



RESOLUTION

2020-01.01

Investment Grade Audit Agreement

At a regular meeting of the Bedford Regional Water Authority ("Authority") Board of Directors, held in the Board Meeting Room at the Authority's Administrative Annex Building on the 21st of January 2020, beginning at 7:00 p.m.

WHEREAS, the Authority has received and reviewed a proposed Investment Grade Audit Agreement ("Agreement") from Schneider Electric Buildings Americas, Inc., a qualified Energy Services Contractor ("ESCO") in the Commonwealth of Virginia, to perform an Investment Grade Audit ("IGA") in order to determine the savings that may be realized through the future execution of an Energy Savings Performance Contract ("ESPC"); and,

WHEREAS, the Code of Virginia 11-34.3.F. requires that an energy performance-based contract shall include the following provision:

- 1. A guarantee by the energy performance contractor that annual energy and operational cost savings will meet or exceed the amortized cost of energy conservation measures. The guaranteed energy savings contract shall include a written guarantee of the qualified provider that either the energy or operational cost savings, or both, will meet or exceed within 20 years the costs of the energy and operational savings measures. The qualified provider shall reimburse the contracting entity for any shortfall of guaranteed energy savings projected in the contract.; and,*

WHEREAS, the cost of the IGA, which is not to exceed \$175,000, will only become due if the Authority does not elect to proceed with an ESPC within 60 days of receiving the ESPC contract following the conclusion of the IGA; and,

WHEREAS, at the regular called meeting on October 15, 2019, the Authority's Board of Directors received and approved the Finance Committee's recommendation to request that the Authority's consultant, Davenport & Company LLC, perform a study and report the impact to the Authority's debt capacity of the debt required to execute an ESPC within the Financial Study; and,

WHEREAS, the Finance Committee discussed the scope of the proposed Agreement for the ESCO to perform an IGA on January 14, 2020; and,

WHEREAS, the Executive Director will only execute the Agreement following verification that the Virginia Public Procurement Act's requirements have been satisfied; and,

WHEREAS, at this regular called meeting on January 21, 2020, the Authority's Board of Directors reviewed the impact of the IGA and proposed ESPC project to the Authority's debt capacity as shown in the Financial Study; now,



THEREFORE, BE IT RESOLVED, that the Board of Directors does hereby authorize the Executive Director to execute an agreement with ESCO that is substantially similar to the attached agreement.

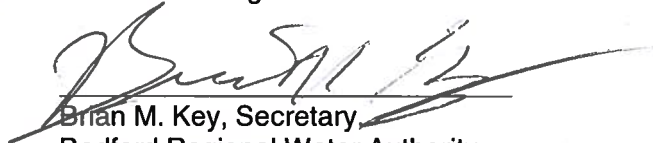
On behalf of the Finance Committee, Member Gunnoe made a motion to approve this Resolution.

Being a motion from a committee, no second was needed.

Board Member Votes: 7 Aye 0 Nay 0 Abstain. The motion carried.

CERTIFICATION

The undersigned secretary of the Bedford Regional Water Authority does hereby certify that the foregoing is a true, complete, and correct Resolution adopted by a vote of a majority of the Directors of the Bedford Regional Water Authority, present at a regular meeting of the Board of Directors of the Bedford Regional Water Authority duly called and held January 21, 2020 at which a quorum was present and acting throughout, and that the same has not been amended or rescinded and is in full force and effect as of the date of the above mentioned meeting.



Brian M. Key, Secretary
Bedford Regional Water Authority

(SEAL)