host during the term of this agreement. Sunrun will have 30 days to review a proposal and provide an alternate proposal.

In exchange for Sunrun’s exclusive Option to Contract and last look opportunity and upon agreement of the size of the total potential solar PV system development opportunity as measured in MW-DC, Sunrun will pay Host \$100 per MW (“**Option Payment**”). The Option Payment will be made within 30 days of agreement on the size of the total business opportunity.

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Michaels Management-Affordable, LLC and Sunrun
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Host will have no obligation to repay any portion of the Option Payment, regardless of the total size of Solar PV systems ultimately installed by Sunrun, if any.

4. Term and Termination

This MOU is effective upon the signature date below and shall continue for a minimum of six months or until all projects identified by Host have been analyzed by Sunrun and Host has either accepted or rejected the proposed projects, whichever is longer, provided, however, that the matching offer provision of Section 4 shall continue for an additional two years beyond the expiration of the Exclusivity Option Period.

This MOU may be terminated by either party for Good Cause or by mutual written agreement. Good Cause shall mean that in the judgement of the terminating party the other party failed to act in a timely manner or provide information reasonably necessary to qualify for the New Jersey Community Solar Pilot Program or to develop and finance the solar PV at a given project. Additionally, Good Cause shall include that in the judgement of Host, Sunrun is not performing in a timely manner. This MOU may be modified only in writing and with the mutual consent of authorized officials from Host and Sunrun.

5. Confidentiality and Non-Disclosure

The information provided and developed in conjunction with this Agreement, including without limitation the presentation, approach, deal structure, proposed project economics and the terms of the Agreement itself, excepting any information that was publicly available or in the recipient's possession prior to disclosure, shall be considered proprietary and confidential. The parties agree to use such confidential information solely to evaluate the proposed Solar PV systems contemplated by this Agreement, to take reasonable measures to maintain the secrecy of any such material, and not to disclose it to any third parties except as required by law.

6. Notice and Contact Information

Notice under this Agreement shall be delivered as follows:

HOST

Michaels Management-Affordable LLC
2 Cooper Street
PO Box 90708
Camden, NJ 08101
Attention: Donald L. Miller, Jr. Executive Vice President
DMiller@TMO.com

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Michaels Management-Affordable, LLC and Sunrun
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SUNRUN

Sunrun Inc.
225 Bush Street, Suite 1400
San Francisco, CA 94104
Attention: Nicholas Smallwood
nsmallwood@sunrun.com
CC: legalnotices@sunrun.com

7. Choice of Law and Venue

This Agreement shall be interpreted with respect to the laws of the state of California. Any dispute arising out of this agreement that cannot be resolved informally between the parties is subject to binding arbitration where each party shall bear its own expenses and each party shall agree to comply with any ruling made through arbitration.

[SIGNATURE PAGE FOLLOWS]

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Michaels Management-Affordable, LLC and Sunrun
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AGREED: The undersigned agree to this Memorandum of Understanding as of the date signed below:

HOST

Michaels Management-Affordable, LLC

DocuSigned by:

Don Miller

00D1EA07895644E

Donald L. Miller, Jr.
Executive Vice President

8/27/2019

Date

SUNRUN

DocuSigned by:

Nicholas Smallwood

0082FF7804086C8

Nicholas Smallwood
Senior Director, Business Development

8/27/2019

Date

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Michaels Management-Affordable, LLC and Sunrun
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EXHIBIT 1

LIST OF TARGET PROPERTIES

Site Description	Address	City	State	Zip Code
2720 Fire Road (Egg Harbor Twp)	2720 Fire Road	Egg Harbor Township	NJ	08234
Glasstown Residence @ Riverpark	224 S 2nd St	Millville	NJ	08332
Kershaw Commons	6000 Applewood Dr # 6100	Freehold	NJ	07728
Akabe Village Apartments	100 LAVENDER COURT	HOWELL	NJ	07731
Eagle Crest	111 Spieth Way	Toms River	NJ	08755
Senior Horizons at Bayonne	74 Lexington Ave	Bayonne	NJ	07002
Tagliareni Plaza	732 Avenue E	Bayonne	NJ	07002
Mi Casa Village	1892 River Ave	Camden	NJ	08105
Clifton Main Mews, LLC	988 Main Avenue	Clifton	NJ	07011
Senior Horizons at Clifton	714 Clifton Ave	Clifton	NJ	07013
Senior Horizons at Clifton II	100 Scales Plz Ste 100	Clifton	NJ	07013
Senior Horizons at Clifton III	101 Scales Plz	Clifton	NJ	07013
Living Springs Manor	501 Parkview Dr	Delanco	NJ	08075
Living Springs Senior Residence	600 Parkview Dr	Delanco	NJ	08075
Francis J.Gorman Manor @ Carpenter's Sq	430 S Broadway	Gloucester City	NJ	08030
Catherine Todd	547 Montgomery St	Jersey City	NJ	07302
Harrison Park Square (Spruce)	140 Spruce St	Newark	NJ	07108
Sams Place Apartments	446-60 E 19th St	Paterson	NJ	07524
Horizons at Plainfield	130 W Front St	Plainfield	NJ	07060
DeForest Soaries Jr Res at Somerset	630 Franklin Blvd	Somerset	NJ	08873
Esperanza Apartments	10 Wood St	Trenton	NJ	08618
Horizon Heights	4906 Broadway	Union City	NJ	07087
Monastery	1901 West St	Union City	NJ	07087
Montvale Commons	150 Nottingham Ct	Montvale	NJ	07645

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Atlantic Marina	732A N Maryland Ave	Atlantic City	NJ	08401
Brigantine Homes	1062 Brigantine Blvd	Atlantic City	NJ	08401
Site Description	Address	City	State	Zipcode
Townhouse Terrace East I	732A N Maryland Ave	Atlantic City	NJ	08401
Ocean Towers	425 Ocean Ave	Jersey City	NJ	07305
Vineland Gardens	775 S 6th St Ofc BLDG	Vineland	NJ	08360
Walnut Manor Apartments	794 E Walnut Rd Ofc	Vineland	NJ	08360
NIA Apartments	130 Pamphylia Ave Apt 18	Bridgeton	NJ	08302
Park Plaza Apartments	150 Mathistown Rd	Little Egg Harbor Twp	NJ	08087
Pennsville Towers	40 Eaton Rd	Pennsville	NJ	08070
Sebastian Villa Apartments	2305 W Bangs Ave	Neptune	NJ	07753
Winteringham Village	1040 Route 166 Bldg 7	Toms River	NJ	08753
Halls Corner	551 Cranbury Rd	East Brunswick	NJ	08816
Rowan Towers	620 W State St	Trenton	NJ	08618
Lincoln Towers (NJ)	69 Lincoln St # 79	Newark	NJ	07103
Bogart Commerce	130 W Front St	Plainfield	NJ	07060
Morgan Village	2241 Van Buren St	Camden	NJ	08104
Roosevelt Manor Phase IX & X	715 Chelton Ave	Camden	NJ	08104
Roosevelt Manor Phase V - IRM	677 Tilghman Dr	Camden	NJ	08104
The Branches at Centerville	1700 S 9th Street	Camden	NJ	08104
Barbaras Place	471 Pacific Ave	Jersey City	NJ	07304
Glennview Townhouses	463 Pacific Ave	Jersey City	NJ	07304
Glennview Townhouses II	463 Pacific Ave	Jersey City	NJ	07304
Lafayette Senior	463 Pacific Ave	Jersey City	NJ	07304
Pacific Court Apartments	148 Bramhall Ave	Jersey City	NJ	07304
Woodward Terrace	148 Bramhall Ave	Jersey City	NJ	07304
Ocean Pointe Elderly	460 Ocean Ave	Jersey City	NJ	07305
Baxter Park	2 Wellington Way	Newark	NJ	07103
Salem Towers Apartments	98 High St	Orange	NJ	07050
Renaissance @ Asbury Park	1012 Springwood Avenue	Asbury	NJ	07712
Cooper Plaza	738-A Washington Street	Camden	NJ	08103

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Mill Creek Garden	214 Comelison Avenue	Jersey City	NJ	07302
Boulevard West	220 Irvine Turner Blvd	Newark	NJ	07108
Carrino Plaza	416-26 Broadway	Newark	NJ	07104

Affidavit Regarding Affordable Housing Property as LMI Subscriber

With respect to Question 6 of Section IX (*Community Solar Subscriptions and Subscribers*) of each Community Solar Energy Pilot Application Form (each, an "Application") submitted regarding the community solar projects listed in Schedule 1 hereto (the "LMI Community Solar Host Properties") for consideration by the New Jersey Board of Public Utilities, by signing this affidavit, I, James Willard, Project Manager of Michaels Management-Affordable, LLC ("Host") affirm and swear that Host expects specific, substantial, identifiable, and quantifiable long-term benefits from the community solar subscription for each LMI Community Solar Host Property will be passed through to its tenants and residents as described in each LMI Community Solar Host Property's Application Form.

Host:

Signature: 

Name: James Willard

Date: 09/06/2019

Signed and sworn to me before this 6th day of September, 2019


Signature

Name **THERESA K. ROGERS**
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires January 18, 2023

Schedule 1
List of Properties

Property	Address	Municipality
Atlantic Marina	732A N Maryland Ave	Atlantic City
Brigantine Homes	1062 Brigantine Blvd	Atlantic City
Eagle Crest	111 Spieth Way	Toms River
Glennview Townhouses	463 Pacific Ave	Jersey City
Halls Corner	551 Cranbury Rd	East Brunswick
Morgan Village	2241 Van Buren St	Camden
Pacific Court Apartments	148 Bramhall Ave	Jersey City
Pennsville Towers	40 Eaton Rd	Pennsville
Renaissance at Asbury Park	1012 Springwood Avenue	Ashury
Rowan Towers	620 W State St	Trenton
The Branches at Centerville	1700 S 9th Street	Camden
Townhouse Terrace East I	732A N Maryland Ave	Atlantic City
Winteringham Village	1040 Route 166 Bldg 7	Toms River
Woodward Terrace	148 Bramhall Ave	Jersey City