



**Lexington-Fayette Urban County
Government (LFUCG) of
Lexington, Kentucky**

RFP #37-2013 CNG Fueling Services

Submitted by:
Greg Martin
Business Development Manager
Mid Atlantic Region
gmartin@cleanenergyfuels.com
(202) 269-4961

Clean Energy Headquarters:
4675 MacArthur Court, Suite 800
Newport Beach, CA 92660
Phone: (949) 437-1000
Fax: (949) 724-1397
www.cleanenergyfuels.com



December 20, 2013

CONFIDENTIAL MATERIAL

TABLE OF CONTENTS

COVER LETTER	SECTION A
PROJECT TIMELINE	SECTION B
EXPANSION CAPABILITIES	SECTION C
PROPOSED FUELING STATION SPECIFICATIONS	SECTION D
QUESTIONNAIRE	SECTION E
PROPOSED DEGREE OF LOCAL EMPLOYMENT	SECTION F
PRICE PROPOSAL	SECTION G
FORMS AND DOCUMENTS	SECTION H

Tab A



Clean Energy

December 20, 2013

Theresa Maynard, CPPB
Senior Buyer
200 East Main Street-RM 338
Lexington, KY 40507

Re: RFP #37-2013 CNG Fueling Services

Dear Ms. Maynard:

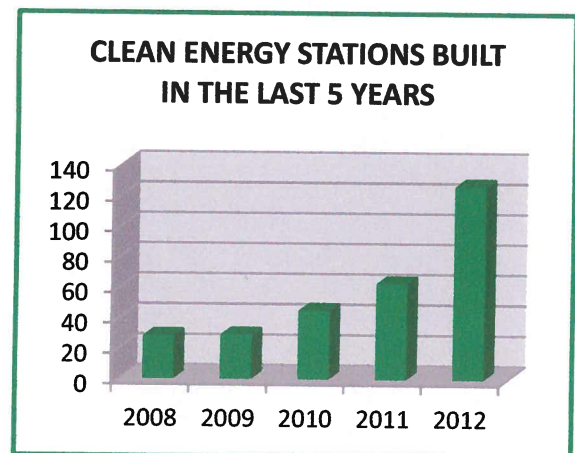
Clean Energy, founded in 1996, is pleased to provide the following proposal in response to the Lexington-Fayette Urban County Government (LFUCG) RFP #37-2013 to provide compressed natural gas (CNG) fueling services on LFUCG property located at 675 Byrd Thurman Drive. Clean Energy's fully integrated services offer a complete, turnkey solution to meet the LFUCG's fueling needs. We understand the importance of this station and are fully committed to execute on the project deliverables.

QUALIFICATIONS

In 1997, Clean Energy began building and operating CNG stations for solid waste operators, and has since become the premier station service provider for both public and private refuse fleets across the country. Clean Energy operates and/or maintains over 50 CNG fueling stations dedicated for refuse fleets, and fuels more than 6,200 refuse trucks daily which accounts for approximately 60% of the estimated natural gas refuse trucks in operation throughout the US.

CE has extensive experience in designing and constructing new and upgraded fueling stations. Since 2008, we have constructed or upgraded over 250 natural gas fueling stations throughout North America including many mobile fueler stations; 127 projects were completed in 2012. Based on our track record and current resources, we are capable of completing stations on time and on budget.

Upon request, we can provide a listing of the solid waste CNG stations we have constructed, and currently operate and/or maintain; we did not want to exceed the one page limit on qualifications.



MOBILE FUELER CUSTOMER REFERENCES

Clean Energy has provided a list of customer references to demonstrate our high level of service and expertise in deploying and maintaining mobile CNG stations for current customers across the US. Please find the form titled *Section A: List of References and Past Projects* at the end of Section A. Below are summaries of our recent experience for similar CNG fueling services to LFUCG's scope of work.

Republic Services – Daytona Beach, FL

Clean Energy's Mobile Fueler supported daily roll-out for Republic's 24 CNG trucks at their Daytona Beach, Florida site for several months while their new CNG station was undergoing construction.

Tidewater Fibre Corp. (TFC) – Chesapeake, VI

Clean Energy's Mobile Fueler supported daily roll-out for TFC's 20 CNG trucks at their Chesapeake, Virginia site for five months while their new CNG station was undergoing construction.

Waste Connections – Vancouver, WA


Clean Energy provided Waste Connections our Mobile Fueler under a six month agreement. The station has four time-fill posts and is expandable up to 20 posts.

CONTACT INFORMATION

I have the authority to represent, negotiate, and sign any contract that may result from LFUCG's RFP for CNG Fueling Services. I can be reached at (949) 437-1000 or pgrace@cleanenergyfuels.com.

Clean Energy looks forward to the opportunity of developing a partnership with the Lexington-Fayette Urban County Government. It is our intention to not only work with the LFUCG on this temporary station, but also on any future station projects. We know you have options for meeting your natural gas fueling requirements, so we appreciate your consideration of partnering with Clean Energy.

Sincerely,



Peter Grace
Senior Vice President, Sales & Finance

Section A: List of References and Past Projects

Project Title: Tidewater Fibre Temp Fueling

Project Location: 1900 Diamond Hill Road City: Chesapeake State: Virginia

Number of Fuel Ports: 20 (Time Fill) 0 (Fast Fill)

Project Completion Date: April 2013

Number of Units Fueled: 20

Project Contact Information:

Name: Paul Stacharczyk Phone (757) 543 - 5766

Email: Stacharczyk @ tfcrcycling.com

Project Title: Republic Services Temp Fueling

Project Location: _____ City: Daytona Beach State: FL

Number of Fuel Ports: 20 (Time Fill) 0 (Fast Fill)

Project Completion Date: September 2012

Number of Units Fueled: 20

Project Contact Information:

Name: Jevon Herman Phone (863) 510 - 1877

Email: JHerman @ republicservices.com

Project Title: Waste Management –Curtis Bay Temp Fueling

Project Location: 3545 Fairfield Road City: Baltimore State: MD

Number of Fuel Ports: 8 (Time Fill) 0 (Fast Fill)

Project Completion Date: April 2012

Number of Units Fueled: 24

Project Contact Information:

Name: Rick Howes Phone (410) 354 - 8666,

Email: rhowes @ wm.com

Section A: List of References and Past Projects

Project Title: Town of Brookhaven

Project Location: Transfer Facility City: Brookhaven State: NY

Number of Fuel Ports: 0 (Time Fill) 2 (Fast Fill)

Project Completion Date: February 2009

Number of Units Fueled: 75

Project Contact Information:

Name: Ed Hubbard Phone (631) 451 - 6210

Email: ehubbard @ brookhaven.org

Project Title: Atlantic County Utilities Authority (ACUA)

Project Location: Egg Harbor Township City: Egg Harbor State: NJ

Number of Fuel Ports: 0 (Time Fill) 2 (Fast Fill)

Project Completion Date: February 2011

Number of Units Fueled: 130

Project Contact Information:

Name: Gary Conover Phone (609) 272 - 6913

Email: gconover @ acua.com

Project Title: Town of Huntington

Project Location: Recycling Facility City: Smithtown State: NY

Number of Fuel Ports: 0 (Time Fill) 2 (Fast Fill)

Project Completion Date: March 2010

Number of Units Fueled: 40

Project Contact Information:

Name: Neal Sheehan Phone (631) 351 - 3186,

Email: nsheehan @ town.huntington.ny.us

Tab B

SECTION B PROJECT TIMELINE

Clean Energy understands LFUCG’s priority in this project is to have the station operational prior to April 1, 2014. We stand ready to do everything we can to meet the schedule. We have equipment available and personnel ready to perform the installation.

Our approach is to install our Mobile Fueler prior to the April 1, 2014 completion date, while in parallel, we will design, permit, and construct a permanent CNG station adjacent to the Mobile Fueler. The Mobile Fueler will provide fuel for only a few months until the permanent station is completed. We believe there are significant benefits to installing a permanent station in parallel with the temporary Mobile Fueler.

- Provides compressor redundancy
- Provides higher SCFM
- Capable of meeting future CNG vehicle growth immediately and without additional capital
- Saves upfront installation costs
- Fuel price is equivalent for the Mobile Fueler as the permanent station

PROJECT SCHEDULE

We will have the Mobile Fueler operational prior to April 1, 2014 and the overall project schedule will be completed on August 21, 2014; please see our Gantt Chart at the end of Section B. Following is a table showing key dates.

Task	Proposed Completion Date
Notice to Proceed	2/3/14
Conceptual Plan for Approval	2/5/14
Site Survey	2/19/14
Drawings & Permit Package (Mobile Fueler)	3/5/14
Permit Approval (Mobile Fueler)	3/10/14
Installation (Mobile Fueler)	3/17/14
Drawings & Permit Package (Permanent Station)	2/26/14
Permit Approval (Permanent Station)	4/30/14
Construction Complete	7/23/14
Startup & Commissioning	7/30/14
Substantial Completion of Work	8/14/14
Mobile Fueler Demobilization	8/21/14

The permitting process is a critical part of meeting the schedule and is the one area that cannot always be controlled. We can meet the schedule deadlines if the permits are released in the time frame laid out in the Gantt Chart. We request that the LFUCG officials assist in expediting permitting review within reason. We ask for comparable time to be added to the schedule if the permits are delayed due to

circumstances outside of Clean Energy's control. Our schedule assumes there are no delays outside of our control (i.e. contract award date, utility, review or permitting delays, or force majeure).

MOBILE FUELER INSTALLATION

Clean Energy's in-house engineering, maintenance and construction managers will be responsible for the installation and maintenance support for the Mobile Fueler. We will partner with Hembree Contracting, Inc (Hembree), qualified CNG permanent and portable station experts, to complete the installation of that station. Hembree will manage the installation and coordinate the work of their Kentucky licensed mechanical and electrical subcontractors. Clean Energy construction managers will provide quality checks on the installation work, commissioning and start-up. Upon award, we will secure any additional applicable licenses to complete the contract.

Our bid is based on the assumption that the utilities will be located within 40' of the mobile unit. A flexible hose will be used to connect the mobile unit to a remote, stand-alone dryer and the utility MSA.

The electrical configuration for the mobile unit will connect to the LFUCG-supplied 480v, 500 kVA, 3-phase electrical service. Intermediate switchgear (600A), including the permanent system disconnects and controls will be installed for powering the mobile unit. The electrical cabling will be run underground in approved conduit per the RFP. The inlet gas line will be run above ground and will need to be protected from pedestrian and vehicular traffic.

Since LFUCG is seeking a long-term, expandable fueling system in the future, we propose installation of the permanent fueling posts along the north end of the truck parking area. Clean Energy will protect the mobile trailer and above ground gas supply piping with k-rail, which will likely be a requirement of the LFUCG and local authority having jurisdiction (AHJ).

As shown in the below picture, the Mobile Fueler does not require a concrete foundation to be laid due to the Department of Transportation (DOT) approved trailer design package. This means the LFUCG will save on installation costs and permitting requirements because no structural work is required for its temporary use.

Permitting Requirements

Clean Energy has installed numerous mobile CNG fueling stations similar in



All necessary power connections are included on Clean Energy's Mobile Fueler.



size and scope of this project. As with any project, it is critical to do as much leg work early on with the permitting authority to understand the specific requirements and steps to complete a project.

If awarded the bid, Clean Energy's Planning department will conduct a light site investigation report (light SIR) on LFUCG's project. This report will identify the permitting requirements, procedures and duration/timeline for acquiring approvals. Our Planners will contact the AHJ's to access the requirements and determine the most efficient method for acquiring approvals. Our Planning department has a proven track record in Kentucky and across the US for acquiring appropriate permits for permanent and mobile fueling station applications.

Operational Training

Once the equipment is commissioned, Clean Energy personnel will provide operator training for all equipment installed to ensure all individuals are comfortable and familiar with the functionality and operation of the Mobile Fueler. The time required for start-up and training is typically 3-5 days. Below is an outline of our in-person training curriculum:

- Topics covered
 - Brief introduction to Clean Energy and our role in the project
 - Introduction of participants
 - Review system components and operation
- Compressor area
 - Identification and function of major components
 - Identification and use of system safety features
- Dispenser area
 - Step-by-step process for fueling vehicles
 - Attachment/Detachment of nozzles
 - Troubleshooting procedures
- Safety and emergency procedures
 - What constitutes an emergency
 - Safety precautions while fueling
 - Nozzle/hose inspections
 - Proper pressure gauge and system control readings
 - Identification and location of pressure relief valves and shut offs
 - Location and use of Emergency Shutdown Devices (ESD) and other safety equipment
 - Emergency procedures

PROJECT MANAGEMENT APPROACH

Clean Energy has developed a cross-departmental management plan for completing projects on time. Each Clean Energy group plays a crucial role in moving the project from conception to completion. Throughout the entire process, these departments will maintain constant communication with the LFUCG to ensure expectations and project milestones are being met. Highlighted below are some of the key roles each department will have in the project.

Project Development Group

- Manages the internal workflow of the project
- Coordinates utility services, applications and fees
- Submits, tracks and oversees permitting
- Interfaces with LFUCG

Planning and Entitlement Group

- Initiates Site Investigation Report
- Analyzes local LFUCG land development codes
- Identifies LFUCG's approval process and timeline
- Secure discretionary land development approvals (if required)

Engineering Group

- Conducts site survey and geotechnical study
- Develops conceptual plans and permit drawings
- Reviews, approves and stamps all plans submitted to the LFUCG
- Engineer of record for the project

LFUCG - CNG Permanent Fueling Station Standard Schedule

ID	Project Tasks	Duration	February		March		April		May		June		July		August		September	
			W-1	W3	W6	W9	W12	W15	W18	W21	W24	W27	W30	W33				
1	LFUCG - Lexington, KY	27.8 wks																
2	Notice to Proceed	0 days																
3	Prepare SIR Report	5 days																
4	Project Kick off Meeting	1 day																
5	Design Phase	4.2 wks																
6	Develop Preliminary Design Drawings	5 days																
7	Preliminary Review Meeting	1 day																
8	Submit 60% for Acceptance	2 wks																
9	Major Equipment submittal for approval	1 day																
10	Client Review	3 days																
11	Finalize Plans for Permitting (100% Submittal)	1 wk																
12	Client Final Review	3 days																
13	Permit Approval Process	45 days																
14	Purchasing & Delivery (After Approval)	19 wks																
15	Order Major Equipment	5 days																
16	Deliver Equipment to Site	18 wks																
17	CNG Station Construction	18.6 wks																
18	Layout CNG Site	1 day																
19	Site Prep/Grading	3 days																
20	Forming Foundations	5 days																
21	Excavation/Trenching Utilities	7 days																
22	Install Underground Utilities	7 days																
23	Stub-ups in Foundations	2 days																
24	Backfill and Finish Grading	4 days																
25	Pour Concrete Equip. Foundations	3 days																
26	Set & Anchor Equipment	4 days																
27	Above-ground Piping	5 days																
28	Pull Electrical Wiring to Equipment	4 days																
29	Electrical Terminations	4 days																
30	Startup & Commissioning	1 wk																
31	Operation Manuals, As-built Drawings	5 days																
32	Training	1 wk																
33	CNG Station Acceptance	1 day																

Project:	Task		Rolled Up Progress		Inactive Summary		Finish-only	
	Split		External Tasks		Manual Task		Progress	
	Summary		Project Summary		Duration-only		Deadline	
	Rolled Up Task		External Milestone		Manual Summary Rollup			
	Rolled Up Split		Inactive Task		Manual Summary			
	Rolled Up Milestone		Inactive Milestone		Start-only			

Tab C

SECTION C EXPANSION CAPABILITIES

C-I. CLEAN ENERGY'S CAPACITY FOR FUTURE EXPANSION

Clean Energy's expansion plan is unique. We will install our Mobile Fueler initially to ensure LFUCG can fuel its trucks by April 1, 2014. In parallel, we will design and construct a permanent CNG fueling station on LFUCG's property to ensure your fleet's CNG needs are addressed. The installation of the mobile fueling unit as well as the permanent fueling station will be installed without any setup fees. As detailed in Section G of this proposal, Clean Energy proposes an equivalent compression fee for the Mobile Fueler as well as the permanent station.

The permanent station (detailed further in Section D) has a system capacity of 588 SCFM or 3,045 DGEs per day. As LFUCG's refuse fleet grows, the permanent system will provide fueling up to 87 trucks (assuming an average fill of 35 DGEs/truck). The system will have full redundancy for a fleet of up to 43 trucks.

C-II. MAINTENANCE PROGRAM AND CONTINGENCY PLAN

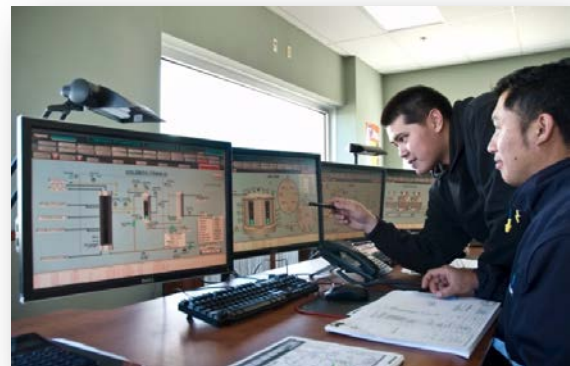
We understand the importance of routine maintenance in achieving system reliability. Therefore, we will provide our *Sentinel* Maintenance Plan for both the Mobile Fueler unit as well as the permanent CNG station for the term of the contract. In our turnkey maintenance program, Clean Energy offers a full suite of services needed to reliably operate a natural gas fueling station. Selecting Clean Energy to operate and maintain your station goes beyond the requirements outlined in the RFP and includes the following:

- Clean Energy's *Sentinel* Maintenance Plan with Remote Monitoring (as described below)
- FSA Computerized Maintenance Management
- Bumper-to-Bumper Station Warranty throughout the Agreement Term
- Preventative Maintenance
- 24/7 Repairs
- 24/7 Security Camera and Remote Monitoring
- Spare Parts Management
- Operations Management and Optimization

Sentinel Maintenance Plan

Customers benefit from a station that is professionally managed and maintained with minimized operating risks and predictable costs.

Clean Energy uses the proprietary state-of-the-art *Sentinel* Monitoring System to actively monitor the station. This System monitors and records operational data from numerous PLCs via a high speed broadband network. This information is



displayed in a user-friendly format and is viewable by Clean Energy personnel. The *Sentinel* System notifies Clean Energy service staff in the event of equipment faults and shutdowns and is also capable of resetting certain alarms. The *Sentinel* System records data for an invaluable troubleshooting tool to determine the root cause of problems. This data also provides important trending information.

Service call-outs are initiated by the *Sentinel* System. The first response is for the Clean Energy 24/7 service team to remotely access the station, determine the nature of the problem, and respond accordingly. Often the problem can be resolved remotely and the system can be reset and operations can resume. This station will receive Clean Energy's Quality Control and Station Safety Inspection Program.



Customers can reach a live operator 24/7 by calling a toll-free number.

Scheduled Maintenance Plan

Clean Energy will provide 100 percent of all preventive and scheduled O&M activities ensuring that LFUCG's CNG station exceeds the requirements of the contract. We will furnish all labor, and consumables, related to these services. Clean Energy will perform all scheduled weekly, monthly, and quarterly service as required and recommended by the equipment manufacturers. Where necessary, Clean Energy will consult with LFUCG and equipment manufacturers to adapt O&M plans and strategies that will maximize the station's performance.

Ensuring Timely Service and Emergency Response

Clean Energy's Operations Center and team of technicians are available to serve our customers 24 hours per day, seven days per week. At all Clean Energy operated CNG stations, we provide highly visible customer service decals on all dispensers that provide Clean Energy's toll-free customer service phone number where a station user can reach a live operator at any time of the day or night. The operator will dispatch a service technician immediately, if one is not already en route to the site. Clean Energy will respond onsite within four hours of a call.

Service Technicians

Clean Energy employs two full-time service technicians on call 24/7/365 based in the region. LFUCG will have its own dedicated Clean Energy technician. Mike Meeks, who resides in Louisville KY, will be assigned to your station (both Mobile Fueler and permanent station) for all scheduled, preventative and emergency maintenance. We have additional technicians in the area that can assist if needed. Each technician is equipped with a cell phone and all required tools and safety equipment necessary to perform preventative and emergency maintenance on the station. Unlike other companies in the industry, we will not subcontract any of the maintenance work on the LFUCG CNG station.

Spare Parts Warehouse

Clean Energy's stock and value of spare parts is unsurpassed in the natural gas fueling station industry. Clean Energy's spare parts inventory across the country is valued at \$4.5 million. Our scheduled and emergency repair parts strategy consists of stocking critical parts and consumables on site and also

utilizing our National Parts Distribution Center located in Carson, California for overhauls and rebuilds. Our National Distribution Center houses spare parts and components for CNG stations ranging in size from 100 to 8,000 SCFM including parts for dispensers, compressors, compressor valves, o-rings, piston rings, packing kits, bearings, cylinders, cross heads, oil pumps, check valves, relief valves, dispenser nozzles, hoses and circuit boards among other peripheral equipment and supplies.

CONTINGENCY PLAN

As stated above, the permanent station option offers complete redundancy for LFUCG's fleet up to 43 trucks. Therefore, should one compressor system fail or require extended maintenance, the remaining compressor system would handle the fueling, guaranteeing roll-out of LFUCG's fleet. In the unlikely event the entire system experiences catastrophic failure, Clean Energy has the ability to revert to a temporary mobile fueling option.

Emergency Response Plan

Reliability is everything. Clean Energy has the teams in place to respond to emergencies. Clean Energy's stations have Emergency Response Plans such as how to summon an immediate emergency response or who to call. This plan is onsite and can be used by service technicians, LFUCG personnel, the fire department, and other emergency personnel. Furthermore, Clean Energy strives to ensure mission critical operations such as LFUCG operations are well-supported in disaster situations through good planning.

Prior to hurricane Sandy, Clean Energy assembled and strategically positioned an emergency response team and supplies. When the storm hit, we were prepared and the results speak for themselves. Our stations were in operation and our transit and trash customers were able to provide critical services when they were most needed by the community. Diesel fuel was in short supply, however CNG proved to be a reliable fuel source during the emergency.

SUPERSTORM SANDY

October 2012

"During the entire evacuation and recovery process [of Hurricane Sandy] the Jitneys were able to rely on its station to provide a continuous source of fuel for its fleet. With the help of the Clean Energy team, on call 24/7, not once did our station experience any down time. Equally important was our ability to provide fuel for South Jersey Gas [utility] vehicles and local refuse operators. With debris from the storm scattered everywhere, in addition to regular collections, the importance of keeping refuse operators in operation cannot be under estimated. Any doubts about the reliability of an up and running CNG fueling station were proven to be unfounded."

- Atlantic City Jitney Association

Tab D

SECTION D PROPOSED FUELING STATION SPECIFICATION

STATION LAYOUT

Clean Energy has designed a preliminary layout for this project (please find at the end of Section D) identifying the proposed temporary fueling unit and permanent station location as well as time-fill fueling posts. This location was chosen due to the proximity of the proposed MSA (and anticipated flexibility of final placement), availability of expansion and simplicity for the initial phase of construction. Future phases of construction will have to address complications of electrical wiring within the parking garages, potential venting issues and mounting of the time-fill posts. Finally, this location has been chosen because of its topographic conditions; relatively flat with respect to surroundings.

The LFUCG station is to be constructed predominantly in an undeveloped area; however the total volume of impervious cover likely will not change greatly. Based on our preliminary review and proposed site plan (attached), we believe a Storm Water Pollution Prevention Plan (SWPPP) and Notice of Intent (NOI) will not be required from the Kentucky Department of Environmental Protection (KYDEP).

CONSTRUCTION SPECIFICATIONS

Clean Energy proposes a coordinated effort in permitting and construction for the temporary Mobile Fueler and the permanent station. It is anticipated that during the conceptual design and permitting of the Mobile Fueler, elements of the permanent station (site layout, grading, slab design, etc.) will be presented for approval to the AHJ. This will allow a continuing construction effort following final installation of the Mobile Fueler on the permanent station, providing for cost, permitting and time/resource efficiencies. More complicated elements of design and permitting (electrical and mechanical) can be ongoing, concurrent with the major equipment production and delivery. The final elements of construction and commissioning (and decommissioning for the mobile unit) can be completed following equipment delivery.

EQUIPMENT SPECIFICATIONS

Clean Energy's Mobile Fueler is an industry proven CNG fueling system that combines ease of mobility with "plug and play" installation. Each package has an industrial CNG compressor, high-pressure CNG storage, multi-point CNG dispensing, gas controls and electrical controls, all on a unique, purpose-built DOT transport trailer. Below is an outline of the benefits and specifications of the Mobile Fueler.

MOBILE FUELER	
SPECIFICATIONS	
IMW Series 50 Compressor	150 hp
Compressor SCFM	239 SCFM @ 5 psi
Flow Rate	1.7 DGE/min
Compressor Stages	5 stage
MCC Location	On trailer in electrical room

PLC Location	On trailer in electrical room
Time-Fill Hoses	10
Metered Fast-Fill Hoses	2
Inlet Pressure Regulator	Yes
Remote Generator Connection	Yes
Walk-in Enclosure	Yes
Onboard Storage	1 ASME Vessel
Expandable Storage	Yes, connection at back of unit
Electric Control Console	Remote Monitoring
Variable Speed Drive	VFD drive
Exterior Mounted Lighting	7 LED lights

MOBILE FUELER	
FEATURES	BENEFITS
IMW 50 compressor system onboard	Field-proven model design since 1984; extremely reliable and chosen for solid waste fleets
Non-lubricated cylinder design	Keeps oil out of the gas stream
Low-speed operation	Reduces noise and vibration levels
Variable speed drive (VFD) control for main motor	Reduces wear and lowers operating costs
Supply pressure flexibility	Operates at a wide range of pressures and flow rates allowing for use at multiple sites
Combination time-fill & fast-fill system	Provides flexibility for varying fuel demand
DOT-approved, trailer-mounted package	Reduces regulatory hurdles at site
Compact layout	Reduces tow vehicles capacity requirement
Self-contained fueling system	Minimizes installation time and cost & site space requirements
System mobility	Quick deployment and removal

To address LFUCG’s long-term fueling needs, Clean Energy proposes a permanent installation of two IMW CompactCNG, single-compressor 150 HP skids. Each 150 HP compressor skid has a design throughput of 294 SCFM at 35 psi inlet pressure (588 SCFM total), allowing for management of fueling up to 87 refuse trucks. The following is a snapshot of how Clean Energy’s CNG station proposal meets LFUCG’s fueling needs.

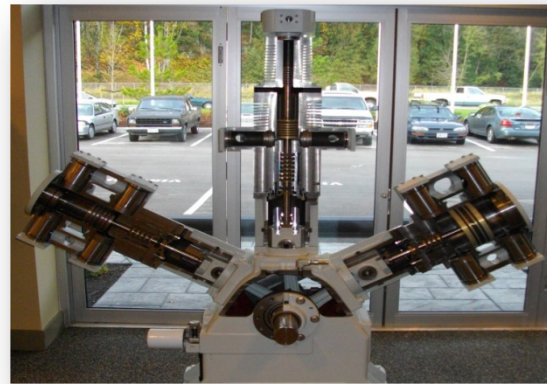
PERMANENT STATION	
Specifications	
Compressor	Two IMW Single Compact CNG 150 HP skid, 4 stage compressors, 294 SCFM each at 35 PSI (588 SCFM total)
Dryer	One PSB model NG-SR 10-3, single tower gas dryer rated at

	800 SCFM with manual regeneration, equipped with Digital Dew Point meter, sensor and alarm
Buffer Storage/Time-Fill Panel	Integrated Module with ASME storage vessels with an approximate capacity of 170 water liters and valve panel to facilitate management of the fueling operations
Dispensing	10 dual-hose time-fill posts (equipped with two NGV1 Type 2 P36 nozzles)

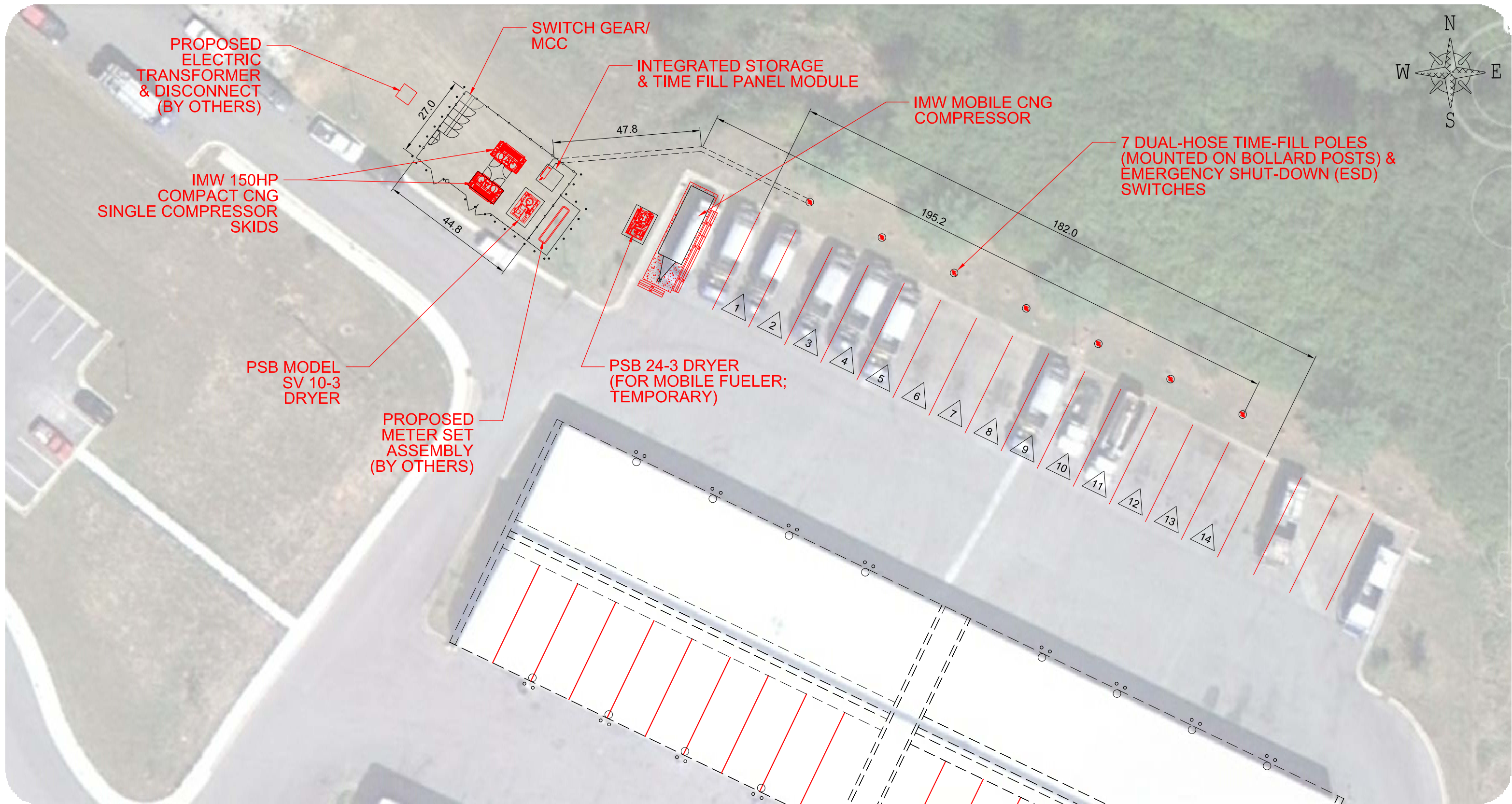
Clean Energy understands the impact of moisture and liquid slugs to mechanical equipment as well as the long-term impacts to vehicles. After speaking with Columbia Gas, it is recommended to install a dryer due to high moisture levels in the gas, which is included in both our mobile unit and permanent station. All systems designed and constructed by Clean Energy include natural gas dryers and coalescing filters. Our proposed temporary and permanent systems include appropriately-sized dryers and in-line filters designed to remove moisture in the gas stream – preventing damage to equipment/vehicles, extending their lifecycle and guaranteeing rollout.

OWNER OF IMW INDUSTRIES – COMPRESSOR MANUFACTURER


It is important to note that Clean Energy is the only integrated natural gas solutions provider in the industry. As a wholly owned subsidiary of Clean Energy, IMW will provide the compression equipment for this project. IMW is a world leader in compression technology with over 1,500 installations globally and over 25 years of packaging experience. IMW is certified to ISO 9001-2000 and offers a wide range of compressor configurations to support different operating environments from low to high inlet pressures. IMW’s non-lubricated cylinder design ensures low oil carry-over and clean downstream gas which ultimately reduces maintenance costs on any NGV fueling operation and reduces risk of damage to the CNG refuse truck engine.



In addition to IMW’s patented non-lubricated compressor design, IMW continues to demonstrate innovative design capabilities. For example, the W-configuration shown above allows a more compact arrangement of compressors when compared to a horizontally-opposed configuration.



LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT (LFUCG)

COMPRESSED NATURAL GAS FUELING FACILITY	675 BYRD THURMAN DRIVE, LEXINGTON, KY	
CONCEPTUAL LAYOUT	SCALE: 1"=30'	
 <p>3020 OLD RANCH PARKWAY, SUITE 400 SEAL BEACH, CA 90740 TEL: 562.493.2804 FAX: 562.493.4532 www.cleanenergyfuels.com</p>	CUSTOMER APPROVAL:	CP-1 1 of 1
	BUSINESS DEVELOPMENT APPROVAL:	
	DATE: REV-2 12/17/13	

CNG FUELING SYSTEM SPECIFICATION SHEET

The engineering team at Clean Energy has specified the following equipment for use in the proposed Natural Gas fueling system.



MOBILE FUELER SINGLE 150 HP

IMW Div of Clean Energy
43676 Progress Way,
Chilliwack, BC, V2R 0C3

IMW Div of Clean Energy
1465 Slater Road
Ferndale WA 98248

SYSTEM DATA

Number of Compressors	1
Number of Stages	5
Rated Speed Range	626 rpm
Inlet Gas Pressure	5 psi (regulated)
Gas Flow Capacity	229 scfm
Motor Horsepower	150 hp
Operating Temperature Range	-40°F to 140°F
Gas Inlet	3" flange w/ pressure regulator
Onboard storage	168 water liters (Buffer)
Priority Panel	Onboard CNG control priority panel
Motor Control Center (MCC)	Onboard in separate electrical control room
Number of hoses	8 Time Fill & 2 Fast Fill
Fast Fill Flow Rate	Up to 2 DGE/min
Time Fill Flow Rate	0 - 270 scfm (Total of all hoses in use)

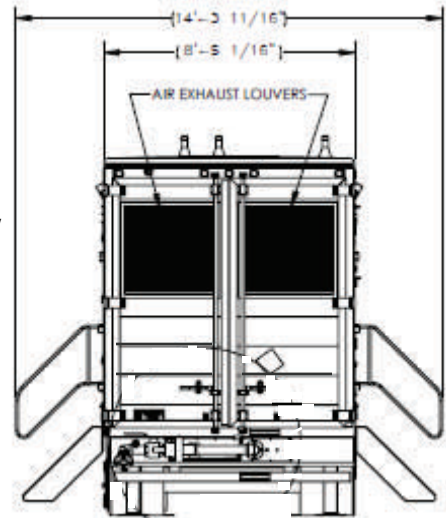
Clean Energy
3020 Old Ranch Parkway, Suite 400
Seal Beach, California 90740
Tel: (562)-493-2804



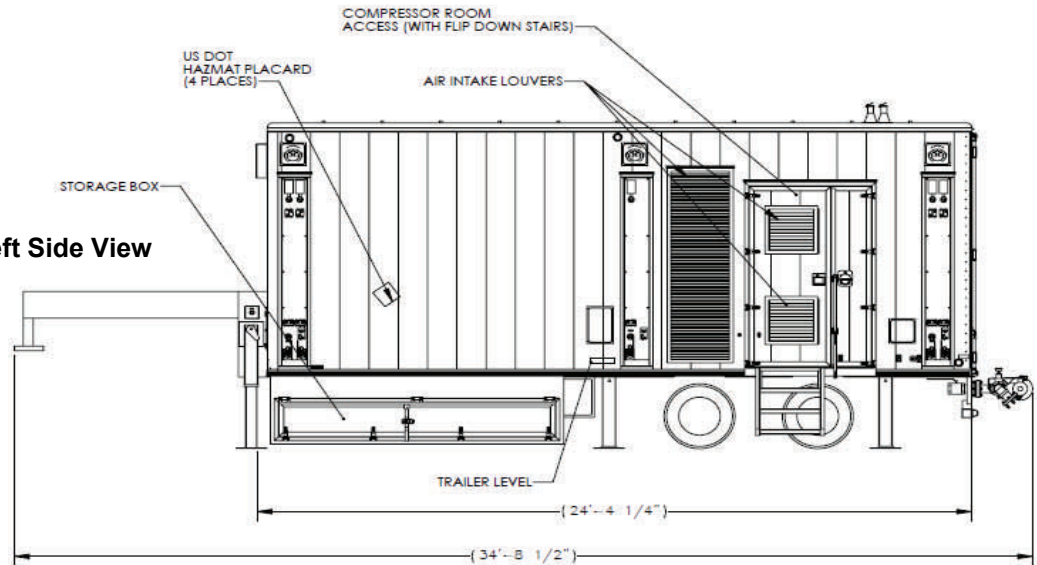
Design Features & Benefits

- NEMA / NEC / CSA electrical construction
- Non-lubricated compressor cylinders, pistons & valves for clean gas & low maintenance costs
- PLC control provides custom control capability and alarm history for quick diagnosis and accurate maintenance information.
- CNG specific design and lower operating rpm provides increased service life.
- Fully wired and piped in a DOT approved trailer for easy set up and operation
- Removable panels and walk in enclosure allow clear access for routine maintenance.
- Hoses, nozzles and controls externally mounted
- Accessories packed in external storage boxes.

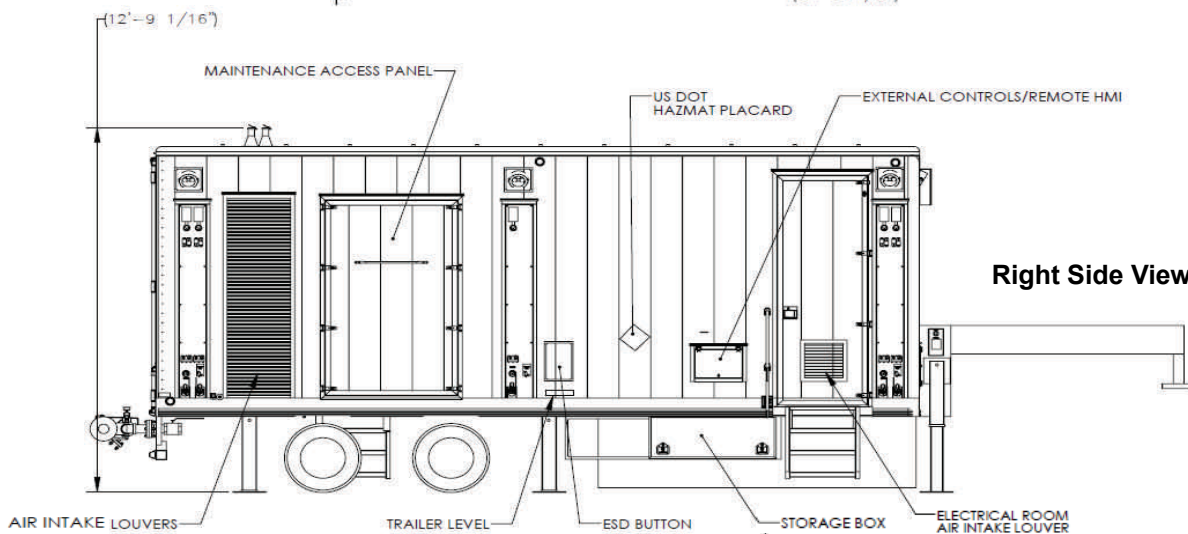
Back View



Left Side View



Right Side View



GAS COMPRESSOR SPECIFICATION SHEET

The engineering team at Clean Energy has specified the following equipment for use in the proposed Natural Gas fueling system.



SERIES: IMW 50 COMPACT SINGLE 150 HP



IMW Div of Clean Energy
43676 Progress Way,
Chilliwack, BC, V2R 0C3

IMW Div of Clean Energy
1465 Slater Road
Ferndale WA 98248

COMPRESSOR DATA

Number of compressors	1
Number of Stages	4
Rated Speed Range	635 - 900 rpm
Inlet Gas Pressure	35 psi
Gas Flow Capacity	294 scfm
Maximum Rated Brake Power	150 HP
Electrical Classification	Class 1 Div. 2, Group D
Operating Temperature Range	-40°F to 140°F
Cylinder Lubrication	Non-lubricated
Cylinder Cooling Method	Air Cooled
Gas Cooling Method	Air Cooled
Drive	Electric Motor, belt drive
Sealing Ring Set	PTFE
Piston Ring Material	PTFE/PEEK
Valve Manufacturer	Hoerbiger
Valve Lubrication	Non-lubricated

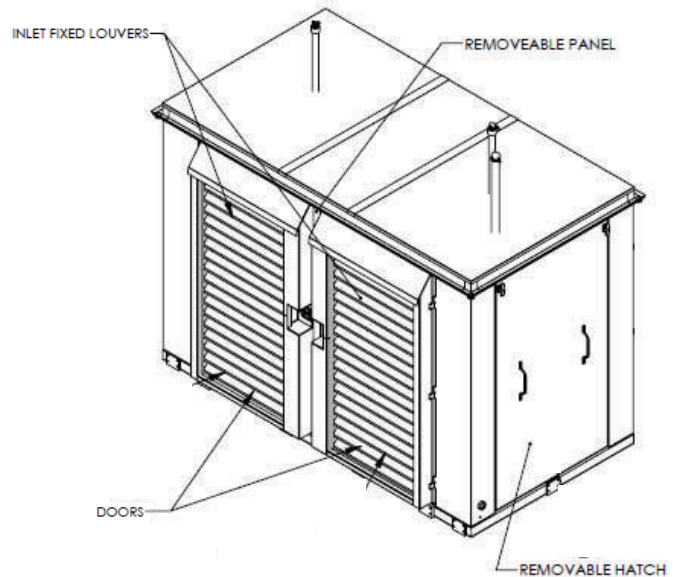
Clean Energy
4675 MacArthur Court, Suite 800,
Newport Beach, CA 92660
Corporate Office: 949.437.1000



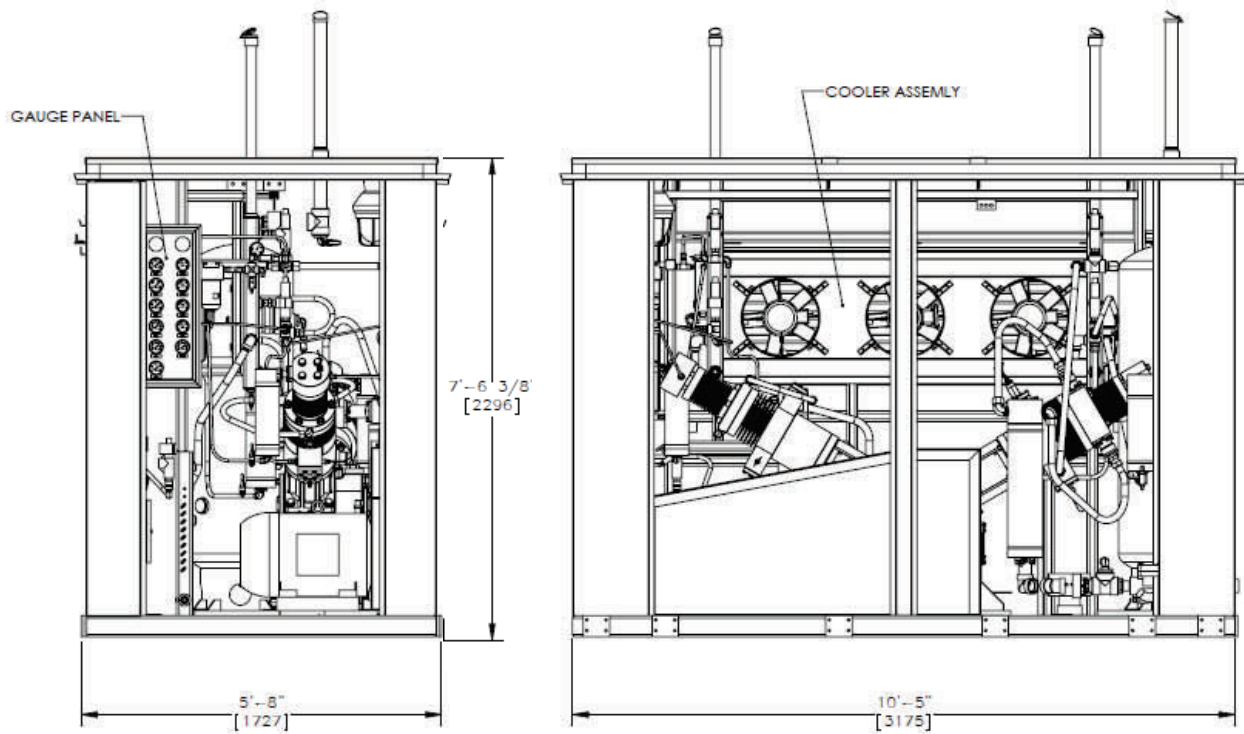
GAS COMPRESSOR IMW SERIES 50 COMPACT 150 HP

Design Features & Benefits

- NEMA / NEC / CSA electrical construction
- Non-lubricated cylinders, pistons & valves for cleaner exit gas and lower maintenance costs
- Reciprocating design reduces vibration & noise
- Self lubricating Teflon and PEEK piston rings and rod packing reduce maintenance needs.
- Electronic soft-start system reduces electric current requirements during start-up.
- PLC control provides custom control capability and alarm history for quick diagnosis and accurate maintenance information.
- CNG specific design and lower operating rpm provides increased service life.
- Removable panels and extra headroom allow clear access for routine maintenance.



Isometric View



Right Side View

Front View (doors removed)

TIME FILL POST SPECIFICATION SHEET

The engineering team at Clean Energy has specified the following equipment for use in the proposed Natural Gas fueling system.



IMW TIME FILL POST TWIN HOSE LIGHT DUTY

IMW Div of Clean Energy
1465 Slater Road
Ferndale WA 98248

SPECIFICATIONS

Hoses	Two (2) - 24 foot long conductive hose with 3/8" fill, 1/4" vent, fill/vent valve, and breakaway couplings
Fill Pressure	3600 psi
Gas Feed Lines	3/8" Stainless tube
Temperature Rating	-14°F to 125°F
Nozzle Type	NGV1 type 2 P36
Post Construction	Powder coated (safety yellow) steel tube
Accessories	Heavy Duty hose retractor, ball valve (feed on/off)
Mounting	K-rail, Caisson or wall mount

Clean Energy
4675 MacArthur Court, Suite 800,
Newport Beach, CA 92660
Tel: 949.437.1000



Tab E

Section E

1. Has any owner, officer or partner of your organization ever been an owner, officer or partner of this or any other organization that failed to complete a construction contract or paid liquidated damages?

Yes No If yes, please explain:

2. Has the company, any principal, any parent company or subsidiary ever been denied a surety bond?

Yes No If yes, please explain:

3. Have any of the principals ever had a claim made against them by their bonding company or had the bonding company threaten to bring a claim?

Yes No If yes, please explain:

4. Has your firm ever been named in a lawsuit by any local, state, or federal government or other public entity for civil fraud, violation of any false claims act or related statute or any other tort claim as it relates to projects?

Yes No If yes, please explain:

5. Has your organization ever engaged in litigation against a city, county state or other municipality?

Yes No If yes, please identify the lawsuit:

Tab F

SECTION F PROPOSED DEGREE OF LOCAL EMPLOYMENT

DEGREE OF LOCAL EMPLOYMENT

Clean Energy's goal is always to provide as much work as possible to local businesses associated with the CNG station construction. This permits not only local employment and community pride, but in most cases it produces local stakeholders resulting in a more cost-effective final product. Despite highly specialized equipment, supplies and tasks associated with CNG systems, Clean Energy attempts to break out work tasks to maximize local involvement. Below is a sample list of these tasks and suppliers:

Concrete supplies	Fence installation
Concrete finishing	Fill material (earthen & engineered)
Hardware	Forms/formwork
Equipment rental	Surveying
Grading	Specialized Permit Expediting
Trenching	Legal representation (hearings)
Utility locating	Non-specialized mechanical contracting
Electrical gear	Welder/welding supplies
Electrician (Industrial)	Refuse/sanitation/disposal services
Fence material	

Tab G

SECTION G PRICE PROPOSAL

Clean Energy's pricing includes our temporary CNG mobile unit to ensure LFUCG's initial fleet of 14 trucks begins fueling on April 1, 2014. The initial temporary CNG mobile unit comes with 10 dual hose time-fill posts (20 fueling points) and a dryer. The below pricing also includes Clean Energy designing, building, owning, operating and maintaining a complete permanent CNG time-fill station. There are no installation fees or set up fees.

LFUCG FUEL PRICE	
Price per DGE	\$1.35
Monthly Minimum Purchase	\$9,800
One Time Set Up Fee	\$0

Clean Energy's commitment and capital outlay would allow for a permanent long-term partnership with LFUCG. Under a long-term partnership, Clean Energy would also be responsible for all future costs associated with installing additional time-fill posts as LFUCG CNG refuse fleet continues to grow. Our model assumes LFUCG will procure 14 refuse trucks initially and five new trucks annually.

Due to the volatility of natural gas commodity and electric costs, they are excluded from the listed price per DGE above. The natural gas commodity will be a direct pass through to LFUCG without being marked-up. LFUCG will be responsible for the cost of the electric bill. The prices above do not include taxes.

Section G: Price Proposal

*Rates shall include the National Grid cost of fuel, all applicable taxes and other costs. Cost per gasoline gallon equivalent (GGE) (125,000 Btu) and diesel gallon equivalent (DGE) (139,000 Btu) to be **offered** for the following periods:*

Contract's First Year:

April 1, 2014 - March 31, 2015: \$ 1.21 GGE \$ 1.35 DGE

Monthly Minimum Purchase (If required by the vendor): \$ 9,800

One time set up fee to be paid by LFUCG (If Any): \$ 0.00

Contract's Second Year:

April 1, 2015 - March 31, 2016: \$ 1.21 GGE \$ 1.35 DGE

OR:

Based on National Index at: _____

Monthly Minimum Purchase (If required by the vendor): \$ 9,800

Contract's Third Year (If an Extension is needed and agreed upon):

April 1, 2015 - March 31, 2016: \$ 1.21 GGE \$ 1.35 DGE

OR:

Based on National Index at: _____

Monthly Minimum Purchase (If required by the vendor): \$ 9,800

Contract's Fourth Year (If an Extension is needed and agreed upon):

April 1, 2015 - March 31, 2016: \$ 1.21 GGE \$ 1.35 DGE

OR:

Based on National Index at: _____

Monthly Minimum Purchase (If required by the vendor): \$ 9,800

Items to be provided by LFUCG:

Electric: 500 KVA Phase: 3 Ph Voltage: 480V Amperage: 600A

Other (*please specify any required electrical equipment or specialized installations*):

Tab H

AFFIDAVIT

Comes the Affiant, Mitchell W. Pratt, and after being first duly sworn, states under penalty of perjury as follows:

1. His/her name is Chief Operating Officer & Corporate Secretary and he/she is the individual submitting the proposal or is the authorized representative of Clean Energy d/b/a Clean Energy Corp., the entity submitting the proposal (hereinafter referred to as "Proposer").
2. Proposer will pay all taxes and fees, which are owed to the Lexington-Fayette Urban County Government at the time the proposal is submitted, prior to award of the contract and will maintain a "current" status in regard to those taxes and fees during the life of the contract.
3. Proposer will obtain a Lexington-Fayette Urban County Government business license, if applicable, prior to award of the contract.
4. Proposer has authorized the Division of Central Purchasing to verify the above-mentioned information with the Division of Revenue and to disclose to the Urban County Council that taxes and/or fees are delinquent or that a business license has not been obtained.
5. Proposer has not knowingly violated any provision of the campaign finance laws of the Commonwealth of Kentucky within the past five (5) years and the award of a contract to the Proposer will not violate any provision of the campaign finance laws of the Commonwealth.
6. Proposer has not knowingly violated any provision of Chapter 25 of the Lexington-Fayette Urban County Government Code of Ordinances, known as "Ethics Act."
7. Proposer acknowledges that "knowingly" for purposes of this Affidavit means, with respect to conduct or to circumstances described by a statute or ordinance defining an offense, that a person is aware or should have been aware that his conduct is of that nature or that the circumstance exists.

Further, Affiant sayeth naught.

Mitchell W. Pratt

STATE OF California

COUNTY OF Orange

The foregoing instrument was subscribed, sworn to and acknowledged before me by Mitchell W. Pratt on this the 18th day of December, 2013.

My Commission expires: May 14, 2016

Michelle I Brody

NOTARY PUBLIC, STATE AT LARGE



SPECIAL INSTRUCTIONS TO THE RESPONDER

(DO NOT SUBMIT PERFORMANCE SECURITY WITH PROPOSAL)

Performance Security: The **APPARENT LOW BIDDER** shall furnish, before recommendation by the Division of Central Purchasing to the Urban County Council that the **BIDDER'S** bid be accepted, a **Performance Bond, Certified Check or Cashier's Check**, payable to the Lexington-Fayette Urban County Government, in the penal sum of **100%** of the price of the materials and/or services proposed in the bid.

The performance bond will not be returned to the bidder after delivery of the materials/services specified herein unless the bidder requests that the performance bond be returned.

The certified / cashier's check will be returned when the materials and/or services specified herein have been delivered.

In the event of bidder's failure to perform as specified herein, it is agreed that the monies represented by the performance bond or certified / cashier's check shall be retained by the Lexington-Fayette Urban County Government as liquidated damages.

Contracts that are less than \$50,000 will not require a performance and payment bond.

EQUAL OPPORTUNITY AGREEMENT

The Law

- Title VII of the Civil Rights Act of 1964 (amended 1972) states that it is unlawful for an employer to discriminate in employment because of race, color, religion, sex, age (40-70 years) or national origin.
- Executive Order No. 11246 on Nondiscrimination under Federal contract prohibits employment discrimination by contractor and sub-contractor doing business with the Federal Government or recipients of Federal funds. This order was later amended by Executive Order No. 11375 to prohibit discrimination on the basis of sex.
- Section 503 of the Rehabilitation Act of 1973 states:

The Contractor will not discriminate against any employee or applicant for employment because of physical or mental handicap.

- Section 2012 of the Vietnam Era Veterans Readjustment Act of 1973 requires Affirmative Action on behalf of disabled veterans and veterans of the Vietnam Era by contractors having Federal contracts.
- Section 206(A) of Executive Order 12086, Consolidation of Contract Compliance Functions for Equal Employment Opportunity, states:

The Secretary of Labor may investigate the employment practices of any Government contractor or sub-contractor to determine whether or not the contractual provisions specified in Section 202 of this order have been violated.

The Lexington-Fayette Urban County Government practices Equal Opportunity in recruiting, hiring and promoting. It is the Government's intent to affirmatively provide employment opportunities for those individuals who have previously not been allowed to enter into the mainstream of society. Because of its importance to the local Government, this policy carries the full endorsement of the Mayor, Commissioners, Directors and all supervisory personnel. In following this commitment to Equal Employment Opportunity and because the Government is the benefactor of the Federal funds, it is both against the Urban County Government policy and illegal for the Government to let contracts to companies which knowingly or unknowingly practice discrimination in their employment practices. Violation of the above mentioned ordinances may cause a contract to be canceled and the contractors may be declared ineligible for future consideration.

Please sign this statement in the appropriate space acknowledging that you have read and understand the provisions contained herein. Return this document as part of your application packet.

Bidders

I/We agree to comply with the Civil Rights Laws listed above that govern employment rights of minorities, women, Vietnam veterans, handicapped and aged persons.



Signature

Clean Energy d/b/a Clean Energy Corp.

Name of Business

GENERAL PROVISIONS

1. Each Proposer shall comply with all Federal, State & Local regulations concerning this type of service or good.

The Proposer agrees to comply with all statutes, rules, and regulations governing safe and healthful working conditions, including the Occupational Health and Safety Act of 1970, 29 U.S.C. 650 *et. seq.*, as amended, and KRS Chapter 338. The Proposer also agrees to notify the LFUCG in writing immediately upon detection of any unsafe and/or unhealthful working conditions at the job site. The Proposer agrees to indemnify, defend and hold the LFUCG harmless from all penalties, fines or other expenses arising out of the alleged violation of said laws.

2. Failure to submit ALL forms and information required in this RFP may be grounds for disqualification.
3. Addenda: All addenda, if any, shall be considered in making the proposal, and such addenda shall be made a part of this RFP. Before submitting a proposal, it is incumbent upon each proposer to be informed as to whether any addenda have been issued, and the failure to cover in the bid any such addenda may result in disqualification of that proposal.
4. Proposal Reservations: LFUCG reserves the right to reject any or all proposals, to award in whole or part, and to waive minor immaterial defects in proposals. LFUCG may consider any alternative proposal that meets its basic needs.
5. Liability: LFUCG is not responsible for any cost incurred by a Proposer in the preparation of proposals.
6. Changes/Alterations: Proposer may change or withdraw a proposal at any time prior to the opening; however, no oral modifications will be allowed. Only letters, or other formal written requests for modifications or corrections of a previously submitted proposal which is addressed in the same manner as the proposal, and received by LFUCG prior to the scheduled closing time for receipt of proposals, will be accepted. The proposal, when opened, will then be corrected in accordance with such written request(s), provided that the written request is contained in a sealed envelope which is plainly marked "modifications of proposal".
7. Clarification of Submittal: LFUCG reserves the right to obtain clarification of any point in a bid or to obtain additional information from a Proposer.
8. Bribery Clause: By his/her signature on the bid, Proposer certifies that no employee of his/hers, any affiliate or Subcontractor, has bribed or attempted to bribe an officer or employee of the LFUCG.

9. Additional Information: While not necessary, the Proposer may include any product brochures, software documentation, sample reports, or other documentation that may assist LFUCG in better understanding and evaluating the Proposer's response. Additional documentation shall not serve as a substitute for other documentation which is required by this RFP to be submitted with the proposal,
10. Ambiguity, Conflict or other Errors in RFP: If a Proposer discovers any ambiguity, conflict, discrepancy, omission or other error in the RFP, it shall immediately notify LFUCG of such error in writing and request modification or clarification of the document if allowable by the LFUCG.
11. Agreement to Bid Terms: In submitting this proposal, the Proposer agrees that it has carefully examined the specifications and all provisions relating to the work to be done attached hereto and made part of this proposal. By acceptance of a contract under this RFP, proposer states that it understands the meaning, intent and requirements of the RFP and agrees to the same. The successful Proposer shall warrant that it is familiar with and understands all provisions herein and shall warrant that it can comply with them. No additional compensation to Proposer shall be authorized for services or expenses reasonably covered under these provisions that the proposer omits from its Proposal.
12. Cancellation: If the services to be performed hereunder by the Contractor are not performed in an acceptable manner to the LFUCG, the LFUCG may cancel this contract for cause by providing written notice to the proposer, giving at least thirty (30) days notice of the proposed cancellation and the reasons for same. During that time period, the proposer may seek to bring the performance of services hereunder to a level that is acceptable to the LFUCG, and the LFUCG may rescind the cancellation if such action is in its best interest.

A. Termination for Cause

- (1) LFUCG may terminate a contract because of the contractor's failure to perform its contractual duties
- (2) If a contractor is determined to be in default, LFUCG shall notify the contractor of the determination in writing, and may include a specified date by which the contractor shall cure the identified deficiencies. LFUCG may proceed with termination if the contractor fails to cure the deficiencies within the specified time.
- (3) A default in performance by a contractor for which a contract may be terminated shall include, but shall not necessarily be limited to:
 - (a) Failure to perform the contract according to its terms, conditions and specifications;
 - (b) Failure to make delivery within the time specified or according to a delivery schedule fixed by the contract;

- (c) Late payment or nonpayment of bills for labor, materials, supplies, or equipment furnished in connection with a contract for construction services as evidenced by mechanics' liens filed pursuant to the provisions of KRS Chapter 376, or letters of indebtedness received from creditors by the purchasing agency;
- (d) Failure to diligently advance the work under a contract for construction services;
- (e) The filing of a bankruptcy petition by or against the contractor; or
- (f) Actions that endanger the health, safety or welfare of the LFUCG or its citizens.

B. At Will Termination

Notwithstanding the above provisions, the LFUCG may terminate this contract at will in accordance with the law upon providing thirty (30) days written notice of that intent, Payment for services or goods received prior to termination shall be made by the LFUCG provided these goods or services were provided in a manner acceptable to the LFUCG. Payment for those goods and services shall not be unreasonably withheld.

- 13. **Assignment of Contract:** The contractor shall not assign or subcontract any portion of the contract without the express written consent of LFUCG. Any purported assignment or subcontract in violation hereof shall be void. It is expressly acknowledged that LFUCG shall never be required or obligated to consent to any request for assignment or subcontract; and further that such refusal to consent can be for any or no reason, fully within the sole discretion of LFUCG.
- 14. **No Waiver:** No failure or delay by LFUCG in exercising any right, remedy, power or privilege hereunder, nor any single or partial exercise thereof, nor the exercise of any other right, remedy, power or privilege shall operate as a waiver hereof or thereof. No failure or delay by LFUCG in exercising any right, remedy, power or privilege under or in respect of this contract shall affect the rights, remedies, powers or privileges of LFUCG hereunder or shall operate as a waiver thereof.
- 15. **Authority to do Business:** The Proposer must be a duly organized and authorized to do business under the laws of Kentucky. Proposer must be in good standing and have full legal capacity to provide the services specified under this contract. The Proposer must have all necessary right and lawful authority to enter into this contract for the full term hereof and that proper corporate or other action has been duly taken authorizing the Proposer to enter into this contract. The Proposer will provide LFUCG with a copy of a corporate resolution authorizing this action and a letter from an attorney confirming that the proposer is authorized to do business in the State of Kentucky if requested. All proposals must be signed by a duly authorized officer, agent or employee of the Proposer.

16. **Governing Law:** This contract shall be governed by and construed in accordance with the laws of the Commonwealth of Kentucky. In the event of any proceedings regarding this contract, the Parties agree that the venue shall be the Fayette County Circuit Court or the U.S. District Court for the Eastern District of Kentucky, Lexington Division. All parties expressly consent to personal jurisdiction and venue in such Court for the limited and sole purpose of proceedings relating to this contract or any rights or obligations arising thereunder. Service of process may be accomplished by following the procedures prescribed by law.
17. **Ability to Meet Obligations:** Proposer affirmatively states that there are no actions, suits or proceedings of any kind pending against Proposer or, to the knowledge of the Proposer, threatened against the Proposer before or by any court, governmental body or agency or other tribunal or authority which would, if adversely determined, have a materially adverse effect on the authority or ability of Proposer to perform its obligations under this contract, or which question the legality, validity or enforceability hereof or thereof.
18. Contractor understands and agrees that its employees, agents, or subcontractors are not employees of LFUCG for any purpose whatsoever. Contractor is an independent contractor at all times during the performance of the services specified.
19. If any term or provision of this contract shall be found to be illegal or unenforceable, the remainder of the contract shall remain in full force and such term or provision shall be deemed stricken.



Signature

December 16, 2013

Date

WORKFORCE ANALYSIS FORM

Name of Organization: Clean Energy d/b/a Clean Energy Corp.

Date: 12 / 16 / 13

Categories	Total	White		Latino		Black		Other		Total	
		M	F	M	F	M	F	M	F	M	F
		Administrators									
Professionals											
Superintendents											
Supervisors		SEE ATTACHED SHEET									
Foremen											
Technicians											
Protective Service											
Para-Professionals											
Office/Clerical											
Skilled Craft											
Service/Maintenanc											
Total:											

Prepared by: Mariela Suarez, Human Resources Manager

Name & Title

CO= BP95927
 U= BP95927

**EQUAL EMPLOYMENT OPPORTUNITY
 2013 EMPLOYER INFORMATION REPORT
 CONSOLIDATED REPORT - TYPE 2**

SECTION B - COMPANY IDENTIFICATION

1. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660

SECTION C - TEST FOR FILING REQUIREMENT

2.a. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660
 1-Y 2-N 3-Y DUNS NO.:829953988

SECTION E - ESTABLISHMENT INFORMATION

NAICS:

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS			
	MALE	FEMALE	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	
EXECUTIVE/SR OFFICIALS & MGRS	0	0	32	0	0	1	0	0	0	0	0	0	0	0	0	34
FIRST/MID OFFICIALS & MGRS	6	4	82	1	0	4	0	0	3	10	0	1	0	0	0	115
PROFESSIONALS	3	1	46	3	0	9	0	0	3	22	1	0	0	0	2	100
TECHNICIANS	0	0	4	0	0	0	0	0	0	0	0	0	0	0	0	4
SALES WORKERS	2	0	36	3	0	0	0	1	0	10	0	0	0	0	0	52
ADMINISTRATIVE SUPPORT	2	8	3	0	0	2	0	0	1	14	1	0	0	0	0	38
CRAFT WORKERS	14	1	106	6	0	5	1	3	0	0	0	0	0	0	0	136
OPERATIVES	0	0	2	0	0	0	0	0	0	0	0	0	0	0	0	2
LABORERS & HELPERS	5	0	18	1	0	1	0	0	2	0	0	0	0	0	0	27
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
TOTAL	32	14	329	14	0	22	2	12	57	2	1	20	1	2	508	
PREVIOUS REPORT TOTAL	45	12	356	21	0	18	3	16	51	4	1	15	1	2	545	

SECTION F - REMARKS

Reduction in total headcount due to BAF Subsidiary spun off on 6.28.13.

DATES OF PAYROLL PERIOD: 08/01/2013 THRU 08/31/2013
 SECTION G - CERTIFICATION

CERTIFYING OFFICIAL: HITOMI NISHINAKA
 EEO-1 REPORT CONTACT PERSON: MARIELA SUAREZ
 EMAIL: msuarez@cleanenergyfuels.com

TITLE: DIRECTOR, HUMAN RESOURCES
 TITLE: MANAGER, HUMAN RESOURCES
 TELEPHONE NO: 9494371000

CERTIFIED DATE[ESTJ]: 09/23/2013 05:56 PM

CO= BP95927
 U= BP95927

**EQUAL EMPLOYMENT OPPORTUNITY
 2013 EMPLOYER INFORMATION REPORT
 HEADQUARTERS REPORT - TYPE 3**

SECTION B - COMPANY IDENTIFICATION

1. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660

SECTION C - TEST FOR FILING REQUIREMENT

2.a. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660
 1-Y 2-N 3-Y DUNS NO.:829953988

c. Y
 ORANGE COUNTY

SECTION E - ESTABLISHMENT INFORMATION

NAICS: 221210 Natural Gas Distribution

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS					
	MALE	FEMALE	***** MALE *****					***** FEMALE *****										
			WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES			
EXECUTIVE/SR OFFICIALS & MGRS	0	0	25	0	0	0	1	0	0	0	0	1	0	0	0	0	0	27
FIRST/MID OFFICIALS & MGRS	4	3	57	1	0	0	4	0	0	0	2	9	0	0	1	4	0	85
PROFESSIONALS	3	1	38	3	0	0	7	0	0	0	3	20	1	0	0	10	0	88
TECHNICIANS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
SALES WORKERS	2	0	31	3	0	0	0	0	0	1	0	8	0	0	0	0	0	45
ADMINISTRATIVE SUPPORT	1	5	2	0	0	0	2	0	0	0	1	13	1	0	0	6	0	31
CRAFT WORKERS	12	1	66	5	0	0	4	1	0	1	2	0	0	0	0	0	0	91
OPERATIVES	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
LABORERS & HELPERS	3	0	3	0	0	0	0	0	0	0	1	0	0	0	0	0	0	7
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
TOTAL	25	10	222	12	0	0	18	2	9	2	9	51	2	1	20	0	2	374
PREVIOUS REPORT TOTAL	10	7	64	3	0	0	9	1	4	1	4	37	2	1	14	0	0	152

SECTION F - REMARKS

Field employees and employees working from home were included in this report because they report to Headquarters. Were reported by state last year.

CO= BP95927
 u= EC50604

EQUAL EMPLOYMENT OPPORTUNITY
 2013 EMPLOYER INFORMATION REPORT
 INDIVIDUAL ESTABLISHMENT REPORT - TYPE 4

SECTION B - COMPANY IDENTIFICATION

1. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660

DELETED

2.a. BAF TECHNOLOGIES
 2327 BEATRICE STREET
 DALLAS, TX 75208
 DALLAS COUNTY
 c. Y

SECTION C - TEST FOR FILING REQUIREMENT

SECTION E - ESTABLISHMENT INFORMATION

NAICS: 441310 Automotive Parts and
 Accessories Stores

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS						
	MALE	FEMALE	***** MALE *****					***** FEMALE *****											
			WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES				
EXECUTIVE/SR OFFICIALS & MGRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
FIRST/MID OFFICIALS & MGRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
PROFESSIONALS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
TECHNICIANS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
SALES WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
ADMINISTRATIVE SUPPORT	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
CRAFT WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
OPERATIVES	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
LABORERS & HELPERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
TOTAL	7	0	31	11	0	0	1	0	2	4	2	0	0	0	0	1	0	0	
PREVIOUS REPORT TOTAL																			60

SECTION F - REMARKS

CO= BP95927
 u= EU07641

EQUAL EMPLOYMENT OPPORTUNITY
 2013 EMPLOYER INFORMATION REPORT
 INDIVIDUAL ESTABLISHMENT REPORT - TYPE 4

SECTION B - COMPANY IDENTIFICATION

1. CLEAN ENERGY
 4675 MACARTHUR COURT, STE. 800
 NEWPORT BEACH, CA 92660

SECTION C - TEST FOR FILING REQUIREMENT

2.a. NORTHSTAR, INC.
 1600 UNION ROAD
 EVANSTON, WY 82930
 1-Y 2-N 3-Y DUNS NO.:829953988

UINTA COUNTY
 c. Y

SECTION E - ESTABLISHMENT INFORMATION

NAICS: 221210 Natural Gas Distribution

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS			
	MALE	FEMALE	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	
EXECUTIVE/SR OFFICIALS & MGRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
FIRST/MID OFFICIALS & MGRS	0	0	10	0	0	0	0	0	0	0	0	1	0	0	0	11
PROFESSIONALS	0	0	6	0	0	0	0	0	0	0	0	0	0	0	0	6
TECHNICIANS	0	0	2	0	0	0	0	0	0	0	0	0	0	0	0	2
SALES WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
ADMINISTRATIVE SUPPORT	0	2	0	0	0	0	0	0	0	0	0	1	0	0	0	3
CRAFT WORKERS	0	0	18	0	0	0	0	0	0	0	0	0	0	0	0	18
OPERATIVES	0	0	2	0	0	0	0	0	0	0	0	0	0	0	0	2
LABORERS & HELPERS	1	0	11	1	0	0	0	0	0	0	0	0	0	0	0	13
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
TOTAL	1	2	49	1	0	0	0	0	0	0	0	2	0	0	0	55
PREVIOUS REPORT TOTAL	2	2	59	1	0	0	0	0	0	0	0	2	0	0	0	66

SECTION F - REMARKS

Bid/RFP/Quote Reference # 37-2013

The MBE/WBE subcontractors listed have agreed to participate on this Bid/RFP/Quote. If any substitution is made or the total value of the work is changed prior to or after the job is in progress, it is understood that those substitutions must be submitted to Central Purchasing for approval immediately.

MBE/WBE Company, Name, Address, Phone, Email	Work to be Performed	Total Dollar Value of the Work	% Value of Total Contract
1. Hembree Contracting, Inc. Ms. Candy Hembree 514 W. Bankhead Hwy, #100 Villa Rica, GA 30180 candyhembree@gmail.com (404) 379-3699	Site work and concrete	\$85,000	Approximately 10%
2.			
3.			
4.			

The undersigned company representative submits the above list of MBE/WBE firms to be used in accomplishing the work contained in this Bid/RFP/Quote. Any misrepresentation may result in the termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and false claims.

Clean Energy d/b/a Clean Energy Corp.
Company
December 16, 2013
Date

Peter Grace
By
Senior Vice President, Sales & Finance
Title

LFUCG MBE/WBE SUBSTITUTION FORM

Bid/RFP/Quote Reference # 37-2013

The substituted MBE/WBE subcontractors listed below have agreed to participate on this Bid/RFP/Quote. These substitutions were made prior to or after the job was in progress. These substitutions were made for reasons stated below and are now being submitted to Central Purchasing for approval. By the authorized signature of a representative of our company, we understand that this information will be entered into our file for this project.

SUBSTITUTED MBE/WBE Company Name, Address, Phone, Email	MBE/WBE Formally Contracted/ Name, Address, Phone, Email	Work to Be Performed	Reason for the Substitution	Total Dollar Value of the Work	% Value of Total Contract
1. N/A	N/A	N/A	N/A	N/A	N/A
2.					
3.					
4.					

The undersigned acknowledges that any misrepresentation may result in termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and false claims.

Clean Energy d/b/a Clean Energy Corp.

December 16, 2013

Company Peter Grace

Date
Senior Vice President, Sales & Finance

Company Representative

Title



MBE QUOTE SUMMARY FORM
Bid/RFP/Quote Reference # 37-2013

The undersigned acknowledges that the minority subcontractors listed on this form did submit a quote to participate on this project.

Company Name Clean Energy d/b/a Clean Energy Corp.	Contact Person Mark Riley
Address/Phone/Email 4675 MacArthur Court, Suite 800, Newport Beach, CA 92660 (603) 318-6817 mriley@cleanenergyfuels.com	RFP Package / RFP Date RFP #37-2013/12-20-13

MBE/WBE Company Address	Contact Person	Contact Information (work phone, Email, cell)	Date Contacted	Services to be performed	Method of Communication (email, phone meeting, ad, event etc)	Total dollars \$\$ Do Not Leave Blank (Attach Documentation)	MBE * AA HA AS NA Female
514 W. Bankhead Hwy, #100 Villa Rica, GA 30180	Candy Hembree	(404) 379-3699 candyhembree@gmail.com	12/11/13	Site Work and Concrete	Phone Meeting	Estimated \$85,000	MBE Female

(MBE designation / AA=African American / HA= Hispanic American/AS = Asian American/Pacific Islander/ NA= Native American)

The undersigned acknowledges that all information is accurate. Any misrepresentation may result in termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and claims.

Clean Energy d/b/a Clean Energy Corp.
 Company

Peter Grace
 Company Representative

December 16, 2013
 Date

Senior Vice President, Sales & Finance
 Title



LFUCG SUBCONTRACTOR MONTHLY PAYMENT REPORT

The LFUCG has a 10% goal plan adopted by city council to increase the participation of minority and women owned businesses in the procurement process. In order to measure that goal LFUCG will track spending with MBE/WBE vendors on a monthly basis. By the signature below of an authorized company representative, you certify that the information is correct, and that each of the representations set forth below is true. Any misrepresentation may result in termination of the contract and/or prosecution under applicable Federal and State laws concerning false statements and false claims. Please submit this form monthly to the Division of Central Purchasing/ 200 East Main Street / Room 338 / Lexington, KY 40507.

Bid/RFP/Quote # 37-2013

Total Contract Amount Awarded to Prime Contractor for this Project _____

Project Name/ Contract #	Work Period/ From: _____ To: _____
Company Name: Clean Energy d/b/a Clean Energy Corp.	Address: 4675 MacArthur Court, Suite 800, Newport Beach, CA 92660
Federal Tax ID: 95-4603747	Contact Person: Mark Riley

Subcontractor Vendor ID (name, address, phone, email)	Description of Work	Total Subcontract Amount	% of Total Contract Awarded to Prime for this Project	Total Amount Paid for this Period	Purchase Order number for subcontractor work (please attach PO)	Scheduled Project Start Date	Scheduled Project End Date
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

By the signature below of an authorized company representative, you certify that the information is correct, and that each of the representations set forth below is true. Any misrepresentations may result in the termination of the contract and/or prosecution under applicable Federal and State laws concerning false statements and false claims.

Clean Energy d/b/a Clean Energy Corp.

Company

December 16, 2013

Date

Peter Grace

Company Representative

Senior Vice President, Sales & Finance

Title

LFUCG STATEMENT OF GOOD FAITH EFFORTS
Bid/RFP/Quote # 37-2013

By the signature below of an authorized company representative, we certify that we have utilized the following Good Faith Efforts to obtain the maximum participation by MWDBE business enterprises on the project and can supply the appropriate documentation.

_____ Advertised opportunities to participate in the contract in at least two (2) publications of general circulation media; trade and professional association publications; small and minority business or trade publications; and publications or trades targeting minority, women and disadvantaged businesses not less than fifteen (15) days prior to the deadline for submission of bids to allow MWDBE firms to participate.

_____ Included documentation of advertising in the above publications with the bidders good faith efforts package

_____ Attended LFUCG Central Purchasing Economic Inclusion Outreach event

Attended pre-bid meetings that were scheduled by LFUCG to inform MWDBEs of subcontracting opportunities

_____ Sponsored Economic Inclusion event to provide networking opportunities for prime contractors and MWDBE firms

Requested a list of MWDBE subcontractors or suppliers from LFUCG Economic Engine and showed evidence of contacting the companies on the list(s).

_____ Contacted organizations that work with MWDBE companies for assistance in finding certified MWDBE firms to work on this project. Those contacted and their responses should be a part of the bidder's good faith efforts documentation.

_____ Sent written notices, by certified mail, email or facsimile, to qualified, certified MWDBEs soliciting their participation in the contract not less than

seven (7) days prior to the deadline for submission of bids to allow them to participate effectively.

_____ Followed up initial solicitations by contacting MWDBEs to determine their level of interest.

Provided the interested MWDBE firm with adequate and timely information about the plans, specifications, and requirements of the contract.

Selected portions of the work to be performed by MWDBE firms in order to increase the likelihood of meeting the contract goals. This includes, where appropriate, breaking out contract work items into economically feasible units to facilitate MWDBE participation, even when the prime contractor may otherwise perform these work items with its own workforce

_____ Negotiated in good faith with interested MWDBE firms not rejecting them as unqualified without sound reasons based on a thorough investigation of their capabilities. Any rejection should be so noted in writing with a description as to why an agreement could not be reached.

_____ Included documentation of quotations received from interested MWDBE firms which were not used due to uncompetitive pricing or were rejected as unacceptable and/or copies of responses from firms indicating that they would not be submitting a bid.

_____ Bidder has to submit sound reasons why the quotations were considered unacceptable. The fact that the bidder has the ability and/or desire to perform the contract work with its own forces will not be considered a sound reason for rejecting a MWDBE quote. Nothing in this provision shall be construed to require the bidder to accept unreasonable quotes in order to satisfy MWDBE goals.

Made an effort to offer assistance to or refer interested MWDBE firms to obtain the necessary equipment, supplies, materials, insurance and/or bonding to satisfy the work requirements of the bid proposal

Made efforts to expand the search for MWBE firms beyond the usual geographic boundaries.

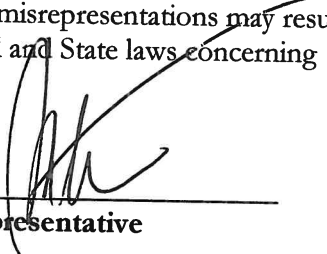
_____ Other - any other evidence that the bidder submits which may show that the bidder has made reasonable good faith efforts to include MWDBE participation.

Failure to submit any of the documentation requested in this section may be cause for rejection of bid. Bidders may include any other documentation deemed relevant to this requirement. Documentation of Good Faith Efforts are to be submitted with the Bid, if the participation Goal is not met.

The undersigned acknowledges that all information is accurate. Any misrepresentations may result in termination of the contract and/or be subject to applicable Federal and State laws concerning false statements and claims.

Clean Energy d/b/a Clean Energy Corp.
Company

December 16, 2013
Date


Peter Grace

Company Representative

Senior Vice President, Sales & Finance
Title

Firm Submitting Proposal: Clean Energy d/b/a Clean Energy Corp.

Complete Address: 4675 MacArthur Court, Suite 800, Newport Beach, CA 92660
Street City Zip

Contact Name: Mark Riley Title: Regional Vice President

Telephone Number: (603) 318-6817 Fax Number: (949) 724-1397

Email address: mriley@cleanenergyfuels.com



Lexington-Fayette Urban County Government
DEPARTMENT OF FINANCE & ADMINISTRATION

Jim Gray
Mayor

William O'Mara
Commissioner

ADDENDUM #1

RFP Number: **#37-2013**

Date: December 9, 2013

Subject: **CNG Fueling Services**

Please address inquiries to:
Theresa Maynard (859) 258-3320

TO ALL PROSPECTIVE BIDDERS:

Please be advised of the following clarifications to the above referenced RFP:

- Sign in sheet from December 3, 2013 Pre-Proposal Meeting
- List of Questions and Answers

Todd Slatin, Director
Division of Central Purchasing

All other terms and conditions of the RFP and specifications are unchanged. This letter should be signed, attached to and become a part of your RFP.

COMPANY: Clean Energy d/b/a Clean Energy Corp.

ADDRESS: 4675 MacArthur Court, Suite 800, Newport Beach, CA 92660

SIGNATURE OF PROPOSER: 

**CLEAN ENERGY
SEAL BEACH, CA**

**EXECUTIVE ORDER 11246
AFFIRMATIVE ACTION PROGRAM
FOR WOMEN AND MINORITIES**

**SEPTEMBER 1, 2012
THROUGH
AUGUST 31, 2013**

EXECUTIVE ORDER 11246

AFFIRMATIVE ACTION PROGRAM

**CLEAN ENERGY
SEAL BEACH, CA 90740**

3020 OLD RANCH PARKWAY
SUITE 400
SEAL BEACH, CA 90740

ESTABLISHMENT EEO-1 IDENTIFICATION NUMBER:

95-4603747

ESTABLISHMENT DUN & BRADSTREET IDENTIFICATION NUMBER:

82-9953988

ANDREW LITTLEFAIR
PRESIDENT & CEO

EEO/AAP COORDINATOR:

HITOMI NISHINAKA
DIRECTOR, HUMAN RESOURCES

**THIS AFFIRMATIVE ACTION PROGRAM COVERS THE PERIOD FROM
SEPTEMBER 1, 2012 THROUGH AUGUST 31, 2013**

TABLE OF CONTENTS

TABLE OF APPENDICES

CONFIDENTIALITY

PRELIMINARY STATEMENT

ESTABLISHMENT SUMMARY

1. ORGANIZATIONAL PROFILE [41 C.F.R. § 60-2.11]	4
2. JOB GROUP ANALYSIS [41 C.F.R. § 60-2.12]	5
3. PLACEMENT OF INCUMBENTS IN JOB GROUPS [41 C.F.R. § 60-2.13]	6
4. DETERMINING AVAILABILITY [41 C.F.R. § 60-2.14]	7
5. COMPARING INCUMBENCY TO AVAILABILITY [41 C.F.R. § 60-2.15]	9
6. PLACEMENT GOALS [41 C.F.R. § 60-2.16]	10
7. DESIGNATION OF RESPONSIBILITY [41 C.F.R. § 60-2.17(A)]	11
8. IDENTIFICATION OF FOCUS AREAS [41 C.F.R. § 60-2.17(B)]	12
9. ACTION-ORIENTED PROGRAMS [41 C.F.R. § 60-2.17(C)]	14
10. INTERNAL AUDIT & REPORTING SYSTEM [41 C.F.R. § 60-2.17(D)]	16

TABLE OF APPENDICES

APPENDIX A	WORKFORCE ANALYSIS
APPENDIX B	JOB GROUP ANALYSIS
APPENDIX C	AVAILABILITY SOURCES (EXTERNAL FACTOR 1)
APPENDIX D	AVAILABILITY ANALYSIS
APPENDIX E	INCUMBENCY TO AVAILABILITY ANALYSIS / PERCENTAGE ANNUAL PLACEMENT GOALS
APPENDIX F	BLUE COLLAR JAAR ANALYSIS / WHITE COLLAR JAAR ANALYSIS
APPENDIX G	APPLICANT SUMMARY LISTING / HIRE SUMMARY LISTING / PROMOTION SUMMARY LISTING / TERMINATION SUMMARY LISTING (VOLUNTARY) / TERMINATION SUMMARY LISTING (INVOLUNTARY)
APPENDIX H	PERFORMANCE TO GOALS SUMMARY
APPENDIX I	DOCUMENTATION REGARDING ACTION-ORIENTED PROGRAMS

CONFIDENTIALITY

This Affirmative Action Program contains confidential information which is subject to the provisions of 18 USCS § 1905. *Chrysler Corp. v. Brown*, 441 U.S. 281, 19 FEP Cases 475 (1979). Copies of this Affirmative Action Program and all related appendices, documents and support data, including any and all data and documents provided during any audit by the OFCCP or other governmental agency, are made available on loan to the U.S. Government, and upon the request of the government, on the condition that the government holds them totally confidential and does not release copies to any persons or entities. This Affirmative Action Program and its appendices and other supporting documents, including any documents provided during any audit, contain much confidential information which may reveal, directly or indirectly, the Establishment's plans for business and geographical expansion and contraction. Clean Energy/Seal Beach, CA considers this Affirmative Action Program to be exempt from disclosure, reproduction, and distribution under the Freedom of Information Act upon the grounds, among others, that such material constitutes (1) personnel files, the disclosure of which would constitute a clearly unwarranted invasion of personal privacy, which are exempt from disclosure under 5 USCS § 552(b)(6); (2) confidential, commercial or financial information, which is exempt from disclosure under 5 USCS § 552(b); (3) investigatory records compiled for law enforcement purposes, the production of which would constitute an unwarranted invasion of personal privacy, which are exempt from disclosure under 5 USCS § 552(b)(7)(C); and (4) matters specifically exempted from disclosure by statute under 5 USCS § 552(b)(3). Notice is hereby given of a request pursuant to 41 C.F.R. § 60-1.20(f) that portions of this program be kept confidential.

Thus, the Establishment wishes to make it clear that it does not consent to the release of any information contained in this Affirmative Action Program, including any and all data and documents provided during any audit by the OFCCP or other governmental agency, under the Freedom of Information Act or otherwise. If the U.S. Government, or any agency or subdivision thereof, is considering a request for release of this program under the Freedom of Information Act, request is hereby made that the government immediately notify the EEO/AAP Coordinator of the Establishment of any and all Freedom of Information Act requests received by the government or any other contemplated release of this program by the government which relates to information obtained by the government from this Establishment. The Establishment further requests that everyone who has any contact with this Affirmative Action Program, or its supporting appendices, documents, and other data, treat such information as confidential and that such information not be released to any person or entity. Retention or disclosure of information relating to identifiable individuals may also violate the Privacy Act of 1974 and/or other data privacy laws and restrictions.

PRELIMINARY STATEMENT

This Affirmative Action Program is designed to satisfy equal employment opportunity/affirmative action responsibilities under Executive Order 11246, as amended, and the implementing rules and regulations of the Secretary of Labor. A separate Affirmative Action Program for disabled individuals, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans has been adopted. This program has also been developed in reliance upon the affirmative action guidelines issued by the Equal Employment Opportunity Commission (EEOC). *Affirmative Action Appropriate Under Title VII of the Civil Rights Act of 1964, As Amended*, 29 C.F.R. Part 1608.

The terms "availability analysis," and "focus area," appearing in this Affirmative Action Program, are terms the Establishment is required to use herein by government regulations. The criteria used in relation to these terms are those specified by the government. These terms have no independent legal or factual significance whatsoever. Although we will use the terms in good faith in connection with the Affirmative Action Program, such usage does not necessarily signify that the Establishment agrees that these terms are properly applied to any particular factual situation.

Furthermore, the use of such terms as "deficiency," "placement goal," "concentration," "expected number," "problem area," "affected class," "discrepancy," "shortfall," "disparity," or any term reflecting a difference from a compliance standard, is not an admission that minorities and/or women have been or presently are being discriminated against in any way in violation of federal, state or local fair employment practices laws. Further, nothing contained in this program or the data supporting this program is an admission by Clean Energy/Seal Beach, CA that it has violated any such federal, state or local fair employment practices laws.

Whenever the term "goal" is used, it is expressly intended that it "should not be used to discriminate against any applicant or employee because of race, color, religion, sex, or national origin," as stated in 41 C.F.R. § 60-2.16. Any placement goals established in this Affirmative Action Program are not intended as rigid, inflexible quotas that must be met but rather as objectives or targets that are reasonably attainable by applying good faith efforts.

This Affirmative Action Program is not intended to create any rights in any person or entity.

ESTABLISHMENT SUMMARY

This Affirmative Action Program covers the Establishment known as Clean Energy/Seal Beach, CA, located at 3020 Old Ranch Parkway, Suite 400, Seal Beach, CA 90740. This Affirmative Action Program reports the workforce as of September 1, 2012. This workforce totals 403 employees.

1. ORGANIZATIONAL PROFILE

[41 C.F.R. § 60-2.11]

Pursuant to 41 C.F.R. § 60-2.11, the Establishment has prepared an organizational profile for this Establishment as part of its Affirmative Action Program. The Establishment has elected to use a Workforce Analysis to satisfy this requirement.

The Workforce Analysis is a listing of each job title, ranked lowest to highest paid, in each department or other similar organizational unit including departmental or unit supervision.

Pursuant to 41 C.F.R. § 60-2.11(c)(4), the following information is shown for each job title in each department or other organizational unit:

- (1) the total number of incumbents;
- (2) the total number of female and male incumbents;
- (3) the total number of male and female incumbents in each of the following groups: Blacks, Hispanics, Asians/Pacific Islanders, and American Indians/Alaskan Natives; and
- (4) the wage rate or salary range.

The Workforce Analysis is found at Appendix A.

Management reviews the workforce analysis at the beginning of each Affirmative Action Program year to determine whether the Establishment's staffing patterns indicate potential barriers to equal employment opportunity. See Section 8-1.

2. JOB GROUP ANALYSIS

[41 C.F.R. § 60-2.12]

Pursuant to 41 C.F.R. § 60-2.12, the Establishment has prepared a Job Group Analysis for this Establishment as part of its Affirmative Action Program. This Job Group Analysis lists all job titles in each job group.

For purposes of this Affirmative Action Program, the Establishment has combined job titles with similar content, wage rates and opportunities into job groups. The Establishment considered the following factors when combining job titles into job groups for this Establishment:

- (1) the duties and responsibilities of the job titles;
- (2) the compensation structure for the job titles; and
- (3) training, transfers, promotions, pay mobility, and other career enhancement opportunities.

The Job Group Analysis report lists all job titles for all positions located at the Establishment.

If jobs located at other establishments are included in this Establishment's Affirmative Action Program, the Job Group Analysis has been annotated to identify the actual location of those jobs.

If jobs located at this Establishment are included in another establishment's Affirmative Action Program, the Job Group Analysis has been annotated to identify the program in which the jobs are included.

The Job Group Analysis is found at Appendix B.

3. PLACEMENT OF INCUMBENTS IN JOB GROUPS

[41 C.F.R. § 60-2.13]

As required by 41 C.F.R. § 60-2.13, the Establishment has separately stated the percentage of minorities and the percentage of women it employs in each job group established pursuant to § 60-2.12. These percentages are reported in the Job Group Analysis at Appendix B.

4. DETERMINING AVAILABILITY

[41 C.F.R. § 60-2.14]

Pursuant to 41 C.F.R. § 60-2.14, the Establishment has separately determined the availability of minorities and women for each job group. In determining availability, the Establishment has considered at least the following:

- (1) The percentage of minorities or women with requisite skills in the reasonable recruitment area. The reasonable recruitment area is the geographical area from which the Establishment usually seeks or reasonably could seek to fill open positions for a job group.
- (2) The percentage of minorities or women among those promotable, transferable or trainable within the organization.

Pursuant to 41 C.F.R. § 60-2.14(d), the Establishment used the most current and discrete statistical information available to derive availability figures.

The Establishment determines the reasonable recruitment area(s) for each job group based on the requirements set forth in 41 C.F.R. § 60-2.14(c) and 41 C.F.R. § 60-2.14(e). The Establishment did not draw its reasonable recruitment areas in such a way as to have the effect of excluding minorities or women. The Establishment has identified the reasonable recruitment area(s) for all job groups and prepared an explanation of the rationale for the selection of that recruitment area. See Appendix D.

The Establishment determines the pool of promotable, transferable and trainable employees (“feeder pools”) for each job group based on the requirements set forth in 41 C.F.R. § 60-2.14(c)(2) and 41 C.F.R. § 60-2.14(f). The Establishment has not defined these pools in such a way as to have the effect of excluding minorities or women. The Establishment has identified the feeder pool(s) for all job groups from which employees historically have been transferred or promoted into this job group. The Establishment has also identified geographic areas where the Establishment historically has been successful in recruiting candidates for positions within this job group and/or from where they would reasonably commute. See Appendix D.

- External Availability

External availability was calculated by reviewing hiring activity. Data from the most recently released United States census were used to determine external availability. Each job title was matched to a single Census Occupational Classification Code (OCC) where possible.

External availability data are provided in Appendix C.

- Internal Availability

Internal availability was calculated by reviewing internal placement activity and reviewing data for those employees who could, with appropriate training which the Establishment is reasonably able to provide, become promotable or transferable during the Affirmative Action Program year.

- Composite Availability

Pursuant to 41 C.F.R. §60-2.14(g), where a job group was comprised of job titles with rates of availability different enough to warrant a composite availability calculation, the Establishment calculated such a composite availability by:

- (1) determining the availability for each job title,
- (2) determining the proportion of job group incumbents employed in each job title,
- (3) weighting the availability for each job title by the proportion of job group incumbents employed in each job title within that job group, and
- (4) adding the weighted availability estimates for all job titles within the job group.

Pursuant to 41 C.F.R. § 60-2.14(b), the Establishment separately determined final availability rates for minorities and women. See Appendix D.

5. COMPARING INCUMBENCY TO AVAILABILITY

[41 C.F.R. § 60-2.15]

Pursuant to 41 C.F.R. § 60-2.15, the Establishment compared the percentage of minorities and women in each job group with the rates of availability for those job groups.

When the percentage of minorities or women employed in a particular job group was less than would reasonably be expected given their availability percentage, the Establishment established a placement goal in accordance with 41 C.F.R. § 60-2.16.

Pursuant to the Preamble published with the regulations at 41 C.F.R. Part 60-2 on November 13, 2000, the Establishment has used a two standard deviation test of statistical significance for “larger” job groups and an “exact binomial” method for “smaller” job groups when making its determinations as to whether the percentage of minorities or women in a job group was less than would reasonably be expected given their availability percentage for that particular job group.

The comparison of incumbency to availability is provided in Appendix E.

6. PLACEMENT GOALS

[41 C.F.R. § 60-2.16]

Pursuant to 41 C.F.R. § 60-2.16, the Establishment established percentage annual placement goals for minorities and/or women in those job groups where the percentage of minorities and/or women employed was less than would reasonably be expected given their availability.

Pursuant to 41 C.F.R. § 60-2.16(c), the placement rate goals established by the Establishment at least equals the availability rate for minorities and/or women for that particular job group.

Pursuant to 41 C.F.R. § 60-2.16(d), the Establishment has, where required, established a single goal for all minorities.

In establishing placement goals, the Establishment has adhered to the following principles:

- These placement goals are objectives or targets reasonably attainable by means of applying every good faith effort to make all aspects of its Affirmative Action Program work.
- These placement goals are not rigid and inflexible quotas which must be met. They are not considered a ceiling or a floor for the employment of particular groups. Quotas are expressly forbidden.
- In all employment decisions, selection decisions are made in a nondiscriminatory manner. Placement goals are not a justification to extend a preference to any individual, select an individual, or adversely affect an individual's employment status, on the basis of that person's race, color, religion, sex or national origin.
- The Establishment does not use placement goals to create set-asides for specific groups, nor are they intended to achieve proportional representation or equal results.
- These placement goals do not supersede merit selection principles. The Establishment is not required to hire a person who lacks qualifications to perform a job successfully or hire a less-qualified person in preference to a more qualified person.

The Establishment's placement rate goals for this Establishment are reported at Appendix E. Action-oriented programs to address these goals are discussed in Section 9.

7. DESIGNATION OF RESPONSIBILITY

[41 C.F.R. § 60-2.17(A)]

Pursuant to the requirements of 41 C.F.R. § 60-2.17(a), the Establishment has assigned Hitomi Nishinaka, Director, Human Resources, as the official of this Establishment responsible for the implementation of equal employment opportunity and the Affirmative Action Program (EEO/AAP Coordinator).

The EEO/AAP Coordinator has the authority, resources, support of and access to the Establishment's top management to ensure the effective implementation of the affirmative action program. The EEO/AAP Coordinator's responsibilities include, but are not limited, to:

- Conducting or performing in-depth analyses of the Establishment's total employment process to determine whether and where impediments to equal employment opportunity exist. (See Section 8)
- Developing and implementing action-oriented programs designed to correct any problem areas identified pursuant to § 60-2.17(b) and to attain established percentage goals and objectives. (See Section 9)
- Developing and implementing auditing systems that periodically measure the effectiveness of the total Affirmative Action Program. (See Section 10)
- Reviewing internal EEO reports with all levels of the Establishment's management team on a scheduled basis. (See Section 10)
- Advising top management of the program's effectiveness and submitting recommendations to improve unsatisfactory performance. (See Section 10)
- Serving as liaison between the government and the Establishment.
- Serving as liaison between the Establishment and appropriate organizations in the community upon which the Establishment may rely in fulfilling program obligations.

8. IDENTIFICATION OF FOCUS AREAS

[41 C.F.R. § 60-2.17(B)]

Pursuant to 41 C.F.R. § 60-2.17(b), the Establishment periodically performs in-depth analyses of its total employment process to determine whether and where impediments to equal employment opportunity exist. The Establishment has evaluated:

- (1) its workforce by organizational unit and job group to determine whether there are any problems of minority or female utilization or of minority or female distribution;
- (2) its personnel activity, including applicant flow, hires, promotions, terminations and other personnel actions to determine whether there are selection disparities;
- (3) its compensation system to determine whether there are gender-, race- or ethnicity-based disparities;
- (4) its selection, recruitment, referral, and other personnel procedures to determine whether they result in disparities in the employment or advancement of minorities or women; and
- (5) any other areas that might impact the success of the Affirmative Action Program.

The results of these analyses are as follows:

Minority and Female Utilization and Distribution [41 C.F.R. § 60-2.17(b)(1)]

Job groups in which the rates of minority and/or female employment were less than would reasonably be expected based upon availability as determined by 41 C.F.R. § 60-2.14 are provided in Appendix E.

Organizational units where minorities and/or women were underrepresented or concentrated are reported in the Blue Collar JAAR Analysis and White Collar JAAR Analysis provided in Appendix F.

Review of Personnel Activity [41 C.F.R. § 60-2.17(b)(2)]

The Establishment reviewed its applicant flow, hires, promotions, terminations and other personnel activity. Summaries of these personnel activities are provided in Appendix G. It has performed impact ratio analyses to determine whether the Establishment's selection practices had a disparate impact on women or minorities. These analyses included use of the 80% test, the Two Standard Deviation test, the Fisher's Exact (for small groups) and, where appropriate, other tests for statistical significance commonly recognized by the courts and federal civil rights enforcement agencies as acceptable methods for determining whether adverse impact is present. Where potential adverse impact was indicated, the Establishment further researched and reviewed the selection decisions involved and determined that none of the Establishment's employment practices had a disparate impact on minorities or women.

Review of Compensation System [41 C.F.R. § 60-2.17(b)(3)]

The Establishment's analyses of its compensation system included a proper review of all compensation components.

The Establishment analyzed its compensation processes and systems to determine whether there were indications of systemic discrepancies in pay that appeared to be based on gender, race or ethnicity. Any such instances were further analyzed to determine whether actual compensation discrimination occurred.

The Establishment's analyses indicated that there are no gender-, race- or ethnicity-based disparities.

Review of Selection, Recruitment, Referral and Other Procedures
[41 C.F.R. § 60-2.17(b)(4)]

The Establishment reviewed its selection, recruitment, referral and other personnel procedures to determine whether they resulted in disparities in the employment or advancement of minorities or women. The Establishment's analysis indicated that they did not.

Other Areas, Including Achievement of Prior Year's Goals [41 C.F.R. § 60-2.17(b)(5)]

The Establishment periodically reviews any other areas it believes might impact the success of the Affirmative Action Program to determine whether impediments to equal employment opportunity appear to exist. It has also reviewed its achievement of goals established in the prior year's Affirmative Action Program. That review is provided as Appendix H.

9. ACTION-ORIENTED PROGRAMS

[41 C.F.R. § 60-2.17(c)]

The Establishment has developed and will execute action-oriented programs designed to correct any focus areas identified in Section 8 of this Affirmative Action Program.

When reviewing these programs, the Establishment ensured that they did not produce inadequate results. The action-oriented programs designed to address focus areas involving minority and female utilization and distribution [41 C.F.R. § 60-2.17(b)(1)], personnel activity [41 C.F.R. § 60-2.17(b)(2)], and goal achievement [41 C.F.R. § 60-2.17(b)(5)] will consist of the following:

Recruiting

The Establishment uses some of the following means to enhance its minority/female applicant flow:

- job service
- agencies/community organizations
- recruiting agencies
- search firms
- specialized diversity sources
- job fairs
- advertising
- employee referral
- college recruiting
- web site
- professional organizations

Career Development

The Establishment uses some of the following programs to provide opportunities for the advancement of minorities and females:

- tuition assistance
- performance evaluation
- job posting

- on-the-job training
- external training
- succession planning
- high potential programs
- emerging leader programs
- coaching

Community Involvement

The Establishment's community involvement supports the development of qualified females and minorities and furthers the principles of affirmative action by:

- resource support
- financial support
- community leadership by employees
- community involvement by employees
- internship programs
- welfare-to-work
- job partnership training programs

Documentation regarding these external recruiting, career development and community programs is attached in Appendix I.

10. INTERNAL AUDIT & REPORTING SYSTEM

[41 C.F.R. § 60-2.17(D)]

The Establishment has developed and implemented auditing and reporting systems that measure the effectiveness of its total affirmative action program. These include the following key actions:

- monitoring progress toward affirmative action goals;
- monitoring records of all personnel activity including hiring, promotions, terminations and compensation at all levels;
- monitoring records pertaining to other selection procedures, including referrals, placements and transfers;
- conducting internal reviews on the degree to which equal employment opportunity and organizational objectives have been attained;
- reviewing results with management;
- advising top management of the affirmative action program's effectiveness; and
- recommending to top management methods to improve affirmative action performance.

The Establishment's EEO/AAP Coordinator is responsible for executing these internal audit and reporting responsibilities.

**CLEAN ENERGY
SEAL BEACH, CA**

**INDIVIDUALS WITH DISABILITIES/
COVERED VETERANS
AFFIRMATIVE ACTION PROGRAM**

**SEPTEMBER 1, 2012
THROUGH
AUGUST 31, 2013**

INDIVIDUALS WITH DISABILITIES/COVERED VETERANS

AFFIRMATIVE ACTION PROGRAM

FOR

**CLEAN ENERGY
SEAL BEACH, CA**

3020 OLD RANCH PARKWAY
SUITE 400
SEAL BEACH, CA 90740

ESTABLISHMENT EEO-1 IDENTIFICATION NUMBER:

95-4603747

ESTABLISHMENT DUN & BRADSTREET IDENTIFICATION NUMBER:

82-9953988

ANDREW LITTLEFAIR
PRESIDENT & CEO

EEO/AAP COORDINATOR:

HITOMI NISHINAKA
DIRECTOR, HUMAN RESOURCES

**THIS AFFIRMATIVE ACTION PROGRAM COVERS THE PERIOD FROM
SEPTEMBER 1, 2012 THROUGH AUGUST 31, 2013**

TABLE OF CONTENTS

CONFIDENTIALITY STATEMENT	
I.	REAFFIRMATION OF ESTABLISHMENT POLICY CONCERNING INDIVIDUALS WITH DISABILITIES AND COVERED VETERANS 1
A.	EQUAL EMPLOYMENT OPPORTUNITY POLICY AND AFFIRMATIVE ACTION PROGRAMS 1
B.	DEFINITIONS 2
II.	DISSEMINATION OF POLICY 3
A.	INTERNAL DISSEMINATION 3
B.	EXTERNAL DISSEMINATION 4
C.	OUTREACH AND POSITIVE RECRUITING 4
III.	RESPONSIBILITY FOR IMPLEMENTATION 5
A.	COMPLIANCE OFFICER FOR THE ENTIRE ESTABLISHMENT 5
B.	EQUAL EMPLOYMENT COORDINATOR 5
IV.	AUDIT AND REPORTING SYSTEM 6
A.	PURPOSE OF SYSTEM 6
B.	AUDIT SYSTEM 6
C.	REPORTING SYSTEM 7
V.	PLAN OF ACTION 7
A.	IDENTIFICATION OF COVERED INDIVIDUALS 7
B.	RECRUITING 8
C.	CONSIDERATION OF QUALIFICATIONS OF COVERED INDIVIDUALS 8
1.	SELECTION FOR EMPLOYMENT 8
2.	PROMOTIONS 8
3.	TRAINING 9
4.	OTHER PERSONNEL PROCEDURES 9

D.	REVIEW OF JOB QUALIFICATION REQUIREMENTS	9
E.	ACCOMMODATION TO PHYSICAL AND MENTAL LIMITATIONS OF EMPLOYEES.....	9
F.	COMPENSATION.....	10
G.	HARASSMENT	10
H.	COMPLIANCE WITH REGULATIONS	10
I.	TRAINING	10

CONFIDENTIALITY STATEMENT

This Affirmative Action Program contains confidential information which is subject to the provisions of 18 USCS § 1905. *Chrysler Corp. v. Brown*, 441 U.S. 281, 19 FEP Cases 475 (1979). Copies of this Affirmative Action Program and all related appendices, documents and support data, including any and all data and documents provided during any audit by the OFCCP or other governmental agency, are made available on loan to the U.S. Government, and upon the request of the government, on the condition that the government holds them totally confidential and does not release copies to any persons or entities. This Affirmative Action Program and its appendices and other supporting documents, including any documents provided during any audit, contain much confidential information which may reveal, directly or indirectly, the Establishment's plans for business and geographical expansion and contraction. Clean Energy/Seal Beach, CA considers this Affirmative Action Program to be exempt from disclosure, reproduction, and distribution under the Freedom of Information Act upon the grounds, among others, that such material constitutes (1) personnel files, the disclosure of which would constitute a clearly unwarranted invasion of personal privacy, which are exempt from disclosure under 5 USCS § 552(b)(6); (2) confidential, commercial or financial information, which is exempt from disclosure under 5 USCS § 552(b); (3) investigatory records compiled for law enforcement purposes, the production of which would constitute an unwarranted invasion of personal privacy, which are exempt from disclosure under 5 USCS § 552(b)(7)(C); and (4) matters specifically exempted from disclosure by statute under 5 USCS § 552(b)(3). Notice is hereby given of a request pursuant to 41 C.F.R. § 60-1.20(f) that portions of this program be kept confidential.

Thus, the Establishment wishes to make it clear that it does not consent to the release of any information contained in this Affirmative Action Program, including any and all data and documents provided during any audit by the OFCCP or other governmental agency, under the Freedom of Information Act or otherwise. If the U.S. Government, or any agency or subdivision thereof, is considering a request for release of this program under the Freedom of Information Act, request is hereby made that the government immediately notify the EEO/AAP Coordinator of the Establishment of any and all Freedom of Information Act requests received by the government or any other contemplated release of this program by the government which relates to information obtained by the government from this Establishment. The Establishment further requests that everyone who has any contact with this Affirmative Action Program, or its supporting appendices, documents, and other data, treat such information as confidential and that such information not be released to any person or entity. Retention or disclosure of information relating to identifiable individuals may also violate the Privacy Act of 1974 and/or other data privacy laws and restrictions.

I. REAFFIRMATION OF ESTABLISHMENT POLICY CONCERNING INDIVIDUALS WITH DISABILITIES AND COVERED VETERANS

Clean Energy/Seal Beach, CA (“the Establishment”) is committed to the goal of equality of opportunity in employment. To further this goal, a policy has been established concerning non-discrimination and affirmative action in providing employment opportunities to individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans (“Covered Group Members”).

The Establishment prohibits discrimination against individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans and will take affirmative action to ensure such non-discrimination. Managers assure through action, accommodation, and teaching, that positive steps are being taken to comply with this policy and to meet the requirements of law.

The President & CEO has reaffirmed the Establishment's Equal Employment Opportunity Policy. See Exhibit. The policy is disseminated so that employees may be informed of its content.

A. EQUAL EMPLOYMENT OPPORTUNITY POLICY AND AFFIRMATIVE ACTION PROGRAMS

It is the policy of this Establishment to prohibit discrimination against any employee or applicant for employment based on an individual’s race, religion, color, sex, national origin, age, physical or mental disability, status as a disabled veteran, recently separated veteran, other protected veteran or Armed Forces service medal veteran, or any other protected group status, and further, to take affirmative action to employ and advance in employment qualified minorities, women, individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans.

To implement this policy, the Establishment has established Affirmative Action Programs by which we undertake that:

We will recruit, hire, train and promote qualified persons in all job titles, without regard to race, religion, color, sex, disability, national origin, age, protected veterans' status or any other protected group status.

1. We will base decisions on employment so as to further the principle of equal employment opportunity.
2. We will ensure that promotion decisions are in accord with principles of equal employment opportunity by imposing only valid job requirements.
3. We will ensure that all personnel actions such as compensation, benefits, transfers, promotions, layoffs, return from layoff, Establishment-sponsored training, education, tuition assistance, and social and recreational programs, will be administered without regard to race, religion, color, sex, disability, national origin, age, protected veterans' status or any other protected group status.

4. We will ensure that employees and applicants are not subjected to harassment, intimidation, threats, coercion or discrimination because they have engaged in or may engage in any of the following activities: (1) filing a complaint, (2) assisting or participating in an investigation, compliance review, hearing, or any other activity related to the administration of Section 503 of the Rehabilitation Act of 1973, as amended (Section 503), the Vietnam Era Veterans Readjustment Assistance Act of 1974, as amended (VEVRAA), Veterans Employment Opportunities Act of 1998, Veterans Benefits and Health Care Improvement Act of 2000, Section 2(b)(1) of The Jobs for Veterans Act of 2002 or any other Federal, State or local law requiring equal opportunity for individuals with disabilities or protected veterans, (3) opposing any act or practice made unlawful under Section 503, VEVRAA, Veterans Employment Opportunities Act of 1998, Veterans Benefits and Health Care Improvement Act of 2000, Section 2(b)(1) of The Jobs for Veterans Act of 2002 or any other Federal, State or local law requiring equal opportunity for individuals with disabilities or protected veterans, or (4) exercising any other right covered under Section 503, VEVRAA or Veterans Employment Opportunities Act of 1998, Veterans Benefits and Health Care Improvement Act of 2000 and Section 2(b)(1) of The Jobs for Veterans Act of 2002.

B. DEFINITIONS

For purposes of determining compliance with the Establishment's policy, the following definitions apply:

An "individual with a disability" means any person who: "(i) has a physical or mental impairment which substantially limits one or more of such person's major life activities; (ii) has a record of such an impairment; or (iii) is regarded as having such an impairment." For purposes of this definition, an individual with a disability is "substantially limited" if he or she is "(i) unable to perform a major life activity that the average person in the general population can perform; or (ii) significantly restricted as to the condition, manner, or duration under which an individual can perform a particular major life activity as compared to the condition, manner, or duration under which the average person in the general population can perform that same major life activity."

A "disabled veteran" means (1) a veteran of the U.S. military, ground, naval or air service who is entitled to compensation (or who but for the receipt of military retired pay would be entitled to compensation) under laws administered by the Secretary of Veterans Affairs, or (2) a person who was discharged or released from active duty because of a service-connected disability.

"Other protected veteran" means any veteran who served on active duty in the U.S. military, ground, naval or air service during a war or in a campaign or expedition for which a campaign badge has been authorized, under the laws administered by the Department of Defense.

"Recently separated veteran" means any veteran during the three-year period beginning on the date of such veteran's discharge or release from active duty in the U.S. military, ground, naval or air service.

“Armed Forces service medal veteran” means any veteran who, while serving on active duty in the U.S. military, ground, naval or air service, participated in a United States military operation for which an Armed Forces service medal was awarded pursuant to Executive Order 12985.

The term “qualified,” with respect to an employment position, means having the ability to perform the essential functions of the position with or without reasonable accommodation for an individual with a disability.

II. DISSEMINATION OF POLICY

In order to ensure that all employees, applicants for employment and others are aware that this establishment is an equal opportunity employer of individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans, and Armed Forces service medal veterans, the following steps have been taken and shall continue to be undertaken:

A. INTERNAL DISSEMINATION

The Equal Employment Opportunity Policy, which includes the policy concerning employment of individuals with disabilities and employment of veterans, is posted together with the required “EEO is the Law” poster so that applicants and employees may see it.

1. The Establishment’s commitment to equal employment opportunity will be publicized in Establishment publications and other media and the accomplishments of individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans will receive coverage in Establishment publications.
2. Meetings will be conducted to disseminate Establishment policy. These meetings shall include management and supervisory personnel and shall cover the policy concerning individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans and responsibility for effective implementation.
3. Employees and job applicants have been notified of the Establishment's affirmative action program for individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans and the equal employment opportunity policy through the notice posted on key bulletin boards. Employees and applicants who have received offers of employment are invited to identify themselves if they wish to benefit under the affirmative action program. Employees are advised to contact the Equal Employment Coordinator if they feel they are being discriminated against because of a disability or veteran's status.
4. A copy of this affirmative action program is available for inspection to all employees and applicants for employment upon request. The invitation to self-identify, the location of the program, and the hours when it is available for inspection have been conspicuously posted.

5. Information about the Establishment's affirmative action program for individuals with disabilities and for disabled veterans, and other protected veterans and the equal employment opportunity policy has been included in employee orientation programs, including orientation of new managers and supervisors.

B. EXTERNAL DISSEMINATION

1. Recruiting sources, including state employment security agencies, educational institutions, and social service agencies, have been informed of the Establishment policy concerning employment of individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans and have been advised to actively recruit and refer qualified individuals with disabilities and qualified veterans for positions listed.

2. Notification has been sent to all subcontractors, vendors and suppliers requesting appropriate action on their part.

3. An effort shall be made to consider all qualified individuals with disabilities and qualified veterans not currently in the work force who have requisite skills and can be recruited through affirmative action measures through use of the sources listed in the following - "Outreach and Positive Recruiting."

4. The equal opportunity clauses prescribed in 41 C.F.R. § 60-250.5(a), 41 C.F.R. § 60-300.5(a) and 41 C.F.R. § 60-741.5(a) have been incorporated by reference in accordance with 41 C.F.R. § 60-250.5(d), 41 C.F.R. § 60-300.5(d) and 41 C.F.R. § 60-741.5(d) in each nonexempt purchase order and subcontract.

5. When employees are pictured in any type of advertising, employees with disabilities employees and protected veterans are included, subject to the individual's right to privacy.

C. OUTREACH AND POSITIVE RECRUITING

The Establishment has reviewed its employment practices to ensure that the personnel programs provide equal opportunity and affirmative action for employment and advancement of qualified individuals with disabilities and veterans. In conjunction with these programs, the Establishment shall undertake appropriate outreach and positive recruiting activities such as those described below.

1. Recruiting programs shall be established and the assistance of recruiting sources shall be enlisted, where applicable and feasible. The Establishment shall contact organizations interested in employment of individuals with disabilities and protected veterans.

Contacts shall be made and fostered with the organizations for advice, technical assistance, and referral of potential employees.

2. The work force has been reviewed to determine the availability of promotable, qualified, individuals with disabilities and protected veterans.

III. RESPONSIBILITY FOR IMPLEMENTATION

The development and execution of Establishment policy in this program shall be administered as outlined below:

A. COMPLIANCE OFFICER FOR THE ENTIRE ESTABLISHMENT

Andrew Littlefair, President & CEO, has been designated as the Compliance Officer for the entire Establishment and shall be primarily responsible for developing statements of and effectuating the Establishment policy. The Compliance Officer for each facility is responsible for the development and implementation of a written Affirmative Action Program applicable to the specific location under his/her jurisdiction.

B. EQUAL EMPLOYMENT COORDINATOR

Hitomi Nishinaka, Director, Human Resources, has been designated as the Equal Employment Coordinator and given the responsibility to supervise and audit the effective implementation of the affirmative action program for individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans at this Establishment.

Principal responsibilities of the Equal Employment Coordinator include, but are not limited to:

1. Develop annually Affirmative Action Programs.
2. Improve internal and external communication techniques.
3. Assist in the identification and solution of EEO focus areas.
4. Implement an audit and reporting system as outlined in Section IV of this program in order to evaluate the effectiveness of the program, and determine the degree of compliance with the policy.
5. Recommend any necessary remedial actions.
6. Serve as liaison between the Establishment and employment agencies, organizations concerned with individuals with disabilities or veterans, and enforcement agencies.
7. Review all technical forms for compliance with federal regulations and inform management of recent developments in affirmative action.
8. Review personnel processes to determine whether present procedures assure careful, thorough and systematic consideration of the job qualifications of known individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veteran applicants/employees for job vacancies filled by hiring or promotion and for training programs.

9. Arrange as necessary for career counseling for qualified individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans.

Managers and supervisory personnel are responsible for:

1. Ensure that employees placed through affirmative action efforts are not harassed, intimidated, coerced or discriminated against.

2. Identify any focus areas in their area of responsibility in implementation of affirmative action programs and assist in the development of solutions for any focus areas identified.

3. If focus areas arise, report them to the Equal Employment Coordinator immediately.

IV. AUDIT AND REPORTING SYSTEM

A. PURPOSE OF SYSTEM

The Establishment's Audit and Reporting System has been designed to:

1. Measure the effectiveness of the affirmative action program for individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans.

2. Indicate those areas where remedial action is needed.

3. Determine the degree to which the Establishment's objectives have been obtained.

4. Determine whether known individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veteran employees have had the opportunity to participate in Establishment-sponsored training, recreational and social activities.

5. Ensure that the Establishment is in compliance with the Rehabilitation Act of 1973, the Vietnam Era Veterans Readjustment Assistance Act of 1974, the Veterans Employment Opportunities Act of 1998, the Veterans Benefits and Health Care Improvement Act of 2000 and The Jobs for Veterans Act of 2002.

B. AUDIT SYSTEM

The audit system provides for maintenance of the following records:

1. Information on applicants, showing name of applicant, date of application, race, sex, disabled veteran status, other protected veteran status and disability status (if identified), position applied for, offered and hired into.

2. A list of those individuals who have identified themselves for consideration under the affirmative action program and known employees with disabilities and protected veterans.

3. On an annual basis the Equal Employment Coordinator will audit each of the items set forth in Section V of this program to ensure that each of the items outlined in the Plan of Action have in fact been accomplished. In addition, the Equal Employment Coordinator will review with the management supervisory staff their efforts to achieve their EEO responsibilities. Supervisors will be asked to indicate any current or foreseeable EEO areas of concern and outline their suggestions for solutions. The Equal Employment Coordinator will discuss any area of concern relating to supervisors' implementation of the programs, such as issues with job accommodations.

4. Annual completion and submission of the VETS-100A form, recording by EEO-1 job category, the number of employees and new hires in the previous 12-months who are disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans.

C. REPORTING SYSTEM

The result of the Equal Employment Coordinator's annual audit will culminate in a report to the President & CEO on the status of the Establishment's affirmative action program. This report reviews the plan of action of the prior year's affirmative action program, and recommends additional action-oriented programs, if necessary, which will be incorporated into the plan of action for the following year. The Equal Employment Coordinator will take any steps that are necessary to provide for the effective implementation of the program.

V. PLAN OF ACTION

The Establishment views its AAP for employment of individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans as a program designed to enhance the opportunities of qualified individuals with disabilities and protected veterans. It recognizes that the ultimate success of this undertaking will be largely the result of the good faith efforts detailed in the plan of action of the AAP.

A. IDENTIFICATION OF COVERED INDIVIDUALS

Applicants, subsequent to receiving job offers but prior to starting work, and employees are invited to identify themselves if they wish to be considered under the Establishment's individuals with disabilities, disabled veteran, or other protected veterans AAP. Such identification is voluntary and confidential, and applicants and employees are so advised. Applicants and employees are also advised that they may identify themselves as an individual with a disability at any time in the future.

If an applicant has identified himself/herself as a covered individual with a disability or disabled veteran or other protected veteran, this information is forwarded to the Equal Employment Coordinator for consideration under the Establishment's affirmative action program.

Additional opportunity, by notice posted on employee bulletin boards, is provided to employees to identify themselves under this affirmative action program.

B. RECRUITING

The Establishment is actively seeking individuals with disabilities and disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans for current and future employment. In order to improve recruitment and increase the flow of qualified applicants, we will contact those recruitment sources listed previously.

The Establishment informs primary recruiting sources of our EEO policy. Where possible, briefing sessions are conducted on Establishment premises with representatives from these recruiting sources. These sessions include such activities as department tours, information on jobs and necessary qualifications, explanations of the Establishment employment selection process, and recruiting literature.

All employment openings except executive and top management positions, positions that will be filled from within the Establishment's organization, and positions lasting three days or less, have been listed concurrently with the use of any other recruitment source or effort with the appropriate office of the State Employment Service.

C. CONSIDERATION OF QUALIFICATIONS OF COVERED INDIVIDUALS

1. SELECTION FOR EMPLOYMENT

All employees engaged in making hiring or other selection decisions are trained in EEO policy. Individuals have been trained to ensure freedom from stereotyping individuals with disabilities or protected veterans in a manner which limits their access to all jobs for which they are qualified. In determining the qualifications of a protected veteran, the Establishment shall consider only that portion of the military record, including discharge papers, relevant to the specific job qualifications for which the veteran is being considered. The Application for Employment form inquires about the education and training received while in the military service in order to fully evaluate the applicant's qualifications for employment.

2. PROMOTIONS

The Establishment has adopted a job posting system which covers regular and part-time openings. Under the posting system, openings are posted and any employee may apply in writing.

The records of interested individuals with disabilities, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veteran employees are reviewed to assure that qualified individuals are given equal consideration as opportunities for upgrading, promotion, and transfer occur. Where additional training and experience would be helpful for advancement, management counsels and assists employees with disabilities and protected veterans.

3. TRAINING

Employees with disabilities and protected veterans are given equal access to all training programs designed to enhance an employee's ability to assume positions of greater responsibility. This information is reviewed to assure that all employees have equal access regardless of disability or protected veteran status.

The Establishment's tuition reimbursement program is also made available to all employees who wish to enhance their opportunity with the Establishment by continuing their formal education.

4. OTHER PERSONNEL PROCEDURES

Individuals with disabilities and protected veterans have the opportunity to participate on an equal basis in all Establishment sponsored social and recreational programs.

D. REVIEW OF JOB QUALIFICATION REQUIREMENTS

As opportunities arise, review of physical and/or mental job qualification requirements will be conducted to ensure that, to the extent qualification requirements tend to screen out qualified individuals with disabilities or disabled veterans, these qualification requirements are job-related and are consistent with business necessity and the safe performance of the job. This review will continue for each job for which an individual with a disability or protected veteran employee or applicant is being considered.

Each member of management involved in the recruitment, screening, selection and promotion process has access to the materials related to the review of job qualification requirements in order to assure that qualification requirements do not screen out qualified individuals unless such qualification requirements are job-related and consistent with business necessity and the safe performance of the job.

Results of any medical examinations and/or inquiries relating to the physical or mental condition of an employee or applicant are kept confidential, except that:

1. supervisors and managers may be informed regarding restrictions on the work or duties, or necessary accommodations of an individual with a disability or protected veteran;
2. medical first aid and safety personnel are informed to the extent necessary in those instances in which emergency treatment may be required; and
3. such information will be available as requested during an investigation by government officials of compliance with the applicable regulations.

E. ACCOMMODATION TO PHYSICAL AND MENTAL LIMITATIONS OF EMPLOYEES

The Establishment shall make every effort to accommodate the physical or mental limitations of applicants and employees who are individuals with disabilities or disabled veterans, unless such accommodation would impose an undue hardship on the conduct of the Establishment's business. In addition, if appropriate, the Establishment shall seek guidance from the various resource

organizations that may be helpful in designing reasonable job accommodations for such applicants or employees. In determining the extent of the Establishment's job accommodation obligations, the following factors, among others, shall be considered: business necessity, financial cost and expense, and resulting personnel problems. In designing new construction and remodeling old facilities, special consideration shall be given, insofar as it is economically practicable, to the removal of architectural barriers to access by individuals with disabilities or protected veterans.

F. COMPENSATION

The Establishment does not reduce the amount of compensation offered to an individual with a disability, disabled veterans, recently separated veterans, other protected veterans and Armed Forces service medal veterans because of any disability income, pension or other benefit the applicant or employee receives from another source.

G. HARASSMENT

The Establishment has developed and implemented procedures to ensure that its employees are not harassed because of a disability, disabled veteran, or other protected veteran status.

H. COMPLIANCE WITH REGULATIONS

The Establishment is in compliance with the technical requirements of the applicable regulations. A copy of the poster Equal Employment Opportunity is the Law has been posted on Establishment bulletin boards. This poster informs individuals of the affirmative action requirements under the Vietnam Era Veterans Readjustment Assistance Act of 1974 and Section 503 of the Rehabilitation Act of 1973.

I. TRAINING

All personnel involved in the recruitment, screening, selection, promotion, disciplinary, and related processes shall be trained to ensure that the commitments in the Establishment's affirmative action program are implemented.