COMMONWEALTH OF VIRGINIA
STANDARD CONTRACT
EXEMPT FORM THE eVA PROCUREMENT SYSTEM

Contract Number: **E194-19605-08**

This contract entered into this 24th day of September 2007, by EnergyConnect, Inc. hereinafter called the "Contractor" and Commonwealth of Virginia, Department of General Services, Division of Purchases and Supply (Department, Agency, and Division) called the "Purchasing Agency."

WITNESSETH that the Contractor and the Purchasing Agency, in consideration of the mutual covenants, promises and agreements herein contained, agree as follows:

SCOPE OF CONTRACT: The Contractor shall provide the goods/services to the Purchasing Agency as set forth in the Contract Documents.

PERIOD OF PERFORMANCE: From October 1, 2007 through September 30, 2010.

The contract documents shall consist of:

(1) This signed form;
(2) The following portions of the Request for Proposal dated June, 2007:
  (a) The Statement of Needs,
  (b) The General Terms and Conditions,
  (c) The Special Terms and Conditions together with any negotiated modifications of those Special Conditions;
  Attachments A, B, & C, Date June 11, 2007
(3) The Contractor's Proposal dated July 13, 2007 and the following negotiated modifications to the Proposal, all of which documents are incorporated herein.
  1. Both the contracting entity and the Contractor must agree upon accounts to be added to the program. The Department of Mines, Minerals and Energy (DMME) will act as an independent evaluator when needed.
  2. At the termination of this contract any balances owed to the Contractor for monitoring equipment or other services provided under this contract are forgiven and the balances reduces to zero.
  3. Any entity may pay for metering equipment or services upon receipt of an invoice from the Contractor instead of deducting the cost for these items from the demand response payment
  4. Electrical work, other than monitoring equipment, required by an account to participate in this program must be contracted for outside of this agreement.

IN WITNESS WHEREOF, the parties have caused this Contract to be duly executed intending to be bound thereby.

CONTRACTOR:

By: Gene Amiduri

Title: President

Energy Connect, Inc.

PURCHASING AGENCY:

By: Robert A. Parolisi

Title: STATEWIDE SERVICES CONTRACT OFFICER

Note: This public body does not discriminate against faith-based organizations in accordance with the *Code of Virginia*, § 2.2-4343.1 or against a bidder or offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment.