

REQUEST FOR QUALIFICATIONS #R10-1143 FOR: ENERGY AND CONSERVATION PERFORMANCE CONTRACTING SERVICES

October 7, 2022

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Proposal Form Checklist

The following documents must be submitted with the Proposal

The below documents can be found in Section 2; Proposal Submission and Required Bid Forms and must be submitted with the proposal.

QUESTIONNAIRE & EVALUATION CRITERIA:

- PROPOSAL FORM 1: QUESTIONNAIRE & EVALUATION CRITERIA

OTHER REQUIRED PROPOSAL FORMS:

- PROPOSAL FORM 2: CERTIFICATIONS AND LICENSES
- PROPOSAL FORM 3: CLEAN AIR AND WATER ACT
- PROPOSAL FORM 4: DEBARMENT NOTICE
- PROPOSAL FORM 5: LOBBYING CERTIFICATION
- PROPOSAL FORM 6: CONTRACTOR CERTIFICATION REQUIREMENTS
- PROPOSAL FORM 7: ANTITRUST CERTIFICATION STATEMENTS
- PROPOSAL FROM 8: IMPLEMENTATION OF HOUSE BILL 1295
- PROPOSAL FROM 9: BOYCOTT CERTIFICATION AND TERRORIST STATE CERTIFICATION
- PROPOSAL FORM 10: RESIDENT CERTIFICATION
- PROPOSAL FORM 11: FEDERAL FUNDS CERIFICATION FORM
- PROPOSAL FORM 12: ADDITIONAL ARIZONA CONTRACTOR REQUIREMENTS
- PROPOSAL FORM 13: OWNERSHIP DISCLOSURE FORM (N.J.S. 52:25-24.2)
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- PROPOSAL FORM 21: VENDOR CONTRACT AND SIGNATURE FORM

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PROPOSAL FORM 1: QUESTIONNAIRE & EVALUATION CRITERIA

Instructions:

Respondents should incorporate their questionnaire responses directly into the green cells below. Failure to provide responses in this format may result in the proposal being deemed as non-responsive at the sole discretion of Region 10.

Respondents may incorporate additional documents as part of their response which may be utilized by Region 10 as part of the evaluation. Additional documents must be consolidated as part of this Section 2 at the end of your response.

Region 10 has associated the evaluation criteria with the question that most closely aligns with that respective evaluation criteria. Region 10 reserves the right at its sole discretion to base its evaluation and specific evaluation criteria on any part of the respondent's proposal.

Evaluation Criteria	Question	Answer
Basic Information		
Required information for notification of RFP results	<i>What is your company's official registered name?</i>	Veregy Consolidated, LLC
	<i>What is the mailing address of your company's headquarters?</i>	3312 E Broadway Rd Phoenix, Arizona 85040
	<i>Who is the main contact for any questions and notifications concerning this RFP response, including notification of award? Provide name, title, email address, and phone number.</i>	Vince Esparza Vice President of Marketing and Communications vesparza@veregy.com 602-452-8743
Performance Capability (30 Points)		
Breadth of products and services provided	<i>Describe the products and services your company offers in response to the scope of this RFQ.</i>	Veregy provides turnkey comprehensive development, design, and engineering services relating to infrastructure upgrades and energy-efficient sustainability solutions for the K-12, healthcare, and municipal markets. Veregy also provides healthy building solutions for the ubiquitous need for pandemic response assistance. In this contract we will be offering our entire suite of performance contracting services including HVAC, Lighting, Controls, Water Modifications, Solar, Battery Storage, and any other energy savings measure that can be applied to a facility with a guaranteed payback.
Demonstrated ability to provide best-in-class products and services to the Equalis Group membership	<i>Please provide an overview of your products and services. Please be specific; your answer to this question, along with products/services provided in your pricing file will be used to evaluate your offering.</i>	Veregy, LLC specializes in facility improvements, modernization of existing building systems and sustainable energy design, including geothermal, solar and battery storage solutions. The focus of our efforts is aimed at reducing energy usage and the total cost of facility ownership for our clients. Our scope of services includes performance contracting, controls, heating, ventilation, air conditioning, piping, plumbing, service/maintenance, retrofits, renovations and pre-construction services. Our team of tenured professionals have multiple industry certifications (e.g., LEED, CEM, PE) and licenses in skilled trades such as General Contractor, Electrical, Boilers, Steamfitting and Process Piping, Plumbing and

Air Conditioning and Refrigeration Licenses. Veregy, LLC's areas of self-performing expertise in energy conservation measures fall into the following categories:

Energy Reduction: Sample ECMs/FIMs

Lighting Systems: Indoor, Outdoor, and Daylighting

During our audit process, our engineers will identify the existing lighting systems at the facilities and evaluated opportunities for improvements. The typical retrofit will include LED applications, looking to replace existing systems. Our preferred option is to replace all ballasts with LED tube and driver combinations. We only use products that we can obtain with a 10-year manufactures warranty. In the last two years we have two of the largest LED conversion projects in North America, Peoria Unified School Districts and Scottsdale Unified School District. Although much of the lighting in each facility may have been upgraded from T12 to T8 over the years, there often remains opportunities for additional improvements. Veregy, LLC's proposed upgrades will reduce the overall energy footprint of the client's facilities through the installation of new, high efficient, LEDs, and lighting controls.

Stadium Field Lighting

Our team has deep expertise and knowledge with installing and retrofitting LED stadium and sports field lighting. We have completed over 200 installations across the country for higher education, K-12 School Districts and city municipality sporting complexes. The common sports and stadium lighting currently found in most local schools and fields is a 1500 watt Metal Halide. The savings of LED at 1050 watts on the light and the ballast can save 40 percent on energy, plus additional benefits like instant-on, no maintenance and customized lighting sequencing. The downside to LED stadium lighting is the cost vs payback. In Arizona, the statute dictates only Kwh savings may be used to achieve Return on Investment (ROI) calculations. This means that we cannot take operational savings for LED lighting and thus payback models are pushed to over 20 years. Combining that with how little sports lights are used, LED stadium and sports lighting should not be considered for KUSD as a strong payback energy conservation measure. Veregy will complete an analysis for LED sports lighting if the District chooses to explore this conservation measure option.

Plug Load Management

We have experience implementing Plug Load Management (PLM) solutions that can save money and improve efficiency. PLM helps users visualize and understand their plug load, down to the individual device. Users can see the number and types of loads in each building. More importantly, they are able to analyze energy usage patterns of devices, groups of devices and buildings. At the same time, PLM lowers energy expenses by automating plug load control. Instead of running 24/7, devices are powered off when buildings are empty.

PLM is unique solution, but the following factors should be considered before use: Wi-Fi capabilities, Wi-Fi congestion, current Building Automation System integration and existing electrical infrastructure

Heating Systems, Central Plants, Fuel Switching

In Veregy, LLC's extensive ESCO experience we have found most heating system retrofits (whole system) and modernizations will not pencil out to an attractive payback without some support from other ECM's; however, we often find that component change out or system recommissioning will yield a solution that is accretive to the project. The other opportunity typically yielding higher payback is either a fuel switch

opportunity, or the decentralization of the central plant depending on the distribution system. For the strategy around the fuel switch to be viable the client needs to understand what the new system will require and the new requirement for logistics, to provide the infrastructure to ensure the new system can work. If the clients desired outcome is for the project to have a new central plant, Veregy, LLC has an extensive history in the modernization of the heating plant system.

Ventilating Systems

Veregy, LLC has direct experience working with clients to ensure that these systems – particularly the fans/air distribution in these systems are under control and working. This often includes the installation of VFD on larger fan motors and interlinking of the systems and the BAS to ensure use in the occupied periods and ensure that the building is meeting all requirements for fresh air. Another attractive measure is to convert constant volume system to variable air volume systems where possible.

Cooling Systems

Veregy, LLC has the experience to access system performance and with the clients input make decisions on the financial viability of modernization for the system or system replacement. We need to understand much more about the building than just this equation, as these are long payback items and much of the building lifecycle analysis needs to be considered when reviewing the cooling systems. Our approach is to remain vendor neutral and understand what systems the client’s team can support after the project is completed. A common ECM is to isolate parts of a building that don’t have to run or different occupancy schedule from the larger central plant (auxiliary or “pony” chiller). The opportunity to provide this solution must match the site and building conditions. When considering new chilled water systems our goal is to look at many options which can include:

Cooling System Replacement Options to be Considered

- Direct Chiller Replacement – Removing the existing chiller and replacing it with a new chiller of the same size but with improved efficiency.
- New Chiller and Rebuild Existing Chiller – Installing a new chiller in place of the removed chiller and performing repairs on the existing chiller.
- Modular Chillers (Partial Redundancy) – Removing the existing chiller and installing two smaller chillers, providing partial but not full redundancy.
- Variable Flow Chiller System – Reconfiguring to a variable primary flow chilled water system to gain additional energy savings with variable flow pumping.
- We will coordinate with facility staff to minimize impact and down time on building services. The new chiller plant configuration will provide for a more reliable cooling system and will reduce energy as well as operational costs.
- When replacing rooftop equipment and split systems our team will focus on the installation of equipment with a higher SEER rating, and the replacement of existing fan systems with constant volume to VAV system or VFD system on fan motors.

Utility Management

Veregy, LLC will review each opportunity that we engage in, to ensure the clients cost of the utility is at its lowest rate possible. By building the baseline and then disaggregating the loads we can often find areas for

improvement in the rate tariff. Our engineering team recently found a client, Scottsdale Unified School District, nearly \$250,000 per year by providing them information regarding a rate plan change that they could take advantage of with any capital cost. Our approach during the IGA will be to present a program that will allow ongoing review of utility data and allow are clients to access management reports preparing them to make informed choices around manage their utilities.

Laboratories

Veregy, LLC has found opportunities in many laboratories especially when fume hoods are present. This ECM would provide variable volume exhaust systems that would reduce lab exhaust and conditioning of make-up air for unused hoods during occupied and unoccupied hours for energy savings and would use the existing manifold system to take the exhaust to a new high plume exhaust fan system. The ECM will separate the hood from the general exhaust to provide independent control of both. New exhaust and supply valves for all spaces will be provided. The existing exhaust box for lab rooms will be removed and separate exhaust boxes will be provided for the hood and general exhaust as applicable. The ductwork will be modified to accommodate the new system. Additionally, the ECM will typically include new controls system modifications with a lab controller that can track fume hood exhaust valve flows based on sash position and reduce airflows of associated supply valves.

Kitchens and Dining Rooms

For kitchens we typically find opportunities in lighting (LED), and in the exhaust systems. By installing variable speed drives will be added to the kitchen hood exhaust and make-up air fans. Fan speed will be reduced based on exhaust air temperature (new temperature sensor to be provided for exhaust duct). In our experience, the kitchen equipment is not an area to be investigated as these systems often are used by either a contract party or to provide services outsourced to others. The other item impacting energy efficiency in a kitchen that is often changing is the staff, many time we find that kitchen staff currently does a good job of manually turning off the major kitchen equipment and makeup air fans when not needed, and with some turn over the next staff may not be as “energy aware” and thus impact the program. Altogether, kitchens, and their equipment are often difficult to establish a clear M&V plan.

Water-Consuming Systems

Veregy, LLC has found significant opportunity for savings from water conservation upgrades that include the retrofit and installation of new plumbing fixtures and controls. Typical we address domestic water consumption by:

- Replacing existing china toilets and urinals, sinks with ultra-low flow fixtures and or flush valves
- Replace high-flow showerheads and aerators with low-flow pressure-compensating units
- Replacing the fixtures and adding controls will reduce water flow through the fixtures, thereby saving water and sewer costs. The reduced heated water flow through the plumbing fixtures so client will also save energy costs.

Not all valves and china match, not all valves work well with different pressure so this ECM must be carefully crafted to ensure system performance. Done correctly this measure will also provide greater equipment reliability, improve inventory uniformity, and reduce maintenance requirements. Our approach can include kitchen equipment such as low flow sprayers and foot pedals on sinks. Other domestic areas for

investigation are ice machines and cooling tower deduct meters where towers are present and local codes allow.

Irrigation Systems

Veregy, LLC has found opportunities for water savings in irrigation systems. These opportunities typically include metering, isolation of irrigation meters and ensuring proper distribution and coverage, combined with better control of the system tied to moisture or atmospheric conditions. However, these programs will require the use of support agreement to ensure that the clients are well trained and have the same objective for water reduction.

Control and Smart Building Automation Systems

As part of our audit process, our engineers audit the client facilities to determine how the HVAC is being controlled. Veregy, LLC's team will review the temperature control systems in all the buildings and identified opportunities for improvement, replacement or Rx Commissioning process. Our approach is to be vendor neutral and understand how we can preserve the capital investment that has already been made in the existing system. Our recommendations and solutions often include migration to update the controls systems and increase operator training.

Typically, updated and expanded DDC systems will allow more accurate and reliable space temperatures, more flexible equipment scheduling, and space temperature setback based on occupancy. It will also empower maintenance staff to better control, troubleshoot, and generally understand the operation of the heating, ventilating, and air conditioning systems.

Building Automation Systems Integrations

As Veregy, LLC we also offer an integrated solution to tie all of your building and control systems together called Orchestrate. The system allows for a single point of access for all of your control and automation technologies as well as ancillary products outside of energy systems such as work order management, facilities scheduling, and surveillance

Energy Production: Sample ECMs/FIMs

Renewables (Geothermal Solar-Electric/Thermal, Battery Storage)

In a deliberate decision earlier this year, Veregy acquired a solar division and have integrated that expertise into our offering. We have installed over 160MW, across dozens of sites. Our inhouse team has 52 people including engineers, and installers to execute on solar opportunities. One of our projects, Tucson Unified School District has been recognized by the EPA as the largest solar project in the US that has been done without local/utility incentives.

<https://www.epa.gov/greenpower/green-power-partnership-top-30-k-12-schools-0>

Our talent pool of gifted solar engineers means we can design and build tailored solar solutions for our clients. These projects can range from a small car port installation to sprawling multi-site microgrids connected to their own battery storage systems, and anything in between

	<p><i>Describe how you administer your financial Guarantee. Please include your insurance or other financial backing to support the guarantee.</i></p>	<p>We administer our financial guarantee on a yearly basis to ensure that we are meeting all performance guarantees. We do this by conducting Measurement and Verification (M&V) which is conducted either by us or a 3rd party at client request.</p> <p>The fundamental concepts of the Veregy, LLC’s approach to M&V are to identify the balance point for the cost of the process versus the risk to the client and to ensure that the client understands the M&V protocol and all variables. Our M&V Plans are always based on a cost-benefit analysis – balancing the cost of measuring the savings with the actual savings amount. We place significant emphasis on the measurement of results and take great pride in the performance of our past projects. Ultimately, we want to agree upon an M&V Plan that will clearly measure the results and protect the client from the potential of an underperforming project. Since the client is paying for the measurement and verification process, it should be cost effective and easy to understand. Our engineers have the necessary knowledge and sophistication to help the client develop a strategy that is appropriate for each ECM.</p> <p>Veregy, LLC. uses procedures, formulas, and methodologies, including specialized metering and equipment, which are custom tailored for all Energy Conservation Measures (ECM) based on the measures’ scope and contribution to savings. Our methods are transparent and cost-effective, providing clients peace of mind that proposed the savings will be realized while minimizing the impact of M&V costs on the project’s cash flow. Although each ECM will have its own M&V plan, we have grouped the ECMs into three categories for the purposes of describing the M&V methodologies: meter-based, prescriptive, and custom.</p> <p>Veregy has never missed a saving guarantee but is well positioned to deal with any such miss in a guarantee, which is evidenced by our strong financial position and high bonding ability. For any project we are able to acquire performance bonds. For our financial health and bonding capacity please see Appendices C & D</p>
	<p><i>Please outline any other services you provide such as consultation, software, equipment rentals, financial services, etc.</i></p>	<p>Veregy’s Digital Services are designed to unify complex, fragmented, and labor-intensive facility management systems into a collaborative, user-friendly platform. These services address the variety of challenges operations personnel face on a day-to-day basis, including:</p> <ul style="list-style-type: none"> Aging Infrastructure & Deferred Maintenance Aging Workforce & Staff Shortages Rising Energy & Operational Costs Reactive Maintenance & Increasing Repair Costs Data & Systems Complexity Future Environmental & Market Challenges <p>Veregy’s Digital Services includes:</p> <p>Orchestrate: Is a powerful, cloud-based software solution developed specifically for facility optimization. Through Orchestrate, your facility management systems are integrated into a single, user-friendly platform which drives opportunities for greater operational efficiencies/savings.</p> <p>Automation Composer: Provides a modern building automation systems with configurable interfaces which are designed with the end user in mind. Embrace a vendor-neutral building automation system that is easy to use, easy to maintain, and easy to expand.</p>

		<p>Facility Conductor: Free up on-site operations personnel to focus on proactive maintenance issues. Automate tedious tasks, enabling your facility systems to work in harmony. Leverage virtual engineering support to monitor your systems remotely and reduce operational expenditures.</p> <p>Energy Master: Monitor, analyze, and manage energy consumption. Gain timely insights into which systems are consuming excess energy, take action, and watch your energy bills decline. Veregy's Digital Services offerings enable your organization to overcome facility systems overload and address your daily facility challenges.</p>
History of meeting the shipping and delivery timelines	<i>Outline the method in which your products are delivered to customers, including whether your products are provided through dealers or distributors and how you work with those dealer/distributors.</i>	As a developer and prime contractor on all of our projects we don't produce or sell any products. However, we procure and have delivered all materials needed for any given project. We will work through distributors, dealers, and directly with manufacturers in order to ensure our projects are completed on time, on budget, and to spec. We are both vendor and product agnostic and always procure the best product at the best possible price for our client's needs.
	<i>Indicate the typical timeframe for products to be received after an order is placed. Outline how you work with customers to schedule shipping time frames.</i>	We do not manufacture products and any delivery to a project would be handled entirely by us as the prime contractor on our projects. When developing a project, we take a deep look at procurement, lead times, and delivery to ensure that we build a project timeline that honest and done with full consultation with our clients. We generally work to order products as early as possible in the project cycle in an effort to minimize lead times. Given the current procurement environment we find our deep relationships with distributors, dealers, and manufacturers, as well as our national scale to be a key differentiator for Veregy.
Return and restocking fees, shipping charges, and all other fees	<i>Describe your process for handling customer returns, including any associated fees or charges</i>	Veregy does not sell products and thus does not have a minimum order size. Our contracts are structured as fixed-price, no change order, performance contracts which will include all materials and delivery. Should a product not meet the needs of the client we would work to find one that would.
	<i>Is there a minimum order amount before a delivery is made? If so, please indicate that amount.</i>	Veregy does not sell products and thus does not have a minimum order size. Our contracts are structured as fixed-price performance contracts which will include all materials and delivery.
	<i>Outline any other charges or fees that may be incurred by customers.</i>	Our contracts are structured as fixed-price, no change order, performance contracts and so long as there are no client-initiated changes to the project scope there would be no additional fees.
Response to emergency orders and requests	<i>Describe the type of emergency orders or requests your organization typically receives and how you respond to those requests</i>	Our contracts are structured as fixed-price, no change order, performance contracts and thus emergency orders are not common. However, post project during the warranty phase we maintain 24/7 support for our clients and will either provide a fix via our remote application tools or send out a service tech as soon as possible to ensure issues are fixed quickly.
Customer service/problem resolution	<i>Describe your company's Customer Service Department (hours of operation, how you resolve issues, number of service centers, etc.).</i>	<p>At Veregy we take an approach to customer service of a single-point-of-accountability, typically that is the project manager on a given project. This person will be the main point of contact for any issue that arises during a project, there is never any run around or shifting the responsibility. The PM will always work directly to resolve problems and is available any time and they are supported by a deep bench of talented support staff.</p> <p>After a project, during the warranty and during any extended service contracts, we provide service through 14 offices located across the country in our target markets to help solve problems as they arise. We are also able to deploy advanced remote management technologies that allows our engineers to solve many issues without the need to send a technician, speeding up the time it takes to resolve problems.</p>
Capabilities related to ordering, returns and reporting	<i>Provide relevant information regarding your ordering process, reporting process. Include</i>	While there are no products to order we work closely with our clients and stakeholders to ensure the project we design and build for them is done correctly, on-time, and on budget. The project manager on each project will always have a daily debrief and a call weekly to review the project during construction and

	<i>any specific consultation you provide to customers during this process.</i>	address any challenges that have arisen so that all parties are involved and informed. A weekly written report is also sent to the client's project representatives.
Training & Implementation	<i>Describe training or support you provide to help agencies understand how to utilize the spaces and technology equipment being installed.</i>	<p>Training is an integral part of all energy projects. Veregy's training process incorporates lessons learned from implementing performance contracts for more than 1,000 public facilities. Our success with previous programs is a testament to our ability to provide the thorough training necessary to ensure our clients meet their energy conservation and renewable energy goals.</p> <p>Veregy will work with solution providers, vendors, subcontractors and YMCA to develop a customized training program that will not only ensure the proper operation and maintenance of the ECM systems in a cost-effective manner but will also enhance the skill sets of the operators.</p> <p>Training at Commissioning: Commissioning is an interactive process that will provide hands-on experience for our client's facility staff. During the commissioning phase, we will verify that the installed equipment operates as intended by demonstrating its proper operation and maintenance in the presence of your staff.</p> <p>Continuing Training - Classroom Instruction: Training involves both hands-on and classroom instruction. Before construction is completed, a training plan for each ECM will be submitted for our client's approval. Occupants, public and staff of the facilities effected by the proposed ECMs will be important stakeholders in the project, in terms of enjoying the added productivity, comfort and health benefits the facility improvements bring. They will also be integral in the overall success of the energy savings program. Therefore, our training will cover not just the proper use of equipment and procedures for reporting problems; it will also help those impacted understand why changes are being made.</p> <p>Post-Implementation Reporting At the completion of each ECM or FIM, the PM will prepare a Project Turnover Book and Post-Implementation Report for our clients. The book will be set up with tabs for each area of the project in which the ECM was implemented. The operation and maintenance (O&M) documentation will contain all the pertinent design and operation information such as:</p> <ul style="list-style-type: none"> • As-built drawings • Customized training • Manufacturer's O&M and operational information • System commissioning plan and documentation • Specific warranty letters and procedures to request warranty service regarding the specific ECM being turned over <p>As reference, we typically do not start any warranty on any ECM until the entire project is finished. During the construction period, we take that warranty risk until the project is completed. Upon client acceptance of the project, we pass the warranty from the equipment manufacturer to the client.</p>
Other factors relevant to this section as submitted by the Respondent	<i>Describe the capacity of your company to provide management reports, i.e. consolidated billing by location, time and attendance reports, etc. for each eligible agency</i>	Veregy has over 550 employees with support staff across the country who are dedicated supporting our projects. Each project we take on is assigned a project manager who assembles a dedicated team who will take each project from start to completion. We only take on projects that we know we can manage and are well placed to take on any work that might be awarded under this contract.
	<i>Provide your safety record, safety rating, EMR and worker's compensation rate where available.</i>	Veregy is an industry leader in energy efficiency solutions, solar and smart building technology. We believe innovation — together with unparalleled service — creates the most long-term value for our clients. Safety is a major component of the management system and should be managed like any other function. With

		<p>proper planning, good organization, and effective management-oriented controls, accidents can be prevented. Safety does not occur by chance. It is the result of careful attention to all company operations by those who are directly and indirectly involved. Employees at all levels must work diligently to execute the company's policy of maintaining safety and occupational health.</p> <p>Our safety program has been developed to assure compliance with appropriate regulations, with emphasis on the Occupational Safety and Health Act of 1970 (OSHA), and the OSHA requirements that apply to our operations. It is the obligation of all employees to be knowledgeable of the standards established by the governing agencies and to implement the rules and regulations contained therein on projects under their direction.</p> <p>Regard for the safety of the general public, our own employees and the employees of our customers and subcontractors is a supreme responsibility of all levels of our organization. We intend to prevent any human suffering. Accidents, even minor ones, cause pain, both physical and mental. Prevention of injury and illness is a goal well worthy of our achieving.</p> <p>We are committed to a safety and health program designed to meet the needs of the ever-changing conditions which are common to our industry. Never will safety be sacrificed for production. It must be considered an integral part of quality control, cost reduction and job efficiency.</p> <p>A safe operation is organized, clean and efficient. If every employee views an incident in the same way we consider all other aspects of our operations, we will be in a better position not only to control incidents but also to improve the total performance of our company. It is, therefore, of the utmost importance that all aspects of our safety program are followed and that our employees preform in a safe and efficient manner.</p> <p>Our dedication to safety is award winning and every project we take on has a safety manager. Whether it is our team's safety or the safety of your students and staff, we approach our planning process with your well-being as our number one priority - giving you comfort and mitigating against any surprises.</p> <p>2021-2022 EMR 0.64 2020-2021 EMR 0.74 2019-2020 EMR 0.74</p>
Other factors relevant to this section as submitted by the Respondent	No answer is required. Region 10 will utilize your overall response and the products/services provided in Attachment B to make this determination	
Qualifications and Experience (30 Points)		
Respondent reputation in the marketplace	<p><i>Provide a link to your company's website</i></p> <p><i>Please provide a brief history of your company, including the year it was established.</i></p>	<p>www.veregy.com</p> <p>Veregy, LLC, a Veregy Company, is an award winning, NAESCO certified, nationwide, Energy Services Company (ESCO). We can trace our roots back 34 years where we began to make our name in Arizona working with school districts and municipalities throughout the state. Veregy, LLC enhances learning environments and upgrades outdated and failing equipment with the best building technologies. These technologies enable our clients to easily manage their facilities while optimizing natural resource consumption and minimizing environmental impact. We empower an end-to-end environmental and energy</p>

		<p>business process from reporting-to reduction helping improve operational efficiency, maximize value, and manage risk.</p> <p>We have performed work including the installation of energy management control systems, photovoltaic equipment, storage and comprehensive electrical construction. Our six regional brands have been working closely together for many years giving us a national reach but a deep understanding of local needs. Together with our collective ability to self-perform projects across electrical, lighting, HVAC, solar and water conservation solutions we have proven track record of success.</p> <p>Veregy, LLC brings K-12, Municipality, airport, and hospital clients all the benefits of state-of-the-art technology without the overhead. Since 1986, we have implemented hundreds of successful energy projects across the nation and we are familiar with the many challenges facing the operations and finance departments of organizations today.</p> <p>Our deep expertise providing efficient energy solutions for projects of various sizes has taught us that there is no “one- size-fits-all” solution. Within our unique investigative energy audit process, we evaluate various technology choices and how best to employ them within your facilities alongside of your facility’s experts. Because we believe in giving you control of your choices, you will find our recommendations have clear pricing and paybacks associated with each energy conservation measure.</p> <p>Our knowledgeable and responsive team of HVAC, electrical, solar, plumbing and controls specialists is committed to providing our customers with reliable service throughout the duration of the project and after its completion. We offer all our customers 24/7 service so that all needs can be addressed promptly and efficiently. We focus on excellence and personalized service to provide the highest quality professional design and installation on heating, ventilation and air conditioning systems. Veregy, LLC is proud of the exemplary service projects we have implemented for our clients.</p>
<p>Past relationship with Region 10 ESC and/or Region 10 ESC members</p>	<p><i>Have you worked with Region 10 in the past? If so, what was the timeframe for that work?</i></p>	<p>We have not yet had the opportunity to work with Region 10 though we have worked with other regions in TX.</p>
<p>Experience and qualification of key employees</p>	<p><i>Please provide contact information and resumes for the person(s) who will be responsible for the following areas. Region 10 requests contacts to cover the following:</i></p> <ul style="list-style-type: none"> * Executive Support * Account Manager * Contract Manager * Marketing * Billing, reporting & Accounts Payable 	<p>Attached at the end of this response as Appendix A you will find the resumes for the following people:</p> <ul style="list-style-type: none"> * Executive Support – Ben Madsen, Sales Manager * Account Manager – Vince Esparza, Vice-President of Marketing and Communications * Contract Manager – Tonja Hale, Contracts Manager * Marketing – Vince Esparza, Vice-President of Marketing and Communications * Billing, reporting & Accounts Payable – Michelle Greener, Regional Controller and Accounts Payable
<p>Past experience working with the public sector</p>	<p><i>What are your overall public sector sales, excluding Federal Government, for last three (3) years?</i></p> <p><i>What is your strategy to increase market share in the public sector?</i></p>	<p>2019: \$221,178,434 2020: \$314,829,893 2021: \$283,466,236</p> <p>We are dedicated to the public market, it is the basis of our entire business. We continue to aggressively target clients across the country by offering our turnkey services to clients. Purchasing cooperatives like Equalis are central to our plans for growth in a competitive market. Our growth plan is centered on organic</p>

		<p>growth by targeting states where we do not operate as well as deepening our commitment to the states where we currently work. Using cooperatives, and educating our clients on their utility, is key to deepening those relationships by facilitating taking a project from inception to completion is the least amount of time possible.</p>
<p>Past experience in JOC estimation</p>	<p><i>What is your past experience working with JOC estimation, if any?</i></p>	<p>Veregy has a long history of JOC estimation work and hold several JOC contracts with other cooperatives. We do millions of dollars a year in JOC work and have a team of skilled estimators in each of our regions who are familiar with local and needs allowing for accurate and aggressively priced JOC work.</p>
<p>Minimum of 5 public sector customer references relating to the products and services within this RFP & demonstrated ability to provide energy and conservation savings</p>	<p><i>Provide a minimum of five (5) customer references for product and/or services of similar scope dating within the past 3 years. Please include any demonstrated energy and conservation savings. Please try to provide references for K12, Higher Education, City/County and State entities. Provide the entity; contact name & title; city & state; phone number; years serviced; description of services; and annual volume</i></p>	<p>1. Cartwright School District No. 83</p> <p>This energy savings project was one of our largest to-date coming in at 40 million dollars of improvements across the districts 27 schools. A full suites of HVAC, Lighting, Water Modifications, BAS and EMS upgrades, and solar were installed for a combined annual savings is 2 million dollars.</p> <p>5220 W. Indian School Road Phoenix, AZ 85031 Contact Person: Dr. LeeAnn Aguilar Lawlor, Superintendent Leann.lawlor@csd83.org 623.691.4002</p> <p>2. JO Combs Unified School District</p> <p>This 12-million-dollar energy project was done with a small district of just 4 schools in a small community outside of Phoenix Arizona. A full suite of HVAC, Lighting, Water Modifications, BAS and EMS upgrades, and solar were installed for a combined annual savings is 720 thousand dollars.</p> <p>43371 N Kenworthy Road San Tan Valley, AZ 85140 Contact Person: Dr. Gregory A Wyman, Superintendent gwyman@jocombs.org 480.987.5307</p> <p>3. Tolleson Union High School District</p> <p>9801 West Van Buren Tolleson, AZ 85353 Contact Person: Jeremy Calles jeremy.calles@tuhsd.org 602-687-3656</p> <p>This energy savings project has taken place over many years and several phases totaling over 14 million dollars in HVAC, Lighting, EMS, Water, and Solar upgrades across the district. These modifications have resulted in over 600 thousand dollars in savings each year.</p> <p>4. Alhambra Elementary School District</p>

		<p>This Lighting and water modification project was done in a metro school district in Phoenix Az with 15 schools. The project cost of 7 million dollars has resulted in an average savings of 1.7 million dollars a year in electrical and water costs.</p> <p>4510 N. 37th Avenue Phoenix, AZ 85019 Contact Person: Dr. Ceci Maes cecilia maes@alhambraesd.org 602-527-1555</p> <p>5. Pendergast Unified School District</p> <p>This energy savings project has taken place over many years and has just begun its fourth phase totaling over 22 million dollars in HVAC, Lighting, EMS, Water, and Solar upgrades across the district. These modifications have resulted in over 2.8 dollars in savings each year.</p> <p>3802 N 91st Ave Phoenix, AZ 85037 Contact Person: Regina Robles rrobles@pesd92.org 623.293.1600</p>
<p>Certifications in the Industry</p>	<p><i>Provide a copy of all current licenses, registrations and certifications issued by federal, state and local agencies, and any other licenses, registrations or certifications from any other governmental entity with jurisdiction, allowing Respondent to perform the covered services including, but not limited to licenses, registrations or certifications. M/WBE, HUB, DVBE, small and disadvantaged business certifications and other diverse business certifications, as well as manufacturer certifications for sales and service must be included if applicable</i></p>	<p>Please see Appendix B for a copy of our various regional license.</p> <p>Please take note that our licenses are held under the names of our regional brands, which are all wholly owned and incorporated into Veregy Consolidated.</p>
<p>Company profile and capabilities</p>	<p><i>What best describes your position in the distribution channel? (Manufacturer, Authorized Distributor, Value-Add Reseller, Other</i></p>	<p>Veregy is a provider of turn-key energy efficiency upgrades and performance contracting, we do not manufacture products nor are a distributor or reseller. We provide design, engineer, and implementation services and will work to procure any materials or equipment needed for a project consultatively and in a manner that is in the best interests of our clients.</p>
<p>Other factors relevant to this section as submitted by the Respondent</p>	<p><i>If your company is a privately held organization, please indicate if the company is owned or operated by anyone who has been convicted of a felony. If yes, a detailed explanation of the names and conviction is required.</i></p>	<p>We are privately held and none of our owners or operators have been convicted of a felony.</p>

	Provide a copy of all current licenses, registrations and certifications issued by federal, state and local agencies, and any other licenses, registrations or certifications from any other governmental entity with jurisdiction, allowing Respondent to perform the covered services. These will be provided in the space provided in Form 6. No answer is required here.	
Financial Condition of Vendor (20 Points)		
Demonstrated financial strength and bonding capacity	<i>Demonstrate your financial strength and stability with meaningful data. This could include, but is not limited to, such items as financial statements, SEC filings, credit & bond ratings, letters of credit, and detailed reference letters</i>	Please see the attached bank reference letter marked Appendix Item C
	<i>Provide your company's current bonding capacity. Letters may be attached in response to Form 6.</i>	We have a current bonding capacity of \$125,000,000 Single / \$325,000,000 Combined. Please see the attached bond letter marked Appendix D.
	<i>What was your annual sales volume over last three (3) years?</i>	2019: \$223,178,434 2020: \$317,829,893 2021: \$285,635.698
Past litigation, bankruptcy, reorganization, state investigations of entity or current officers and directors	<i>Provide information regarding whether your firm, either presently or in the past, has been involved in any litigation, bankruptcy, or reorganization.</i>	We have not been involved in any litigation relating to our services nor have we undergone a bankruptcy or reorganization.
MWBE Status and/or Program Capabilities (10 Points)		
MWBE status, subcontractor plan, and/or joint venture program	<i>Please indicate whether you hold any diversity certifications, including, but not limited to MWBE, SBE, DBE, DVBE, HUB, or HUBZone</i>	Veregy does not have MWBE status on its own. However, Veregy works hard to utilize HUB and MWBE's on our projects. We accomplish this by working to maintain relationships with high performing HUB & MWBE subcontractors and partners.
	<i>Do you currently have a diversity program in place, such as a Mentor Protégé Program or subcontractor program? If you have a diversity program, please describe it and indicate whether you plan to offer your program or partnership through Equalis Group?</i>	At Veregy we internally have an Diversity, Equity, and Inclusion team who works to ensure that our work place is inclusive, safe, and have equal opportunities. There are 3 councils spread across the company made up of executives, managers, and front-line employees that work to inform our diversity programs.
	Please attach any certifications you have as part of your response to Form 6.	
Good faith efforts to involve MWBE subcontractors in response	<i>Did your company contact MWBEs or minority chambers of commerce by telephone, written correspondence, or trade associations at least one week before the due date of this RFP to provide information relevant to this opportunity and to determine whether any MWBEs were interested in subcontracting and/or joint ventures?</i>	As we have deep connections with subcontractors in all the states where we work, including top quality MWBEs we have not reached out to the minority chamber of commerce for the purposes of this response. In an instance where we do not have an pre-existing relationship we would rely on all channels to identify new MWBEs with which to work. This would include reaching out to our current partners, our clients, and local minority chambers of commerce.
Demonstrated ongoing MWBE program	<i>Outline your subcontractor strategy and efforts your organization takes to include MWBE subcontractors in future work, including but not limited to efforts to reach out to individual</i>	We employ an extensive subcontractor recruiting process that includes the analysis of multiple historic and performance forecast variables as well that MWBE and HUB status. We have adopted a procedure called the Pre-Qualification Package. This prequalification includes a review of the following:

	<p><i>MWBE businesses, minority chambers of commerce, and other minority business and trade associations.</i></p>	<ul style="list-style-type: none"> • Overall expertise and experience in the work being requested • Key associates within the organization and recruiting practices • References including the scope of work performed, schedule and costs • HUB and MWBE Status • Company Financials • Safety Plan • Risk Mitigation Plan • Quality Assurance Plan • Service and Product Guarantees • Years in the Industry • Insurance and Claim Information • Experience Modification Rate (EMR) <p>To aggregate this data we rely on various channels including various chambers of commerce, local and state HUB lists, our current partners, our clients, and our industry contacts.</p> <p>Once the aforementioned information is aggregated, our executive management team reviews and confirms the data and if the subcontractor is deemed a high probability of success, a face-to-face meeting is conducted. This meeting is followed by further review and potential notification of their selection. Historically, many of our pre-qualified contractors have built multi-year relationships with our customers and Veregy; however, if a challenge were to arise, we will take immediate action steps to remedy the issue and/or subcontractor's relationship.</p>
<p>Commitment to Service Equalis Group Members (10 Points)</p>		
<p>Marketing plan, capability, and commitment</p>	<p><i>Detail how your organization plans to market and promote this contract upon award, including how this contract will fit into your organization's current go-to-market strategy in the public sector.</i></p> <p><i>Detail how your organization will train your sales force and customer service representatives on this contract to ensure that they can competently and consistently present the contract to public agency customers and answer any questions they might have concerning it.</i></p> <p><i>Acknowledge that your organization agrees to provide its company logo(s) to Region 10 ESC and Equalis Group and agrees to provide</i></p>	<p>Once contracted with Equalis, we will collaborate in developing a multi-year partner awareness campaign. We will start with the steps initially mentioned in response to question A above and expand to other marketing mediums, such as our communication platforms, digital media, and national collateral. We will continue those efforts for the life of our Equalis contract, as our budget deems fit, and our national relationship with Equalis staff and their clientele remains strong.</p> <p>With regard to our current go-to-market strategy, we believe Equalis will add a great deal of value for Veregy and our clients. A new contract with Equalis will allow us to further expand our contract offerings to our clients giving them more choice and flexibility. By adding this contract, we enhance our ability to take our clients from the inception of the idea to construction in one fluid turnkey process while still adhering to a competitive process.</p> <p>We agree, that training is an important step of using a new cooperative. We would suggest, in partnership with an Equalis representative, to hold a formal training of Equalis services, processes, benefits, and master agreement, as stated above. It will be imperative an Equalis subject matter expert makes themselves available in the first 30 days of our partnership to present a review of all the key benefits Equalis has to offer.</p> <p>We would be happy to provide our logo to Equalis for us in their marketing and promotional materials.</p>

	<i>permission for reproduction of such logo in marketing communications and promotions</i>	
Ability to manage a cooperative contract	<i>Describe the capacity of your company to report monthly sales through this agreement to Equalis Group.</i>	Veregy is well positioned to manage many cooperative contracts at once as cooperative purchasing is a core part of our business. We have dedicated contract managers in each of our 3 regions whose teams are responsible for reporting sales numbers on a monthly basis. They are well versed in cooperative contracts and their reporting requirements and are fully staffed and able to handle any contracts and reporting that would come from this cooperative contract.
	<i>Identify any contracts with other cooperative or government group purchasing organizations of which your company is currently a part of:</i>	We have existing partnerships with various national and local cooperatives, such as: 1.) 1GPA 2.) TIPS 3.) NCPA 4.) PCA 5.) META 6.) State of Arizona Purchasing
Commitment to supporting agencies to utilize the contract	<i>If awarded a contract, how would you approach agencies in regards to this contract? Please indicate how this would work for both new customers to your organization, as well as existing.</i>	At Veregy, we look forward to developing a long-term relationship with the Equalis Cooperative and will begin the relationship by leveraging our internal marketing and sales talent to increase our partnership awareness in the marketplace. The following is a 90-day plan to announce and influence our existing clientele and notify our target audiences: 1.) Meet with Equalis management for a discovery meeting reaffirming various attributes, key stakeholders, and partnership goals for our organizations. 2.) Request an Equalis representative to speak with our national sales and marketing teams delivering a presentation on the intricacies and benefits of partnering with Equalis. 3.) Determine what current marketing efforts are underway by Equalis and determine how we can assist with efforts, resources, or offer expertise. 4.) Develop and distribute National and Local Press Releases containing quotes from both Veregy and Equalis executive management. 5.) Begin an ongoing strategic marketing and communication plan with existing Equalis clientele and Veregy's co-clientele notifying them of the benefits of partnering with the Equalis cooperative. 6.) Begin endorsing Equalis at local and national industry conferences while partnering with joint group events, including educational sessions, entertainment/meals, and philanthropy.
Other factors relevant to this section as submitted by the Respondent	<i>Provide the number of sales representatives which will work on this contract and where the sales representatives are located.</i>	Veregy's sales force is structured regionally across the country. Our three regions, West, Central, and East, include 37 sales representatives, individually focused on various vertical markets (i.e., K-12, State and Local Government, Airports, Healthcare, and Higher Education). We are expanding our sales territory every day but currently have sales reps actively working in Arizona, Colorado, Texas, California, Missouri, Ohio, Indiana, Illinois, Iowa, Michigan, and Wisconsin.

PROPOSAL FORM 3: CERTIFICATIONS AND LICENSES

Provide a copy of all current licenses, registrations and certifications issued by federal, state and local agencies, and any other licenses, registrations or certifications from any other governmental entity with jurisdiction, allowing Respondent to perform the covered services including, but not limited to licenses, registrations or certifications. M/WBE, HUB, DVBE, small and disadvantaged business certifications and other diverse business certifications, as well as manufacturer certifications for sales and service must be included if applicable.

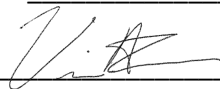
PROPOSAL FORM 4: CLEAN AIR WATER ACT

I, the Vendor, am in compliance with all applicable standards, orders or regulations issued pursuant to the Clean Air Act of 1970, as Amended (42 U.S. C. 1857 (h), Section 508 of the Clean Water Act, as amended (33 U.S.C. 1368), Executive Order 117389 and Environmental Protection Agency Regulation, 40 CFR Part 15 as required under OMB Circular A-102, Attachment O, Paragraph 14 (1) regarding reporting violations to the grantor agency and to the United States Environment Protection Agency Assistant Administrator for the Enforcement.

Potential Vendor: Veregy Consolidated, LLC

Title of Authorized Representative: Vice President of Marketing and Communications

Mailing Address: 3312 E Broadway Rd., Phoenix, AZ 85027

Signature: 


PROPOSAL FORM 5: DEBARMENT NOTICE

I, the Vendor, certify that my company has not been debarred, suspended or otherwise ineligible for participation in Federal Assistance programs under Executive Order 12549, "Debarment and Suspension", as described in the Federal Register and Rules and Regulations.

Potential Vendor: Veregy Consolidated, LLC

Title of Authorized Representative: Vice President of Marketing and Communications

Mailing Address: 3312 E Broadway Rd., Phoenix, AZ 85027

Signature: 

PROPOSAL FORM 6: LOBBYING CERTIFICATION

Submission of this certification is a prerequisite for making or entering into this transaction and is imposed by Section 1352, Title 31, U.S. Code. This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Any person who fails to file the required certification shall be subject to civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

The undersigned certifies, to the best of his/her knowledge and belief, that:

1. No Federal appropriated funds have been paid or will be paid on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of a Federal contract, the making of a Federal grant, the making of a Federal loan, the entering into a cooperative agreement, and the extension, continuation, renewal, amendment, or modification of a Federal contract, grant, loan, or cooperative agreement.
2. If any funds other than Federal appropriated funds have been or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract or cooperative agreement, the undersigned shall complete and submit Standard Form LLL, "Disclosure of Lobbying Activities," in accordance with its instructions.
3. The undersigned shall require that the language of this certification be included in the award documents for all covered sub-awards exceeding \$100,000 in Federal funds at all appropriate tiers and that all sub-recipients shall certify and disclose accordingly.



Signature of Respondent

11/9/2022

Date

PROPOSAL FORM 7: CONTRACTOR CERTIFICATION REQUIREMENTS

Contractor’s Employment Eligibility

By entering the contract, Contractor warrants compliance with the Federal Immigration and Nationality Act (FINA), and all other federal and state immigration laws and regulations. The Contractor further warrants that it is in compliance with the various state statutes of the states it will operate this contract in.

Participating Government Entities including School Districts may request verification of compliance from any Contractor or subcontractor performing work under this Contract. These Entities reserve the right to confirm compliance in accordance with applicable laws.

Should the Participating Entities suspect or find that the Contractor or any of its subcontractors are not in compliance, they may pursue any and all remedies allowed by law, including, but not limited to: suspension of work, termination of the Contract for default, and suspension and/or debarment of the Contractor. All costs necessary to verify compliance are the responsibility of the Contractor.

The Respondent complies and maintains compliance with the appropriate statutes which requires compliance with federal immigration laws by State employers, State contractors and State subcontractors in accordance with the E-Verify Employee Eligibility Verification Program.

Contractor shall comply with governing board policy of the Region 10 ESC Participating entities in which work is being performed.

Fingerprint & Criminal Background Checks

If required to provide services on school district property at least five (5) times during a month, contractor shall submit a full set of fingerprints to the school district if requested of each person or employee who may provide such service. Alternately, the school district may fingerprint those persons or employees. An exception to this requirement may be made as authorized in Governing Board policy. The district shall conduct a fingerprint check in accordance with the appropriate state and federal laws of all contractors, subcontractors or vendors and their employees for which fingerprints are submitted to the district. Contractor, subcontractors, vendors and their employees shall not provide services on school district properties until authorized by the District.

The Respondent shall comply with fingerprinting requirements in accordance with appropriate statutes in the state in which the work is being performed unless otherwise exempted.

Contractor shall comply with governing board policy in the school district or Participating Entity in which work is being performed.



Signature of Respondent

11/9/2022

Date

PROPOSAL FORM 8: ANTITRUST CERTIFICATION STATEMENTS
(Tex. Government Code § 2155.005)

I affirm under penalty of perjury of the laws of the State of Texas that:

- (1) I am duly authorized to execute this contract on my own behalf or on behalf of the company, corporation, firm, partnership or individual (Company) listed below;
- (2) In connection with this proposal, neither I nor any representative of the Company has violated any provision of the Texas Free Enterprise and Antitrust Act, Tex. Bus. & Comm. Code Chapter 15;
- (3) In connection with this proposal, neither I nor any representative of the Company has violated any federal antitrust law; and
- (4) Neither I nor any representative of the Company has directly or indirectly communicated any of the contents of this proposal to a competitor of the Company or any other company, corporation, firm, partnership or individual engaged in the same line of business as the Company.

VENDOR Veregy Consolidated, LLC


ADDRESS 3312 E Broadway Rd.

Phoenix, AZ 85040

PHONE 602-452-8700

FAX _____

RESPONDANT



Signature

Vince Esparza
Printed Name

Vice President of Marketing and Communications
Position with Company

AUTHORIZING OFFICIAL

Signature

Printed Name

Position with Company

PROPOSAL FORM 9: IMPLEMENTATION OF HOUSE BILL 1295

Certificate of Interested Parties (Form 1295):

In 2015, the Texas Legislature adopted House Bill 1295, which added section 2252.908 of the Government Code. The law states that a governmental entity or state agency may not enter into certain contracts with a business entity unless the business entity submits a disclosure of interested parties to the governmental entity or state agency at the time the business entity submits the signed contract to the governmental entity or state agency. The law applies only to a contract of a governmental entity or state agency that either (1) requires an action or vote by the governing body of the entity or agency before the contract may be signed or (2) has a value of at least \$1 million. The disclosure requirement applies to a contract entered into on or after January 1, 2016.

The Texas Ethics Commission was required to adopt rules necessary to implement that law, prescribe the disclosure of interested parties form, and post a copy of the form on the commission's website. The commission adopted the Certificate of Interested Parties form (Form 1295) on October 5, 2015. The commission also adopted new rules (Chapter 46) on November 30, 2015, to implement the law. The commission does not have any additional authority to enforce or interpret House Bill 1295.

Filing Process:

Starting on January 1, 2016, the commission will make available on its website a new filing application that must be used to file Form 1295. A business entity must use the application to enter the required information on Form 1295 and print a copy of the completed form, which will include a certification of filing that will contain a unique certification number. An authorized agent of the business entity must sign the printed copy of the form and have the form notarized. The completed Form 1295 with the certification of filing must be filed with the governmental body or state agency with which the business entity is entering into the contract.

The governmental entity or state agency must notify the commission, using the commission's filing application, of the receipt of the filed Form 1295 with the certification of filing not later than the 30th day after the date the contract binds all parties to the contract. The commission will post the completed Form 1295 to its website within seven business days after receiving notice from the governmental entity or state agency.

Information regarding how to use the filing application will be available on this site starting on January 1, 2016. https://www.ethics.state.tx.us/whatsnew/elf_info_form1295.htm

PROPOSAL FORM 10: BOYCOTT CERTIFICATION AND TERRORIST STATE CERTIFICATION

BOYCOTT CERTIFICATION

Respondents must certify that during the term of any Agreement, it does not boycott Israel and will not boycott Israel. "Boycott" means refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

Does vendor agree? 
(Initials of Authorized Representative)

TERRORIST STATE CERTIFICATION

In accordance with Texas Government Code, Chapter 2252, Subchapter F, REGION 10 ESC is prohibited from entering into a contract with a company that is identified on a list prepared and maintained by the Texas Comptroller or the State Pension Review Board under Texas Government Code Sections 806.051, 807.051, or 2252.153. By execution of any agreement, the respondent certifies to REGION 10 ESC that it is not a listed company under any of those Texas Government Code provisions. Responders must voluntarily and knowingly acknowledge and agree that any agreement shall be null and void should facts arise leading the REGION 10 ESC to believe that the respondent was a listed company at the time of this procurement.

Does vendor agree? 
(Initials of Authorized Representative)

PROPOSAL FORM 11: RESIDENT CERTIFICATION

This Certification Section must be completed and submitted before a proposal can be awarded to your company. This information may be placed in an envelope labeled "Proprietary" and is not subject to public view. In order for a proposal to be considered, the following information must be provided. Failure to complete may result in rejection of the proposal:

As defined by Texas House Bill 602, a "nonresident Bidder" means a Bidder whose principal place of business is not in Texas, but excludes a contractor whose ultimate parent company or majority owner has its principal place of business in Texas.

Texas or Non-Texas Resident

- I certify that my company is a "**resident Bidder**"
- I certify that my company qualifies as a "**nonresident Bidder**"

If you qualify as a "nonresident Bidder," you must furnish the following information:

What is your resident state? (The state your principal place of business is located.)

Veregy Consolidated, LLC		Compan
_____ y Name	_____ Address	_____ City
3312 E Broadway Rd., Phoenix, AZ 85040		_____ City
_____ State	_____ Zip	

PROPOSAL FORM 1 2: FEDERAL FUNDS CERIFICATION FORM

When a participating agency seeks to procure goods and services using funds under a federal grant or contract, specific federal laws, regulations, and requirements may apply in addition to those under state law. This includes, but is not limited to, the procurement standards of the Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards, 2 CFR 200 (sometimes referred to as the “Uniform Guidance” or “EDGAR” requirements). All Vendors submitting proposals must complete this Federal Funds Certification Form regarding Vendor’s willingness and ability to comply with certain requirements which may be applicable to specific participating agency purchases using federal grant funds. This completed form will be made available to participating agencies for their use while considering their purchasing options when using federal grant funds. Participating agencies may also require Vendors to enter into ancillary agreements, in addition to the contract’s general terms and conditions, to address the member’s specific contractual needs, including contract requirements for a procurement using federal grants or contracts.


For each of the items below, Vendor should certify Vendor’s agreement and ability to comply, where applicable, by having Vendor’s authorized representative complete and initial the applicable lines after each section and sign the acknowledgment at the end of this form. If a vendor fails to complete any item in this form, Region 10 ESC will consider the Vendor’s response to be that they are unable or unwilling to comply. A negative response to any of the items may, if applicable, impact the ability of a participating agency to purchase from the Vendor using federal funds.

1. Vendor Violation or Breach of Contract Terms:

Contracts for more than the simplified acquisition threshold currently set at \$150,000, which is the inflation adjusted amount determined by the Civilian Agency Acquisition Council and the Defense Acquisition Regulations Council (Councils) as authorized by 41 USC 1908, must address administrative, contractual, or legal remedies in instances where contractors violate or breach contract terms, and provide for such sanctions and penalties as appropriate.

Any Contract award will be subject to Region 10 ESC General Terms and Conditions, as well as any additional terms and conditions in any Purchase Order, participating agency ancillary contract, or Member Construction Contract agreed upon by Vendor and the participating agency which must be consistent with and protect the participating agency at least to the same extent as the Region 10 ESC Terms and Conditions.

The remedies under the Contract are in addition to any other remedies that may be available under law or in equity. By submitting a Proposal, you agree to these Vendor violation and breach of contract terms.

Does vendor agree? 

(Initials of Authorized Representative)

2. Termination for Cause or Convenience:

When a participating agency expends federal funds, the participating agency reserves the right to immediately terminate any agreement in excess of \$10,000 resulting from this procurement process in the event of a breach or default of the agreement by Offeror in the event Offeror fails to: (1) meet schedules, deadlines, and/or delivery dates within the time specified in the procurement solicitation, contract, and/or a purchase order; (2) make any payments owed; or (3) otherwise perform in accordance with the contract and/or the procurement solicitation. participating agency also reserves the right to terminate the contract immediately, with written notice to offeror, for convenience, if participating agency believes, in its sole discretion that it is in the best

interest of participating agency to do so. Offeror will be compensated for work performed and accepted and goods accepted by participating agency as of the termination date if the contract is terminated for convenience of participating agency. Any award under this procurement process is not exclusive and participating agency reserves the right to purchase goods and services from other offerors when it is in participating agency's best interest.

Does vendor agree? VE

(Initials of Authorized Representative)

3. Equal Employment Opportunity:

Except as otherwise provided under 41 CFR Part 60, all participating agency purchases or contracts that meet the definition of "federally assisted construction contract" in 41 CFR Part 60-1.3 shall be deemed to include the equal opportunity clause provided under 41 CFR 60-1.4(b), in accordance with Executive Order 11246, "Equal Employment Opportunity" (30 FR 12319, 12935, 3 CFR Part, 1964-1965 Comp., p. 339), as amended by Executive Order 11375, "Amending Executive Order 11246 Relating to Equal Employment Opportunity," and implementing regulations at 41 CFR Part 60, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor."

The equal opportunity clause provided under 41 CFR 60-1.4(b) is hereby incorporated by reference. Vendor agrees that such provision applies to any participating agency purchase or contract that meets the definition of "federally assisted construction contract" in 41 CFR Part 60-1.3 and Vendor agrees that it shall comply with such provision.

Does vendor agree? VE

(Initials of Authorized Representative)

4. Davis-Bacon Act:

When required by Federal program legislation, Vendor agrees that, for all participating agency prime construction contracts/purchases in excess of \$2,000, Vendor shall comply with the Davis-Bacon Act (40 USC 3141-3144, and 3146-3148) as supplemented by Department of Labor regulations (29 CFR Part 5, "Labor Standards Provisions Applicable to Contracts Covering Federally Financed and Assisted Construction"). In accordance with the statute, Vendor is required to pay wages to laborers and mechanics at a rate not less than the prevailing wages specified in a wage determinate made by the Secretary of Labor. In addition, Vendor shall pay wages not less than once a week.

Current prevailing wage determinations issued by the Department of Labor are available at www.wdol.gov. Vendor agrees that, for any purchase to which this requirement applies, the award of the purchase to the Vendor is conditioned upon Vendor's acceptance of the wage determination.

Vendor further agrees that it shall also comply with the Copeland "Anti-Kickback" Act (40 USC 3145), as supplemented by Department of Labor regulations (29 CFR Part 3, "Contractors and Subcontractors on Public Building or Public Work Financed in Whole or in Part by Loans or Grants from the United States"). The Act provides that each contractor or subrecipient must be prohibited from inducing, by any means, any person employed in the construction, completion, or repair of public work, to give up any part of the compensation to which he or she is otherwise entitled.

Does vendor agree? VF

(Initials of Authorized Representative)

5. Contract Work Hours and Safety Standards Act:

Where applicable, for all participating agency contracts or purchases in excess of \$100,000 that involve the employment of mechanics or laborers, Vendor agrees to comply with 40 USC 3702 and 3704, as supplemented by Department of Labor regulations (29 CFR Part 5). Under 40 USC 3702 of the Act, Vendor is required to compute the wages of every mechanic and laborer on the basis of a standard work week of 40 hours. Work in excess of the standard work week is permissible provided that the worker is compensated at a rate of not less than one and a half times the basic rate of pay for all hours worked in excess of 40 hours in the work week. The requirements of 40 USC 3704 are applicable to construction work and provide that no laborer or mechanic must be required to work in surroundings or under working conditions which are unsanitary, hazardous or dangerous. These requirements do not apply to the purchases of supplies or materials or articles ordinarily available on the open market, or contracts for transportation or transmission of intelligence.

Does vendor agree? VF

(Initials of Authorized Representative)

6. Right to Inventions Made Under a Contract or Agreement:

If the participating agency’s Federal award meets the definition of “funding agreement” under 37 CFR 401.2(a) and the recipient or subrecipient wishes to enter into a contract with a small business firm or nonprofit organization regarding the substitution of parties, assignment or performance or experimental, developmental, or research work under that “funding agreement,” the recipient or subrecipient must comply with the requirements of 37 CFR Part 401, “Rights to Inventions Made by Nonprofit Organizations and Small Business Firms Under Government Grants, Contracts and Cooperative Agreements,” and any implementing regulations issued by the awarding agency.

Vendor agrees to comply with the above requirements when applicable.

Does vendor agree? VF

(Initials of Authorized Representative)

7. Clean Air Act and Federal Water Pollution Control Act:

Clean Air Act (42 USC 7401-7671q.) and the Federal Water Pollution Control Act (33 USC 1251-1387), as amended –Contracts and subgrants of amounts in excess of \$150,000 must contain a provision that requires the non-Federal award to agree to comply with all applicable standards, orders, or regulations issued pursuant to the Clean Air Act (42 USC 7401-7671q.) and the Federal Water Pollution Control Act, as amended (33 USC 1251-1387). Violations must be reported to the Federal awarding agency and the Regional Office of the Environmental Protection Agency (EPA).

When required, Vendor agrees to comply with all applicable standards, orders, or regulations issued pursuant to the Clean Air Act and the Federal Water Pollution Control Act.

Does vendor agree? VF

(Initials of Authorized Representative)

8. Debarment and Suspension:

Debarment and Suspension (Executive Orders 12549 and 12689) – A contract award (see 2 CFR 180.220) must not be made to parties listed on the government-wide exclusions in the System for Award Management (SAM), in accordance with the OMB guidelines at 2 CFR 180 that implement Executive Orders 12549 (3 CFR Part 1966 Comp. p. 189) and 12689 (3CFR Part 1989 Comp. p. 235), “Debarment and Suspension.” SAM Exclusions contains the names of parties debarred, suspended, or otherwise excluded by agencies, as well as parties declared ineligible under statutory or regulatory authority other than Executive Order 12549.

Vendor certifies that Vendor is not currently listed on the government-wide exclusions in SAM, is not debarred, suspended, or otherwise excluded by agencies or declared ineligible under statutory or regulatory authority other than Executive Order 12549. Vendor further agrees to immediately notify the Cooperative and all participating agencies with pending purchases or seeking to purchase from Vendor if Vendor is later listed on the government-wide exclusions in SAM, or is debarred, suspended, or otherwise excluded by agencies or declared ineligible under statutory or regulatory authority other than Executive Order 12549.

Does vendor agree? VF

(Initials of Authorized Representative)

9. Byrd Anti-Lobbying Amendment:

Byrd Anti-Lobbying Amendment (31 USC 1352) -- Vendors that apply or bid for an award exceeding \$100,000 must file the required certification. Each tier certifies to the tier above that it will not and has not used Federal appropriated funds to pay any person or organization for influencing or attempting to influence an officer or employee of any agency, a member of Congress, officer or employee of Congress, or an employee of a member of Congress in connection with obtaining any Federal contract, grant or any other award covered by 31 USC 1352. Each tier must also disclose any lobbying with non-Federal funds that takes place in connection with obtaining any Federal award. Such disclosures are forwarded from tier to tier up to the non-Federal award. As applicable, Vendor agrees to file all certifications and disclosures required by, and otherwise comply with, the Byrd Anti-Lobbying Amendment (31 USC 1352).

Does vendor agree? VF

(Initials of Authorized Representative)

10. Procurement of Recovered Materials:

For participating agency purchases utilizing Federal funds, Vendor agrees to comply with Section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act where applicable and provide such information and certifications as a participating agency may require to confirm estimates and otherwise comply. The requirements of Section 6002 include procuring only items designated in guidelines of the Environmental Protection Agency (EPA) at 40 CFR Part 247 that contain the highest percentage of recovered materials practicable, consistent with maintaining a satisfactory level of competition, where the purchase price of the item exceeds \$10,000 or the value of the quantity acquired during the preceding fiscal year exceeded \$10,000; procuring solid waste management services in a manner that maximizes energy and resource recovery,

and establishing an affirmative procurement program for procurement of recovered materials identified in the EPA guidelines.

Does vendor agree? VF
(Initials of Authorized Representative)

11. Profit as a Separate Element of Price:

For purchases using federal funds in excess of \$150,000, a participating agency may be required to negotiate profit as a separate element of the price. See, 2 CFR 200.323(b). When required by a participating agency, Vendor agrees to provide information and negotiate with the participating agency regarding profit as a separate element of the price for a particular purchase. However, Vendor agrees that the total price, including profit, charged by Vendor to the participating agency shall not exceed the awarded pricing, including any applicable discount, under Vendor’s Cooperative Contract.

Does vendor agree? VF
(Initials of Authorized Representative)

12. Prohibition on Certain Telecommunications and Video Surveillance Services or Equipment

Vendor agrees that recipients and subrecipients are prohibited from obligating or expending loan or grant funds to procure or obtain, extend or renew a contract to procure or obtain, or enter into a contract (or extend or renew a contract) to procure or obtain equipment, services, or systems that uses covered telecommunications equipment or services as a substantial or essential component of any system, or as critical technology as part of any system from companies described in Public Law 115-232, section 889. Telecommunications or video surveillance equipment or services produced or provided by an entity that the Secretary of Defense, in consultation with the Director of the National Intelligence or the Director of the Federal Bureau of Investigation, reasonably believes to be an entity owned or controlled by, or otherwise connected to, the government of a covered foreign country are also prohibited.

Does vendor agree? VF
(Initials of Authorized Representative)

13. General Compliance and Cooperation with Participating Agencies:

In addition to the foregoing specific requirements, Vendor agrees, in accepting any Purchase Order from a participating agency, it shall make a good faith effort to work with participating agencies to provide such information and to satisfy such requirements as may apply to a particular participating agency purchase or purchases including, but not limited to, applicable recordkeeping and record retention requirements.

Does vendor agree? VF
(Initials of Authorized Representative)

14. Applicability to Subcontractors

Offeror agrees that all contracts it awards pursuant to the Contract shall be bound by the foregoing terms and conditions.

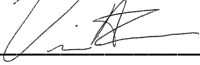
Does vendor agree? VF

(Initials of Authorized Representative)

By signature below, I certify that the information in this form is true, complete, and accurate and that I am authorized by my company to make this certification and all consents and agreements contained herein.

Veregy Consolidated, LLC

Company Name



Signature of Authorized Company Official

Vince Esparza

Printed Name

Vice President of Marketing and Communications

Title

11/9/2022

Date

PROPOSAL FORM 1 3: ADDITIONAL ARIZONA CONTRACTOR REQUIREMENTS

AZ Compliance with Federal and state requirements: Contractor agrees when working on any federally assisted projects with more than \$2,000.00 in labor costs, to comply with all federal and state requirements, as well as Equal Opportunity Employment requirements and all other federal and state laws, statutes, etc. Contractor agrees to post wage rates at the work site and submit a copy of their payroll to the member for their files. Contractor must retain records for three years to allow the federal grantor agency access to these records, upon demand. Contractor also agrees to comply with the Arizona Executive Order 75-5, as amended by Executive Order 99-4.

When working on contracts funded with Federal Grant monies, contractor additionally agrees to comply with the administrative requirements for grants, and cooperative agreements to state, local and federally recognized Indian Tribal Governments.

AZ Compliance with workforce requirements: Pursuant to ARS 41-4401, Contractor and subcontractor(s) warrant their compliance with all federal and state immigration laws and regulations that relate to their employees, and compliance with ARS 23-214 subsection A, which states, ..."every employer, after hiring an employee, shall verify the employment eligibility of the employee through the E-Verify program" Region 10 ESC reserves the right to cancel or suspend the use of any contract for violations of immigration laws and regulations. Region 10 ESC and its members reserve the right to inspect the papers of any contractor or subcontract employee who works under this contract to ensure compliance with the warranty above.

AZ Contractor Employee Work Eligibility: By entering into this contract, contractor agrees and warrants compliance with A.R.S. 41-4401, A.R.S. 23-214, the Federal Immigration and Nationality Act (FINA), and all other Federal immigration laws and regulations. Region 10 ESC and/or Region 10 ESC members may request verification of compliance from any contractor or sub contractor performing work under this contract. Region 10 ESC and Region 10 ESC members reserve the right to confirm compliance. In the event that Region 10 ESC or Region 10 ESC members suspect or find that any contractor or subcontractor is not in compliance, Region 10 ESC may pursue any and all remedies allowed by law, including but not limited to suspension of work, termination of contract, suspension and/or debarment of the contractor. All cost associated with any legal action will be the responsibility of the contractor.

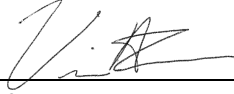
AZ Non-Compliance: All federally assisted contracts to members that exceed \$10,000.00 may be terminated by the federal grantee for noncompliance by contractor. In projects that are not federally funded, Respondent must agree to meet any federal, state or local requirements as necessary. In addition, if compliance with the federal regulations increases the contract costs beyond the agreed on costs in this solicitation, the additional costs may only apply to the portion of the work paid by the federal grantee.

Registered Sex Offender Restrictions (Arizona): For work to be performed at an Arizona school, contractor agrees that no employee or employee of a subcontractor who has been adjudicated to be a registered sex offender will perform work at any time when students are present, or reasonably expected to be present. Contractor agrees that a violation of this condition shall be considered a material breach and may result in the cancellation of the purchase order at the Region 10 ESC member's discretion. Contractor must identify any additional costs associated with compliance to this term. If no costs are specified, compliance with this term will be provided at no additional charge.

Offshore Performance of Work Prohibited: Due to security and identity protection concerns, direct services under this contract shall be performed within the borders of the United States.

Terrorism Country Divestments: In accordance with A.R.S. 35-392, Region 10 ESC and Region 10 ESC members are prohibited from purchasing from a company that is in violation of the Export Administration Act. By entering into the contract, contractor warrants compliance with the Export Administration Act.

The undersigned hereby accepts and agrees to comply with all statutory compliance and notice requirements listed in this document.



11/9/2022

Signature of Respondent

Date

PROPOSAL FORM 1 4: OWNERSHIP DISCLOSURE FORM (N.J.S. 52:25 -24.2)

Pursuant to the requirements of P.L. 1999, Chapter 440 effective April 17, 2000 (Local Public Contracts Law), the Respondent shall complete the form attached to these specifications listing the persons owning 10 percent (10%) or more of the firm presenting the proposal.

Company Name: Veregy Consolidated, LLC

Street: 3312 E Broadway Rd.

City, State, Zip Code: Phoenix, AZ 85040

Complete as appropriate:

I _____, certify that I am the sole owner of _____, that there are no partners and the business is not incorporated, and the provisions of N.J.S. 52:25-24.2 do not apply.

OR:

I _____, a partner in _____, do hereby certify that the following is a list of all individual partners who own a 10% or greater interest therein. I further certify that if one (1) or more of the partners is itself a corporation or partnership, there is also set forth the names and addresses of the stockholders holding 10% or more of that corporation's stock or the individual partners owning 10% or greater interest in that partnership.

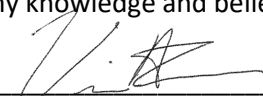
OR:

I Vince Esparza, an authorized representative of Veregy, LLC, a corporation, do hereby certify that the following is a list of the names and addresses of all stockholders in the corporation who own 10% or more of its stock of any class. I further certify that if one (1) or more of such stockholders is itself a corporation or partnership, that there is also set forth the names and addresses of the stockholders holding 10% or more of the corporation's stock or the individual partners owning a 10% or greater interest in that partnership.

(Note: If there are no partners or stockholders owning 10% or more interest, indicate none.)

Name	Address	Interest
None		

I further certify that the statements and information contained herein, are complete and correct to the best of my knowledge and belief.


Authorized Signature and Title

11/9/2022
Date

PROPOSAL FORM 1 5: NON-COLLUSION AFFIDAVIT
Company Name: Veregy Consolidated
Street: 3312 E Broadway Rd., Phoenix, AZ 85040
City, State, Zip Code:

State of Arizona

County of Maricopa

I, Vince Esparza of the City of Phoenix
Name City

in the County of Maricopa, State of Arizona of full
age, being duly sworn according to law on my oath depose and say that:

I am the VP of Marketing and Communications of the firm of Veregy Consolidated
Title Company Name

the Respondent making the Proposal for the goods, services or public work specified under the Harrison Township Board of Education attached proposal, and that I executed the said proposal with full authority to do so; that said Respondent has not directly or indirectly entered into any agreement, participated in any collusion, or otherwise taken any action in restraint of free, competitive bidding in connection with the above proposal, and that all statements contained in said bid proposal and in this affidavit are true and correct, and made with full knowledge that the Harrison Township Board of Education relies upon the truth of the statements contained in said bid proposal and in the statements contained in this affidavit in awarding the contract for the said goods, services or public work.

I further warrant that no person or selling agency has been employed or retained to solicit or secure such contract upon an agreement or understanding for a commission, percentage, brokerage or contingent fee, except bona fide employees or bona fide established commercial or selling agencies maintained by

Veregy Consolidated
Company Name

[Signature]
Authorized Signature & Title

Subscribed and sworn before me

this 9th day of November, 2022

Dana W. Russ
Notary Public of New Jersey
My commission expires , 20



SEAL

PROPOSAL FORM 1 6: AFFIRMATIVE ACTION AFFIDAVIT (P.L. 1975, C.127)

Company Name: Veregy Consolidated, LLC

Street: 3312 E Broadway Rd.

City, State, Zip Code: Phoenix, AZ 85040

Bid Proposal Certification:

Indicate below your compliance with New Jersey Affirmative Action regulations. Your proposal will be accepted even if you are not in compliance at this time. No contract and/or purchase order may be issued, however, until all Affirmative Action requirements are met.

Required Affirmative Action Evidence:

Procurement, Professional & Service Contracts (Exhibit A)

Vendors must submit with proposal:

1. A photo copy of their Federal Letter of Affirmative Action Plan Approval _____

OR

2. A photo copy of their Certificate of Employee Information Report _____

OR

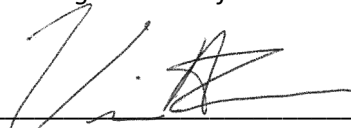
3. A complete Affirmative Action Employee Information Report (AA302) _____

Public Work – Over \$50,000 Total Project Cost:

A. No approved Federal or New Jersey Affirmative Action Plan. We will complete Report Form AA201-A upon receipt from the Harrison Township Board of Education

B. Approved Federal or New Jersey Plan – certificate enclosed _____

I further certify that the statements and information contained herein, are complete and correct to the best of my knowledge and belief.



Authorized Signature and Title

11/9/2022

Date

P.L. 1995, c. 127 (N.J.A.C. 17:27)

MANDATORY AFFIRMATIVE ACTION LANGUAGE

PROCUREMENT, PROFESSIONAL AND SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation. The contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color,

national origin, ancestry, marital status, sex, affectional or sexual orientation. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this non-discrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisement for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation.

The contractor or subcontractor, where applicable, will send to each labor union or representative of workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to P.L. 1975, c. 127, as amended and supplemented from time to time and the Americans with Disabilities Act.

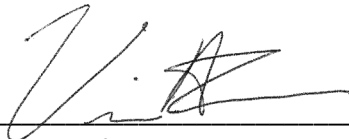
The contractor or subcontractor agrees to attempt in good faith to employ minority and female workers trade consistent with the applicable county employment goal prescribed by N.J.A.C. 17:27-5.2 promulgated by the Treasurer pursuant to P.L. 1975, C.127, as amended and supplemented from time to time or in accordance with a binding determination of the applicable county employment goals determined by the Affirmative Action Office pursuant to N.J.A.C. 17:27-5.2 promulgated by the Treasurer pursuant to P.L. 1975, C.127, as amended and supplemented from time to time.

The contractor or subcontractor agrees to inform in writing appropriate recruitment agencies in the area, including employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the state of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

The contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and lay-off to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation, and conform with the applicable employment goals, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor and its subcontractors shall furnish such reports or other documents to the Affirmative Action Office as may be requested by the office from time to time in order to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Affirmative Action Office for conducting a compliance investigation pursuant to Subchapter 10 of the Administrative Code (NJAC 17:27).



Signature of Procurement Agent

PROPOSAL FORM 17: C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM

Public Agency Instructions

This page provides guidance to public agencies entering into contracts with business entities that are required to file Political Contribution Disclosure forms with the agency. **It is not intended to be provided to contractors.**

What follows are instructions on the use of form local units can provide to contractors that are required to disclose political contributions pursuant to N.J.S.A. 19:44A-20.26 (P.L. 2005, c. 271, s.2). Additional information is available in Local Finance Notice 2006-1 (https://www.nj.gov/dca/divisions/dlgs/resources/lfns_2006.html).

1. The disclosure is required for all contracts in excess of \$17,500 that are **not awarded** pursuant to a “fair and open” process (N.J.S.A. 19:44A-20.7).
2. Due to the potential length of some contractor submissions, the public agency should consider allowing data to be submitted in electronic form (i.e., spreadsheet, pdf file, etc.). Submissions must be kept with the contract documents or in an appropriate computer file and be available for public access. **The form is worded to accept this alternate submission.** The text should be amended if electronic submission will not be allowed.
3. The submission must be **received from the contractor and** on file at least 10 days prior to award of the contract. Resolutions of award should reflect that the disclosure has been received and is on file.
4. The contractor must disclose contributions made to candidate and party committees covering a wide range of public agencies, including all public agencies that have elected officials in the county of the public agency, state legislative positions, and various state entities. The Division of Local Government Services recommends that contractors be provided a list of the affected agencies. This will assist contractors in determining the campaign and political committees of the officials and candidates affected by the disclosure.
 - a) The Division has prepared model disclosure forms for each county. They can be downloaded from the “County PCD Forms” link on the Pay-to-Play web site at https://www.state.nj.us/dca/divisions/dlgs/programs/pay_2_play.html They will be updated from time-to-time as necessary.
 - b) A public agency using these forms **should edit them to properly reflect the correct legislative district(s)**. As the forms are county-based, **they list all legislative districts** in each county. **Districts that do not represent the public agency should be removed from the lists.**
 - c) Some contractors may find it easier to provide a single list that covers all contributions, regardless of the county. These submissions are appropriate and should be accepted.
 - d) The form may be used “as-is”, subject to edits as described herein.
 - e) The “Contractor Instructions” sheet is intended to be provided with the form. It is recommended that the Instructions and the form be printed on the same piece of paper. The form notes that the Instructions are printed on the back of the form; where that is not the case, the text should be edited accordingly.
 - f) The form is a Word document and can be edited to meet local needs, and posted for download on web sites, used as an e-mail attachment, or provided as a printed document.
5. It is recommended that the contractor also complete a “Stockholder Disclosure Certification.” This will assist the local unit in its obligation to ensure that contractor did not make any prohibited contributions to the committees listed on the Business Entity Disclosure Certification in the 12 months prior to the contract. (See Local Finance Notice 2006-7 for additional information on this obligation) A sample Certification form is part of this package and the instruction to complete it is included in the Contractor Instructions. **NOTE: This section is not applicable to Boards of Education.**

C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM

Contractor Instructions

Business entities (contractors) receiving contracts from a public agency that are NOT awarded pursuant to a “fair and open” process (defined at N.J.S.A. 19:44A-20.7) are subject to the provisions of P.L. 2005, c. 271, s.2 (N.J.S.A. 19:44A-20.26). This law provides that 10 days prior to the award of such a contract, the contractor shall disclose contributions to:

1. any State, county, or municipal committee of a political party
2. any legislative leadership committee*
3. any continuing political committee (a.k.a., political action committee)
4. any candidate committee of a candidate for, or holder of, an elective office:
 1. of the public entity awarding the contract
 2. of that county in which that public entity is located
 3. of another public entity within that county
 4. or of a legislative district in which that public entity is located or, when the public entity is a county, of any legislative district which includes all or part of the county. The disclosure must list reportable contributions to any of the committees that exceed \$300 per election cycle that were made during the 12 months prior to award of the contract. See N.J.S.A. 19:44A-8 and 19:44A-16 for more details on reportable contributions.

N.J.S.A. 19:44A-20.26 itemizes the parties from whom contributions must be disclosed when a business entity is not a natural person. This includes the following:

5. individuals with an “interest” ownership or control of more than 10% of the profits or assets of a business entity or 10% of the stock in the case of a business entity that is a corporation for profit
6. all principals, partners, officers, or directors of the business entity or their spouses
7. any subsidiaries directly or indirectly controlled by the business entity
8. IRS Code Section 527 New Jersey based organizations, directly or indirectly controlled by the business entity and filing as continuing political committees, (PACs). When the business entity is a natural person, “a contribution by that person’s spouse or child, residing therewith, shall be deemed to be a contribution by the business entity.” [N.J.S.A. 19:44A-20.26(b)] The contributor must be listed on the disclosure. Any business entity that fails to comply with the disclosure provisions shall be subject to a fine imposed by ELEC in an amount to be determined by the Commission which may be based upon the amount that the business entity failed to report. The enclosed list of agencies is provided to assist the contractor in identifying those public agencies whose elected official and/or candidate campaign committees are affected by the disclosure requirement. It is the contractor’s responsibility to identify the specific committees to which contributions may have been made and need to be disclosed. The disclosed information may exceed the minimum requirement. The enclosed form, a content-consistent facsimile, or an electronic data file containing the required details (along with a signed cover sheet) may be used as the contractor’s submission and is disclosable to the public under the Open Public Records Act. The contractor must also complete the attached Stockholder Disclosure Certification. This will assist the agency in meeting its obligations under the law.

NOTE: This section does not apply to Board of Education contracts.

* N.J.S.A. 19:44A-3(s): “The term “legislative leadership committee” means a committee established, authorized to be established, or designated by the President of the Senate, the Minority Leader of the Senate, the Speaker

of the General Assembly or the Minority Leader of the General Assembly pursuant to section 16 of P.L.1993, c.65 (C.19:44A-10.1) for the purpose of receiving contributions and making expenditures.”

C. 271 POLITICAL CONTRIBUTION DISCLOSURE FORM

Required Pursuant To N.J.S.A. 19:44A-20.26

This form or its permitted facsimile must be submitted to the local unit no later than 10 days prior to the award of the contract.

Part I – Vendor Information

Vendor Name:	Veregy Consolidated, LLC		
Address:	3312 E Broadway Rd.		
City:	Phoenix	State:	AZ Zip: 85015

The undersigned being authorized to certify, hereby certifies that the submission provided herein represents compliance with the provisions of N.J.S.A. 19:44A-20.26 and as represented by the Instructions accompanying this form.



 Signature

Vince Esparza
 Printed Name

VP of Marketing and Communications
 Title

Part II – Contribution Disclosure

Disclosure requirement: Pursuant to N.J.S.A. 19:44A-20.26 this disclosure must include all reportable political contributions (more than \$300 per election cycle) over the 12 months prior to submission to the committees of the government entities listed on the form provided by the local unit.

Check here if disclosure is provided in electronic form.

Contributor Name	Recipient Name	Date	Dollar Amount
NA			\$

Check here if the information is continued on subsequent page(s)

List of Agencies with Elected Officials Required for Political Contribution Disclosure

N.J.S.A. 19:44A-20.26

County Name:

State: Governor, and Legislative Leadership Committees

Legislative District #s:

State Senator and two members of the General Assembly per district.

County:

Freeholders

{County Executive}

County Clerk

Surrogate

Sheriff

Municipalities (Mayor and members of governing body, regardless of title):

USERS SHOULD CREATE THEIR OWN FORM, OR DOWNLOAD FROM WWW.NJ.GOV/DCA/LGS/P2P A COUNTY-BASED, CUSTOMIZABLE FORM.

PROPOSAL FORM 18: STOCKHOLDER DISCLOSURE CERTIFICATION

Name of Business:

I certify that the list below contains the names and home addresses of all stockholders holding 10% or more of the issued and outstanding stock of the undersigned.

OR

I certify that no one stockholder owns 10% or more of the issued and outstanding stock of the undersigned.

Check the box that represents the type of business organization:

Partnership

Sole Proprietorship

Limited Liability Partnership

Limited Partnership

Corporation

Limited Liability Corporation

Subchapter S Corporation

Sign and notarize the form below, and, if necessary, complete the stockholder list below.

Stockholders:

Name:	Name:
Home Address:	Home Address:
Name:	Name:
Home Address:	Home Address:
Name:	Name:
Home Address:	Home Address:

Subscribed and sworn before me this 9th day of November, 2023

(Notary Public) Dana



DANA W. RUSS (Affiant)
Notary Public - Arizona
MARICOPA COUNTY
Vince Esparza, VP of Marketing and Communications
Commission # 683626
Expires May 17, 2024
Print name & title of affiant)

My Commission expires:

(Corporate Seal)

PROPOSAL FORM 19: GENERAL TERMS AND CONDITIONS ACCEPTANCE FORM

Signature on the Vendor Contract Signature form certifies complete acceptance of the General Terms and Conditions in this solicitation, except as noted below (additional pages may be attached, if necessary).

Check one of the following responses to the General Terms and Conditions:

We take no exceptions/deviations to the general terms and conditions

(Note: If none are listed below, it is understood that no exceptions/deviations are taken.)

We take the following exceptions/deviations to the general terms and conditions. All exceptions/deviations must be clearly explained. Reference the corresponding general terms and conditions that you are taking exceptions/deviations to. Clearly state if you are adding additions terms and conditions to the general terms and conditions. Provide details on your exceptions/deviations below:

(Note: Unacceptable exceptions shall remove your proposal from consideration for award. Region 10 ESC shall be the sole judge on the acceptance of exceptions/deviations and the decision shall be final.)

PROPOSAL FORM 20: EQUALIS GROUP ADMINISTRATION AGREEMENT

Requirements for Master Agreement To be administered by Equalis Group

Attachment A, Equalis Group Administrative Agreement is used in administering Master Agreements with Region 10 and is preferred by Equalis Group. Redlined copies of this agreement should not be submitted with the response. Should a respondent be recommended for award, this agreement will be negotiated and executed between Equalis Group and the respondent. **Respondents must select one of the following options for submitting their response.**

- Respondent agrees to all terms and conditions outlined in each of the Administration Agreement.
- Respondent wishes to negotiate directly with Equalis Group on terms and conditions outlined in the Administration Agreement. Negotiations will commence after sealed Proposals are opened and Region 10 has determined the respondent met all requirements in their response and may be eligible for award.

PROPOSAL FORM 21: OPEN RECORDS POLICY ACKNOWLEDGEMENT AND ACCEPTANCE
OPEN RECORDS POLICY ACKNOWLEDGMENT AND ACCEPTANCE

Be advised that all information and documents submitted will be subject to the Public Information Act requirements governed by Chapter 552 of the Texas Government Code.

Because contracts are awarded by a Texas governmental entity, all responses submitted are subject to release as public information after contracts are executed. If a Respondent believes that its response, or parts of its response, may be exempted from disclosure to the public, the Respondent must specify page-by-page and line-by-line the parts of the response, which it believes, are exempted from disclosure. In addition, the Respondent must specify which exception(s) are applicable and provide detailed reasons to substantiate the exception(s). Respondent must provide this information on the "Acknowledgement and Acceptance to Region 10 ESC's Public Information Act Policy" form found on the next page of this solicitation. Any information that is unmarked will be considered public information and released, if requested under the Public Information Act.

The determination of whether information is confidential and not subject to disclosure is the duty of the Office of Attorney General (OAG). Region 10 ESC must provide the OAG with the information requested in order for the OAG to render an opinion. In such circumstances, Respondent will be notified in writing that the material has been requested and delivered to the OAG. Respondent will have an opportunity to make arguments to the OAG in writing regarding the exception(s) to the TPIA that permit the information to be withheld from public disclosure. Respondents are advised that such arguments to the OAG must be specific and well-reasoned--vague and general claims to confidentiality by the Respondent are generally not acceptable to the OAG. Once the OAG opinion is received by Region 10 ESC, Region 10 ESC must comply with the opinions of the OAG. Region 10 ESC assumes no responsibility for asserting legal arguments on behalf of any Respondent. Respondents are advised to consult with their legal counsel concerning disclosure issues resulting from this procurement process and to take precautions to safeguard trade secrets and other proprietary information.

After completion of award, these documents will be available for public inspection.

Signature below certifies complete acceptance of Region 10 ESC's Open Records Policy, except as noted below (additional pages may be attached, if necessary). Check one of the following responses to the Acknowledgment and Acceptance of Region 10 ESC's Open Records Policy below:

We acknowledge Region 10 ESC's Public Information Act policy and declare that no information submitted with this proposal, or any part of our proposal, is exempt from disclosure under the Public Information Act.

(Note: All information believed to be a trade secret or proprietary must be listed below. It is further understood that failure to identify such information, in strict accordance with the instructions below, will result in that information being considered public information and released, if requested under the Public Information Act.)

We declare the following information to be a trade secret or proprietary and exempt from disclosure under the Public Information Act.

(Note: Respondent must specify page-by-page and line-by-line the parts of the response, which it believes, are exempt. In addition, Respondent must specify which exception(s) are applicable and provide detailed reasons to substantiate the exception(s).)

11/9/2022

Date


Authorized Signature & Title

PROPOSAL FORM 22: VENDOR CONTRACT AND SIGNATURE FORM

The undersigned hereby proposes and agrees to furnish goods and/or services in strict compliance with the terms, specifications and conditions at the prices proposed within response unless noted in writing. The undersigned further certifies that he/she is an officer of the company and has authority to negotiate and bind the company named below and has not prepared this proposal in collusion with any other Respondent and that the contents of this proposal as to prices, terms or conditions of said proposal have not been communicated by the undersigned nor by any employee or agent to any person engaged in this type of business prior to the official opening of this proposal.

VENDORS MUST SUBMIT THIS FORM COMPLETED AND SIGNED WITH THEIR RESPONSE TO BE CONSIDERED

Company name Veregy Consolidated, LLC
Address 3312 E Broadway Rd.
City/State/Zip Phoenix, AZ 85040
Telephone No. 602-452-8746
Fax No. _____
Email address vesparza@veregy.com
Printed name Vince Esparza
Position with company VP of Marketing and Communications
Authorized signature 

Term of contract January 1, 2023 to December 31, 2025

Unless otherwise stated, all contracts are for a period of three (3) years with an option to renew annually for an additional two (2) years if agreed to by Region 10 ESC. Vendor shall honor all administrative fees for any sales made based on the contract whether renewed or not.

 1/18/23
Region 10 ESC Authorized Agent Date

Dr. Rickey Williams
Print Name

Equalis Group Contract Number R10-1143D



Did you sign the vendor contract and signature form? **If not, your Proposal will be rejected.**

Region 10 will negotiate any exceptions and both parties will agree upon which exceptions will be accepted or altered before the Region 10 board votes to accept or reject the proposals.

Appendix A

Resumes



Ben Madsen

Director of Sales

Ben Madsen is a Senior Account Executive who works directly with leadership and operations to present consultative energy optimization strategies and solutions. He brings years of achievement in multiple markets including, numerous Arizona School Districts and Cities.

In both 2017 and 2018, on behalf of Midstate he has been awarded the Education Visionary Award for our work in school Energy Savings by the Peoria Unified School District.

Mr. Madsen has been successfully marketing ESCO projects for the last 11 years and has been responsible for over \$65 Million in guaranteed energy savings performance contracts.



Education

University of Toledo
B.S. in Business Administration

Years of Experience

Veregy	2014 - Present
Industry	2010 - Present

Project Experience

- **Santa Cruz Valley Unified School District**, Rio Rico, AZ
- **Prescott High School**, Prescott, AZ
- **Gadsden Elementary School District**, San Luis, AZ
- **Scottsdale Unified School District**, Scottsdale, AZ
- **Sunnyside Unified School District**, Tuscon, AZ
- **Peoria Unified School District**, Glendale, AZ
- **Pendergast Elementary School District**, Phoenix, AZ
- **Littleton Elementary School District**, Avondale, AZ
- **City of Sedona**, Sedona, AZ



Michele Greener

Southwest Controller

With over 27 years' experience in Accounting, Finance and Business Management while demonstrating accurate and timely data analysis and reporting. Michele has a bachelors degree in accountancy and is a highly motivated, self-directed individual with proven ability to prioritize, multitask and adjust quickly to shifting priorities and multiple demands. She has experience in various software and operating systems including Microsoft Office applications, NetSuite, RFMS, Workday, Tenrox, PeopleSoft, JD Edwards, MAS 200, QuickBooks, Newstar. Michele's ability to work independently, as well as in a team environment to problem solve and prioritize multiple activities while identifying opportunities and offering solutions makes her a valuable asset to the team.



Education

Arizona State University West
Bachelor's Degree in Accountancy

Years of Experience

Veregy	2017 - Present
Industry	2004 - Present

Project Experience

- **Santa Cruz Valley Unified School District**, Rio Rico, AZ
- **Prescott High School**, Prescott, AZ
- **Gadsen Elementary School District**, San Luis, AZ
- **Scottsdale Unified School District**, Scottsdale, AZ
- **Sunnyside Unified School District**, Tuscon, AZ
- **Peoria Unified School District**, Glendale, AZ
- **Pendergast Elementary School District**, Phoenix, AZ
- **Littleton Elementary School District**, Avondale, AZ
- **City of Sedona**, Sedona, AZ

Contact

623-414-0880
jweathorford@veregy.com



Tonja Hale

Senior Project Coordinator

Tonja Hale manages the construction administration deliverables of Veregy's Southwest project coordination team. Her daily responsibilities will include oversight of internal and external contracting, billing, cost control and procurement reporting, equipment tracking and project close-out efforts. Tonja brings twenty-seven years of construction administration experience in mechanical, electrical, solar, controls, plumbing and environmental construction fields to the team. Tonja has extensive experience in the energy efficiency industry, to include eleven years of experience in guaranteed energy savings performance contracting, and six years of experience in energy savings consulting projects.



Years of Experience

Veregy	2012 - Present
Industry	1995 - Present

Contact

903-271-2227
jweatherford@veregy.com

Project Experience

- **Santa Cruz Valley Unified School District-** Rio Rico, AZ
- **Glendale Elementary School District-** Prescott, AZ
- **Gadsden Elementary School District-** San Luis, AZ
- **Scottsdale Unified School District-** Scottsdale, AZ
- **Sunnyside Unified School District-** Tucson, AZ
- **Peoria Unified School District-** Glendale, AZ
- **Pendergast Elementary School District-** Phoenix, AZ
- **Littleton Elementary School District-** Avondale, AZ
- **Santa Cruz Valley Unified School District-** Rio Rico, AZ
- **Roosevelt Unified School District-** Phoenix, AZ



Vincent Esparza

Vice President of Marketing and Communications

Vincent Esparza is the Vice President of Marketing and Communications with a history of working in multiple industries. Skilled in Marketing, Sales, Strategy, Merger & Acquisitions, Communications, and Business Process Improvement. Vince is also a board member of the The Veregy Foundation which supports our communities with educational and philanthropic ideation specific to Science, Technology, Engineering, Arts, and Mathematics Here at Veregy Vince is Responsible for leading the planning, development, and execution of the organization's comprehensive marketing and communication strategies.



Education

Harvard Extension School
Master of Liberal Arts in Management,
Innovation and Marketing

American Public University
BS, Information Technology Management

Years of Experience

Veregy	2017 - Present
Industry	2014 - Present

Project Experience

- **Santa Cruz Valley Unified School District**, Rio Rico, AZ
- **Prescott High School**, Prescott, AZ
- **Gadsen Elementary School District**, San Luis, AZ
- **Scottsdale Unified School District**, Scottsdale, AZ
- **Sunnyside Unified School District**, Tuscon, AZ
- **Peoria Unified School District**, Glendale, AZ
- **Pendergast Elementary School District**, Phoenix, AZ
- **Littleton Elementary School District**, Avondale, AZ
- **City of Sedona**, Sedona, AZ

Contact

Email: vesparza@veregy.com
Phone: 602-452-8746
www.veregy.com

Appendix B

Licences

ENTITY INFORMATION

Search Date and Time: 11/9/2022 2:47:44 PM

Entity Details**Entity Name:**

VEREGY, LLC

Entity ID:

23291584

Entity Type:

Foreign LLC

Entity Status:**Active****Formation Date:**

11/2/2021

Reason for Status:

In Good Standing

Approval Date:

11/10/2021

Status Date:

11/10/2021

Original Incorporation Date:

3/15/2019

Life Period:

Perpetual

Business Type:

Any legal purpose

Last Annual Report Filed:**Domicile State:**

DELAWARE

Annual Report Due Date:**Years Due:****Original Publish Date:**Privacy Policy (<http://azcc.gov/privacy-policy>) | Contact Us (<http://azcc.gov/corporations/corporation-contacts>)

Statutory Agent Information

Name:

C T CORPORATION SYSTEM

Appointed Status:

Active 11/10/2021

Attention:

Address:

3800 NORTH CENTRAL AVENUE, SUITE 460, PHOENIX, AZ 85012, USA

Agent Last Updated:

11/10/2021

E-mail:

Attention:

Mailing Address:

3800 NORTH CENTRAL AVENUE, SUITE 460, PHOENIX, AZ 85012, USA

County:

Maricopa

Principal Information

Title	Name	Attention	Address	Date of Taking Office	Last Updated
Member	VEREGY CONSOLIDATED, INC.		23325 NORTH 23RD AVENUE, SUITE 120, PHOENIX, AZ, 85027, Maricopa County, USA	11/2/2021	11/10/2021

Page 1 of 1, records 1 to 1 of 1

Address 

Attention:

Address:

County:

Last Updated:

Entity Principal Office Address

Attention:

Address: 23325 NORTH 23RD AVENUE, SUITE 120, PHOENIX, AZ, 85027, USA

County: Maricopa

Last Updated: 11/10/2021

Foreign Jurisdiction Statutory Agent

Name:

THE CORPORATION TRUST COMPANY

Appointed Status:

Active 11/10/2021

Attention:

Address:

1209 ORANGE ST., WILMINGTON, DE 19801, USA

Attention:

Mailing Address:

1209 ORANGE ST., WILMINGTON, DE 19801, USA

Agent Last Updated:

11/10/2021

E-mail:

County:

New Castle

- Document History
- Name/Restructuring History
- Pending Documents
- Microfilm History

THE STATE OF INDIANA



JOHNSON MELLOH SOLUTIONS, LLC

has met all requirements prescribed by law (IC 36-1-12.5) as a

**GUARANTEED ENERGY SAVINGS
QUALIFIED PROVIDER**

and is therefore entitled to be recognized as such by the citizens of the State of Indiana.

WITNESS WHEREOF the Indiana Department of Local Government Finance grants this certificate under its seal in the City of Indianapolis, April 1, 2020. Expires: March 7, 2024.

Wesley R. Bennett, Commissioner



Colorado Secretary of State
 Date and Time: 06/29/2021 12:27 PM
 ID Number: 20181731875

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

Document number: 20211605056
 Amount Paid: \$10.00

ABOVE SPACE FOR OFFICE USE ONLY

Periodic Report

filed pursuant to §7-90-301, et seq. and §7-90-501 of the Colorado Revised Statutes (C.R.S)

ID number: 20181731875

Entity name: Control Technology & Solutions L.L.C.

Jurisdiction under the law of which the
 entity was formed or registered: Missouri

1. Principal office street address: 16647 Chesterfield Grove Road
(Street name and number)
Suite 200
Chesterfield MO 63005
(City) (State) (Postal/Zip Code)
United States
(Province - if applicable) (Country - if not US)

2. Principal office mailing address:
 (if different from above) _____
(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

3. Registered agent name: (if an individual) _____
(Last) (First) (Middle) (Suffix)
 or (if a business organization) Hubco Registered Agent Services, Inc.

4. The person identified above as registered agent has consented to being so appointed.

5. Registered agent street address: 36 South 18th Avenue, Suite D
(Street name and number)

Brighton CO 80601
(City) (State) (Postal/Zip Code)

6. Registered agent mailing address:
 (if different from above) _____
(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

7. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Sorget	Sallianne		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
16647 Chesterfield Grove Road			
<i>(Street name and number or Post Office Box information)</i>			
Suite 200			

Chesterfield	MO	63005	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
United States			
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>		

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

2021 FOREIGN LIMITED LIABILITY COMPANY AMENDED ANNUAL REPORT

**FILED
Mar 10, 2021
Secretary of State
0573052607CC**

DOCUMENT# M15000008215

Entity Name: CONTROL TECHNOLOGY & SOLUTIONS L.L.C.

Current Principal Place of Business:

16647 CHESTERFIELD GROVE RD SUITE 200
CHESTERFIELD, MO 63005

Current Mailing Address:

16647 CHESTERFIELD GROVE RD SUITE 200
CHESTERFIELD, MO 63005 US

FEI Number: 43-1923675

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

_____ Date

Authorized Person(s) Detail :

Title MGR
Name BENNETT, ROBERT
Address 16647 CHESTERFIELD GROVE RD.
SUITE 200
City-State-Zip: CHESTERFIELD MO 63005

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 605, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: ROBERT BENNETT

MANAGER

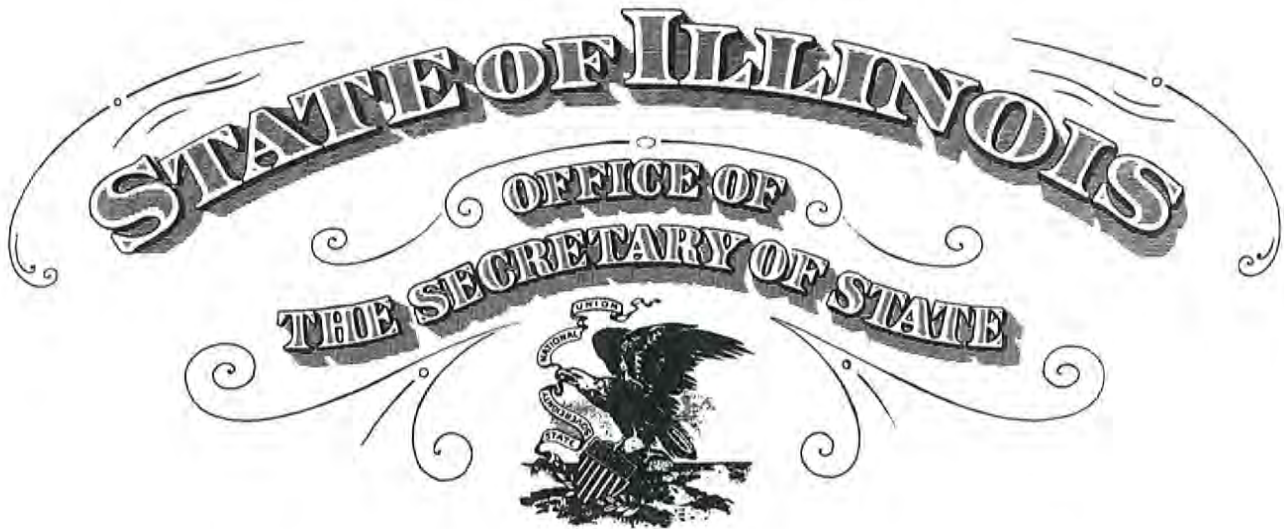
03/10/2021

_____ Electronic Signature of Signing Authorized Person(s) Detail

_____ Date

File Number

0375004-3



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

CONTROL TECHNOLOGY & SOLUTIONS, LLC, A MISSOURI LIMITED LIABILITY COMPANY HAVING OBTAINED ADMISSION TO TRANSACT BUSINESS IN ILLINOIS ON DECEMBER 27, 2011, APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED LIABILITY COMPANY ACT OF THIS STATE, AND AS OF THIS DATE IS IN GOOD STANDING AS A FOREIGN LIMITED LIABILITY COMPANY ADMITTED TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS.



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 25TH day of MARCH A.D. 2021 .

Jesse White

SECRETARY OF STATE

Authentication #: 2108404894 verifiable until 03/25/2022

Authenticate at: <http://www.cyberdriveillinois.com>

**State of Indiana
Office of the Secretary of State**

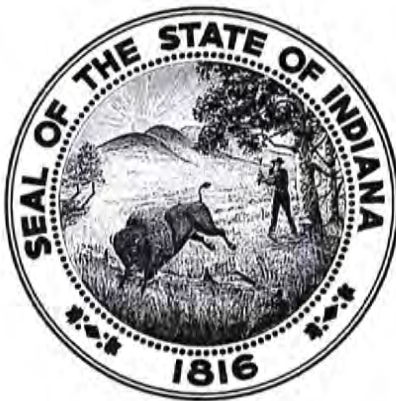
Certificate of Assumed Business Name
of
JOHNSON-MELLOH SOLUTIONS LLC

I, HOLLI SULLIVAN, Secretary of State, hereby certify that a Certificate of Assumed Business Name of the above Foreign Limited Liability Company has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Code.

Following said transaction, the above named entity will transact business under the assumed business name(s) of:

VEREGY

NOW, THEREFORE, with this document I certify that said transaction will become effective **Friday, June 04, 2021.**



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, **June 04, 2021.**

A handwritten signature in cursive script that reads "Holli Sullivan".

HOLLI SULLIVAN
SECRETARY OF STATE

201808011270752 / 9031218

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

APPROVED AND FILED
HOLLI SULLIVAN
INDIANA SECRETARY OF STATE
06/04/2021 09:32 AM

CERTIFICATE OF ASSUMED BUSINESS NAME

NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 201808011270752
BUSINESS TYPE Foreign Limited Liability Company
BUSINESS NAME JOHNSON-MELLOH SOLUTIONS LLC
PRINCIPAL OFFICE ADDRESS 5915 Stockberger Place, Indianapolis, IN, 46241, USA

EFFECTIVE DATE

EFFECTIVE DATE 06/04/2021
EFFECTIVE TIME 09:09AM

ASSUMED NAME AND ADDRESS

Veregy 5915 Stockberger Place, Indianapolis, IN, 46241, USA

SIGNATURE

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **June 4, 2021**.

SIGNATURE Clayton Boop
TITLE Authorized Agent

Business ID : 201808011270752
Filing No. : 9031218

**IOWA SECRETARY OF STATE
PAUL D. PATE**



CERTIFICATE OF AUTHORIZATION

Issue Date: 10/20/2020

Name: CONTROL TECHNOLOGY & SOLUTIONS L.L.C. (489FLC - 428971)

Authorized Date: 1/3/2012

Duration: 4/21/2100

State of Incorporation: MISSOURI

I, Paul D. Pate, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify the following for the limited liability company named on this certificate:

- a. The entity is authorized to transact business in Iowa.
- b. All fees, taxes and penalties required under the Revised Uniform Limited Liability Company Act and other laws due the Secretary of State have been paid.
- c. The most recent biennial report required has been filed with the Secretary of State.
- d. The Secretary of State has neither revoked the company's certificate of authority nor filed a notice of cancellation.

Certificate ID: **CS205832**

To validate certificates visit:

sos.iowa.gov/ValidateCertificate

A handwritten signature in cursive script that reads "Paul D. Pate".

Paul D. Pate, Iowa Secretary of State

**STATE OF KANSAS
OFFICE OF
SECRETARY OF STATE
SCOTT SCHWAB**

I, SCOTT SCHWAB, Secretary of State of the state of Kansas, do hereby certify, that according to the records of this office.

Business Entity ID Number: 3856044

Entity Name: CONTROL TECHNOLOGY & SOLUTIONS L.L.C.

Entity Type: FOR: LTD LIABILITY COMPANY

State of Organization: MO

was filed in this office on October 28, 2005, and is in good standing, having fully complied with all requirements of this office.

No information is available from this office regarding the financial condition, business activity or practices of this entity.



In testimony whereof I execute this certificate and affix the seal of the Secretary of State of the state of Kansas on this day of July 17, 2020

A handwritten signature in cursive script that reads "Scott Schwab".

**SCOTT SCHWAB
SECRETARY OF STATE**

Certificate ID: 1142474 - To verify the validity of this certificate please visit <https://www.kansas.gov/bess/flow/validate> and enter the certificate ID number.

**Commonwealth of Kentucky
Michael G. Adams, Secretary of State**

LARP
0807514
Michael G. Adams
KY Secretary of State
Received and Filed
3/29/2021 2:48:35 PM
Fee receipt: \$15.00

Michael G. Adams
Secretary of State
P. O. Box 1150
Frankfort, KY 40602-1150
(502) 564-3490
<http://www.sos.ky.gov>

**Annual Report
Online Filing**

ARP

Company: CONTROL TECHNOLOGY & SOLUTIONS, L.L.C.
Company ID: 0807514
State of origin: Missouri
Formation date: 12/13/2011 12:00:00 AM
Date filed: 3/29/2021 2:48:35 PM
Fee: \$15.00

Principal Office

16647 CHESTERFIELD GROVE RD. STE 200
CHESTERFIELD, MO 63005

Registered Agent Name/Address

CT CORPORATION SYSTEM
306 W. MAIN ST.
SUITE 512
Frankfort, KY 40601

Members/Managers

Manager Robert Bennett 16647 Chesterfield Grove Road

Signatures

Signature Sallianne Sorget
Title Executive Assistant

Office of the Minnesota Secretary of State
Foreign Limited Liability Company/Annual Renewal
Minnesota Statutes, Section 5.34



Annual Renewal Year: 2020

Annual Renewal Filing Date: 10/27/2020

Corporation Name: Control Technology & Solutions L.L.C.

Home Name: Control Technology & Solutions L.L.C.

Original Filing Number: 2821026-2

Home Jurisdiction: Missouri

Filing Party Information:

Party Type:	Name:	Address:
Manager	Ryan O'Kane	16647 Chesterfield Grove Road Suite 200 Chesterfield MO 63005
Home Office Address		15933 Clayton Rd #110 St Louis MO 63011
Principal Executive Office Address		16647 Chesterfield Grove Road Suite 200 Chesterfield MO 63005
Principal Place of Business Address		16647 Chesterfield Grove Rd. Suite 200 Chesterfield MO 63005
Registered Agent	C T Corporation System Inc.	
Registered Office Address		1010 Dale Street North Saint Paul MN 55117

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Steve Simon, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	Control Technology & Solutions LLC
Date Filed:	05/07/2008
File Number:	2821026-2
Minnesota Statutes, Chapter:	322C
Home Jurisdiction:	Missouri

This certificate has been issued on: 07/17/2020



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

STATE OF NEBRASKA

United States of America, } ss.
State of Nebraska }

Secretary of State
State Capitol
Lincoln, Nebraska

I, Robert B. Evnen, Secretary of State of the
State of Nebraska, do hereby certify that

CONTROL TECHNOLOGY SOLUTIONS LLC

using the name CTS GROUP, LLC in Nebraska

**a Missouri limited liability company is authorized to transact business in
Nebraska;**

**all fees, taxes, and penalties due under the Nebraska Uniform Limited
Liability Company Act or other law to the Secretary of State have been paid;**

**the Company's most recent biennial report required by section 21-125 has
been filed by the Secretary of State;**

**the Secretary of State has not revoked the Company's Certificate of Authority
and has not filed a notice of cancellation.**

*This certificate is not to be construed as an endorsement,
recommendation, or notice of approval of the entity's financial
condition or business activities and practices.*

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the
State of Nebraska on this date of

February 12, 2021



A handwritten signature in black ink that reads "Robert B. Evnen".

Secretary of State



STATE OF NORTH DAKOTA

Alvin A. Jaeger

Secretary of State

600 E Boulevard Avenue Dept 108
Bismarck, ND 58505-0500

October 2, 2020

CONTROL TECHNOLOGY & SOLUTIONS L.L.C.
STE 200
16647 CHESTERFIELD GROVE RD
CHESTERFIELD, MO 63005-1409

Annual Report Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

SOS Control ID #: 0000142302	Annual Report Due Date:	11/16/2020
Filing Name: CONTROL TECHNOLOGY & SOLUTIONS L.L.C.	Annual Report Date Filed:	10/02/2020
Filing Type: Limited Liability Company - Business - Foreign	Next Annual Report Due:	11/15/2021
Received Date: 10/02/2020	Image ID:	B0319-1052
Status: Active	Receipt ID:	002647456

A handwritten signature in black ink that reads "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

United States of America
State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

Division of Corporate & Consumer Services



To All to Whom These Presents Shall Come, Greeting:

I, Patti Epstein, Administrator of the Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that

CONTROL TECHNOLOGY & SOLUTIONS, LLC

is a foreign corporation or foreign limited liability company authorized or registered to transact business in Wisconsin and that its date of qualification or registration is July 21, 2014.

I further certify that said organization has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 181.1622 or 183.0120, Wis. Stats.; that it has not applied for a certificate of withdrawal under ss. 180.1520, 181.1520 or 183.1011, Wis. Stats.; and that it is not the subject of a proceeding under ss. 180.1531, 181.1531 or 183.1021, Wis. Stats., to revoke its certificate of authority or registration.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on July 17, 2020.

A handwritten signature in cursive script that reads "Patti Epstein".

PATTI EPSTEIN, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions

DFI/Corp/33

To validate the authenticity of this certificate

Visit this web address: <http://www.wdfi.org/apps/ccs/verify/>

Enter this code: 272300-FF891D2B

JOHNSON COUNTY
KANSAS
Contractor Licensing

2021-3427

CONTROL TECHNOLOGY & SOLUTIONS LLC

16647 CHESTERFIELD GROVE ROAD, SUITE 200

CHESTERFIELD, MO 63005

**JOHNSON COUNTY, KANSAS
CONTRACTOR LICENSING PROGRAM**

Hereby grants the following:

**CLASS "A" - GENERAL
2021 CONTRACTOR LICENSE
TO**

CONTROL TECHNOLOGY & SOLUTIONS LLC

ISSUED BY:

Contractor Licensing Program
Johnson County, KS
111 South Cherry Street, #1000
Olathe, KS 66061

LICENSE EXPIRES DECEMBER 31, 2021

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

CONTROL TECHNOLOGY & SOLUTIONS L.L.C.
LC0050268

was created under the laws of this State on the 25th day of April, 2001, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 12th day of December, 2011


Secretary of State



Certification Number: 14356986-1 Reference: si

Verify this certificate online at <http://www.sos.mo.gov/business/corp/certbyverify.asp>

CERTIFICATE OF QUALIFICATION
to provide
PROFESSIONAL DESIGN SERVICES
for
PUBLIC WORKS PROJECTS
to the
STATE OF INDIANA

This Certification Board, having duly considered application for qualification in terms of apparent experience and financial resources; and under the applicable Indiana Code 4-13.6-4 and adopted rules of this Board, hereby issues this Certificate of Qualification to provide professional design services to the State of Indiana for Public Works Projects to:

JOHNSON MELLOH SOLUTIONS LLC

5915 STOCKBERGER PL

INDIANAPOLIS IN 46241

Phone 317-536-6106

Fax 317-982-6390

Company Official

ROBERT BENNETT JR

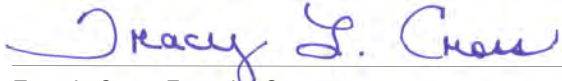
for the twenty-seven month period stated herein, unless revoked by this Board for cause,
and in the classifications of services stated below. This certificate supercedes any previous certificate.

HVAC ENGINEER
PLUMBING ENGINEER
ELECTRICAL ENGINEER
ENERGY AUDIT

CERTIFICATION DATE **12/7/2021**

EXPIRATION DATE **3/7/2024**

THIS CERTIFICATE ISSUED BY THE STATE OF INDIANA, PUBLIC WORKS DIVISION CERTIFICATION BOARD,
402 WEST WASHINGTON STREET, ROOM W467, INDIANAPOLIS, INDIANA 46204,
ALSO ACTS AS THE OFFICIAL NOTICE OF EXPIRATION.



Tracy L. Cross, Executive Secretary
Certification Board

DAPW PQ2 State Form 3983R Rev. 07/00



CERTIFICATE OF QUALIFICATION
to provide
CONSTRUCTION SERVICES
for
PUBLIC WORKS PROJECTS
to the
STATE OF INDIANA

This Certification Board, having duly considered application for qualification in terms of apparent experience and financial resources; and under the applicable Indiana Code 4-13.6-4 and adopted rules of this Board, hereby issues a Certificate of Qualification to provide construction services to the State of Indiana for Public Works Projects to:

JOHNSON MELLOH SOLUTIONS LLC

d/b/a VEREGY

5915 STOCKBERGER PL

INDIANAPOLIS IN 46241

Phone 317-536-6106

Fax 317-982-6390

Company Official

ROBERT BENNETT JR

for the twenty-seven month period stated herein, unless revoked by this Board for cause,
and in the classifications of services stated below. This certificate supercedes any previous certificate.

1542.00B Inst. Bldgs.(Hosp., Schl., Prsn.)>\$1,000,000, <\$10,000,000

1542.01 Institutional Bldgs (Hospitals, Schools, Prisons)

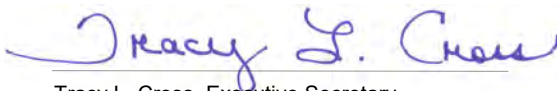
1542.02 Commercial Buildings (Offices, Stores, Restaurants)

1542.04 Additions, Alterations, Remodeling, and Repair

CERTIFICATION DATE **5/20/2022**

EXPIRATION DATE **8/20/2024**

THIS CERTIFICATE ISSUED BY THE STATE OF INDIANA, PUBLIC WORKS DIVISION CERTIFICATION BOARD,
402 WEST WASHINGTON STREET, ROOM W467, INDIANAPOLIS, INDIANA 46204,
ALSO ACTS AS THE OFFICIAL NOTICE OF EXPIRATION.



Tracy L. Cross, Executive Secretary
Certification Board

DAPW PQ2 State Form 3983R Rev. 07/06





Veregy ROC #'s - Please note we are licensed under Midstate Energy, LLC, our legal name. We do business as Veregy.

DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 285074

This information is current as of 2022-02-08 08:34:35

Share this License or Send it to Yourself: [Email](#) | [Save for Later](#)

If you are the contractor listed, feel free to contact our Licensing Department at (602) 542-1525 for more information.

CONTRACTOR		LICENSE	
Business Entity Name	Midstate Energy LLC	Class & Description	Specialty Dual CR-1 Electrical
Physical Address	23325 N 23rd Ave Ste 120 Phoenix, AZ, 85027	Entity Type	LLC
Phone	(602) 452-8700	Issued / Renewal	
Status / Action	Active	First Issued	2019-05-17
		Renewed Through	2023-05-31

DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 263600

This information is current as of 2022-09-21 14:01:33

Share this License or Send it to Yourself: [Email](#) | [Save for Later](#)

If you are the contractor listed, feel free to contact our Licensing Department at (602) 542-1525 for more information.

CONTRACTOR		LICENSE	
Business Entity Name	Midstate Energy LLC	Class & Description	General Commercial B-1 General Commercial Contractor
Physical Address	23325 N 23rd Ave Ste 120 Phoenix, AZ, 85027	Entity Type	LLC
Phone	(602) 452-8700	Issued / Renewal	
Status / Action	Active	First Issued	2010-03-12
		Renewed Through	2024-03-31

DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 313046

This information is current as of 2022-02-08 08:34:37

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If you are the contractor listed, feel free to contact our Licensing Department at (602) 542-1525 for more information.

CONTRACTOR		LICENSE	
Business Entity Name	Midstate Energy LLC	Class & Description	Specialty Dual CR-39 Air Conditioning and Refrigeration
Physical Address	23325 N 23rd Ave Ste 120 Phoenix, AZ, 85027	Entity Type	LLC
Phone	(602) 452-8700	Issued / Renewal	
Status / Action	Active	First Issued	2017-05-05
		Renewed Through	2023-05-31

DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 316005

This information is current as of 2022-02-08 08:34:38

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DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 316151

This information is current as of 2022-02-08 08:34:36

[Share this License or Send It to Yourself: Email](#) | [Save for Later](#)

If you are the contractor listed, feel free to contact our Licensing Department at (602) 542-1525 for more information.

	CONTRACTOR		LICENSE
Business Entity Name	Midstate Energy LLC	Class & Description	Specialty Dual CB-37 Fluorine
Physical Address	23325 N 23rd Ave Ste 120 Phoenix, AZ, 85027	Entity Type	LLC
Phone	(602) 452-8700	Issued / Renewal	
Status / Action	Active	First Issued	2017-11-02
Sub Status	In Renewal	Renewed Through	2023-11-30

DETAILS FOR
Midstate Energy LLC
 LICENSE NUMBER ROC 316151

This information is current as of 2022-02-08 08:34:36

[Share this License or Send It to Yourself: Email](#) | [Save for Later](#)

If you are the contractor listed, feel free to contact our Licensing Department at (602) 542-1525 for more information.

	CONTRACTOR		LICENSE
Business Entity Name	Midstate Energy LLC	Class & Description	Specialty Dual CB-37 Fluorine
Physical Address	23325 N 23rd Ave Ste 120 Phoenix, AZ, 85027	Entity Type	LLC
Phone	(602) 452-8700	Issued / Renewal	
Status / Action	Active	First Issued	2017-11-02
Sub Status	In Renewal	Renewed Through	2023-11-30



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
05/06/2021	202112601980	FICTITIOUS NAME REGISTRATION (NFO)	39.00	100.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

C T CORPORATION SYSTEM
4400 EASTON COMMONS WAY SUIE 125
COLUMBUS, OH 43219

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Frank LaRose
4672194

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
VEREGY

and, that said business records show the filing and recording of:

Document(s)

FICTITIOUS NAME REGISTRATION

Effective Date: **05/06/2021**

Document No(s):

202112601980

Expiration Date: **05/06/2026**

DYNAMIX ENERGY SERVICES COMPANY, LLC
855 GRANDVIEW AVE, 3RD FLOOR
COLUMBUS, OH 43215



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
6th day of May, A.D. 2021.

Ohio Secretary of State

Form 534A Prescribed by:

Date Electronically Filed: 5/6/2021



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

OhioSoS.gov | business@OhioSoS.gov

File online or for more information: OhioBusinessCentral.gov

Name Registration

Filing Fee: \$39

Form Must Be Typed

CHECK ONLY ONE (1) Box

<input type="checkbox"/> Trade Name (167-RNO)	Date of first use: <input type="text"/> MM/DD/YYYY	<input checked="" type="checkbox"/> Fictitious Name (169-NFO)
--	---	--

Veregy

Name being Registered or Reported

DYNAMIX ENERGY SERVICES COMPANY, LLC

Name of the Registrant

Note: If the registrant is a partnership, please provide the name of the partnership. Individual partner names are not permitted but are required on page 2 of the form.

Registrant's Entity Number (if registered with Ohio Secretary of State):

All registrants must complete the information in this section

The general nature of business conducted by the registrant:

Implementing and installing creative, well-engineered energy solutions providing a common interface to HVAC controls, security, lighting, building management, scheduling, grid/demand management, solar and battery storage.

Business address:

855 GRANDVIEW AVE, 3RD FLOOR

Mailing Address

COLUMBUS

City

OH

State

43215

ZIP Code

Complete the information in this section if registrant is a partnership NOT registered in Ohio pursuant to ORC 1776, if partnership is registered, provide registration number on page one.

Provide the name and address of at least one general partner:

Name

Address

NOTE: Pursuant to OAG 89-081, if a general partner is a foreign corporation/limited liability company, it must be licensed to transact business in Ohio; if a general partner is a foreign corporation/limited liability company licensed in Ohio under an assumed name, please provide the assumed name and the name as registered in its jurisdiction of formation.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Application must be signed by the registrant or an authorized representative.

Signature

By (if applicable)

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

Print Name

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Appendix C

Bank Letter



Greg Boushelle,
Commercial Banking Leader
Zions Bancorporation, N.A. dba Vectra Bank Colorado
(720) 947-7441
Gregory.Boushelle@vectrabank.com

January 19, 2022

Laura L. Falcone, Controller
Veregy, LLC
3312 East Broadway Road
Phoenix, Arizona 85040

Re: Midstate Energy, LLC; Urban Energy Solutions, LLC; Control Technology & Solutions, LLC;
Johnson-Melloh Solutions, LLC; Dynamix Energy Services Company, LLC; Dynamix Engineering, LLC;
Four Star Fabricators and Service Company, LLC; Four Star Mechanical, LLC; Empowered Solutions,
LLC; Veregy, LLC

Dear Ms. Falcone,

In response to your request, I have provided the following information about the existing relationship between Zions Bancorporation, N.A. dba Vectra Bank Colorado and the above-referenced entities collectively referred to as the "Company".

The consolidated Veregy entity has an extensive depository and Treasury Management relationship with Vectra Bank Colorado. All the companies remain in very good standing with the bank and there has never been an overdraft on any of the associated accounts with Vectra Bank Colorado.

The relationship with Vectra Bank Colorado includes accounts for each of the aforementioned companies, with aggregate balance information provided below:

- A. Average Daily Balance - in excess of \$23,200,000.00
- B. Current Balance - in excess of \$22,200,000.00

Please contact me at (720) 947-7441 if you have any questions or comments.

Sincerely,

A handwritten signature in blue ink that reads "Gregory Boushelle".

Greg Boushelle
Commercial Banking Leader

Appendix D

Bonding Letter

January 12, 2022

RE: The Veregy Companies

To Whom It May Concern,

Marsh & McLennan Agency LLC is pleased to provide surety credit for The Veregy Companies. During our relationship with The Veregy Companies we have never had a question as to respects to workmanship or their ability to perform.

The current surety for The Veregy Companies is Argonaut Insurance Company. Argonaut Insurance Company has a Best rating of A- with a financial strength of XIV. The Veregy Companies has the technical expertise, equipment, labor force to successfully perform projects at the \$125,000,000 single /\$325,000,000 aggregate bonding program.

Should a project be awarded to and accepted by The Veregy Companies, we are prepared to consider providing the required bonds on their behalf. Any bonds are subject to acceptable review of the contract terms and conditions, bond forms, confirmation of financing, and any other underwriting considerations at the time of the request. It should be understood that any arrangement for bonds is strictly a matter between The Veregy Companies and Argonaut Insurance Company. We assume no liability to third parties or to you if for any reason we do not execute said bonds.

Please feel free to contact me if you have any questions regarding The Veregy Companies or their surety bond programs.

Sincerely,



Andrew P. Thome, CEO