Gage Zero

July 10, 2023

ZERO EMISSION TRUCK STOP, NATIONAL CITY RFP

RFP No. 23-12MB

Contact: Carly Filler, Co-Founder & Chief Commercial Officer
1606 Headway Cir #9047
Austin, Texas
carly@gagezero.co | 512.766.5016

Executive Summary

Gage Zero LLC is honored to present this proposal for the development and operation of a Zero Emission (ZE) Truck Stop for the Port of San Diego. Our plan envisions a two-phased implementation that blends cutting-edge technology with community-forward initiatives, under a financial model designed for mutual growth and sustainability.

Project Team and In-House Expertise

Gage Zero is a women-led team of clean energy and transportation experts with over $10 billion of combined project development and execution deploying innovative, utility-scale renewable energy and battery storage projects. We have partnered with ARC Financial to deploy upwards of $300 million in equity to develop EV charging infrastructure and vehicle leasing solutions for fleet customers. Gage Zero's in-house expertise includes project management; permitting and utility interconnection; engineering, procurement, and construction (EPC) selection and management; and operations & maintenance with on-site staff and contracted service providers.

Project Size and Phases

- Phase 1 promises an ambitious start, featuring ten (10) 350 kW EVSE units with dual charging capacity, allowing 20 trucks to charge at 175 kW each, with a capacity of 3.5 MW. Complementing this is a suite of amenities including a 2,500 sq ft rest area building, 400 kW of solar generation, and a 500 kW / 2 MWh battery storage system. Phase 1 will support 56 trucks to meet the Port's Transition Plan goals for 2026.
- Phase 2 looks to the future, adding ten (10) more 150 kW dual-port chargers once a 20% utilization threshold is reached on the Phase 1 chargers, increasing the initial capacity to a total of 5 MW and meeting the increasing demand for ZE truck charging at the Port. Phase 2 will support 98 trucks to meet the Port's Transition Plan goals for 2030.

Financial Model, Revenue Sharing, and Lease Terms

We propose a minimum lease term of 10 years with a 10-year renewal option. The Port will receive two revenue sources from the project:

- Base rent of $7/sqft/yr with a 2% annual escalation, starting at approximately $610,000/yr in 2026; and
- Revenue share of 10% of all charging revenues + 5% of other on-site revenues, once 20% utilization is reached (estimated to start at $487,000/yr in 2027).

Community Engagement and Benefits

Gage Zero is committed to a project that not only builds infrastructure but also engages the surrounding Portside communities. Our community engagement strategy is aligned with local initiatives such as the Maritime Clean Air Strategy, San

Diego's Economic Development Strategy, and the Community Emissions Reduction Plan for the Portside Environmental Justice Neighborhoods, ensuring we support the broader community goals.

Central to our project is the creation of an environment that caters to the well-being of truckers and the local community. This involves developing hygienic and wellness areas, including accessible rest areas, Wi-Fi, mobile phone chargers, showers, and outdoor picnic spaces. A dedicated community benefit manager will be employed to foster relations between the truckers using the ZE Truck Stop and the local community, ensuring active participation in community and Port events. Furthermore, our plan includes building an eco-friendly truck stop experience with a variety of healthy, cultural, and diverse food truck options for truckers and community members, offering reduced rates for local entrepreneurs. We've also engaged the local trucking community and have received letters of support from Dole Food Company, Pasha Distribution Services, and Jako Trucking.

Our project is designed with the local community and workforce in mind, creating opportunities for skill development in partnership with organizations like GRID Alternatives San Diego and the Urban Corps of San Diego, which will equip residents with the necessary skills for the growing clean energy sector. Moreover, we are focused on providing opportunities such as contracting opportunities for Minority and Women-Owned businesses, as well as STEM programming, aligning with the Port of San Diego's initiatives for education and community outreach. This multi-faceted approach ensures benefits will permeate through local small businesses and the broader community.

Financing Strategy
The project is set to be fully financed by Gage Zero without the need for debt financing during the development and construction phases, providing a strong financial foundation and stability. After the construction phase and once operational, there is a possibility of securing debt financing, based on our previous experience with similar projects.

Conclusion
Gage Zero LLC is ideally positioned to execute the ZE Truck Stop project, marrying our deep-seated commitment to diversity and community engagement with our extensive experience in large-scale energy and transportation infrastructure project development and execution. Our financial and operational plan promises not only to serve the Port of San Diego's needs but also to establish a foundation for ongoing sustainable development across the region.

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ATTACHMENT A
STATEMENT OF QUALIFICATIONS

A response to this Request for Proposals (RFP) for providing services as described in the Scope of Services within the jurisdiction of the San Diego Unified Port District (District) in the cities of Chula Vista, Coronado, Imperial Beach, National City, and San Diego, California, will not be considered unless all the information requested in the Statement of Qualifications (questionnaire) is provided by the Proposer. Statements must be complete and accurate. Omissions, inaccuracies, or misstatements may cause the rejection of a response or subsequent revocation of the Agreement.

By submission of a response, the Proposer authorizes the District to make any inquiry or investigation it deems appropriate to verify or augment the information contained in this questionnaire and authorize others to release to the District any and all information sought by District in such inquiry or investigation.

Legal Name of Proposer as it will appear on any final Agreement:

Gage Zero LLC
Company or Organization Name

Proposer's Representative for purposes of communication relating to this proposal:

Name, Title	Tel. No.	Email
Carly Filler, Chief Commercial Officer	203-417-3937	carly@gagezero.com

Street	City	State	ZIP
1606 Headway Cir, #9047	Austin	Texas	78754

Proposer's Representative with signature authority for contract documents:

Name, Title	Tel. No.	Email
Zeina El-Azzi, CEO	512-766-5016	zeina@gagezero.com

Street	City	State	ZIP
1606 Headway Cir, #9047	Austin	Texas	78754

(IF DIFFERENT THAN ADDRESS STATED ABOVE)

The Proposer is a (check one):

( ) Sole Proprietorship
(X) Partnership – STATE OF INCORPORATION: Delaware LLC
( ) Corporation
( ) Joint Venture
or Explain if necessary: _____

I, Zeina El-Azzi (PRINT NAME), affirm that all the information furnished in and with this questionnaire, is true, complete and correct to the best of my knowledge.

_____ July 10th, 2023

(Signature) (Date)

MINIMUM QUALIFICATIONS

Firms submitting proposals should meet the following minimum qualifications. Please answer "yes" or "no", and include an explanation, As Needed.

1. Proposer has a liability insurance policy with a policy limit amount as required on the Sample Agreement or a statement from their broker that the Proposer can have such insurance in place after notice of award.

   [X] Yes **[ ] No**

2. Proposer has current workers' compensation insurance policy as required by the Labor Code or is legally self-insured pursuant to Labor code section 3700 ET. Seq. or is exempt because Proposer has no employees. Proposer has continuously had workers' compensation insurance or state approved self-insurance.

   [X] Yes **[ ] No** **[ ] Exempt**

3. Proposer has automobile liability insurance policy with a policy limit of at least $1,000,000 per claim or a statement from their broker that the Proposer can have such insurance in place after notice of award.

   [X] Yes **[ ] No**

4. At any time during the last five years, has your firm, or any of its owners or officers been convicted of a crime involving the bidding, awarding or performance of a government contract or agreement?

   [ ] Yes **[X] No**

5. Is your firm currently in a bankruptcy case, in Chapter 11, an applicant for Chapter 11, or an adjudicated bankrupt?

   [ ] Yes **[X] No**

SPECIAL QUALIFICATIONS

Proposers should provide the following information relevant to its operations as the basis for evaluation:

6. OTHER REQUIRED RESPONSE INFORMATION

A. REFERENCES

Provide a list, including names, addresses, and phone numbers of at least three (3) clients that your firm has served within the last two (2) years with a scope of service similar to this RFP. By providing references, you are authorizing the District to contact such clients for an appraisal of the services they received from your firm.

Client Name, Address and Phone Number	Number of Years performing similar scope of services	Describe services provided
See note below**		

*** Gage Zero was founded in January 2023 and as such does not have any direct references it can provide. Employees at Gage Zero have worked on numerous clean energy and transportation projects in roles at prior companies (see Sections 6.1 and 6.3 of proposal), and if selected to move to the next round, we will reach out to our prior companies to inquire whether their projects may serve as references for Gage Zero.*

B. PENDING LITIGATION

Are you, or any of the principals in your organization holding more than a 10% interest, presently a party to any pending litigation, liens, claims or judgments?

[ ] Yes [X] No

If yes, provide detailed information for each action. Include a listing of any lawsuit or litigation and the result of that action resulting from (a) any public project undertaken by the Proposer or by its Sub-Service Providers where litigation is still pending or has occurred within the last five years or (b) any type of project where claims or settlements were paid by the Proposer or its insurers within the last five years.

C. CONFLICT OF INTEREST

Does the company have any existing or potential conflicts of interest with the District?

[ ] Yes [X] No

If yes, attach a statement detailing the conflicts of interest.

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ATTACHMENT B
PROPOSER'S SUB-SERVICE PROVIDERS

Name, Address and DIR Registration Number (if applicable) of Sub-Service Provider	Type of Service	SBE Type (DBE, WBE etc.)	*Certifying Agency	**Percent of Service	Dollar Value of Services
REDACTED	Engineering	NA	NA	REDACTED	REDACTED
REDACTED	General Contractor Electrical & Solar	Subcontractors will all be local SBEs	TBD	REDACTED	REDACTED
REDACTED	Architect	NA	NA	REDACTED	REDACTED
REDACTED	Charging Management Software	Subcontractor will be an SBE	TBD	REDACTED	REDACTED
REDACTED	Energy Storage System	NA	NA	REDACTED	REDACTED
REDACTED	EVSE Manufacturer	NA	NA	REDACTED	REDACTED

* Must provide copy of SBE Certification.
**Must provide percentages of work to be subcontracted. If unknown, what is your overall percentage for all subs combined for the project?

ATTACHMENT C
EQUAL OPPORTUNITY PROGRAM BONUS POINTS

STAFFING: The District shall award five (5) points to a firm's total score from the evaluation criteria/matrix that has staff with disabilities as defined by the ADA, or that has included one or more Disabled Veteran Business Enterprise (DVBE) subcontracting firm(s). The Proposer **MUST** submit DVBE certification documentation and workforce statistical data reporting number and percentage of total employees with disabilities as defined by the ADA.

Acceptable Agency DVBE Certification documentation: Central Contractor Registration (CCR) or State of California Department of General Services (DGS)

Is your firm claiming DVBE or Staffing bonus points? Yes___ No X

Please complete workforce statistical data:

Job Group	Disabled Staff	
	#	%
Officials/Managers		
Professionals		
Technicians		
Sales Workers		
Admin Support		
Craft Workers		
Operators		
Laborers		
Service Workers		
Total:		0

VETERAN'S STATUS: The District shall award five (5) points to a firm's total score from the evaluation criteria/matrix that has Veteran's status or has staff with Veteran's status. **Documentation of a firm's Veteran's status is acknowledged through the firm's good faith by completing the statistical data report listed below.**

Is your firm claiming Veteran's Status bonus points? Yes___ No _X_

Please complete workforce statistical data:

Job Group	VETERANS STATUS	
	#	%
Officials/Managers		
Professionals		
Technicians		
Sales Workers		
Admin Support		
Craft Workers		
Operators		
Laborers		
Service Workers		
Total:		0

ATTACHMENT D
STATEMENT REGARDING DIVERSITY, EQUITY, AND INCLUSION

Proposers represent that they are an equal opportunity employer, and it shall not discriminate against any subconsultant, employee or applicant for employment because of race, religion, color, national origin, handicap, ancestry, sex, gender, gender expression, sexual orientation, or age. Such non-discrimination shall include, but not be limited to, all activities related to initial employment, upgrading, demotion, transfer, recruitment or recruitment advertising, layoff or termination.

Provide here a written statement of Proposer's commitment to diversity, equity, and inclusion, which shall include a commitment and brief description of its plan to implement good faith efforts to recruit subconsultants and employees in a non-discriminatory manner.

ATTACH ADDITIONAL SHEETS IF NECESSARY

Gage Zero - Diversity Philosophy

Gage Zero fosters diversity through empowering every voice, and we embrace people from all backgrounds, experiences, and viewpoints. Gage Zero is founded and led by women. Gage Zero is committed to being an inclusive place to work, while maintaining a workforce that represents the communities we serve. Gage Zero is an equal opportunity employer and encourages people of all backgrounds, genders, ethnicities, religions, abilities, and sexual orientations to apply.

Accountability. Transparency. Reliability & Safety. Collaboration. Thoughtful Stewardship. Our values define how we work and why we do what we do. We believe that the more diverse we are--through background, gender, age, ability, and thought--the more we will hold ourselves accountable to each other, the communities we serve, and the environment. We are thoughtful stewards of each other and ensure each other's safety by working to foster an inclusive culture, valuing the voices of our team and customers alike. As a company, we work best through collaboration, feedback loops, transparency, and trust. Gage Zero is committed to incorporating inclusivity and diversity in our hiring practices, our fleet operations, and everything in between.

Gage Zero's plan to implement good faith efforts to recruit sub consultants and employees in a non-discriminatory manner include:

- Monitoring employment and subcontractor practices to remove barriers to access opportunities
- Providing job-related training where possible on new tools and technology for employees and subcontractors
- Increasing outreach to minority-led business associations, such as local minority business chambers and small business associations
- Establishing DEI reporting in our internal SBE participation dashboard for our executive team to measure progress towards stated goals in Attachment F

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ATTACHMENT E

Employment and Ownership Report

Submitted to:

Diversity, Equity, and Inclusion
Port of San Diego

Submitted by:

Name of Business	Gage Zero, LLC
Contact Person	Zeina El-Azzi
Address	1606 Headway Cir #9047
City, State, Zip Code	Austin, Texas 78754
Phone Number	512-766-5016
FAX Number	N/A
E-Mail Address	Zeina@gagezero.com
Date	July 10th, 2023
Signature	

The submittal of this information and subsequent DEI updates and/or reports required by Agreement language is for recordkeeping and tracking purposes only and will not be used as a basis for decisions, unless Service Provider fails to provide such information.

Attachment E - Employment Report

Job Categories	Number of Employees – Report Employees in only one category																				
	Race/Ethnicity																				
	Women							Men							Nonbinary						
	White	Black or African American	Hispanic	Native Hawaiian or Other Pacific Islander	Asian	American Indian or Alaska Native	Two or More Races	White	Black or African American	Hispanic	Native Hawaiian or Other Pacific Islander	Asian	American Indian or Alaska Native	Two or More Races	White	Black or African American	Hispanic	Native Hawaiian or Other Pacific Islander	Asian	American Indian or Alaska Native	Two or More Races	**Total Col A-U**
	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	**V**
Executives	2							1														**3**
Mid-Level Executives	2							1														**3**
Professionals	1																					**1**
Technicians																						**0**
Sales Workers																						**0**
Admin Support																						**0**
Craft Workers																						**0**
Operatives																						**0**
Laborers																						**0**
Service Workers																						**0**
Total	**5**	**0**	**0**	**0**	**0**	**0**	**0**	**2**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**7**

ATTACHMENT F
PROPOSERS SMALL BUSINESS ENTERPRISE PLAN

[PLEASE COMPLETE FORMS IN WORD FORMAT]

INSERT COMPANY NAME AND DATE

OBJECTIVE: That small businesses have equal opportunity to participate in the performance of design, construction, and leasing opportunities. To accomplish this objective, the District encourages respondents to conduct outreach to Small Business
Enterprises (SBE), and implement programs and processes to implement the District's policy.

1. **Gage Zero LLC** is committed to taking all necessary and reasonable steps to increase utilization of SBEs for a positive economic impact to the region. Gage Zero LLC agrees to implement programs and processes designed to assist in the creation of business ventures/opportunities so that SBEs can share in the economic activities generated by the **Zero Emission Truck Stop, National City** project. These programs and processes shall be designed to promote SBE opportunities during the design, construction, and leasing of the project. This agreement shall not apply to any other Gage Zero LLC project.

2. **SBE OUTREACH: Gage Zero LLC** shall conduct SBE outreach event(s) to the SBE community for subcontracting opportunities with the project. Due to the length of the project, more than one outreach event may be needed. Gage Zero LLC shall conduct outreach notifications to SBEs as needed to meet the proposed SBE participation goal(s).

   Certification of all SBEs shall be required. Any SBE certified by California Department of Transportation (CALTRANS), California Department of General Services (DGS), System for Award management (SAM), or certified by any federal, state, or local agency shall be deemed certified for purposes of this project.

3. **DESIGN/CONSTRUCTION:** Gage Zero LLC will use good faith efforts to achieve 50 percent or more of the total costs incurred in connection with the design and construction of the project to be incurred pursuant to contracts with certified SBEs. Good faith efforts must be documented and submitted if the SBE goal is not attained.

4. **LEASING/OPERATIONS:** Gage Zero LLC will use good faith efforts to achieve 50 percent or more of the total costs incurred in connection with the leasing and operations of the project to be incurred pursuant to contracts with certified SBEs. Good faith efforts must be documented and submitted if the SBE goal is not attained.

5. **REPORTS:** Monthly utilization reports for each certified SBE subparticipant during the design and construction phase of the development shall be requested successful proposer.

Zero Emission Truck Stop, National City
Small Business Enterprise Program Participant

Complete this form for each SBE identified as part of respondent's team.

A. SBE Participants

Name of SBE:	
Address of SBE:	
Phone Number/Email of SBE:	
Contact for SBE:	
Type of Business:	
Project Phase:	☐ Design Phase ☐ Construction Phase ☐ Leasing/Operations Phase

B. SBE Participation

___ Percent of SBE participation based on the estimated total dollar value of the project (if the goal is not met, attach good faith efforts documentation).

C. SBE Certification

Certifying Agency:	Expiration Date:

D. SBE Scope of Work

Describe the scope of services to be performed by the SBE:

E. Assurance of SBE Participation

Describe the steps to be taken to ensure SBE participation at the indicated percentage:

Attach the following documents:

☐ SBE Certification

☐ Good Faith Efforts Documentation if applicable

☐ Signed Letter of Commitment to SBE

F. **Respondents Good Faith Efforts Documentation**

Good faith efforts are those that could reasonably be expected to result in goal attainment. At a minimum, each respondent will be expected to have taken the following actions to ensure a level of SBE participation, which equals 50% of the estimated dollar value of the agreement:

- Advertised in general circulation, business journals, or minority focus media concerning opportunities;
- Provided written notice to a reasonable number of specific businesses including SBEs and their interest in the opportunity is solicited, in sufficient time to allow businesses to participate effectively;
- Followed-up initial solicitations by contacting them to determine with certainty whether they are interested;
- Selected portions of the opportunity to be performed by subcontractors in order to increase the likelihood of meeting the SBE goal;
- Provided interested businesses with adequate information about the requirements of the RFP, or Public Works;
- Negotiated in good faith and not rejecting businesses as unqualified without sound reasons based on a thorough investigation of their capabilities;
- Made efforts to assist interested businesses in obtaining bonding, lines of credit, insurance or other requirements of the District or respondent; and
- Effectively used the services of available minority, business and community organizations, local, state, and Federal business assistance offices, and other organizations that provide assistance in the recruitment of SBEs.

If respondent is unable to achieve the 50% SBE goal stated herein, respondent is

required to provide documentation of its actions taken to actively and aggressively achieve the SBE goal. The District will examine the quantity and intensity of respondent's efforts as well as the type of actions taken. Efforts that are merely pro forma are not sufficient, even though they may be sincerely motivated.

Documentation List:

A. Copies of all advertisements
B. Copies of small business resources
C. Copies of all written solicitation responses
D. Copies of phone log/ follow up calls
E. Copies of written correspondence
F. Copies of internet solicitations with responses
G. Copies of any business assistance if applicable
H. Verifiable details on how you used the services of available minority business and community organizations, local, state, and Federal business assistance offices, and other organizations that provide assistance in the recruitment of SBE.

Proposal Package

Response Cover Letter

Michael Bautista, Procurement Analyst
San Diego Unified Port District
1400 Tidelands Avenue
National City, CA 91950

July 10, 2023

Re: RFP 23-12MB: ZERO EMISSION TRUCK STOP, NATIONAL CITY

Gage Zero LLC ("Gage Zero") is pleased to provide this response to RFP 23-12MB: Zero Emission Truck Stop, National City issued by the Port of San Diego (the "Port"). Gage Zero was founded with one goal in mind: to build a zero-emissions future for people and the planet. Because of this, our company is aligned to support the Port's Maritime Clean Air Strategy ("MCAS") with its goal to eliminate internal combustion engine trucks serving the Port's marine terminals by 2030.

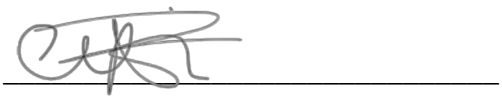
In furtherance of the Port's MCAS goals, Gage Zero will rapidly deploy reliable electrification infrastructure at a publicly accessible zero-emission truck stop ("ZE Truck Stop") with cost-effective charging and services for fleets serving the Port, which will accelerate their transition to zero-emission trucks ("ZE trucks"). Gage Zero is currently helping other fleets do this by deploying its capital and navigating the complexity of electrification while ensuring reliable and safe operations. Gage Zero's approach is designed to benefit the community and local small businesses.

The Port's goals will be supported by our women-led team of clean energy and transportation experts, engineers, project managers, and infrastructure developers. The Gage Zero team has extensive experience, having built over $10B of utility-scale infrastructure projects ranging from solar photovoltaics to battery storage to transportation fuels. With this experience, we bring to the Port our credibility and proven ability to execute on complex projects in a new and evolving industry. We offer comprehensive solutions that include not only reliable, safe, and cost-effective charging solutions, but on-site solar power generation, battery storage, and a suite of comfort and convenience services,

as well as community benefits, to support the fleets serving the Port and the local community.

Gage Zero has analyzed the Port of San Diego's Zero Emission Truck Transition Plan ("Transition Plan") and will leverage our deep experience in finance, project development, execution, and operations to meet both the Port's 2026 goal to transition 40% of all truck trips to ZE trucks, as well as the 2030 milestone to transition to 100% ZE trucks. Gage Zero will be both the developer/owner and the operator/manager of the ZE Truck Stop, and we are the prime proposer (note, we may establish one or more wholly owned special-purpose affiliate(s) to own the infrastructure). We also propose to develop and operate the project on Parcel #3.

We look forward to partnering with the Port on these ambitious and visionary goals.



Zeina El-Azzi
Chief Executive Officer,
Gage Zero LLC

zeina@gagezero.com
512-300-7100

1606 Headway Cir #9047
Austin, TX 78754

	Proposal Summary
Contact Information	
Proposer Name	Gage Zero LLC
Partners/subcontractors information	- Financial Partner: ARC Financial - Redacted
Phasing	-
Number and sequencing of phases identified	Two phases
Development included in each phase	- Phase 1: Ten 350 kW EVSE units with dual charging capability (175 kW per port for 20 ports, a 2,500 sq ft rest area building containing amenities including showers and restrooms, 400 kW of on-site solar generation, and a 500 kW / 2 MWh battery energy storage system - Phase 2: Ten (10) 150 kW EVSE units with dual charging capability (75 kW per port for 20 ports)
Trigger for next phases	REDACTED utilization achieved on Phase 1
Business Model	**-**
Revenue-sharing model with the District	Gage Zero will pay to the Port: (a) 10% of all charging revenues from the ZE Truck Stop, plus (b) 5% of on-site ZE Truck Stop revenues derived from sources other than charging
Revenue amount distributed to the District ($)	The revenue-sharing model is equivalent to REDACTED over the 20 year project operations, starting at REDACTED in 2027 and increasing annually based on revenue and utilization escalation.
Lease duration (months)	REDACTED
Designated stalls, reservations, and special rates for Port serving trucks?	Gage Zero has modeled a REDACTED discount for Port-serving trucks on the reservation fees and charging price and will have 20 designated stalls for Port serving vehicles. The rate for Port-serving vehicles can be further negotiated.
Additional uses for site/Amenities	Personal vehicle parking, restrooms, showers, food and refreshments, wifi, and an outdoor picnic area
DER Integration: solar & ~capacity (kW)	400
DER Integration: battery & ~capacity (kW)	500
DER Integration: other technologies? (kW)	0
DER Integration: estimated offset (kW)	900
Equipment	-
Installation by EVITP certified technicians	20
EV chargers: single chargers count	0
EV chargers: dual chargers count	Phase 1: 10, Phase 2: 10 (total 20)
EV chargers: opportunity count	10
EV chargers: overnight count	10

	Proposal Summary
Contact Information	
EV chargers: total count	20
Capacity: total	Phase 1: 3,500 kW / Phase 2: 1,500 kW (incremental) = 5,000 kW (total)
Capacity: per charger	10 dual 350 kW chargers in Phase 1 and 10 dual 150 kW chargers in Phase 2
EVSE connector type	CSS (will explore others such as CHAdeMO, NACS, MCS based on fleet needs)
EVSE manufacturer	REDACTED
Standards used	OCPP 1.6 protocol
Land	-
Parcel(s) used	Parcel #3
Acreage used (sqft)	2 acres / 87,120 sq ft
Design Documents	-
Site Plan	See Section 5.1
Elevations	See Section 5.2
Context/Perspective Drawings	See Section 5.3
Team Experience	-
Relevant Project Experience	See Sections 6.1 and 6.3
Support required from the District	No direct/indirect support required
Project schedule	-
Estimated Total Development Cost	REDACTED
Estimated Start date	Start date of Site Design - 12/30/2023 for Phase 1, 6/1/2026 for Phase 2
Phase One:	**-**
Estimated schedule: site design days	234
Estimated schedule: entitlement days	98
Estimated schedule: permitting days	364
Estimated schedule: construction days	249
Estimated schedule: commissioning days	37
Estimated schedule: total days	650
Operation, Maintenance, and Reporting Plan	-
Available 24/7	Yes

	Proposal Summary
Contact Information	
Accessible Payment Method	Accessible payment options as required by the California Air Resources Board's (CARB's) "Electric Vehicle Supply Equipment Standards Regulation" including: - Payment hardware technology of Euro MasterCard Visa (EMV) chip reader for credit and debit cards and near field communications (NFC) reader for mobile payments - EMV chip enabled payment on prepaid debit cards - Contactless payment on prepaid debit cards (when it becomes available) - A toll-free number for payment processing - Compliance with industry data security standards (PCI – DSS Level 1) - Installed on individual EVSE or kiosk Additionally, drivers or their companies can create an account with securely stored payment information accessed securely when a charging session is initiated. Drivers may use a credit or debit card, contactless payment with a card or a mobile device, or a smartphone QR code.
Customer Service Program	Customer Service team accessible via phone, email, or an online portal. English and Spanish will be accomodated with additional language added if needed.
Publish Prices	$/kWh pricing will be available in real time on website and mobile application
Interoperability	CCS and CHAdeMO, will explore NACS and MCS
Performance Expectations - Annual	-
Energy delivered	Phase 1: 5,256 MWh/yr, Phase 2: 8,935 MWh/yr
Maximum demand	Phase 1: 3,500 kW, Phase 2: 5,000 kW (total)
Number of trucks serviced	Phase 1: 58 trucks, Phase 2: 98 Trucks
Utilization rate: demand/total capacity in service	REDACTED
Utilization rate: occupied chargers/total chargers in service	REDACTED
Uptime percentage	REDACTED
Avoided GHG emissions	Approximately 200 metric tons CO2 per truck per year (per Table 8-1 Targeted Pathway Summary in 2026), which equals 11,600 metric tons CO2 per year in Phase 1 (58 trucks) and 19,600 metric tons CO2 per year in Phase 2 (98 trucks)
Community Benefit	Programmatic and planned activities include Minority and Women Owned contracting opportunities, workforce development program in partnership with REDACTED, distributed micro-grid benefits, trucker amenities and utilities, landscaping work-learn program partnerships, community engagement manager, food truck stalls, free or discounted charging, educational STEM programming, and private PAIR Program funding

Proposal Package for ZE Truck Stop

1. Approach to Project

Proposers shall present a well-conceived plan that establishes that the Proposer understands and has the ability to achieve the highest quality ZE Truck Stop. Proposers shall provide a detailed project description, project design concept drawings, and project schedule as further described below. If Proposers are not proposing to develop and operate the ZE Truck Stop, the operator must be identified as a sub-proposer.

Gage Zero has analyzed the Transition Plan in support of the MCAS and its goals to eliminate internal combustion engine trucks serving the Port's marine terminals by 2030. The Transition Plan sets out ambitious milestones, ahead of those adopted by the California Air Resource Board ("CARB"), to achieve 40% of all truck trips conducted by ZE trucks by mid-year 2026, and 100% by 2030. We understand that there is a need to significantly expand available heavy-duty charging infrastructure, which is currently very limited in the San Diego area, as a means to support the zero-emission goals.

Gage Zero will make a significant investment to develop a publicly accessible ZE Truck Stop, with priority access given to local drayage and transportation operators serving the Tenth Avenue Marine Terminal and the National City Marine Terminal at the Port. By providing secure daytime and overnight parking, as well as reliable and safe charging infrastructure, we will create the infrastructure necessary to meet the Port's ZE truck goals. This infrastructure will be especially important to those operators that manage smaller fleets and do not have the ability to secure access to reliable and affordable charging infrastructure on their own.

The Gage Zero team has decades of combined large-scale energy infrastructure experience, having completed over $10 billion of utility-scale solar, wind, battery storage, electric vehicle charging, and renewable natural gas (RNG) infrastructure projects. We have secured a $300 million commitment from our investor ARC Financial, one of the largest Canadian private equity energy investors (with over $6 billion in assets under

management), providing the necessary financial backing needed for the successful execution of this project. Lastly, we've partnered with key technology and service providers for this project, as shown in Attachment B.

Our ZE Truck Stop will offer a full suite of services to drayage and transportation operators and their drivers, including charging services, secure overnight and daytime parking, and amenities such as personal vehicle parking, restrooms, showers, food and refreshments, wifi, and an outdoor picnic area. Our proposal also includes on-site solar power generation and battery storage to offer power resiliency and the opportunity for additional revenue (which can be used to offset costs for customers). Most importantly, the ZE Truck Stop will be developed with the local community in mind, as the transition to ZE trucks not only benefits their drivers, but also the neighboring communities that will be most affected by the concomitant reduction in air and noise pollution. To this end, we will include a suite of community-focused benefits that will engage and support the local community (including the AB 617 portside community).

The highlights of our proposal include:

- Gage Zero will fund, develop, and operate the ZE Truck Stop
- Gage Zero will enter into a lease agreement with the Port of San Diego for at least 10 years to pay rent that is the greater of REDACTED minimum annual rent or percentage rent, substantially on the terms set forth in the draft form of lease agreement provided, subject to reasonable negotiation
- The total investment for REDACTED
- Phase 1: We will design and manage the installation of ten (10) 350 kW electric vehicle supply equipment ("EVSE") units with dual charging capability, allowing up to twenty (20) trucks to be charged simultaneously at 175 kW each, totaling 3,500 kW of charging capacity. Also included in Phase 1 will be the construction of a 2,500 sq ft rest area building containing amenities including showers and restrooms, 400 kW of on-site solar generation and a 500 kW / 2 MWh battery energy storage system ("BESS"), all civil work required for clearing and leveling the site, trenching, installing asphalt and concrete equipment pads, safety bollards, and electrical work including switchgear, power cabinets and connections.

- Phase 2: We will add an additional ten (10) 150 kW EVSE units with dual charging capability, or such chargers at the time of the future installation that may have a higher charging rate (as available), providing an additional 1,500 kW of charging capacity, so that there would be a total of 5,000 MW of charging capacity at the site, to meet the growing demand for ZE truck charging.
- Creation of approximately 20 full-time-equivalent ("FTE") construction jobs for local service providers through workforce development, as well as approximately 3 FTE jobs operating and providing maintenance for the ZE Truck Stop.
- Ensuring extensive community engagement through transparent communications during the design and build-out of the ZE Truck Stop, on-going community outreach, a workforce development program, and local education programming.
- The impact of Phase 1 is an estimated reduction in GHG emissions of 11,600 metric tons CO2 per year by providing access to charging infrastructure and services for up to 58 trucks with routes under 262 miles/day, and the impact of Phase 2 is an estimated reduction in GHG emissions of 19,600 metric tons CO2 per year by providing access to charging infrastructure and services for up to 98 trucks with routes under 262 miles/day.
- The ZE truck stop will also help reduce diesel particulate matter and nitrous oxide (NOx) emissions that impacts local communities located near the Port terminals and along major roads where the trucks travel.

From our analysis of the Transition Plan, we estimate that Phase 1 of our proposal will support the transition for up to 58 drayage and transportation trucks by providing 20 overnight stalls with reserved charging, in addition to providing chargers and services for opportunity charging during the day. We will continually forecast when additional charging will be needed as the local trucking community continues to transition to ZE trucks, and will implement Phase 2 of the proposal when REDACTED EVSE utilization is reached.

A significant and important aspect of our proposal is our community benefits plan, which includes workforce development; minority, women, veteran, and disadvantage business contracting; and community education. Additionally, in our plan, we dedicate resources for a community manager who will be responsible for ongoing engagement with truckers, National City, and the

Port community, so that we continue to learn how the ZE Truck Stop can serve and support our stakeholders. We will take a community-centered approach to our design and to our community benefits plan to build trust with stakeholders and to drive strong community relationships.

Although the Port's RFP solicitation does not require respondents to develop commercial demand in advance of the award notice, Gage Zero took the proactive step to engage with local trucking companies and their customers who operate at the Port. Gage Zero has gained the support of these companies, as reflected in the Letters of Support and Letters of Intent found in Exhibits J.1-J.6).

In particular, Gage Zero has received the support of the Dole Company to collaborate with and support the transition of their delivery and trucking service suppliers to electric vehicles. Although Dole does not itself own a fleet of drayage tractors or other transport vehicles, the company has provided a letter of support to Gage Zero and is introducing our team to Dole's transport service providers, who would ultimately be customers of the ZE Truck Stop. One of these key trucking service providers to Dole is Jako Trucking, a small, family-owned drayage operator who has signed a Letter of Intent with Gage Zero.

Additionally, Gage Zero has received the support of the Pasha Group, after having engaged with several business units within the group. Gage Zero and Pasha Automotive have executed a Letter of Intent for temporary storage accommodations at the ZE Truck Stop for vehicles being processed for shipment. And separately, Gage Zero and Pasha Distribution Services have signed a separate Letter of Intent for charging services at the ZE Truck Stop.

Beyond these customers, Gage Zero will continue to engage in commercial discussions with additional trucking companies and beneficial cargo owners ("BCOs") at the Port to achieve the Port's MCAS goals.

2. Business Model

The District seeks a tenant for a long-term lease under a hybrid public private partnership (PPP) business model. Provide a description of the proposed business model (e.g., charging as a service), including proposed revenue-generating mechanisms and cost-recovery strategies, consistent with Section II.C specifications of this RFP.

1. *Clearly describe how users will access and utilize the equipment or services.*
2. *Indicate any assistance anticipated from the District, including direct or indirect non-monetary assistance and in-kind or direct financial assistance, if applicable.*
3. *If the proposed business plan relies on use of funding from the LCFS and/or grant funding, describe the Proposer's plan for securing such funds.*
4. *Describe the resources and actions needed to ensure the long-term viability of the ZE Truck Stop.*
5. *Describe how you expect to work with the local utility, SDG&E.*
6. *Please indicate the minimum lease terms required for the proposed investment. The District is offering a maximum lease of twenty (20) years.*
7. *Also, please identify how you will prioritize trucks serving the District's marine cargo terminals.*

2.1 Description of the proposed business model, including proposed revenue-generating mechanisms and cost-recovery strategies

Gage Zero's ZE Truck Stop will generate revenue by employing a two-pronged charging-as-a-service business model to serve: (1) fleets that need dedicated (i.e. exclusive) access to charging stalls and (2) fleets that need opportunity (i.e. public) charging:

- Dedicated charging: Fleets pay a monthly reservation fee per charging stall ($/mo/stall) for dedicated access to reserved charging stalls so they can charge during reserved time windows. Dedicated charging stalls are only available up to a maximum number of stalls (e.g. 10 of the 20 total stalls) so as to leave enough stalls for opportunity charging by other fleets. The percentage of reserved stalls may fluctuate seasonally and based on other factors to adapt to changing demand. Stalls may be

reserved for dedicated charging during specific portions of the day, and remain available for opportunity charging during other portions of the day. In addition to the reservation fee, fleets pay an energy fee ($/kWh) for energy consumed. Gage Zero will utilize other revenue sources (e.g., produced from on site storage and sale of amenities) to ensure that the energy fee is competitive.

- Opportunity (public) charging: Fleets pay an energy fee ($/kWh). The public charging energy fee may differ from the dedicated charging energy fee.
- Discount for Port-serving trucks: We have also included a 10% discount for Port-serving trucks on the reservation fees and charging price and will have 20 designated stalls for Port serving vehicles. The rate for Port-serving vehicles can be further negotiated.
- Parking: Gage Zero has discussed with the current tenant of Parcel #3, Pasha, a potential arrangement to allow them to continue to use the site for vehicle storage between Gage Zero's lease execution with the Port and the completion of Phase 2 of the ZE Truck Stop.
- Community solar: At the time of the writing of this proposal, the community solar tariff structure was still under development at the California Public Utilities Commission ("CPUC") and, therefore, difficult to model. If awarded, Gage Zero will evaluate whether some portion of the output of the on-site solar system could be used for community solar to (1) provide access to clean energy for local under-privileged communities and (2) generate additional revenues for the project. If realized, revenues from community-solar would be shared with the Port under Gage Zero's proposed revenue sharing structure.

In addition to charging revenue, Gage Zero's business model includes other cost-recovery strategies:

- Energy management: Gage Zero will use its energy management expertise, on-site battery storage, and on-site solar to load-shift and peak-shave so as to optimize the cost of energy, reduce exposure to peak energy rates, and reduce demand charges.
- Demand response: Gage Zero intends to participate in SDG&E demand response programs using on-site battery storage systems.

Finally, Gage Zero proposes the following revenue-sharing mechanism with the Port:

- Charging Rev-Share: Gage Zero will pay to the Port 10% of all charging revenues from the ZE Truck Stop.
- Other Rev-Share: Gage Zero will pay to the Port 5% of on-site ZE Truck Stop revenues derived from sources other than charging.

2.2 Description of how users will access and utilize the equipment or services

Gage Zero proposes the following methods for users to access and utilize the ZE Truck Stop, including accessible payment methods:

- Access and utilization: ZE trucks will access the site through a dedicated truck driveway to avoid interacting with light-duty vehicles using a separate light-duty driveway (for e.g. ZE truck drivers' personal vehicles). Class 8 ZE trucks will back into diagonally oriented charging stalls in the center island of the site to maximize safety, while vehicles of lower classes will pull forward into perpendicular stalls around the perimeter of the site.
- Accessible payment methods: The ZE Truck Stop will include a charging management software ("CMS") system that processes payments. It will have accessible payment options as required by the California Air Resources Board's (CARB's) "Electric Vehicle Supply Equipment Standards Regulation" including:
    - Payment hardware technology of Euro MasterCard Visa (EMV) chip reader for credit and debit cards and near field communications (NFC) reader for mobile payments, including:
        - Contactless payment enabled by NFC reader
        - EMV chip enabled payment on prepaid debit cards
        - Contactless payment on prepaid debit cards (when it becomes available)
    - A toll-free number for payment processing
    - Compliance with industry data security standards (PCI – DSS Level 1)
    - Installed on individual EVSE or kiosk
    - Additionally, drivers or their companies can create an account with securely stored payment information accessed securely when a charging session is initiated. Drivers may use a credit or debit card, contactless payment with a card or a mobile device, or a smartphone QR code.

- Accessibility: Site access and payment systems will adhere to ADA requirements for accessibility. The ZE Truck Stop will be multilingual, with all signage and messaging presented in English, Spanish, and any other languages needed to serve our customers.

2.3 Assistance anticipated from the District

Gage Zero does not require in-kind or direct financial assistance from the District. For non-monetary assistance, Gage Zero will ask the Port to support grant and incentive applications (as detailed in the next section), and permitting applications.

2.4 Gage Zero's plan for securing LCFS and grant funds

In addition to LCFS and grant funding, we have included a description of how we plan to utilize other incentives (e.g. tax credits) in this section as well.

Gage Zero would work closely with the Port on identifying and securing grant opportunities available to the project. However, to reiterate, Gage Zero does not assume any direct or indirect financial assistance is required from the Port to complete the financing of construction of the ZE Truck Stop. Gage Zero has assumed a conservative amount of proceeds from the California Air Resources Board's ("CARB's") Low-Carbon Fuel Standard ("LCFS") credits program, the San Diego Gas & Electric ("SDG&E") Power Your Drive for Fleets program and the Inflation Reduction Act's tax credits as described below.

The LCFS, first implemented in 2011, is designed to decrease the carbon intensity of California's transportation fuels, reduce petroleum dependency and achieve air quality benefits. CARB is currently engaged in a rulemaking process and is expected to set more stringent compliance targets by the end of first quarter of 2024. The Gage Zero founding team are among the foremost experts on LCFS credit generation and marketing, having previously developed one of the largest portfolios of renewable natural gas ("RNG") projects at Brightmark generating LCFS credits, which were sold under offtake agreements with major companies.

Gage Zero will engage a third-party firm like 3Degrees, or a similar reputable party, to provide a turnkey solution for managing the LCFS credits generated by the ZE Truck Stop, including the registration, verification and monetization

of the credits, as well as procuring eligible RECs to achieve zero carbon intensity. The credits would be contracted under a tiered structure to allow flexibility to maximize the payment rate as utilization increases and installed capacity scales without committing to any quarterly charging volumes. The project team has over three years working with such third party firms to successfully register LCFS credits for RNG projects in California as well as in other states including Michigan, Iowa, South Dakota, Florida, New York and Wisconsin.

Gage Zero has engaged with SDG&E to understand their programs and how they would apply to the ZE Truck Stop. SDG&E's Power Your Drive for Fleets program incentivizes medium- and heavy-duty EV charging stations for commercial customers. Customers may apply for a no-cost installation by SDG&E, with SDG&E owning the infrastructure up to the charging station, or customers may apply for rebate of up to 80% the cost of installing the infrastructure from the meter to the charging station. Gage Zero has determined that the ZE Truck Stop would likely qualify for the Power Your Drive program and would receive an 80% rebate on the cost of installing infrastructure from the meter to the charging station, and Gage Zero would submit the project to SDG&E for this program. Please see further details below in the "Describe how you expect to work with the local utility, SDG&E" section.

The Inflation Reduction Act of 2022, signed into law on August 16, 2022, provides a historic investment opportunity for clean energy and contains a variety of tax incentives, loans and grants to improve energy efficiency and climate resilience in the United States. The Inflation Reduction Act has two main components that are relevant to the ZE Truck Stop.

For EVSE purchases, the Alternative Fuel Infrastructure Tax Credit provides a 30% credit up to a maximum of $100,000 per charger. The solar and battery storage equipment and installation costs also qualify for an up to 30% tax credit. The Gage Zero team is experienced in the prevailing wage and apprenticeship requirements and would work with our vendors to ensure these requirements are met to achieve the tax credit.

Gage Zero assumes a conservative value of REDACTED for the tax credit based on potential discounts due to eligibility and transferability requirements. Gage

Zero also assumes that funding is not received until after construction is complete, therefore the project will be completely financed by equity throughout construction. The Gage Zero team has the experience of collectively securing millions of dollars in federal Investment Tax Credits for renewable energy projects under the previous ITC program – for example, securing REDACTED in ITC value for distributed generation projects in Massachusetts in 2014 – and we will be able to secure these credits for the Port.

Gage Zero has assumed no additional funding for grant opportunities beyond those described above, though additional funding may become available or identified in partnership with the Port. For example, The San Diego County Air Pollution Control District ("SDAPCD") Incentive Project, funded by the California Energy Commission, stopped accepting new applications on June 30, 2023, and applications have been received for over $45M compared to the available $21.7M of funding, however it's possible that additional funding may become available. Likewise, additional rebates may be made available by California Electric Vehicle Infrastructure Project ("CALeVIP") but are not available at this time. Gage Zero would finance and build the ZE Truck Stop assuming no funding from CALeVIP or SDAPCD Incentive Project.

2.5 Description of resources and actions needed to ensure the long-term viability of the ZE Truck Stop

2.5.1 Permitting and Environmental Permitting Process

Gage Zero would first complete a Phase I environmental site assessment to determine if there are any recognized environmental conditions on site that would be required to be addressed prior to construction. If any environmental conditions were identified, Gage Zero would address those prior to construction.

Concurrently, Gage Zero would complete a permitting matrix to identify any local, state and federal permits required for construction and operations of the ZE Truck Stop. Gage Zero has completed a high-level analysis of the relevant permitting requirements already, however would rely on third-party experts to confirm those findings, particularly in regards to potential exemptions from Coastal Development Permit ("CDP") and California Environmental Quality Act ("CEQA") approvals. Using this information, Gage

Zero would then communicate with all relevant permitting jurisdictions to ensure compliance with building, electrical, accessibility, and any health and safety requirements. Preparing and securing the proper permits is expected to take 12 months or more following the award of the project prior to start of construction. Gage Zero would not commence construction on the project until all required permits were in-hand.

2.5.2 Electric Vehicle Charging Station Permit

Non-residential EVSE permits must be reviewed by the Planning Division, Engineering Division, and Building Division of National City. An application must include site plans, service load calculations, cut sheets of the EVSE equipment, and a single line drawing. Following the timelines set out in AB-970, municipalities have 5 to 10 days from application submission to make a determination of completeness and approval within 20 to 40 days of being deemed complete, depending on if the project consists of more than 25 charging stations.

2.5.3 Coastal Development Permit (CDP)

Gage Zero would file a request for a Coastal Determination from the Port to confirm the need for a CDP. Gage Zero anticipates that the proposed project may conform with the certified Port Master Plan as the installation, operation, and maintenance of EV charging infrastructure is consistent with the existing certified land use designation, and therefore would be categorically excluded from the District's Coastal Development Permit Regulations. However, this would ultimately need to be determined through the Coastal Determination process and Gage Zero is willing and able to go through the CDP process if this is not the case.

2.5.4 California Environmental Quality Act (CEQA)

Gage Zero would file a request for a CEQA determination from the Port. Gage Zero anticipates the proposed project may be categorically exempt pursuant to the CEQA guidelines, because it would not impact the existing uses and would consist of the installation of new equipment, resulting in no permanent effects on the environment. However, this would need to be determined by the applicable authority having jurisdiction ("AHJ"), and Gage Zero is willing and able with prior experience on similar projects to go through the CEQA permitting process if this is not the case.

2.5.5 Landscaping and Irrigation Plans

Gage Zero's landscaping and irrigation plans will comply with (at minimum) all requirements of the State of California's Model Water Efficient Landscape Ordinance or any pertinent City or County Ordinances in place at the applicable time.

2.6 Description of planned engagement with the local utility, SDG&E

Gage Zero has held initial discussions with (1) SDG&E regarding the process for utility service requests, incentive programs, and procurement of energy for EV charging hubs within their service territory, as well as (2) the local electricity provider, San Diego Community Power ("SDCP").

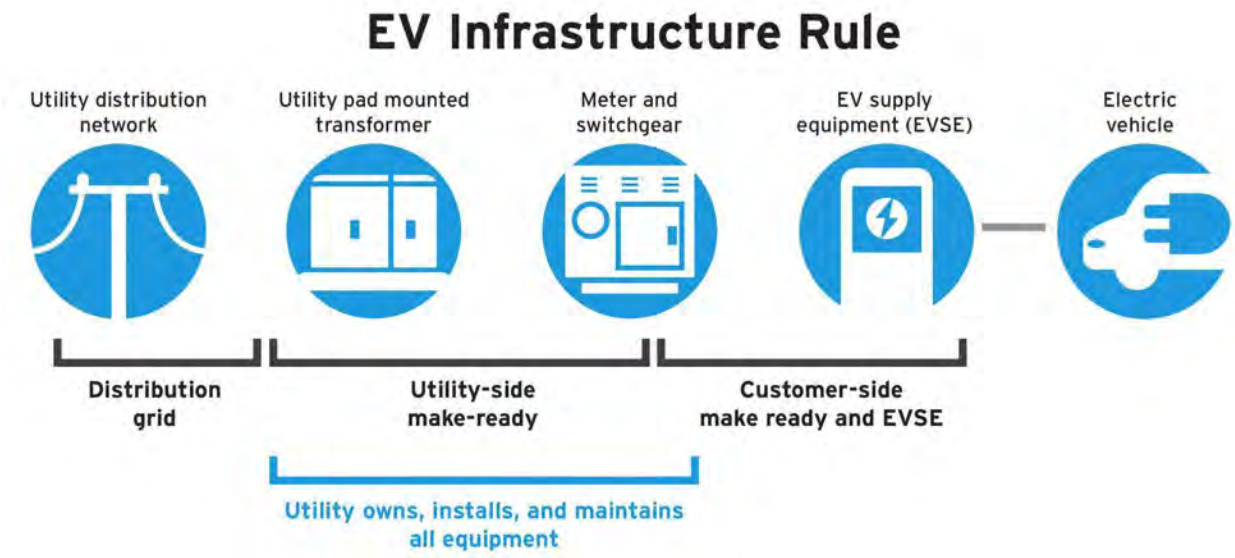
Gage Zero would immediately engage with regional planners at SDG&E to discuss the plans for the ZE Truck Stop, confirm the power available and schedule a site walk with their team. Gage Zero would then work with SDG&E to complete any required studies prior to the issuance of a service order. SDG&E anticipates about 12 weeks to deliver a service order including all information on the work that will be necessary to support the ZE Truck Stop, however SDG&E's timeline could be longer depending on the number of other projects requesting review at the same time.

The key to successfully working with SDG&E is understanding the scope of work expected of the utility. SGD&E offers two pathways for ownership of utility equipment for projects of this type:

1. SDG&E's EV Infrastructure Rule (Rule 45) is an optional service pathway for separately-metered EV charging sites where SGD&E is authorized to design, install, own and maintain all electrical equipment and associated construction between the distribution system and customer meter. Gage Zero is aware that SDG&E will typically expect the customer to lay all conduit from the transformer to the meter pedestal and from the meter pedestal to each of the stations and that SDG&E may require their trench inspectors to review any trenching before being refilled.

2. Alternatively, under SDG&E's Power Your Drive for Fleets Program, SGD&E is authorized to design, install, own and maintain not only all electrical equipment and associated construction between the distribution system and the customer meter, but also the equipment between the meter and the stub for the EVSE. As long the construction timeline requirements are met for this program, we would expect the ZE Truck Stop to qualify for the Power Your Drive for Fleets program. In this case, SDG&E provides a rebate of up to 80% of the cost of customer-side infrastructure.

Gage Zero also understands the relevant tariff structures for a project of this type. Eligible sites, which we believe the ZE Truck Stop will be based upon our conversations, can opt in to SDG&E's Electric Vehicle-High Power (EV-HP) rate plan, designed to minimize demand charges and provide a more stable and predictable energy cost.



2.7 Minimum lease terms required for the proposed investment

Gage Zero requests a minimum lease term of 10 years, with one 10-year renewal option. Gage Zero proposes to use the form of lease provided by the Port of San Diego and does not anticipate any significant modifications thereto, however it does plan to reasonably negotiate some provisions of the

lease. The form of lease contemplates rent as the greater of base rent and percentage rent. Gage Zero requests a minimum lease term of 10 years, with one 10-year renewal option, and a base rent of REDACTED per year on the 2 acre Parcel #3.

2.8 Methodology for prioritizing trucks serving the District's marine cargo terminals

We will work with the Port and the companies whose trucks serve the marine cargo terminals to administer a "smart" queuing system whereby trucks can temporarily reserve charging stalls when they are nearing the site and are in need of a charge. Using vehicle telematics (if fleets opt-in to providing it), the system will predict when and how much charging will be needed and will optimize for wait time so that the truck can be appropriately placed in the queue. The ZE Truck Stop may also use "smart barriers" (such as Parklio gates) to block access to a stall while the prioritized truck is en-route so that another truck seeking opportunity charging does not utilize the stall. The queueing system will be thoughtfully designed to ensure compliance with any public charging specifications required to qualify for relevant incentives and funding programs.

We have also included a REDACTED discount for Port-serving trucks on the reservation fees and charging price and will have 20 designated stalls for Port serving vehicles. The rate for Port-serving vehicles can be further negotiated.

3. Project Narrative

Proposers shall provide a narrative describing its vision for the ZE Truck Stop, including proposed additional uses beyond charging (e.g., convenience store, taco shop), unique characteristics, and preliminary name/branding of the ZE Truck Stop or components within the ZE Truck Stop). The narrative should provide a high-level summary of the proposed development and architectural concept including:

1. *Phasing. Please explain plans to scale up development as business grows and identify how many phases and what development will be included in each phase. For each phase, identify where on the site it will be located, how much area will be required, what type and quantity of EVSEs will be utilized (manufacturer, model, and capacity), how many spaces will be allocated for trucks to charge, for both opportunity and overnight charging, additional uses, and distributed energy resources. Phase one shall include at a minimum ten (10) EVSEs. Also, please identify a trigger or measurable thresholds that will prompt construction of each subsequent phase (e.g., specific utilization rate).*
2. *Integration of distributive energy resources (e.g., solar canopy over charging stations, microgrid, etc.). Please specify how this would add value to the project (e.g., benefits). The Project Description shall be consistent with Section II.C.2 Technology Preference of this RFP.*
3. *Operation, Maintenance, and Reporting. Please prepare an ongoing Operation, Maintenance, and Reporting Plan consistent with Section IV.D.8 Operation, Maintenance, and Reporting of this RFP.*
4. *Community Benefit. Please prepare a community benefit proposal that identifies a benefit that will be provided to the West National City community, consistent with Section II.E. Community Benefit of this RFP..*

Gage Zero's vision for the ZE Truck Stop extends beyond a mere charging facility. We envision it as a comprehensive truck stop that caters to the needs of ZE trucking while providing additional amenities and services to truck drivers and the local community. Our ZE Truck Stop will offer a full suite of services including secure overnight and daytime parking and amenities such as personal vehicle parking, restrooms, showers, food and refreshments, wifi, and an outdoor picnic area. Our proposal also includes on-site solar power generation and battery storage to offer power resiliency, and most importantly, the ZE Truck Stop will include a suite of community-focused benefits (as detailed below).

ZE trucks are working vehicles that serve a diverse set of purposes, and every fleet is unique in terms of the factors that influence their charging infrastructure needs, including size, operating hours, routes, miles traveled, payload, and ability to schedule charging behavior. For example, a truck fleet serving the Port area could travel relatively short distances to nearby distribution centers and may have different charging needs than a truck fleet delivering goods to Los Angeles.

Further, there are a variety of charging needs for ZE trucks, not only across vehicle types, but across vehicles serving different purposes within a single fleet. Fleet operators are likely to initially prioritize electrification of vehicles with lower-intensity duty cycles, particularly as they gain experience managing the transition to an all-electric fleet. For example, within a single drayage provider, some trucks will serve longer or more frequent routes and travel greater distances than others. As such, charging and infrastructure needs are likely to change over time, even for vehicles of the same class within a single fleet.

Unlike light-duty vehicles, ZE trucks have larger batteries to accommodate the duty cycles of commercial vehicles with payloads. As a result, a ZE truck stop typically requires higher-power charging solutions than those for light-duty vehicles, which can affect the utility interconnection process. SDG&E's system planning and development team confirmed the availability of 5MW of new capacity to support the load at Parcel #3 in National City, therefore reducing the expected interconnection timeline typically expected for such ZE truck stops. While a new ZE truck may be delivered from the original equipment manufacturer ("OEM") in a six-to-nine month timeline, energization of charging infrastructure can take significantly longer. A major challenge is to ensure that energization timelines for charging infrastructure align with vehicle acquisition timelines. Otherwise, both vehicles and EVSE on-site are likely to sit unused while sites await energization.

3.1 Phasing

The development of the Zero Emission Truck Stop will be conducted in two phases to meet the evolving needs of ZE trucking around the Port. Each phase will be strategically planned to ensure efficient utilization of the site and resources.

Phase 1: The initial phase will include the installation of ten (10)350 kW EVSE units with dual charging capability, allowing two ZE trucks to be charged simultaneously at 175 kW per port, or 20 ZE trucks total, for a total charging capacity of 3,500 kW. These EVSEs will be located in a central island on the site, with diagonally oriented stalls and adequate spacing to maximize ease of use for large ZE trucks (e.g. Class 8).The charging spaces will be designed to accommodate both opportunity charging and overnight charging requirements. The 20 initial stalls will each be a minimum of 50 feet long and 15 feet wide. Phase 1 will also include 400 kW of solar photovoltaics and up to 500 kW / 2 MWh battery energy storage system ("BESS").

Based on the Port's Zero Emissions Transition Plan, by 2026, 76 of the diesel trucks serving the National City Marine Terminal are suitable to be operated and replaced as ZE trucks with overnight charging alone, based on the current operating characteristics, including age of vehicles and range. The ZE Truck Stop would support all of these vehicles, with each charging point servicing REDACTED.

Phase 2: The construction of the second phase of the ZE Truck Stop will be triggered by our ongoing forecast of when the EVSE utilization will reach REDACTED based upon the growth of ZE trucking demand at the Port. Gage Zero may opt to deploy Phase 2 (i.e. the full build-out)in sub-stages, to be determined in consultation with the Port and based upon Gage Zero's commercial evaluation of the evolving needs of the market. When fully built out, Phase 2 would consist of at least an additional ten (10)150 kW EVSE units with dual charging capability, or such chargers at the time of the future installation that may have a higher charging rate (as available),totaling an additional 1,500 kW of charging capacity, for a total of 5,000 kW of charging capacity.

3.2 Integration of Distributed Energy Resources

Gage Zero plans to build a microgrid system in Phase 1 that incorporates solar energy, battery storage, and energy management to enhance the reliability, sustainability and economics of the ZE Truck Stop. Gage Zero will install a 400 kW solar canopy over the charging stations to harness solar energy to power the EVSE units and charge the 500 kW / 2 MWh battery storage system, thereby offsetting electricity consumption from the grid and further reducing greenhouse gas emissions associated with electricity generation. This

integration will enhance energy resilience, reduce reliance on the grid, and provide a more reliable and stable power supply to the ZE truck stop and charging infrastructure.

1. Solar Power Generation: The site will integrate 400 kW of solar photovoltaic ("PV") canopies to generate clean, renewable electricity. Solar power will be harnessed to meet a portion of the energy demand, reducing reliance on the grid and lowering energy costs.
2. Battery Energy Storage: A 500 kW / 2 MWh BESS will be installed to store excess energy generated from renewable sources and these batteries will be charged during periods of low demand or excess generation and discharged during peak demand times, to keep costs low. The BESS will help balance the energy load, mitigate grid stress, shift load to off-peak times, reduce utility demand charges, and offer reliability to fleet customers in the event of grid outages.
3. Energy Management System: A sophisticated energy management system will be implemented to monitor, control, and optimize energy consumption throughout the site. Real-time data collection and analysis will enable intelligent decision-making to reduce energy waste and enhance load management.

The system will use advanced algorithms and automation to optimize the operation of various equipment and systems based on energy demand patterns.

Once the ZE Truck Stop and its microgrid are commissioned, Gage Zero will establish an ongoing maintenance and operations plan to ensure the system is regularly monitored, maintained, and updated as necessary.

3.3 Operation, Maintenance, and Reporting

For the efficient and effective operation of the ZE Truck Stop, Gage Zero will develop a comprehensive operation, maintenance, and reporting plan. This plan will encompass scheduled maintenance and repair routines for the charging infrastructure, as well as safety and emergency response plans to ensure safe and reliable operations of the site. Gage Zero will partner with both leading manufacturers and training organizations to develop vocational training that will benefit the community and keep the infrastructure in good working order.

Gage Zero will also implement robust charge management and data reporting systems utilizing AmpControl (or equivalent) software to provide accessible payment methods and generate quarterly reports for submission to the Port. The planned charging management software ("CMS") will manage the charging infrastructure, optimize energy usage and costs, improve EVSE utilization, and enhance the overall operational efficiency of the ZE Truck Stop and our customers' fleets.

The CMS is a crucial tool that will help both Gage Zero and fleet operators efficiently manage the charging needs of ZE trucks. The selected CMS will provide a range of features and capabilities to streamline the charging process, optimize charging schedules, monitor the infrastructure, and gather data for analysis and reporting. Our CMS solution will include:

- Charging Infrastructure Monitoring: The software will allow Gage Zero to monitor the status, availability, and performance of their charging stations in real-time. This includes tracking the charging progress, identifying any faults or issues, and remotely controlling the charging process.

- Charging Station Management: Gage Zero operators will use the software to manage the ZE Truck Stop. Charging stalls can be assigned to specific vehicles, charging priorities can be set, and access to the EVSE can be controlled. This ensures that vehicles are charged efficiently and unnecessary downtime is prevented.

- Charging Scheduling and Optimization: The software will enable Gage Zero to create optimized charging schedules based on factors such as vehicle availability, energy demand, and cost considerations. By intelligently managing the charging process, we can avoid peak pricing, reduce energy costs, and minimize the impact on the electrical grid.

- Data Collection and Analytics: The software will gather comprehensive data about charging sessions, energy consumption, and other relevant metrics. Gage Zero will be able to analyze this data to gain insights into charging patterns, identify inefficiencies, and make data-driven decisions to continuously optimize the ZE Truck Stop's performance.

- Billing and Cost Management: The software will include billing and cost management features. It allows Gage Zero and fleet operators to track energy usage per vehicle, calculate charging costs, and generate reports for billing purposes. This will simplify the billing process and provide accurate cost allocation for each vehicle or department.

- Integration with Fleet Management Systems: The software will integrate with existing fleet management systems customers have, enabling a seamless flow of data between charging operations and fleet management. This integration facilitates comprehensive fleet monitoring, maintenance scheduling, and overall operational efficiency.

- User-Friendly Interfaces: The software will offer user-friendly multilingual interfaces that allow fleet operators and drivers to access charging information, monitor charging status, and manage charging preferences. Mobile applications will also be available, enabling drivers to reserve spots, and receive notifications about charging progress.

- Growth and Flexibility: The software will accommodate the ZE Truck Stop as it grows. The software is scalable and can support a large number of vehicles and charging stations. Additionally, it is also compatible with various charging standards and can work with different types of charging infrastructure if we choose to install a variety of models of EVSEs in the future.

Our operation and maintenance plan will focus on preventative services that ensure the highest uptime possible. Gage Zero will keep EVSE modules and spare parts on-site to minimize downtime. Our on-site staff will be able to address common issues, and the selected software will be able to perform front-line support by remotely restarting EVSEs (which clears most common firmware issues). We will conduct regular visual inspections of the solar arrays and battery banks to ensure integrity. The selected software platform will be key to collecting performance and failure data that will continue to improve the overall reliability and safety of the site.

Please refer to Exhibits K.1 and K.2 for a detailed preventative maintenance checklist.

3.4 Community Benefit

Embedded in Gage Zero's values is the concept of thoughtful stewardship, in which we make the best decisions we can for the company, the environment, and the community with the resources available to us.

At Gage Zero, our team understands how systemic policy and legislation (e.g., economic zoning ordinances, California's Homeowners' Loan Corporation and the Federal Housing Administration policies) nationally and locally caused inequitable, disproportionate environmental burden in portside communities, which are predominantly communities of color. As a consequence of unjust policies and current socioeconomic conditions, environmental and health inequities persist in the AB 617 portside communities. In reviewing the MCAS and the CalEnviroScreen 4.0 tool, several key facts emerged:

- *"National City is the poorest city in San Diego with significant challenges including language barriers, insufficient access to reliable transportation and healthy foods, and high exposure to pollutants."* (MCAS Pg. I.5)

- Though a cultural gem and landmark site of the 1960s Chicano rights movement, the Barrio Logan community faces economic inequities (78% of residents are low-income), language barriers, education inequities (42% of the population has less than high school education), and health-outcome disparities (asthma-related hospital visits are higher than 92.9% of census tracts throughout the state and cancer risk is in the 80th - 90th percentile nationally).

These key facts inform how Gage Zero will invest in community benefits. Like the Port, we acknowledge past harms, and we applaud the Port for its continued efforts to support, engage, listen to, and justly build portside communities in San Diego.

The MCAS's vision of "Health Equity for All" and accompanying goals and objectives are a useful guiding framework for defining community benefit. As a result, Gage Zero's community benefit proposal is aligned with and references MCAS goals and objectives, where applicable, to ensure that our

efforts work towards accomplishing those MCAS goals and objectives prepared by community stakeholders.

The ZE Truck Stop will help to achieve the following MCAS Goals and Objectives as a result of cleaner air:

- MCAS Truck Goal 1: Truck Objectives 1A and 1B
- MCAS Truck Goal 2
- Health Goal 1: Health Objective 1

In Table 1: Community Benefit Programs and Planned Activities below, Gage Zero describes phased community benefit activities based on our planned project phases for the ZE Truck Stop. Additionally, Gage Zero aligns each community benefit activity with specific MCAS Goals and Objectives, and identifies MCAS Co-Benefits with relevant programs and planned activities in the table. Moreover, Gage Zero reviewed the San Diego Economic Development Strategic Plan (relevant sections included “Supporting Families and Workers” and “Strengthening Neighborhoods") and the National City Economic Development Strategic Plan to prioritize and innovate with respect to the planned ZE Truck Stop community benefits.

Table 1: Community Benefit Programs and Planned Activities

Programs / Planned Activities	Phase	Description	MCAS Co-Benefits
Minority and Women Owned Contracting Opportunities	All Phases	Contract when applicable with minority and women owned businesses to grow local knowledge, provide equitable access to new and emerging project concepts, and create jobs for local families and workers through intentional outreach and good faith efforts (see Attachment D)	Knowledge and Capacity Building; Education and Training; Jobs
Workforce Development	All Phases	REDACTED	Knowledge and Capacity Building; Jobs; Education and Training; Access to the Bay

Programs / Planned Activities	Phase	Description	MCAS Co-Benefits
Distributed Micro-Grid	All Phases	Develop distributed micro-grid to support the EVSE units and charging infrastructure that may serve as community resource locations during emergencies or public safety power shutoffs ("PSPS") beyond established SDG&E community resource centers (reference section "Integration of Distributed Resources" for more details)	Ecosystem Enhancements
Trucker Amenities and Utilities	Phase 1	Develop hygienic and wellness areas for truckers, including rest areas, accessible wifi, mobile charging stations, showers, and outdoor picnic areas	Access to the Bay, Urban Greening
Truck Stop Landscaping	Phase 1	Participate, when possible, in programming through organizations like Urban Corps of San Diego or similar organizations to build out green space and landscaping in the Truck Stop area *(MCAS Community Objective 3)* (see attached Letter of Support from Urban Corps in Exhibit J.6)	Urban Greening
Community Engagement Manager	Phase 1	Employ a dedicated 0.25 FTE ZE Truck Stop employee responsible for engaging in local and trucking community efforts, building ZE Truck Stop-to-community relations, and educating community of local ZE efforts by participating in relevant community and Port events *(MCAS Community Goal 1)*	Knowledge and Capacity Building; Educating and Training; Jobs
Truck Stop Experience: Food Truck Stalls	Phase 1 or Phase 2	Build a ZE Truck Stop experience that is trucker- and eco-centered including partnering with the local community to provide healthy, cultural, and diverse food truck options on-site to truckers and community members; food truck stalls will be eco-friendly, designated areas for local entrepreneurs for use at reduced	Access to the Bay; Ecosystem Enhancements; Improved health

Programs / Planned Activities	Phase	Description	MCAS Co-Benefits
		rent, with a focus on supporting veterans, disabled individuals, and people of color.	
Free or discounted charging	Phase 2	In Phase 2 and subsequent phases, evaluate free or discounted Level II public charging or a membership-based free EV charging option for local community members, port workers, military service members, and ZE Truck Stop employees.	Access to the Bay; Ecosystem Enhancements
Educational STEM Site with local middle / high schools	Phase 2	Develop a STEM site curriculum for learning about ZE trucks and microgrids at the ZE Truck Stop to expand the Port's Environmental Education Program (EPP). Establish a local STEM internship program for high school seniors and/or teacher externship in AB 617 Portside Community (MCAS Community Objective 4).	Education and Training; Jobs; Access to the Bay
PAIR Program Funding	Phase 1 and subsequent phases, if applicable	Allocate funds to purchase air purifiers for the AB 617 Portside Community; initial conversations with community non-profit organizations identified that private funding may help to cover air purifiers for communities not directly covered in the current PAIR Program (MCAS Health Objective 3).	Improved Health

As estimated in the Pro-Forma (Exhibit L), the community benefits line provides REDACTED annually for the workforce development program, part-time community manager, work-learn program support, educational program, and PAIR program funding. Beyond the community benefits line, Gage Zero's total projected community contribution will be greater as a result of contracting with minority and women-owned businesses, creating jobs, providing the benefits of our distributed microgrid, and providing free or discounted charging, because these items are incorporated in our general construction and operations budget lines.

There are other indirect community benefits from the ZE Truck Stop that may include:

- EV Charging Ripple Effect: Building charging infrastructure can help encourage more drayage companies and nearby businesses to switch to ZE trucks, leading to cleaner air and better health outcomes for the broader community beyond National City.
- Economic Benefits: As more businesses switch to ZE, there will be increased demand for EV-related services, such as charging station repair technicians, solar and battery installers and specialized electricians, creating more clean energy jobs.
- Increased Tourism: Communities that invest in ZE charging infrastructure can attract ZE car drivers and promote themselves as ZE-friendly destinations, which can help boost local tourism and create new economic opportunities.
- Increased Energy Efficiency: The Gage Zero microgrid will help optimize energy use and reduce waste, leading to increased energy efficiency and potential cost savings for electric rate-payers.
- Enhanced Renewable Energy Integration: The ZE Truck Stop will help facilitate the integration of renewable energy sources into the local energy system, reducing the community's reliance on fossil fuels and promoting sustainability.
- Increased Energy Security: The ZE Truck Stop can provide a secure and stable source of energy for critical services and can serve as an emergency meeting point in case of disasters, improving the overall community resilience.

Ultimately, Gage Zero will be an active community partner that engages and serves community stakeholders on issues that align with our values and the Port's vision of "Health Equity for All." Gage Zero will seek opportunities to engage community stakeholders, including during the design, construction, and operation of the ZE Truck Stop, as well as through programming and activities in the community and at the ZE Truck Stop that can better serve the National City community and the Port. In time, by engaging with and alongside community stakeholders, Gage Zero will work in collaboration with the Port and the local community to be environmental stewards and community champions in National City, San Diego, and California more broadly.

Finally, regarding workforce development, Gage Zero will partner with GRID Alternatives (see Letter of Support in Exhibit J.5) and the EVSE provider (e.g. REDACTED) on workforce development to train local operations and maintenance personnel, creating skilled jobs in the local community. For example if REDACTED were selected, they provide a training course for their EVSE that would be used for these personnel (see table below). Importantly, each REDACTED training session includes a safety discussion including "lock out / tag out," hand safety, eye safety, PPE, lifting safety, and electrical safety.

Table 2: training courses

REDACTED

4. Site Design

Provide a description of the proposed development concept and identify the parcel(s) to be included in the site design, consistent with Section II.B Site Description. The concept should include:

1. Conceptual design, capacity and configuration potential. Describe a conceptual site design, indicating how the proposed site can be maximized through several phases (including identifying where each phase will be located and what it will include). The site design shall include the square footage required, number of EVSEs and associated stalls, and how the site will support opportunity and depot/overnight charging. Identify proposed EVSE charging capacities (i.e., kilowatt capacity), connector type(s), and certifications (e.g., UL-listed) and type and location of distributed energy resources proposed.

2. Estimated costs. Please provide an estimated cost for all phases of the ZE Truck Stop concept, breaking costs out by phase. This includes estimated costs associated with the design and construction of infrastructure to support the BEV charging facilities. Please list the assumptions used to derive the estimated capital costs. The District understands that these are preliminary costs and subject to change.

3. Estimated development schedule. Provide a high-level estimated development schedule, including the timeframe for site design, entitlements, permitting, construction, and commissioning. The District understands that initiating subsequent phases beyond Phase 1 will be based on increased demand and improved viability of the technologies, as discussed in Section II.C.2 Technology Preference above.

4. Distributed energy resources, energy management, and energy storage. Describe the distributed energy resources and energy management strategies that will be incorporated into the site to reduce energy costs and improve energy load management.

4.1 Conceptual Design, Capacity and Configuration Potential

Description of conceptual site design, indicating how the proposed site can be maximized through several phases (including identifying where each phase will be located and what it will include):

The proposed ZE Truck Stop, located at Parcel #3, will feature ten (10) high-power fast chargers (350 kW per EVSE / 175 kW per port) in Phase 1, and at least ten (10) additional 150 kW fast chargers in Phase 2. Solar photovoltaic canopies, battery energy storage, and control systems will be used starting in Phase 1 to maximize the local renewable energy resource, minimize costs, and optimize charging.

- Square footage required: The estimated areas and square footage needed is summarized in the table below (and as shown in the site diagram in Section 5.1):

Parcel 3	88,776 sqft
Paving	75,315 sqft
Hardscape	4,151 sqft
Landscape	5,910 sqft
Building (battery not included in above)	3,400 sqft

Covered Parking	32,840 sqft
E Parking	1,065 sqft
A Parking	23,290 sqft
C Parking	8,485 sqft

- Number of EVSEs and associated stalls:
  - Phase 1: Ten (10) EVSE of 350 kW each, for 20 ports (and 20 charging stalls) with 175 kW each
  - Phase 2: Ten (10) EVSE of 150 kW each, for 20 ports (and 20 charging stalls) with 75 kW each

- How the site will support opportunity and depot/overnight charging:
  - As further detailed in Section 2.1, the ZE Truck Stop will employ a two-pronged charging-as-a-service business model to serve: (1) fleets that need dedicated (i.e. exclusive) access to depot/overnight charging stalls and (2) fleets that need opportunity (i.e. public) charging. Fleets needing dedicated charging can reserve charging stalls, but only up to a maximum (e.g. 10 of the 20 total stalls) so as to leave enough stalls for

opportunity charging by other fleets. And as further detailed in Section 2.8, we will administer a "smart" queuing system whereby trucks needing opportunity charging can temporarily reserve charging stalls when they are nearing the site and are in need of a charge.

- Proposed EVSE charging capacities (i.e., kilowatt capacity), connector type(s), and certifications (e.g., UL-listed):
  - Phase 1: Ten (10) EVSE of 350 kW each, for 20 ports (and 20 charging stalls) with 175 kW each, for a total of 3,500 kW
  - Phase 2: Ten (10) EVSE of 150 kW each, for 20 ports (and 20 charging stalls) with 75 kW each, for an additional 1,500 kW, totaling 5,000 kW with Phase 1 EVSE
  - REDACTED is the preferred EVSE supplier for both project phases. For Phase 1, REDACTED is one of the fastest chargers currently available, with up to 360 kW of power available (derated to 350 kW). It has a compact footprint and a dynamic power allocation across outlets. All charging standards are supported (CCS, CHAdeMO, and AC charging) with long-reaching cables, and are wheelchair accessible. The units come with Plug&Charge functionality as well as user-friendly cable retraction systems. The REDACTED comes in a "UL configuration", though at the time of writing we were not able to confirm if this was equivalent to being UL-listed, so we will continue following up with REDACTED on this question.
  - Phase 2 will feature ten REDACTED with up to 180 kW of power available (derrated to 150 kW), which are UL-listed. We may possibly use REDACTED units if needed as well.

- Type and location of distributed energy resources proposed:
  - 400 kW of PV arrays in sections A & C (see site diagram in Section 5.1)
  - 500 kW / 2 MWh of battery Energy Storage (see site diagram in Section 5.1)

Charging Station Software:
Gage Zero is considering deploying REDACTED Charging Management Software "CMS". The decision will depend on final design, equipment interoperability, and customer needs.

4.2 Estimated costs

- Estimated cost for all phases of the ZE Truck Stop concept, breaking costs out by phase, including estimated costs associated with the design and construction of infrastructure to support the BEV charging facilities:

Table 4: Estimated Capital Costs

REDACTED

- Key assumptions used to derive the estimated capital costs:

The key assumptions for the estimated capital costs were derived using both quotes from potential vendors and industry data.

EVSE Cost
The installed costs of the EVSE equipment is expected to be approximately REDACTED per charger for the 350kW units and REDACTED per charger for the 150kW units based on quotes from multiple EVSE manufacturers and installers.

Distributive Energy Resources

The distributive energy resources (solar canopy and battery storage costs)are based on comparable projects and if Gage Zero is selected, will be confirmed with vendor quotes.

Building, Civil and Electrical

The costs of building, civil work and electrical are also based on pricing from vendors specific to the San Diego site. The civil work includes demolition, landscaping, trenching, installation of asphalt, concrete and protective bollards. The building would be a 2500 sq ft rest area with restrooms, showers and an area for food and refreshments.

Interconnection

The utility-side i nterconnection cost i s estimated at REDACTED and i f selected, would r equire f urther study by SDG&E t o confirm costs.

Other Capital Costs

Construction insurance is assumed to be REDACTED of construction costs based on similar requirements for other solar and storage projects. A contingency of REDACTED was added to the project based on the preliminary nature of the above estimates. Sales tax is assumed at REDACTED though Gage Zero would pursue any available sales tax abatements if selected.

Table 4: Key Assumptions for Capital Costs

REDACTED

4.3 Estimated Development Schedule

- High-level estimated development schedule, including the timeframe for site design, entitlements, permitting, construction, and commissioning:

We anticipate that Phase 1 of the ZE Truck Stop will take a total of approximately 24 months, with the high-level development activities occurring in parallel, as shown in Table 2 below; and the detailed development schedule shown in Table 3 below. Our goal is to have the ZE Truck Stop fully operational by October 2025 in advance of meeting the Port's 2026 milestone to transition 40% of its truck trips to ZE trucks.

We anticipate Phase 2 of the ZE Truck Stop to be installed by December 2026, depending on the timing of meeting utilization thresholds to trigger purchase order of additional EVSE equipment.

Table 5. High-Level Development Schedule

ACTIVITY	START DATE	END DATE	DURATION (DAYS)
Site Design	12/30/2023	8/20/2024	234
Entitlements	12/30/2023	4/6/2024	98
Utility Coordination	12/30/2023	10/17/2024	292
Permitting	12/30/2023	12/28/2024	364
Procurement - Phase 1	8/20/2024	8/1/2025	346
Construction - Phase 1	12/28/2024	9/3/2025	249
Commissioning - Phase 1	9/3/2025	10/10/2025	37
Procurement - Phase 2	6/1/2026	10/6/2026	127
Construction - Phase 2	6/1/2026	11/7/2026	159
Commissioning - Phase 2	11/7/2026	12/14/2026	37

Note: Phase 1 includes installation of EVSE (ten 350kW dual port chargers), solar canopy, battery energy storage system (BESS) , rest area building and other site improvements. Phase 2 includes installation of additional EVSE equipment to meet growing demand (currently planned at ten 150 kW dual port chargers)

See Exhibit M for complete development and construction schedule.

4.4 Distributed Energy Resources, Energy Management, and Energy Storage

Gage Zero assessed the feasibility of implementing a microgrid with a 400 kW solar canopy, a 500 kW / 2 MWh battery energy storage system (“BESS”), and a total of 5,000 kW of EVSE on Parcel #3. Phase 1 would include our initial analysis including the anticipated energy consumption patterns, an

evaluation of future load requirements, and an assessment of the available solar energy resource in National City. Our assessment concluded that installing a microgrid system with the above parameters is feasible. Phase 1 includes 3,500 kW of EVSE charging capacity and the on-site solar and BESS, and Phase 2 includes the additional 1,500 kW of EVSE charging capacity.

Once the detailed microgrid design is finalized, Gage Zero will select an Engineering, Procurement and Construction ("EPC") partner that will procure the necessary equipment, balance of system including solar panels, battery banks, power conditioning systems, and control equipment. Local contractors will prepare the site by ensuring any underground work and any necessary infrastructure such as mounting structures for solar canopies, trenching for chargers, plumbing for the rest area, and electrical wiring for lighting and security cameras are completed to code.

The on-site BESS will allow Gage Zero to manage electrical costs by reducing demand charges and shifting load to off-peak times, will provide additional backup in case of a power outage, and participate in utility demand response programs. Gage Zero is considering tier-one lithium ion battery providers such as CATL, Tesla, Sungrow, and Stem.

Gage Zero will work with the selected EVSE provider to ensure the system is properly designed, installed, commissioned, and connected to the microgrid. On-site testing will be performed with the help of the EPC and the CMS and EVSE providers to ensure the charging station is working and communicating properly. All EVSEs will be installed by a qualified technician that is certified through the Electric Vehicle Infrastructure Training Program ("EVITP").

Once all equipment is installed and tested, commissioning of the complete microgrid will be conducted by connecting all components and testing the system as a whole. This includes performing tests to ensure the microgrid can operate in both islanded mode and grid-connected mode.

5. Project Design Concept Drawings

All drawings should be legible, orient north up and should only include one plan or elevation/perspective per sheet. At a minimum, Proposers shall provide a site plan, elevations and context/perspective drawings, as detailed below.

1. Site Plan. The site plan should illustrate the proposed phased concepts for the ZE Truck Stop, including, for each phase, proposed structure footprints, proposed charging stalls and associated equipment, location for opportunity and overnight charging, preliminary landscape design, parking spaces, and ingress and egress points. The site plan should clearly distinguish area allocations, among commercial uses, stalls and associated equipment for opportunity and overnight charging, distributed energy resources, circulation, and public areas.

2. Elevations. Provide colored architectural exterior elevations and a comprehensive view of the ZE Truck Stop and illustrate proposed materials and colors and any related architectural elements.

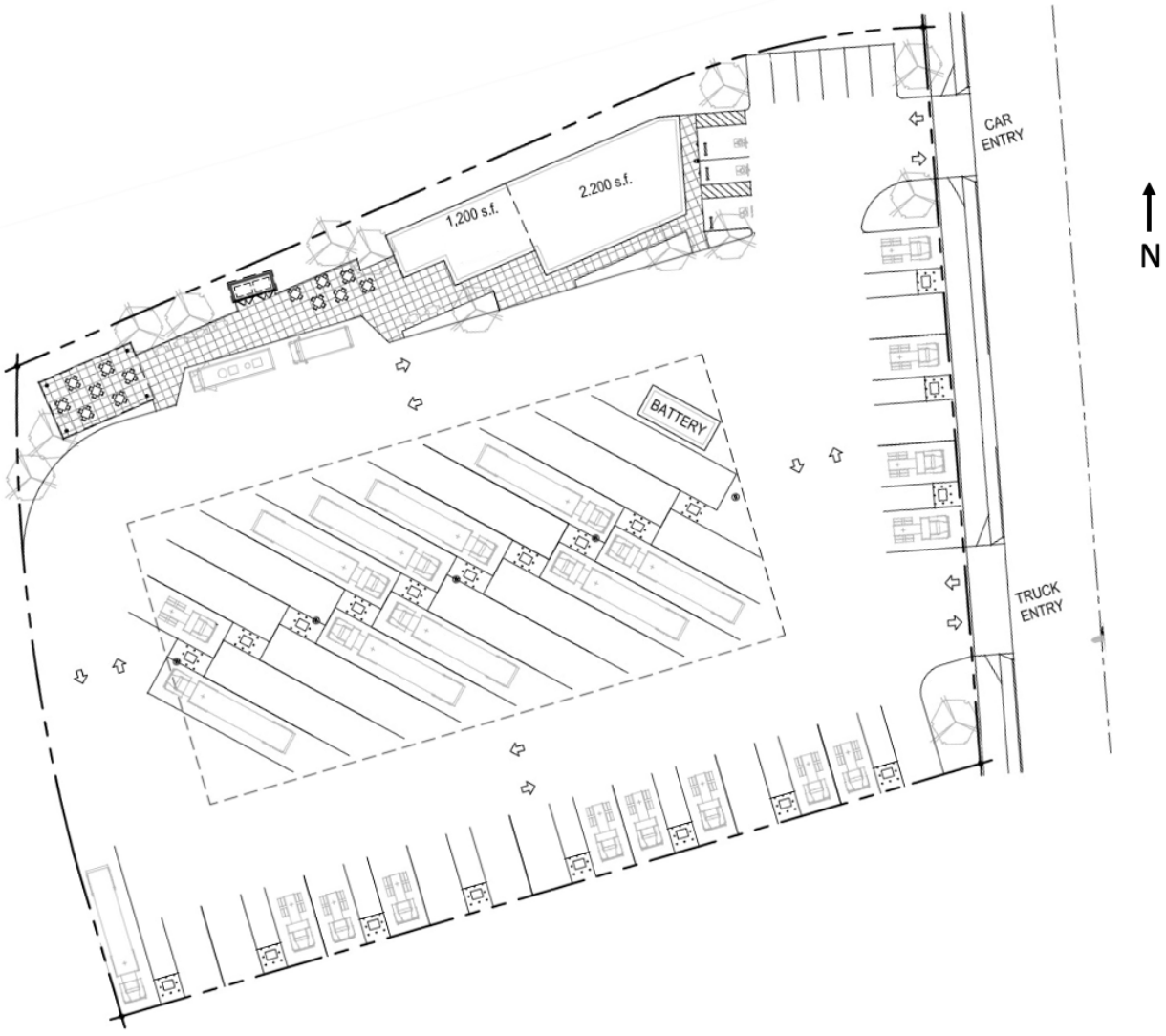
3. Context/Perspective Drawings. Provide a representative illustration of the proposed project clearly showing massing and the relationship to adjacent structures, finished grades, open spaces, and streetscapes. This drawing should clearly illustrate the relationship of the proposed project to the adjoining street and neighborhood. The perspective should show the proposed development in context with the adjacent building masses. Context elements do not need to be photorealistic, but must accurately convey the bulk, scale, and character of the surrounding area.

The project design shall be consistent with Section IV.D.4 Site Design of this RFP.

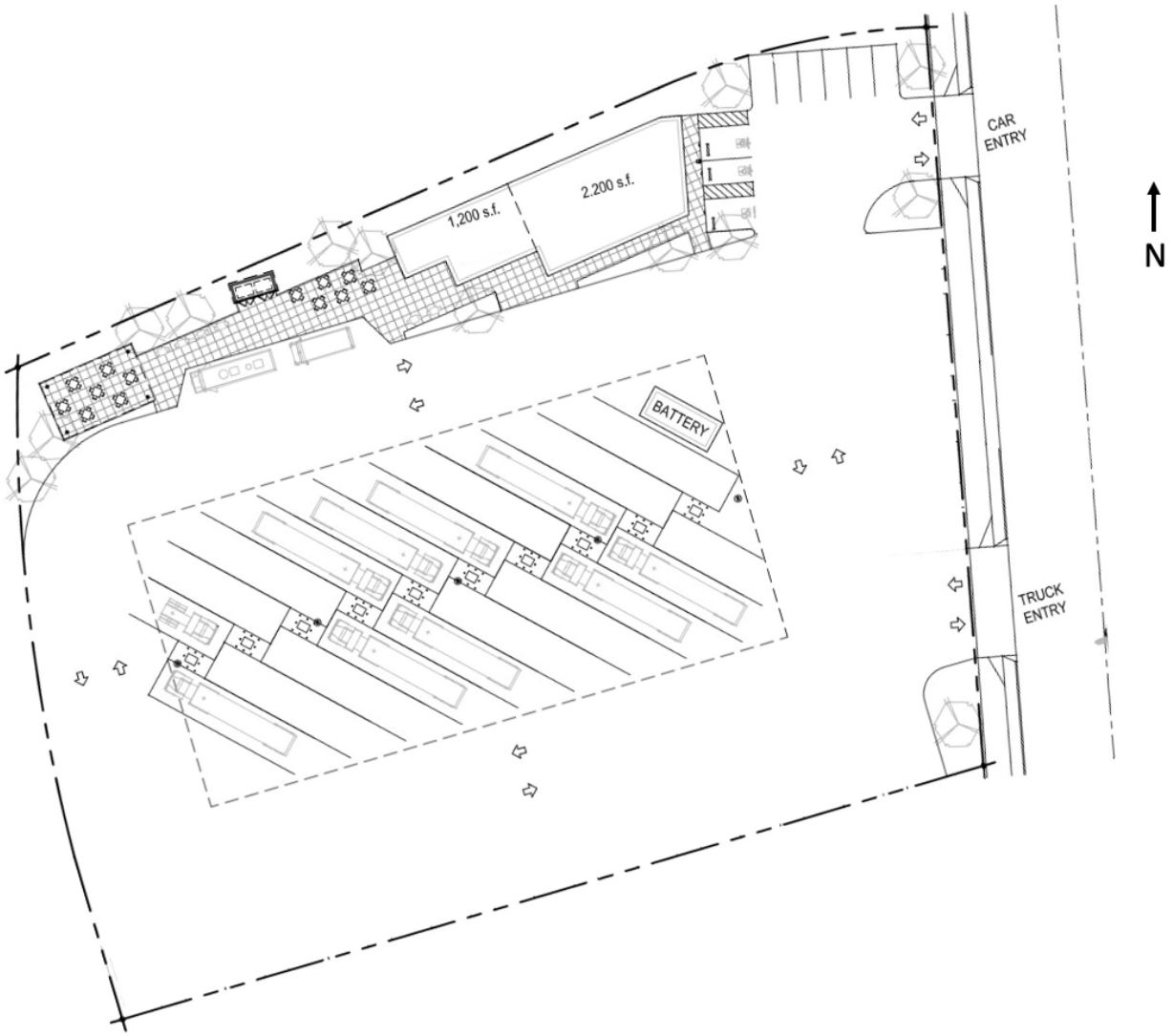
5.1 Site Plan

Our proposed ZE Truck Stop will be located at Parcel #3. The preliminary design will accommodate twenty (20) Class 8 electric vehicles simultaneously using ten (10) 350 kW dual-port EVSEs in Phase 1, and will accommodate at least twenty (20) additional vehicles simultaneously using ten (10) 150 kW dual-port chargers in Phase 2.

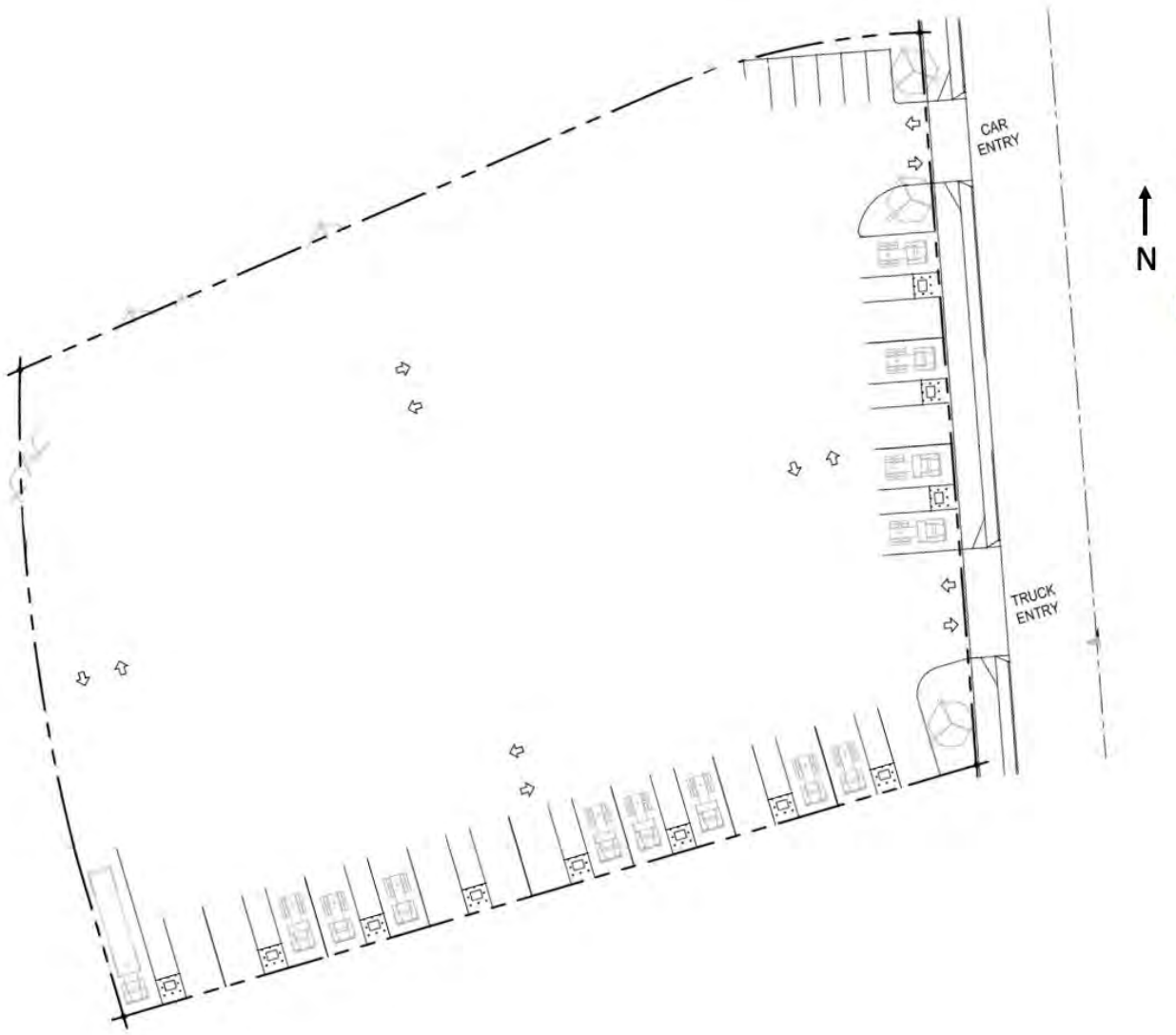
Full site plan (Phase 1 + Phase 2)



Phase 1 site plan

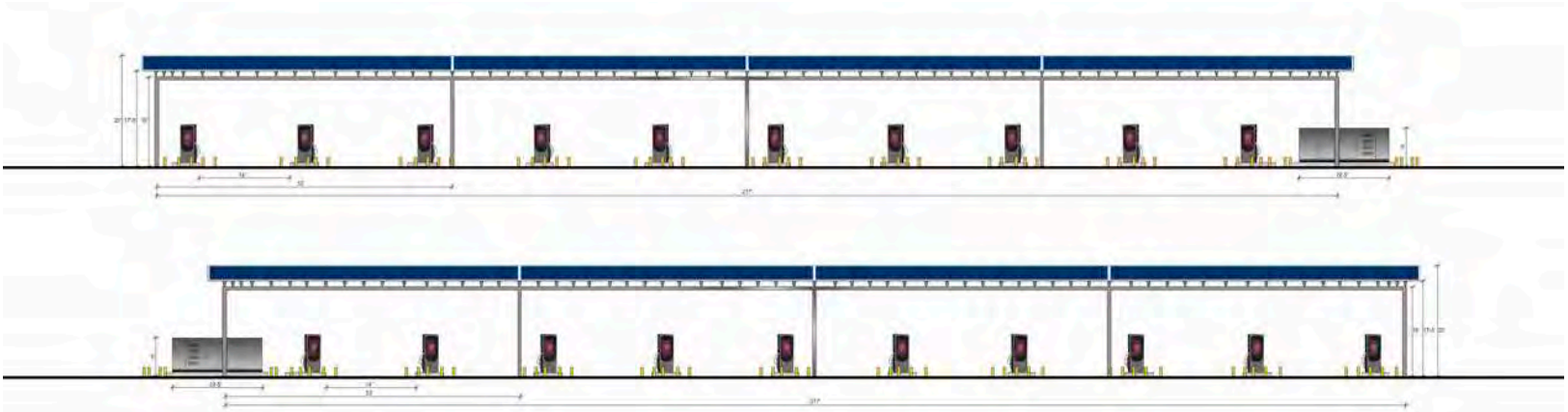


Phase 2 site plan

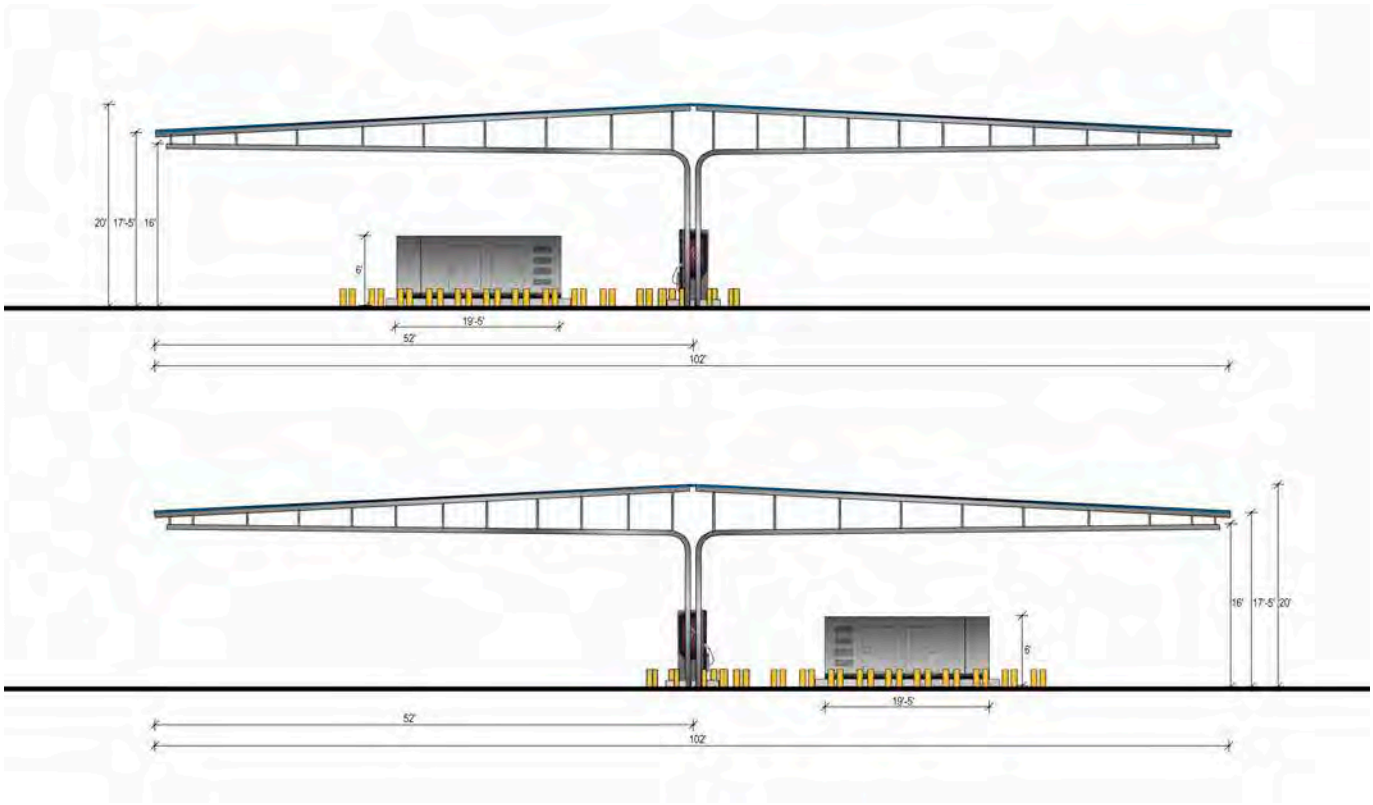


5.2 Elevations

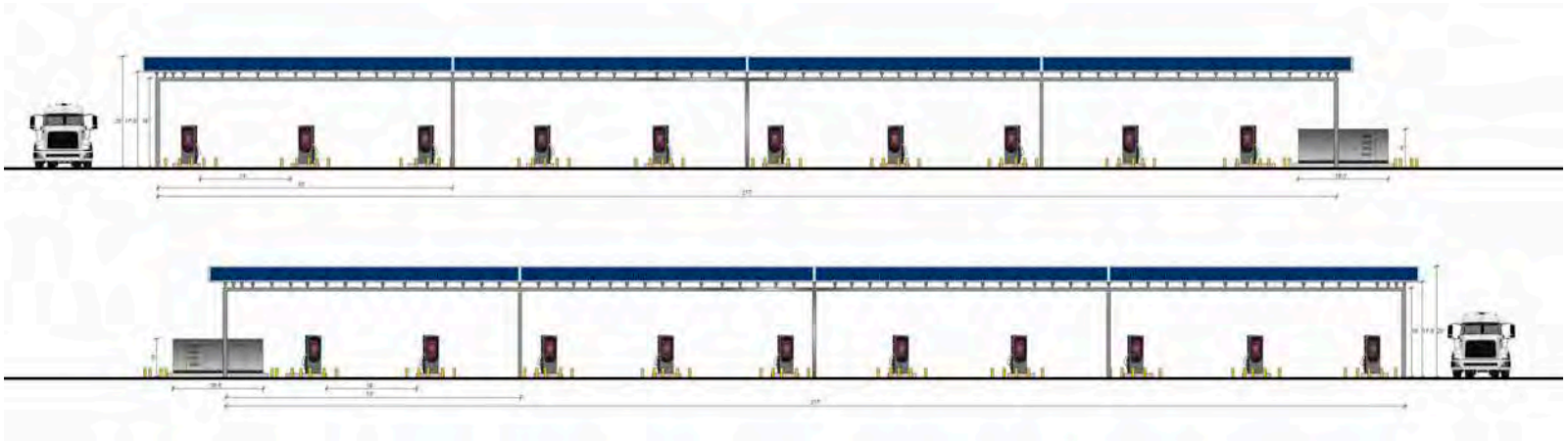
Site elevation looking north



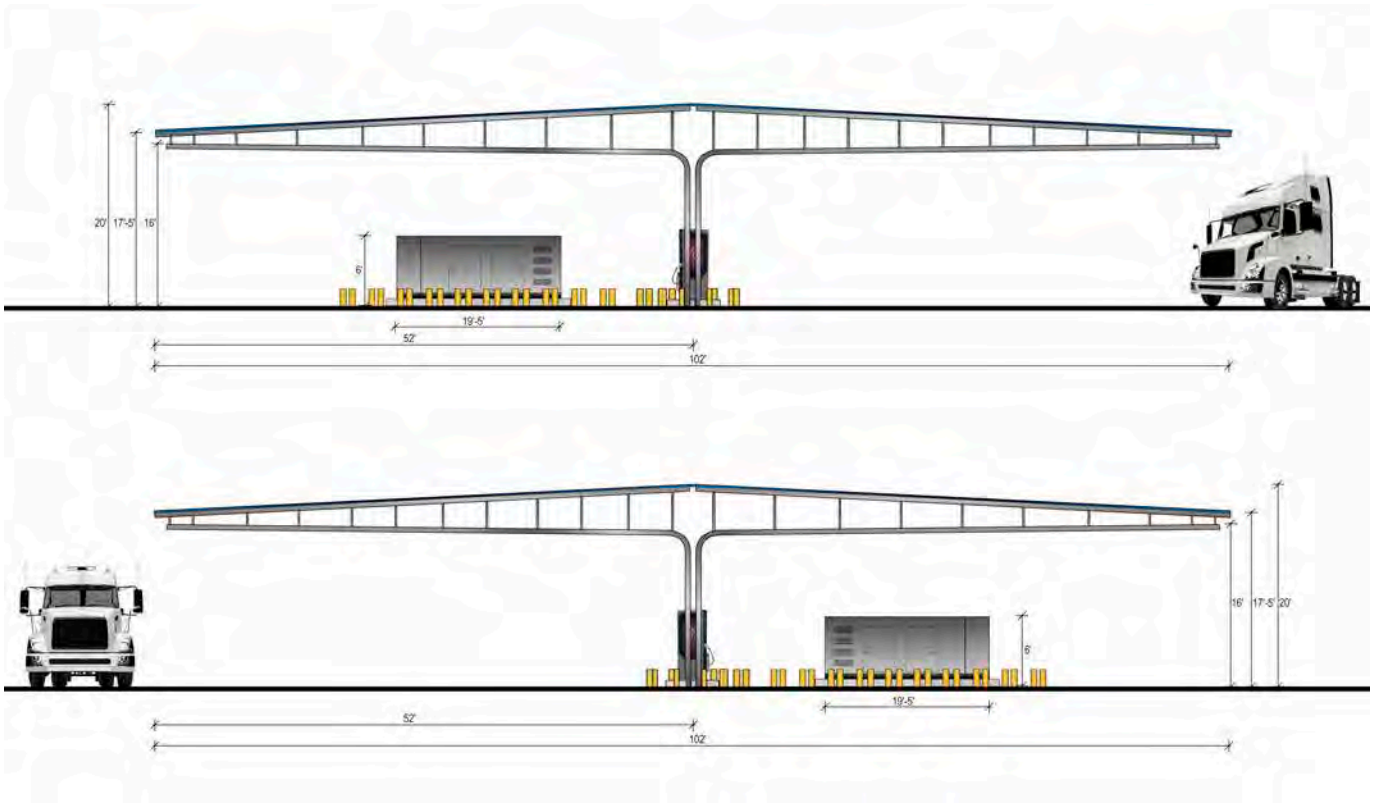
Site elevation looking east



Site elevation looking south



Site elevation looking west



5.3 Context/Perspective Drawings

Context / perspective drawing looking north

Context / perspective drawing looking east

Context / perspective drawing looking south

Context / perspective drawing looking west

6. Project Team and Relevant Experience

1. Project Team and Relevant Experience. Include a complete but succinct description of the proposed project team including subservice providers, key personnel, and project experience as outlined below.

A. *Identify each project team member, their firm (if different from the primary Proposer), and their roles and responsibilities.*
B. *In addition, identify the entity with the legal authority to execute any and all real estate agreements on the Proposer's behalf;*
C. *Provide a brief description of each project team member's firm size, local organizational structure, experience within the state of California and its Coastal Zone and financial profile, capacity, and resources;*
D. *Provide a brief description of each team member's experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight.*
E. *For each team member, identify any lawsuit or litigation in the last five years, whether pending, settled, or adjudicated, involving (a) any public operations undertaken by any team member or (b) any type of operations where claims or settlements were paid by the Proposer or its insurers*
F. *Describe the project team's approach to project management and oversight throughout the term of the Project, including responsibilities for day-to-day project management, reporting, scheduling, cost management, document management and risk management;*
G. *Include an organizational chart diagramming the project team members' relationships, including any joint venture partners and other consultants.*

2. Key Personnel. Identify key personnel proposed to work on the proposed ZE Truck Stop. The persons listed will be considered committed to the project with no substitutions allowed without prior agreement by the District. A resume or biography for each person shall be submitted and not exceed one (1) page each.
3. Project Experience. Provide project examples demonstrating the project team's experience in the past ten (10) years related to the envisioned scope of development and experience within the state of California and its Coastal Zone. Proposers are limited to a maximum of six (6) projects. Proposers are encouraged to provide examples where team members have collaborated on the same project (as applicable).

6.0 Introduction

Gage Zero Co-Founders Zeina El-Azzi, Faisal El-Azzouzi, and Carly Filler are passionate about a decarbonized future. They founded Gage Zero to build out the transportation electrification infrastructure needed to ensure a better future for generations to come. Gage Zero LLC is a Women-Owned Business Enterprise ("WBE") and is working towards its B Corp certification. The company has a commitment for $300 Million in capital, from ARC Financial, a Private Equity ("PE") firm focused on energy investments, for the development of a network of commercial electric vehicle charging infrastructure hubs and services throughout the United States. The company is currently developing multiple zero emission truck stops of similar size and design nationally, with the Port of San Diego ZE Truck Stop being the first such facility for the company that will be located in California.

Note, our proposed subcontractors are listed in Attachment B so are not duplicated here.

6.1 Project Team and Relevant Experience

- A. Identification
  - **Name: Zeina El-Azzi**
  - **Title: Co-Founder and CEO**
  - Firm: Gage Zero LLC
  - Roles & responsibilities: Zeina has established a clear and compelling vision to drive critical strategic and financial direction for Gage Zero's mission to rapidly deploy reliable infrastructure and cost-effective solutions that accelerate zero emission fleets and benefit communities. For the ZE Truck Stop project, Zeina's role will be one of oversight and management of the project team and budget.
- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
  - Prior to founding Gage Zero, Zeina was a co-founder of Brightmark and led the expansion of the company from start-up to established leader in the renewable natural gas (RNG) industry with nearly $750MM in raised equity investments, successfully

building nearly 30 RNG projects, executed on target, under a successful joint venture with Chevron. These RNG projects are located across 40 farms in 10 different states. All together, they have reduced 600K tons of CO2eq and counting. Project Vlot, in particular, was approximately a REDACTED investment alone, which led to 700 MMBTU/day output into the local pipeline for consumer use. Prior to Brightmark, Zeina was a vice president at SunEdison, where she led major electrification utility projects globally, acquired and constructed some of the largest solar projects in the company's history including the largest of its kind at the time, a 156 MW solar power plant in Colorado for Xcel Energy. Her previous experience also includes developing and negotiating over a gigawatt in global wind power projects, developing and constructing in Mexico, Brazil, Poland, and Turkey. She also has extensive experience working on renewable energy development in California, including 33 MW of rooftop solar with Southern California Edison (SCE), a 2.6 MWdc system at the Coalinga State Hospital, a 1.6 MWdc system at the Pleasant Valley State Prison, the 26 MWdc Vega solar power plant in Merced County, CA, and the 82 MWdc Regulus Solar plant in Kern County, CA. Through this experience, Zeina has gained in-depth knowledge of California's renewable energy project development process, including the construction and operational phases, as well as the LCFS program.

- A. Identification
  - **Name: Carly Filler**
  - **Title: Co-Founder and Chief Commercial Officer**
  - Firm: Gage Zero LLC
  - Roles & responsibilities: Carly leads Gage Zero's Commercial and Development teams. She oversees business development and partnerships for electrification services to fleet customers, as well as project development, including permit approvals, interconnections, grants, execution and operations. For the ZE Truck Stop project, Carly will be overseeing and participating in all commercial and development activities. Specifically, Carly will use her expertise in project development, execution, and stakeholder engagement to ensure the project is developed, built, and

operated to fulfill all needs and requirements of the Port. This includes fulfilling the needs of the fleet operators, the local community, the utility, the Authorities Having Jurisdictions (AHJs), and other relevant stakeholders, while maximizing secured funding available from various federal, state, local entities, utility programs and other sources.

- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Carly has extensive experience leading efforts in the development of large renewable energy utility projects. Most recently, she led the development of over 7,000 MMBTU/d of RNG projects for transportation fuels under a joint venture with Chevron. She has expertise in all aspects of utility project development, including negotiation of commercial agreements, securing and negotiating land rights for large utility scale projects, obtaining necessary connections, and state and municipal permits to complete projects on time and on budget. Carly also has extensive experience developing and maintaining relationships with critical stakeholders and community members, through development, construction and operations. Carly's experience includes in-depth knowledge of the California renewable energy and LCFS programs, and extensive experience working with California utilities, including with PG&E in Madera County, CA.

- A. Identification
    - **Name: Faisal El-Azzouzi**
    - **Title: Co-Founder and VP, Technology**
    - Firm: Gage Zero LLC
    - Roles & responsibilities: Faisal leads the Gage Zero technical teams, including all engineering, supply chain sourcing, and all operational service functions. For the ZE Truck Stop project, Faisal will oversee and participate in all technical aspects of the project, including the development of appropriate technical solutions, as well as workforce training programs that will both serve the Port of San Diego and neighboring communities.

- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Over the past 20 years, Faisal has lead some of the most innovative renewable energy projects including vehicle to grid "V2G" projects using electric buses for school districts in San Diego with Nuvve; has lead efforts to optimize RNG portfolio energy performance at Brightmark; and has developed some of the largest front-of-the-meter energy storage and photovoltaic solar farms globally at SunEdison and via his consultancy Powerpedia. Previously, he was the Director of Advanced Energy Solutions at SunEdison and developed both national and regional offerings for utilities, commercial & industrial customers, residential and rural communities, and government agencies. Faisal is a resident of San Diego and has extensive experience working with local service providers, workforce development organizations, engineering and architectural firms, as well as Southern California utilities to develop unique energy projects.
    - Examples of Faisal's California experience include a portfolio of solar PPA's developed by FRV (and acquired by SunEdison) totalling 120 MW of capacity. Faisal led the design and engineering of these utility projects that included: Regulus Solar LP, a 60 MW project sited in Lamont; Cygnus Solar LP, a 20MW sited in Arvin; Mojave Solar LP, a 20 MW; and Mojave Solar 4 LP, a 20 MW project in Lancaster. These sites were all operational in late 2013. As part of SCE's Local Capacity Resource "LCR" procurement, Faisal also led the design of SunEdison's and the world's first 10 MW hybrid-electric building, using Tesla batteries, as part of a joint development agreement with AMS at the Irvine Company campus. Faisal is also committed to serving low income communities in San Diego and Tijuana by founding and leading GETCHARGEDUP - a unique nonprofit organization that empowers vocational training and renewable energy students in Baja California as well as newly resettled refugees, through clean energy workforce training and solar installations at orphanages in Tijuana, and also through the installation of microgrids at clinics

in Puerto Rico after hurricane Maria.

- A. Identification
  - **Name: Sam Arons**
  - **Title: VP, Business Development**
  - Firm: Gage Zero LLC
  - Roles & responsibilities: As the head of Business Development, Sam will be responsible for the customer-facing aspects of the ZE Truck Stop project, from identifying potential truck stop customers to conducting customer discovery, developing proposals and pricing, negotiating contracts, and ensuring customer feedback is incorporated into the ongoing operations and improvement of the site.
- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
  - Prior to Gage Zero, Sam was the Director of Sustainability at Lyft, where he built the sustainability program from the ground up and led the company to make the industry-leading commitment to 100% electric vehicles by 2030. Before Lyft, Sam spent 10 years at Google, where he mapped Google's carbon footprint and led the program to negotiate the renewable energy purchases that resulted in Google's achievement of 100% renewable energy in 2017, including negotiating Google's power purchase agreement (PPA) for 43 MW of wind power from the Golden Hills wind farm in California.

- A. Identification
  - **Name: Iga Hallberg**
  - **Title: VP, Strategic Partnerships**
  - Firm: Gage Zero LLC
  - Roles & responsibilities: Iga has already been working closely with local trucking companies and San Diego Port tenants (e.g. Pasha and Dole) to understand their port operations and engage early with their trucking and shipping service providers who will be the ultimate customers for the Zero Emission Truck Stop. Iga will continue to build partnerships with the trucking companies

operating in the vicinity of the National City Terminal and help them with the transition to electric trucks, with the ultimate goal of meeting the Port's 100% electric truck goals by 2030.

- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Iga has over 25 years of experience commercializing clean-technology products and services. Her expertise is in forming partnerships that accelerate adoption of new technologies during important industrial transitions. She was involved in early rapid growth of the US solar power industry, while launching HelioVolt, a thin-film solar technology developer. She also helped shape partnership strategy at Pecan Street, a leading renewable energy research organization with a significant customer base throughout California. Her partnership experience spans global energy and infrastructure firms like EDF, Engie, and Abengoa, and technology firms like Air Products, Itron and SK.

- A. Identification
    - **Name: Pamela Rosen**
    - **Title: General Counsel**
    - Firm: Gage Zero LLC
    - Roles & responsibilities: Pam manages the day to day legal functions of the company, provides risk management oversight, and a broad range of support across the company. In addition to legal and risk, Pam also takes an active role in day to day company operations and is also responsible for compliance.
- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Pam is an experienced corporate attorney with significant experience managing the day-to-day operations of startups and other businesses. Pam started her legal career at Kirkland and Elis in New York, but she has been working in e-mobility and electrification since 2019, when she became the first general counsel at Fermata Energy, where she led the legal, human

resource and corporate administration functions. At Fermata, she was heavily involved in various California related initiatives including working with LADWP and the US Department of Energy to enter into a first-of-its-kind memorandum of understanding regarding vehicle-to-grid. Prior to Fermata, she served as general counsel for a registered investment advisor, leading legal and also overseeing corporate administration as well as a rigorous compliance program. Pam is also an adjunct professor at the University of Virginia Law School where she co-leads the entrepreneurial law clinic.

- A. Identification
    - **Name: Dan Grossman**
    - **Title: Automotive Advisor**
    - Firm: Gage Zero LLC
    - Roles & responsibilities: Dan is advising Gage Zero on strategy, business development and channel partnerships with automotive and technology companies. His advice and industry connections will help make the ZE Truck Stop project successful.
- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Dan Grossman has been at the forefront of the automotive, electric and shared mobility sectors for more than 15 years. He was a pioneer in the car sharing space with Zipcar, which he joined as a start-up, and launched more than 100 new markets, helping guide the company through its IPO and acquisition by Avis Budget Group. He then went to General Motors, where he created its mobility division, Maven. During this time, his team created a new mobility technology, identified appropriate partners, and rapidly launched more than 7,000 vehicles shared (including 750 EV's) throughout North America. He then moved to Ford Motor Company and assumed the role of Global Vice President of Microtransit, where he also managed, as CEO, Ford-owned Chariot Transit and its non-emergency medical transit team GoRide. Dan is currently a Board Member and Advisor for several emerging companies in the autonomous

software, shared mobility and EV sectors.

- A. Identification
    - **Name: Brandon Rapp**
    - **Title: Business Strategy Advisor**
    - Firm: Gage Zero LLC
    - Roles & responsibilities: Brandon is advising Gage Zero on workforce and community development. Brandon helped create the community benefit proposal in our RFP response and will help us successfully execute it if awarded.
- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - Brandon has worked in both the public and private sectors in the areas of renewable energy, climate, and workforce and community development for more than seven years. Prior to founding Allouve, a management consulting firm with a focus on purpose-driven industries, he was a strategy consultant at Strategy&/PwC in the Power, Utilities, and Resources industry. As a result, he brings a breadth of relevant experience to this proposal including, operating model development, asset management, sustainability / ESG strategy development, project management, public compliance reporting, and change management. Before consulting, Brandon managed workforce and community development for the Greater New Orleans economic development agency, with a focus on building equitable opportunities for Louisiana's planned coastal restoration and water management initiatives.
- A. Identification
    - **Name: Bill Simpson**
    - **Title: Fleet Operations Advisor**
    - Firm: Gage Zero LLC
    - Roles & responsibilities: As a former fleet manager for PepsiCo, Bill is advising Gage Zero on fleet electrification and operations. For the ZE Truck Stop project, Bill will help ensure that Gage Zero's offerings meet the current and future needs of fleets as they electrify.

- D. Experience developing, operating and/or managing (as applicable) projects within the last ten (10) years that are relevant to the proposed ZE Truck Stop, with an emphasis on clean technology, transportation logistics, and freight:
    - In his 33-year career at PepsiCo North American Beverages as Director of Supply Chain Fleet Operations, Bill was responsible for the planning and management of a REDACTED annual operating budget including CAPEX management for 21,000 fleet assets and a team of 486 employees. Bill oversaw one of the first EV infrastructure projects in the US: the roll-out of a Class 6 EV fleet for Frito-Lay across several locations. As part of this effort, Bill managed the training for the operations and maintenance of these new assets with the operations teams, drivers and maintenance technicians.

- C. Firm information:
    - **Firm: Gage Zero LLC**
    - Firm size: 7
    - Local organizational structure: Gage Zero's VP of Technology resides in San Diego, CA, its Co-Founder and CCO, as well as VP of Business Development, reside in the SF Bay Area, and the remainder of the team will travel to San Diego as needed for the ZE Truck Stop project. We will also retain local contractors with a continual local presence for the project. In the operational phase, we will have on-site staff.
    - Experience within the state of California and its Coastal Zone: [See Section 6.3 Project Experience]
    - Financial profile, capacity, and resources: Gage Zero's financial partner, ARC Financial, a Private Equity ("PE") firm focused on energy investments, has committed USD $300 million in capital to Gage Zero for the development of a network of commercial electric vehicle charging infrastructure hubs and services throughout the United States (see Exhibit H.2).
- B. Entity with the legal authority to execute any and all real estate agreements on the Proposer's behalf:
    - If awarded, Gage Zero would likely elect to form a special purpose entity ("SPE") to serve as the contracting party. The SPE would be fully controlled and managed by Gage Zero pursuant to a

management services agreement ("MSA") between Gage Zero and the SPE (with such MSA to be executed after award). Among other things, the MSA would provide the SPE with access to Gage Zero personnel to perform all of the activities arising from the Zero Emission Truck Stop RFP.

- Additionally, pursuant to its formation documents, the SPE would be fully financially backed by Gage Zero and our financial partners. Because the SPE would be specifically formed for this ZE Truck Stop project, no formation documents are yet available, however Gage Zero would ensure that the control and financial wherewithal of the SPE are structured so as to provide sufficient assurances to the Port of San Diego.

- E. Any lawsuit or litigation in the last five years, whether pending, settled, or adjudicated, involving (a) any public operations undertaken by any team member or (b) any type of operations where claims or settlements were paid by the Proposer or its insurers:
  - None of the team members have been involved in any litigation impacting their ability to perform the duties associated with this project.
- F. Project team's approach to project management and oversight throughout the term of the Project, including responsibilities for day-to-day project management, reporting, scheduling, cost management, document management and risk management:

  Gage Zero's approach to project management and oversight throughout the term of the ZE Truck Stop project will be comprehensive and structured as follows:
  - Day-to-day Project Management:
    - A designated project manager on the Gage Zero team will oversee the day-to-day activities, ensuring progress is made according to the project plan, and coordinating with various stakeholders.
    - The project manager will work closely with team members, contractors, and suppliers to ensure smooth execution of tasks, adherence to timelines, and resolution of any issues or challenges that may arise.

- Regular team meetings will be conducted to assess progress, address concerns, and keep all members informed about project updates.

- Reporting:
  - Gage Zero will establish a reporting framework to provide timely and accurate updates on project status to key stakeholders, including the Port of San Diego.
  - Regular progress reports will be prepared, highlighting achievements, milestones, any deviations from the project plan and risk mitigation efforts.
- Project Schedule:
  - Gage Zero, with input from vendors and stakeholders, has developed the project schedule in Exhibit M outlining all the activities, dependencies, and critical paths. If selected, Gage Zero will update this schedule based on further work with the District, vendors, permitting agencies, utility and other stakeholders.
  - The schedule will be regularly reviewed and updated as necessary to reflect any changes or adjustments during the project lifecycle.
  - Gage Zero will closely monitor the schedule to ensure that activities are completed on time, and any delays or potential bottlenecks are identified and addressed promptly.
- Cost Management:
  - Gage Zero will be responsible for managing the project budget, including tracking and controlling costs.
  - Gage Zero will regularly review and analyze project expenditures against progress to date with their vendors in order to preempt any potential budget overruns and take proactive corrective action.
- Document Management:
  - Gage Zero will establish protocols for document sharing, version control, and archiving to facilitate effective communication and knowledge transfer.
  - All project documentation, including contracts, plans, reports, and correspondence, will be appropriately stored

and easily accessible to authorized team members, including the Port of San Diego.

- Risk Management:
  - Gage Zero has developed a comprehensive risk management plan to identify, assess, and mitigate project risks.
  - Regular risk assessments will be conducted, and mitigation strategies will be implemented to minimize the impact of potential risks.
  - Gage Zero will maintain a risk register to track identified risks, their likelihood, potential impact, and mitigation measures.

Overall, Gage Zero's approach to project management and oversight will be proactive, collaborative, and focused on delivering the ZE Truck Stop at the Port of San Diego safely, on-time, and on-budget. Gage Zero will employ industry-standard tools, methodologies, and best practices to ensure effective coordination, communication, and control throughout the project lifecycle. The Gage Zero team has implemented similar processes for the $10B worth of utility-scale energy projects they have collectively developed and deployed.

- G. Organizational chart diagramming the project team members' relationships, including any joint venture partners and other consultants:

Gage Zero

CEO
Zeina El- Azzi

CCO
Carly Filler

VP of Technology
Faisal El Azzouzi

General Counsel
Pam Rosen

Operations Manager
Bailey Jo Stephens

VP of Partnerships
Iga Hallberg

VP of Business Development
Sam Arons

Automotive Advisor
Daniel Grossman

Fleet Operations Advisor
Bill Simpson

Business Strategy Advisor
Brandon Rapp

6.2 Key Personnel

The key personnel are listed below, and their bios are available in Section 6.1:

- Zeina El-Azzi, Co-Founder and CEO, Gage Zero
- Carly Filler, Co-Founder and Chief Commercial Officer, Gage Zero
- Faisal El-Azzouzi, Co-Founder and VP, Technology, Gage Zero
- Sam Arons, VP, Business Development, Gage Zero
- Iga Hallberg, VP, Strategic Partnerships, Gage Zero
- Pamela Rosen, General Counsel, Gage Zero
- Brandon Rapp, Business Strategy Advisor, Gage Zero

6.3 Project Experience

Over the past 20 years, the members of the Gage Zero team have collectively been involved in deploying over $10 billion in capital on large utility scale renewable energy projects. Gage Zero was formed within the past year to aid in the transition of the transportation industry to electrification.

As of July 2023, Gage Zero does not have direct completed reference projects under the current entity. Gage Zero is financed with a $300M equity commitment from private equity firm, ARC Financial, which has $6B under management of large energy projects, and is prepared to finance the entirety of the project costs of the ZE Truck Stop project out of this equity commitment. A Letter of Support from ARC is available in Exhibit H.1. Furthermore, each Gage Zero team member has numerous examples of relevant projects from past companies, including projects that the founding team has executed together, demonstrating the broad and proven infrastructure development capabilities of the Gage Zero team.

Highlights of the Gage Zero's team project experience in California include RNG to be sold into the California LCFS market for transportation fuel into vehicles, solar power projects with total capacity over 100 MW, and Vehicle-to-Grid ("V2G") pilot for a school district in San Diego County consisting of 12 chargers with bidirectional capabilities. Detailed examples of California projects the team has executed are as follows:

6.3.1 Brightmark Vlot RNG

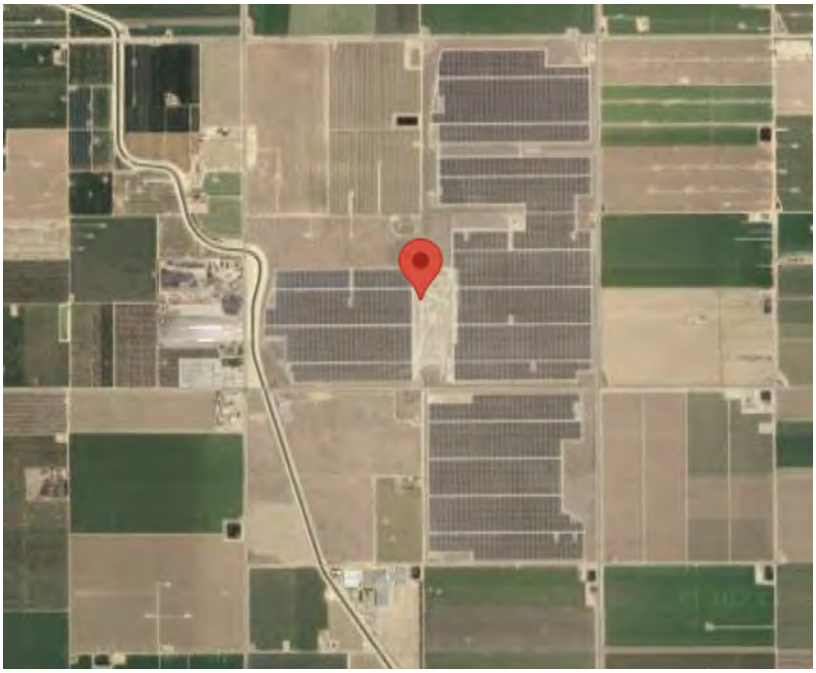
1. **Location (address) of the project:** 3197 Ave 21, Chowchilla, CA 93610
2. **Firm's role on the project:** Develop, Own and Operator (at previous company Brightmark LLC)
3. **Project Executive and Project Manager:** Zeina El-Azzi as President, Carly Filler as VP of Development and Faisal El Azzouzi as VP of Engineering (Gage Zero founding team worked together on this project in a previous company)
4. **Project description:** The Brightmark Vlot RNG project is a 700 MMBTU/day Renewable Natural Gas project in Chowchilla, CA on the Vlot Brothers' Dairy Farm and was built under a joint venture with Chevron. The project generated Renewable Natural Gas (RNG)injected into the natural gas transmission pipelines for use as a transportation fuel and to be sold as for commodity natural gas, LCFS credits and RINs within California. The project team worked closely with PG&E to source on design, procurement and rate structure to supply the electrical needs to the site, as well as the relevant permitting authorities (including San Joaquin Valley Air Pollution Control District and Madera County)for approval.
5. **Mix of uses included in the project:** RNG for transportation fuels
6. **Size of the project and development value:** 700 MMBTU/day, approximately REDACTED
7. **Type of construction:** Full Design Build and Operate for Anaerobic Digester, Digestate Treatment, Renewable Natural Gas Upgrader, Interconnection to gas transmission pipeline and Electric Supply from PG&E

Brightmark Vlot RNG

6.3.2 Regulus Solar LLC

1. **Location (address) of the project:** Kern County, CA
2. **Firm's role on the project:** FRV developed the project that SunEdison acquired and built, and transferred to Terraform to operate.
3. **Project Executive and Project Manager:** Faisal El Azzouzi was lead development engineer.
4. **Project description:** Regulus is a 72MWdc/60MWac solar farm located in Kern County with a 20 year PPA with SCE..
5. **Mix of uses included in the project:** Utilityscale solar with SCE as the offtake purchasing the power under a 20 year PPA.
6. **Size of the project and development value:** This 60MWac project cost over REDACTED
7. **Type of construction:** This ground mount project featured single axis trackers, and centralized inverters.

Regulus Solar LLC



6.3.3 Cygnus Solar LLC

1. **Location (address) of the project:** Crider Road west of SR99 Bakersfield, CA
2. **Firm's role on the project:** FRV developed the project that SunEdison acquired and built, and transferred to Terraform to operate.
3. **Project Executive and Project Manager:** Faisal El Azzouzi was lead development engineer.
4. **Project description:** Regulus is a 24MWdc/20MWac solar farm located in Kern County with a 20 year PPA with SCE..
5. **Mix of uses included in the project:** Utility scale solar with SCE as the offtake purchasing the power under a 20 year PPA.
6. **Size of the project and development value:** This 20MWac project cost over REDACTED.
7. **Type of construction:** This ground mount project featured single axis trackers, and centralized inverters

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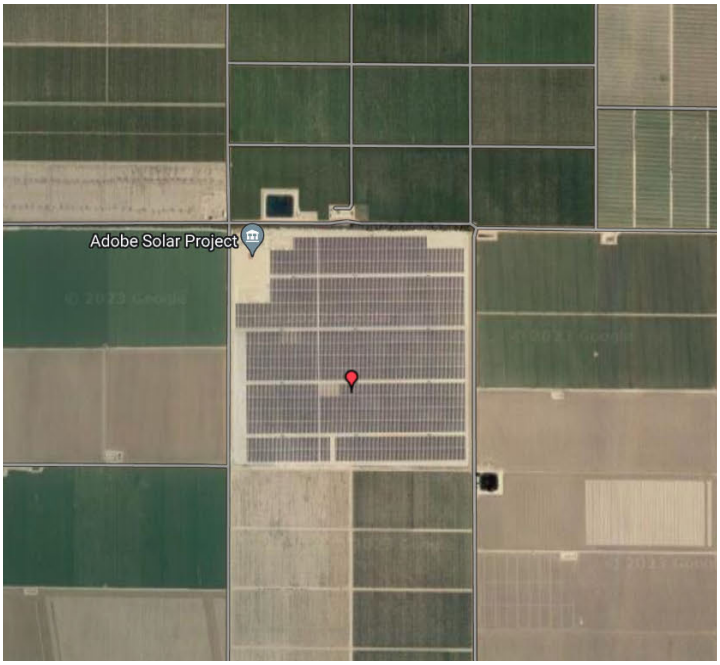
Cygnus Solar LLC



6.3.4 Mojave Solar LLC

1. **Location (address) of the project:** The intersection of Sierra High Mojave, CA
2. **Firm's role on the project:** FRV developed the project that SunEdison acquired and built, and transferred to Terraform to operate.
3. **Project Executive and Project Manager:** Faisal El Azzouzi was lead development engineer.
4. **Project description:** Regulus is a 24MWdc/20MWac solar farm located in Kern County with a 20 year PPA with SCE..
5. **Mix of uses included in the project:** Utilityscale solar with SCE as the offtake purchasing the power under a 20 year PPA.
6. **Size of the project and development value:** This 20MWac project cost over REDACTED
7. **Type of construction:** This ground mount project featured single axis trackers, and centralized inverters.

Mojave Solar LLC

6.3.5 Cajon Valley Union School District V2G Pilot

1. **Location (address) of the project:** 721 E Park Ave, El Cajon, CA 92020
2. **Firm's role on the project:** Nuvve installed 60kW fast chargers.
3. **Project Executive and Project Manager:** Faisal El Azzouzi led utility partnership.
4. **Project description:** Nuvve installed bidirectional fast chargers that were manufactured by Rhombus Energy Solutions with plans to expand to over a dozen V2G-capable fast chargers in the near future.
5. **Mix of uses included in the project:** 6 x 60kW DC Fast Charger and 6 x 20kW AC Chargers as back up. The V2G-enabled ESBs can simultaneously discharge to the grid through their chargers. The original five buses are reportedly discharging 24 or 28 kW of power back to the grid, depending on the bus model, while the newer two buses are discharging 45 kW of power. To maximize benefits for the grid, the buses are engaged in managed charging and will charge outside of peak hours when not in use (off-peak hours for SDG&E being from 6 a.m. to 4 p.m. and 9 p.m. to 12 a.m. and super off-peak being 12 a.m. to 6 a.m.), but additional charging may be necessary between routes.
6. **Size of the project and development value:** SDG&E and Nuvve installed six 60 kW bidirectional fast chargers that were manufactured by Rhombus Energy Solutions. The utility covered over REDACTED in electrical infrastructure upgrades at the school district's bus depot, none of which had to be paid for by Cajon Valley.
7. **Type of construction:** V2G enabled Fast Chargers for a fleet of electric buses.

Cajon Valley Union School District V2G Pilot

7. Project Financials

7.1 Capability to Perform.
Proposers shall provide a preliminary financing plan that describes the Proposer's approach to financing the Project, identification of any perceived challenges to financing the Project, and proposed solutions to meet these challenges. In addition, Proposer shall include the following information:

The entity responsible for financing the proposed ZE Truck Stop and a summary of comparable projects financed by this entity over the past five (5) years

1. *A description of anticipated sources of funding for the proposed ZE Truck Stop*
2. *Financing expectations including loan to cost, interest rate, term and cost of financing*
3. *Letters of interest from equity partners or lenders (if available). If letters of interest are not available, identification of proposed target partners and previous experience with such partners Target developer/equity provider returns for the proposed ZE Truck Stop*

Proposers shall provide the most current annual audited financial statements for at least the past two (2) years or other comparable evidence of financial capability, in addition to any other information reasonably necessary to establish the Proposer's financial capability as may be requested by the District.

7.2 Development and Operating Pro forma. Proposers shall provide a detailed pro forma in Microsoft Excel format which demonstrates an understanding of the District's objective to achieve the highest quality ZE Truck Stop as outlined in Section II of this RFP. The file shall contain formulae so that cell calculations are traceable, can be verified, with no hard coding. Include at a minimum, the following information:

A summary of anticipated funding sources and development uses at each of the following phases of the proposed ZE Truck Stop: (1) predevelopment period, (2) construction period for each proposed phase, (3) first phase of infrastructure operations and maintenance, (4) each subsequent infrastructure phase thereafter for operations and maintenance;

A detailed all-in development budget including a breakdown of all anticipated direct, indirect, marketing and preopening, and financing costs and any development team fees. The development budget should cover the predevelopment and construction periods of the proposed ZE Truck Stop.

Anticipated demand, utilization, and utility rate forecasts and the assumptions underlaying the forecasts.

Anticipated financing terms and calculation of annual debt service; and

A life-of-the-project (e.g., ten-year or twenty-year) operating projection for the proposed ZE Truck Stop, which includes, at minimum, the following details on an annual basis:
a) Revenues and expenses detailed by category;
b) Undistributed expense details;
c) Fixed expense details, including management fee and reserves for replacement;
d) Debt service payment if applicable;
e) Ground lease payment; and
f) Residual cash flow to equity/owner.

7.3 Funding Assistance & Grants. The District expects the selected Proposer to propose a strategy to ensure maximum funding from local, state, and federal resources, such as grants, incentives, and utility make-ready programs. Upon award, the selected Proposer is expected to work with the District and SDG&E utility to develop a deployment schedule that maximizes funding opportunities identifying current and future funding to execute the vision for the ZE Truck Stop.

Please indicate how the proposed business may leverage grants, incentives, make-ready programs, subsidies or District-supplied real property, services, or utilities that are assumed in the Proposal. If the proposed pro forma assumes direct financial or in-kind assistance from the District, please be specific, indicating the projected amount, length of time for assistance, and what it is needed for.

7.4 Lease Terms. Please indicate the proposed minimum lease term necessary to substantiate the infrastructure investment; this should be conveyed in the required pro forma (See Section IV.D.7.b. Development and Operating Pro forma). The District is offering a maximum lease of twenty (20) years and is flexible on rent terms.

7.1 Capability to Perform

Proposers shall provide a preliminary financing plan that describes the Proposer's approach to financing the Project, identification of any perceived challenges to financing the Project, and proposed solutions to meet these challenges.

7.1.1 Preliminary Financing Plan

Gage Zero has demonstrated its capability to perform through the financial support of its private equity partner, ARC Financial, who has committed $300 million in equity to Gage Zero to develop electric vehicle charging infrastructure solutions for fleet customers (see Exhibits H.1 and H.2). Gage Zero plans to fund REDACTED in pre-development, development and construction of the ZE Truck Stop with equity from ARC Financial in Phase 1 and subsequent phases.

Perceived challenges to financing the Project
The major challenge to financing electrification projects is typically the speculative nature of demand and utilization assumptions.

Proposed solutions to meet these challenges
In order to address such challenges, Gage Zero has already started work with potential fleet customers using the Port. Gage Zero has secured Letters of Intent from two entities, Jaco Transportation (Exhibit J.4) and Pasha Distribution Group (Exhibit J.2), along with a Letter of Support from Dole (Exhibit J.3). If selected, Gage Zero would work to enter customer agreements with each of these and other fleets in the area prior to construction in order to alleviate any financing challenges related to projected demand and utilization.

The entity responsible for financing the proposed ZE Truck Stop and a summary of comparable projects financed by this entity over the past five (5) years
Founded in 1989, ARC Financial has raised $6 billion across nine energy-focused funds since the launch of its private equity business in 1997, having invested capital in more than 180 companies across the energy landscape.

ARC Financial has made comparable investments over the past 5 years, including:

REDACTED

ARC Financial has made additional comparable investments over the past 10 years, including:

REDACTED

7.1.2 Financing Expectations

Gage Zero's financing expectations including loan to cost, interest rate, term and cost of financing are summarized in the table below.

Gage Zero does not require debt financing in order to fund the development and construction of the project, however may look to add debt financing after project construction is completed and the Zero Emission Truck Stop is placed into service. If debt financing were to be added to the project, Gage Zero would expect terms similar to the below based on numerous similar project financing arrangements.

Table 5. Financing Expectations

Term	years	REDACTED
Interest Rate	%	REDACTED
Debt Ratio	% of total project costs	REDACTED
Transaction cost/Financing fees	% of Debt	REDACTED
Total Debt Amount	$	*REDACTED*
Annual Debt Service	$	*REDACTED*

7.1.3 Letters of Interest from Equity Partners

Gage Zero has provided a letter of financial support from ARC Financial, equity partner of Gage Zero.

See Exhibit H.1 for Letter of Financial Support from ARC Financial

7.1.4 Evidence of Financial Capability

Gage Zero is not able to provide two years of audited financial statements since it was founded in January 2023. Gage Zero has demonstrated its financial capability with the publicly announced investment from ARC Financial.

See Exhibit H.2 for Press Announcement of Investment by ARC Financial in Gage Zero

7.2 Development and Operating Proforma

See Exhibit L and M for Gage Zero's Development and Operating Pro Forma

7.2.1 Summary of anticipated uses of funds

REDACTED

*including costs to operate and maintain EVSE, Solar, Storage and electrical equipment and associated labor on site, to be funded out of revenues of projects once operational

7.2.2 Summary of anticipated sources of funds

The development and construction of the ZE Truck Stop will be funded entirely by equity with uses of funds spread over the following three years and categories as outlined below.

7.2.3 Detailed development budget

The pre-construction development budget includes all expected expenses for 1) engineering through construction drawings, land surveying and entitlements work, 2) . permitting including applications for CEQA, CDP, EVSE, building, electrical and other permits, 3) interconnection expenses, including construction payments made to the utility, expert support and utility studies and 4) legal support for drafting of contracts and formation documents related to the project. All other activities will be performed by Gage Zero with the internal team.

Table 6. Detailed Development Budget

Detailed Development Budget		TOTAL
Engineering		
Land Survey		$10,000
Geotechnical Assessment		$20,000
50% Design Package		$20,000
90% Design Package		$30,000
Issued For Construction Drawings		$50,000
Bid Engineering Support		$20,000
	Total	**$150,000**
Permitting and Environmental		
Phase 1 ESA		$5,500
Permitting Matrix / Critical Issues Assessme		$2,500
Permit Applications		$5,000
Permitting Support		$50,000
	Total	**$63,000**
Interconnection		
Utility Design and Support		$20,000
Utility Service Request		$800
Utility Construction Deposits		$500,000
	Total	**$520,800**
Legal		
Entity Formation		$4,500
Lease Agreement		$33,000
Customer Contracts		$20,250
Vendor Contracts		$45,000
	Total	**$102,750**
	Total	**$836,550**

See **Table 4** for Capital Costs including construction and commissioning in Phase 1 and 2 and **Exhibit L** for the Pro Forma.

7.3.1 Key Assumptions

A. Anticipated Demand

Gage Zero has reviewed in detail the analysis completed as part of the Zero Emission Transition Plan, as well as completed discussions with numerous fleets operating in the area to determine the demand for the ZE Truck Stop. If

awarded, Gage Zero would continue to pursue contractual commitments from local trucking operators to utilize the ZE Truck Stop.

The Gage Zero team has interviewed numerous drivers that have operations around the Port of San Diego, serving a number of the key business operations in the area. For those customers that have local operations with proximity to the Port, Gage Zero has been able to attain important support for the development of the ZE Truck Stop. Included in the proposal are Letters of Intent Gage Zero has executed with Jako Trucking and Pasha Group. The Dole Company, with significant operations at the Port, has also written a Letter of Support for the ZE Truck Stop. The Dole Company and Pasha Group represent a significant percentage of the trucking volume around the port of San Diego. If awarded, Gage Zero anticipates that additional customers will successfully enter into contractual agreements for charging services utilizing the ZE Truck Stop through the support and collaboration with The Dole Company and Pasha Group, achieving majority of the ZE truck 2026 transition goal set forth in the Port of San Diego MCAS. The assumed demand is mainly focused on the vehicles that serve the Port as priority will be given to those fleets to access the ZE Truck Stop.

Gage Zero has also interviewed a number of trucking companies that travel longer distances (to and from e.g. Los Angeles) multiple times per week to pick up cargo in San Diego. If awarded, Gage Zero will develop partnerships with those companies and enter into opportunity charging service contracts, as their fleets transition to BEV and charging will be needed to complete their longer daily routes.

Table 7. Demand Assumptions

REDACTED

Phase 1 of the project will be built to serve 58 trucks by 2026 with expansion to serve 98 trucks in Phase 2.

B. Utilization Rate

In conjunction with the demand described above, Gage Zero expects utilization of the ZE Truck Stop to grow moderately over time as shown below. With additional demand from public or opportunity charging, the utilization could increase even more rapidly over time than as shown in the table below.

Table 8. Utilization assumptions

REDACTED

C. Utility Rate Forecast

Gage Zero analyzed the SDG&E Electric Vehicle-High Power (EV-HP) rate for subscription charges, commodity charges, energy charges, and basic fees, as well as the San Diego Community Power (SDCP) tariffs for demand and generation charges, in order to determine the expected utility rate. We assume a 2% escalation per year on utility costs based on the historical Price Inflation for Electricity from the US Bureau of Labor Statistics. Gage Zero held

a discussion with SDG&E to confirm projects of the type of the ZE Truck Stop would be eligible for the EV-HP rate.

The table below assumes demand consistently hits the maximum installed capacity of 5 MW to be conservative, though as described we plan to implement distributed energy resources in order to reduce load during peak hours, reducing energy costs and strain on the grid.

Table 6. Utility Rates - SDG&E and SDCP

State	California					
Utility	SGD&E					
Rate:	**Electric Vehicle-High Power (EV-HP) rate**					
Demand	On Peak	kW	5,000		5,000	
Monthly usage		kwh/mo	744,583		744,583	
Utilization Rate		%	20%		20%	
Usage	On Peak	kwh/mo	155,122	20.8%	155,122	20.8%
Usage	Off Peak	kwh/mo	332,403	44.6%	332,403	44.6%
Usage	Super Off-Peak	kwh/mo	257,059	34.5%	257,059	34.5%
SDCP EV-HP Secondary				$/mo		
Demand	On Peak	$/kW/mo	$ 5.810	$ 29,050	$ 5.810	$ 29,050
Generation	On Peak	$/kwh	$ 0.063	$ 9,765	$ 0.073	$ 11,293
Generation	Off Peak	$/kwh	$ 0.029	$ 9,749	$ 0.032	$ 10,531
Generation	Super Off-Peak	$/kwh	$ 0.024	$ 6,115	$ 0.020	$ 5,077
SDG&E EV-HP Secondary		Energy				
Demand	On Peak	$/kW/mo	$ 5.990	$ 29,950	$ 5.990	$ 29,950
Subscription	Per 25kW	$/25 kW	$ 76.710	$ 15,342	$ 76.710	$ 15,342
Commodity	On Peak	$/kwh	$ 0.097	$ 14,982	$ 0.086	$ 13,406
Commodity	Off Peak	$/kwh	$ 0.054	$ 18,000	$ 0.052	$ 17,195
Commodity	Super Off-Peak	$/kwh	$ 0.042	$ 10,755	$ 0.046	$ 11,827
Energy	On Peak	$/kwh	$ 0.161	$ 24,911	$ 0.161	$ 24,911
Energy	Off Peak	$/kwh	$ 0.078	$ 25,894	$ 0.078	$ 25,894
Energy	Super Off-Peak	$/kwh	$ 0.078	$ 20,025	$ 0.078	$ 20,025
Basic Fees		$/mo	$ 766.9	$ 767	$ 766.910	$ 767
Monthly Bill	**Winter**	**$/mo**		**$ 215,305**	**Summer**	**$ 215,267**
Annual Estimated Bill		**$/yr**		**$ 2,583,473**		
Rate - Total per Usage kwh		**$/kwh**		**$ 0.188**		
Rate - Total per Demand kW		**$/kW/Mo**		**$ 15.0**		
Rate - Effective per kWh		**$/kwh**		**$ 0.289**		

7.3 Funding Assistance & Grants

Please indicate how the proposed business may leverage grants, incentives, make-ready programs, subsidies or District-supplied real property, services, or utilities that are assumed in the Proposal.

Gage Zero has conservatively estimated the following proceeds from LCFS credits, the SDG&E Power Your Drive program, and the Federal tax credits under the Inflation Reduction Act ("IRA"). Gage Zero conservatively assumes that no other grant funding or other incentives are received in the project economics. If selected, Gage Zero would work with the Port to maximize the available funding sources to the project, however it does not require any direct or indirect support from the Port to finance the project.

7.4.1 CARB LCFS credits

As described in Section 2, CARB is currently engaged in a rulemaking process and is expected to set more stringent compliance targets expected to be released by the end of first quarter of 2024. As such, Gage Zero has assumed a value of REDACTED per guidance of third-party expert estimates of values following the current CARB rulemaking process. LCFS credits account for about REDACTED of the revenue of the overall project. Gage Zero can meet required returns thresholds if LCFS credit price were to remain at the current value.

7.4.2 San Diego Gas & Electric (SDG&E) Power Your Drive for Fleets program

As described in Section 2, Gage Zero understands the project would likely qualify for the Power Your Drive program and receive a rebate on the cost of installing infrastructure from the meter to the charging station. As such, Gage Zero has conservatively estimated a cost and a rebate, with costs to be confirmed through the SDG&E service request process.

7.4.3 Inflation Reduction Act's Commercial EV Tax Credit, Alternative Fuel Infrastructure Tax Credit and Investment Tax Credit for Solar and Energy Storage

Between the Alternative Fuel Infrastructure Tax Credit and Investment Tax Credit, Gage Zero assumes a conservative value of $ for the tax credit based on potential discounts due to eligibility and transferability requirements. Gage Zero also assumes that funding is not received until after construction is complete, therefore the project will be completely financed equity through construction. This incorporates the program conditions described in Section 2 and summarized below:

1) For the vehicle purchase, the Commercial EV Tax Credit provides a 30% vehicle purchase credit for electric trucks up to the maximum of $40,000 per vehicle. Gage Zero has currently assumed no direct purchase of vehicles in their model, however is prepared to support fleets with vehicle financing if needed.
2) For EVSE equipment purchase, the Alternative Fuel Infrastructure Tax Credit provides a 30% credit up to a maximum of $100,000 per charger.
3) For solar and battery storage equipment and installation costs, this will also qualify for an up to 30% tax credit. Gage Zero would develop a program and include contractual requirements with its vendors to meet prevailing wage and apprenticeship requirements.

7.5 Lease Terms

Please indicate the proposed minimum lease term necessary to substantiate the infrastructure investment

Gage Zero requests a minimum lease term of 10 years, with one 10-year renewal option, and a on the two acre Parcel #3.

8. Operation, Maintenance & Reporting Plan

The District seeks a Proposer to not only develop the ZE Truck Stop, but also to perform the ongoing operation, maintenance, and reporting requirements. Within the Proposal, please prepare an ongoing Operation, Maintenance, and Reporting Plan. Within this Plan, please identify:

- *Accessible payment methods (see Section II.C.1. Business Models)*
- *Customer Service Program to resolve issues*
- *Languages that will be accommodated through the Customer Service Program*
- *Proposer's approach to publishing prices (by $/kWh), real-time availability, and location(s)*
- *Interoperability of EVSEs*
- *Data Reporting*

Regarding data collection for reporting, please specify the proposed software, if any, and how it will offer a comprehensive managed charging solution. Raw data shall be provided in CSV format and summarized in a PDF document.

8.0 Introduction

The success of the ZE Truck Stop relies not only on its development but also on the ongoing operations and maintenance to ensure its efficient and reliable performance. To address this crucial aspect, Gage Zero, in collaboration with its partners, will implement a robust Operations and Maintenance ("O&M") program that upholds the highest standards of quality, reliability, safety, sustainability, and customer satisfaction. Gage zero will achieve this by focusing on accessibility, transparency, data-driven management, and strategic partnerships.

The O&M program encompasses various activities, including day-to-day operation, monitoring, maintenance, customer service, and reporting. This section outlines the key components and strategies of the O&M plan, emphasizing the commitment to operational excellence, sustainability, and continuous improvement.

8.1 Day-to-Day Operation

Start-up and Shutdown Procedures: A detailed step-by-step instructions for starting up and shutting down the charging stations that will include safety checks and precautions that need to be followed.

Charging Process: A detailed description of the process for initiating and completing a charging session, provided in multiple languages that will include instructions for users on how to connect their vehicles to the charging ports, initiate charging, and monitor the progress.

User Support: Comprehensive support mechanisms will be in place for users, such as remote helpline services, user manuals, or on-site assistance. Contact information for users to report any issues or seek help will be readily available on site.

Safety Guidelines: Clear safety signage and guidelines that must be followed by both users and maintenance personnel and will be communicated and updated regularly and frequently. These guidelines will include instructions for handling emergencies, such as fire or electrical hazards.

8.2 Staffing

To ensure the highest level of uptime, efficient response to issues, and safe operations, Gage Zero recognizes the critical importance of having dedicated staffing to provide continuous coverage at the Zero Emission Truck Stop. The site will have coverage 24 hours a day, 7 days a week by qualified personnel who are trained in the O&M procedures for the ZE Truck Stop.

Staffing will be organized in shifts to ensure uninterrupted presence and immediate response to any operational challenges or emergencies that may arise. This 24/7 coverage will not only contribute to the overall reliability and safety of the ZE Truck Stop, but also provide peace of mind to customers, knowing that assistance is readily available at any time.

The staffing team will consist of individuals with expertise in electrical systems, EVSE operations, maintenance protocols, customer service, and emergency response procedures. They will be equipped with the necessary knowledge and skills to handle both routine and emergency operations,

address customer inquiries and concerns, conduct maintenance tasks, and troubleshoot any issues that may arise.

The team will prioritize safety as a core aspect of their responsibilities. They will be trained in safety protocols, emergency procedures, and first aid, ensuring a safe environment for customers, staff, and the surrounding community. Regular safety inspections and drills will be conducted to maintain compliance with industry standards and ensure prompt and effective response to any safety incidents.

Effective communication will be established among the staff members to facilitate the exchange of information, timely reporting of issues, and efficient coordination of tasks. The team will also collaborate closely with the customer service department to address any customer inquiries, resolve issues promptly, and provide a positive user experience.

Gage Zero will invest in ongoing training and professional development for the staff, ensuring they remain up-to-date with the latest advancements in EVSE technology, safety practices, and customer service. This commitment to continuous improvement will enable the staff to deliver the highest level of service, stay informed about emerging trends, and implement best practices for the efficient operation and maintenance of the ZE Truck Stop.

8.3 Accessible Payment Methods

As described in section 2.2, Gage Zero's ZE Truck Stop will include a charging management software ("CMS") system that processes payments. It will have accessible payment options as required by the California Air Resources Board's (CARB's) "Electric Vehicle Supply Equipment Standards Regulation" including:

- Payment hardware technology of Euro MasterCard Visa (EMV) chip reader for credit and debit cards and near field communications (NFC) reader for mobile payments, including:
  - Contactless payment enabled by NFC reader
  - EMV chip enabled payment on prepaid debit cards
  - Contactless payment on prepaid debit cards (when it becomes available)
- A toll-free number for payment processing

- Compliance with industry data security standards (PCI – DSS Level 1)
- Installed on individual EVSE or kiosk
- Additionally, drivers or their companies can create an account with securely stored payment information accessed securely when a charging session is initiated. Drivers may use a credit or debit card, contactless payment with a card or a mobile device, or a smartphone QR code.

8.4 Customer Service Program and Languages Accommodated

Gage Zero will establish a comprehensive customer service program to address and resolve any issues or concerns raised by customers. The program will include a dedicated customer support team that can be contacted via phone, email, or an online portal. The team will promptly respond to inquiries, provide assistance, and ensure a positive experience for all users of the ZE Truck Stop.

The customer service program provided by Gage Zero will accommodate multiple languages to cater to the diverse user base. The primary languages supported will be English and Spanish, considering the geographical location and demographics of the Port of San Diego area. Additional language support may be considered based on the specific needs and demands of the community.

8.5 Publication of Prices, Availability, and Locations

Gage Zero's approach to publishing prices, real-time availability, and location information will prioritize transparency and accessibility and leverage the selected CMS desktop and mobile features. The ZE Truck Stop will also have a dedicated user-friendly website and application to streamline scheduling and service request ticket generation. These platforms will display current pricing per kilowatt-hour ($/kWh), real-time availability of charging stations, and detailed information on their locations within the ZE Truck Stop site. We will also explore integration with leading EV charging location services such as PlugShare, Google Maps, and Apple Maps.

8.6 Interoperability of EVSEs

The EVSE at the ZE Truck Stop will be designed and operated by Gage Zero to be interoperable with various electric vehicle models and charging standards. The EVSEs will support industry-standard connectors such as CCS, CHAdeMO, and we'll evaluate Tesla's NACS and the emerging MCS standard for inclusion as well, to ensure compatibility and ease of use for a wide range of electric vehicles.

8.7 Data Reporting

To provide comprehensive reporting and a managed charging solution, Gage Zero will utilize advanced software specifically designed for this purpose. The charging management software ("CMS") will collect and analyze data from the onsite devices, enabling effective management and optimization of the ZE Truck Stop infrastructure, onsite solar and battery storage, and the charging process. Gage Zero has not finalized its CMS selection yet and is evaluating REDACTED

The selected CMS will serve as the centralized mechanism for monitoring the station's performance and generating all needed reports to different stakeholders which would include:

8.7.1 Performance Metrics:

The CMS will monitor Key Performance Indicators ("KPIs") to evaluate the station's efficiency, availability, and usage. These would include uptime percentage, average charging time, and energy consumption.

8.7.2 Data Collection:

Specific data will be collected, such as charging session logs, energy consumption records, or error codes. This data will be collected and stored securely both locally and on the cloud.

8.7.3. Reporting:

Reporting frequency and format will be dependent on operational and customer requirements. Gage Zero O&M personnel will be responsible for analyzing the data and implementing improvements based on the findings.

Data will also be reported to the Port of San Diego on a quarterly basis (or as frequently as the Port requires) and provided in both CSV and PDF formats. The following data will be included in the reports:

- Energy Delivered per Hour (kWh): Hourly energy consumption data for the charging sessions.
- Maximum Demand per Hour (kW): The peak power demand during each hour of operation.
- Number of Trucks Serviced per Hour: The count of trucks utilizing the charging infrastructure within each hour.
- Utilization Rate of Equipment: The percentage of time that charging equipment is actively used during operating hours.
- Maximum Capacity Utilized per Hour: The ratio of the maximum demand (in kW) to the total capacity (in kW) available at the Truck Stop during each hour.
- Maximum Occupancy per Hour: The ratio of the number of occupied chargers to the total number of chargers in service during each hour.
- Uptime Percentage: The overall percentage of time that the charging equipment is operational and available for use.
- Reports on Equipment Downtime: Detailed reports on major equipment downtime, malfunctions, or unavailability due to failures or scheduled maintenance.
- Avoided Greenhouse Gas ("GHG") Emissions: An estimation of the greenhouse gas emissions avoided by the use of zero-emission trucks, comparing it to conventional diesel trucks.

By reporting these key metrics, Gage Zero will provide the Port of San Diego with a comprehensive understanding of the ZE Truck Stop's performance, utilization, and environmental impact. These reports will support ongoing monitoring, evaluation, and decision-making processes.

8.8 Cyber Security

The EVSE and CMS solutions will be Open Charge Point Protocol 1.6 (OCPP 1.6) compliant and will include the below toolkit as a standard part of the OCPP certification. Some of the OCPP 1.6 functionalities include:

- OCPP 1.5 functionalities
- Both SOAP and JSON versions
- Smart Charging support for load balancing and use of charge profiles

- (Local) list management support
- Additional status
- Message sending requests such as CP time or status at the CP
- Some minor improvements in specifications

8.9 Preventive Maintenance

A detailed preventive maintenance plan will be developed with technology vendors that ensure adequate reliability and to keep the charging station in optimal condition. This will include:

- Inspection Schedule: Exact frequency and scope of routine inspections will be defined based on final design and equipment selected. Critical components and failure points will be routinely inspected, such as charging cables, connectors, electrical panels, and cooling systems.
- Cleaning Procedures: Detailed procedures for cleaning charging ports, equipment surfaces, and other accessible areas will be provided. Specific cleaning agents and techniques will be determined to ensure they are compatible with the ZE Truck Stop's components.
- Component Replacement: Components that have a limited lifespan, and require periodic replacement, will be identified. The final plan will specify the replacement intervals and the recommended spare parts inventory (which will also include spare parts for unplanned replacements).

8.10 Corrective Maintenance

Procedures for addressing unexpected failures, malfunctions, or other issues will be fully defined with the help of the manufacturers and will include the following:

- Troubleshooting: A troubleshooting guide to identify common issues and their possible causes will be drafted and provided to on site staff. This will include step-by-step instructions for diagnosing and resolving anticipated problems.
- Repair and Replacement: The guide will include procedures on how repairs or component replacements should be conducted. The guide will identify any specialized tools or equipment needed. If external contractors are involved, contact information for obtaining their services will be clearly highlighted.

- Downtime Management: Strategies for minimizing downtime during maintenance or repair activities will be developed based on utilization patterns. This may involve scheduling maintenance during off-peak hours or providing alternative charging options for users during maintenance periods.

8.11 Service Level Agreement ("SLA") and Warranty:

As part of the Operation, Maintenance & Reporting Plan, it is important to note that the selected EVSE provider (e.g. REDACTED), will be involved in the project. EVSE manufacturers will offer an SLA and warranty for the EVSE equipment.

Service Level Agreement:

- EVSE manufacturer will provide a comprehensive Service Level Agreement that outlines the terms and conditions of their maintenance and support services for the EVSE.
- The SLA will specify the response time for addressing any issues or malfunctions, ensuring prompt resolution and minimal downtime.
- It will also define the scope of maintenance activities, including preventive maintenance, equipment inspections, firmware updates, and troubleshooting procedures.
- The SLA will ensure that the manufacturer maintains the EVSE equipment at optimal performance levels and provides ongoing support throughout the agreed-upon duration.

Warranty Coverage:

- EVSE manufacturer will offer a warranty period for the equipment starting either from the date of delivery or from the commissioning of the equipment, depending on which comes first.
- The warranty coverage will extend for a period of 30 months from the date of delivery or 24 months from the commissioning, providing assurance and protection against any manufacturing defects or faults during the specified timeframe.
- During the warranty period, the manufacturer will be responsible for rectifying any issues or failures covered under the warranty at no additional cost to the Port of San Diego or Gage Zero.

By partnering with reputable EVSE manufacturers and leveraging their expertise, the ZE Truck Stop will benefit from reliable and high-quality charging infrastructure. The SLA and warranty will ensure that all EVSE is properly maintained, serviced promptly in case of any issues, and covered against manufacturing defects, thus contributing to a seamless charging experience for users and minimizing disruptions.

9. Additional Exhibits

Exhibit H.1 - Letter of Financial Support, ARC Financial

ARC financial corp
energy capital partners

Private and Confidential

July 7, 2023

San Diego Unified Port District
1400 Tidelands Avenue
National City, CA 91950

Dear Michael Bautista,

Re: RFP 23-12MB: Zero Emissions Truck Stop, National City

Earlier this year, the limited partnerships comprising ARC Energy Fund 9 ("ARC Fund 9"), a private equity fund advised by ARC Financial Corp. ("ARC"), announced an investment in Gage Zero LLC ("Gage Zero"). Specifically, along with other financial partners, ARC, ARC Fund 9 and Gage Zero plan to deploy upwards of $300 million to develop electric vehicle charging solutions. To date, ARC and ARC Fund 9 have provided initial financing to Gage Zero in support of their business plan to decarbonize commercial fleets.

Regarding the subject RFP, ARC and ARC Fund 9 are aware of Gage Zero's work to date on the Zero Emissions Truck Stop, National City RFP and are supportive of Gage Zero's proposal. Specifically, ARC, ARC Fund 9 and Gage Zero would plan to deploy capital to support the multiphase project requiring REDACTED in phase 1 and subsequent phases for construction and development costs, including chargers, solar and storage for on-site generation and grid resiliency services.

We believe that Gage Zero is well positioned to execute on designing, building, operating, and maintaining a Zero Emission Truck Stop that deploys infrastructure to charge BEV trucks, particularly given the management team's experience developing and operating large scale and distributed power infrastructure and Gage Zero's access to capital. If Gage Zero is the awardee of the RFP, ARC and ARC Fund 9 are prepared to provide support with financing, subject to due diligence and internal Investment Committee approval.

ARC is Canada's largest energy-focused private equity manager with $6.0 billion raised across the ARC Energy Funds. The ARC Energy Funds invest in North American growth focused energy companies with high quality management teams that are addressing the world's energy and sustainability needs. The ARC Energy Funds' capital comes from some of the most respected institutional investors in private equity, and those investors include an experienced and committed group of endowments, pension funds and private foundations, primarily from North America and Europe.

We look forward to working with Gage Zero and yourselves on this exciting opportunity. Should it be of assistance to you, we would be pleased to discuss our support of Gage Zero with you.

Yours very truly,

ARC FINANCIAL CORP.

Kent Foster
Managing Director

Cc: Zeina El-Azzi, Chief Executive Officer
Gage Zero LLC

4300, 400 - 3rd Avenue SW, Calgary, Alberta, Canada T2P 4H2 **main** 403.292.0680 **fax** 403.292.0693

www.arcfinancial.com

Exhibit H.2 - Gage Zero and ARC Financing Press Release

Gage Zero Announces Significant Investment to Electrify Fleets from ARC Financial

NEWS PROVIDED BY
Gage Zero →
03 May, 2023, 09:00 ET

Commercial transportation electrification company and private equity firm team up to provide turnkey electric vehicle charging, leasing, and infrastructure development for fleets across the United States

AUSTIN, Texas, May 3, 2023 /PRNewswire/ -- Gage Zero LLC ("Gage Zero"), a privately held company enabling the turnkey electrification of commercial transportation vehicles, today announced an investment led by ARC Financial Corp. ("ARC"), a North American energy-focused private equity manager. Along with financial partners, the companies plan to deploy upwards of $300 million in equity to develop electric vehicle (EV) charging infrastructure solutions for fleet customers.

The Gage Zero team, led by founder and Chief Executive Officer Zeina El-Azzi, has experience building a combined USD $10 billion of utility-scale renewable energy and energy storage projects across the United States and around the globe. With its proven capabilities, the company is focused on deploying complex energy infrastructure economically and at scale.

"We are excited to be partnering with ARC Financial to provide affordable and scalable

solutions for the electrification of fleets across the country," said El-Azzi. "Gage Zero is at the center of the transportation electrification revolution. We're building the massive infrastructure that is needed to economically electrify commercial transportation, increase grid resilience, and lay the foundation for a decarbonized future. Not just because it's time, but because it's necessary – for our children, our environment, our communities and our future."

Commercial fleets represent less than 4% of the vehicles on the road but account for nearly 30% of the greenhouse gas emissions from the transport sector. Gage Zero invests the capital required to develop, construct, and operate the infrastructure necessary to transition fleets to zero-emissions vehicles. The company offers scalable solutions for regional trucking, port, and logistics operators, as well as national fleets that can include site development, EV charging hardware, optimized energy management, and vehicle leasing. By investing capital and managing the complex components needed for large-scale EV deployments, Gage Zero provides a turnkey solution for customers ready to begin their electrification journey to support zero-emission strategies today and into the future.

"ARC has a 30-year track record of supporting entrepreneurs in scaling high-growth businesses and our investment in Gage Zero reflects our confidence in the leadership team to execute on the large and exciting opportunity that we see in decarbonizing and electrifying transport," said Brian Boulanger, CEO of ARC. "There is a high degree of complexity to electrification and several other challenges with EV adoption, but with its depth of experience, Gage Zero is ideally suited to provide fleet operators an end-to-end solution in their transition journey."

Media Contact for Gage Zero
Email: media@gagezero.com
Tel: +1 512-766-5016

About Gage Zero LLC
Gage Zero is a fleet electrification solutions company based in Austin, Texas focused on reducing fleet operational costs along with harmful emissions from transportation. We deliver end-to-end solutions that benefit fleet operators, enrich communities, and support local economies for the purpose of creating a healthy, decarbonized future. We believe industries working together can empower everyone to participate in a cleaner future and we delight in bringing innovations to reality. Learn more at gagezero.com.

About ARC Financial Corp.

Founded in 1989, ARC Financial Corp. is committed to building high-performing businesses that address the world's energy and sustainability needs. To date, ARC has raised $6 billion across nine energy-focused funds since the launch of its private equity business in 1997, having invested capital in more than 180 companies across the energy landscape. ARC has a diverse team of investment professionals with deep domain and capital markets experience and expertise across the energy spectrum.

www.arcfinancial.com

SOURCE Gage Zero

Exhibit J.1 - Letter of Intent - Pasha Automotive

REDACTED

REDACTED

REDACTED

Exhibit J.2 - Letter of Intent - Pasha Distribution Services

REDACTED

REDACTED

REDACTED

Exhibit J.3 - Letter of Support - Dole Food Company

Dole Food Company Inc
850 Water St
San Diego, CA 92101

Jun 27, 2023

Mr. Michael Bautista
San Diego Unified Port District
1400 Tidelands Avenue
National City, CA 91950

Dear Mr. Bautista,

On behalf of Dole Food Company, I am pleased to inform you of our support for Gage Zero LLC's (Gage Zero) proposal for the Zero Emissions Truck Stop in National City, California. If Gage Zero is awarded the proposal, Dole intends to support the use of the facilities and services offered by Gage Zero's Zero Emissions Truck Stop by its Distribution Service Providers (DSPs).

Dole is among the world's largest producers of fresh fruits and has a significant operation and presence at the Port of San Diego.

As a company and community partner, Dole is committed to identifying opportunities and infrastructure that enable us to continue to reach our environmental goals. We join Gage Zero in supporting the availability of commercial charging infrastructure for the transition of electric drayage and medium and heavy-duty trucks. The development of the first phase of the Zero Emission Truck Stop is aimed at meeting the goals of Port of San Diego's Maritime Clean Air Strategy (MCAS) and offering important services for the local community stakeholders.

Please do not hesitate to contact me if you have any questions. We look forward to exploring this opportunity with Gage Zero.

Sincerely,

sarah marsh

Sarah Marsh
Terminal Manager
Dole Food Company

Exhibit J.4 - Letter of Intent - Jako Trucking

REDACTED

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Exhibit J.5 - Letter of Support - GRID Alternatives

Gage Zero

June 19, 2023

San Diego Unified Port District
1400 Tidelands Avenue
National City, CA 91950
Attn: Michael Bautista, Procurement Analyst

Dear Michael Bautista,

On behalf of GRID Alternatives San Diego ("**Partner**"), I am pleased to inform you of our support for Gage Zero LLC's ("**Gage Zero**") proposal for Zero Emission Truck Stop in National City (the "**Project**"). If Gage Zero is awarded the Project, Partner intends to develop and lead an installation and maintenance training program to benefit local students.

GRID Alternatives San Diego bridges the solar divide, bringing solar energy to communities of concern and training the green workforce of tomorrow. Since 2004, we've installed solar for 1,504 households and engaged 3,438 people in solar education and training. Hands-on experience is central to our model, and we want to help turn that experience into meaningful employment opportunities for people in communities we serve. Our workforce development programs and initiatives include:

- Installation Training Programs, training programs offering participants hands-on installation training to develop their skills and increase employment opportunities.
- National Women in Solar Program, an effort to build a diverse, equitable and inclusive solar industry by providing pathways to technical careers for women, highlighting the voices of women of color in the industry, and providing national leadership on solar workforce diversity.
- SolarCorps Fellowships, one-year placements at GRID Alternatives that give participants the opportunity to get broad and deep experience in a variety of aspects of the industry.
- Solar Futures, a K-14 education program offering classroom curriculum and hands-on training for youth.
- Troops to Solar, an initiative supported by Wells Fargo to connect veterans to solar industry jobs by providing workforce training to U.S. military veterans and active service members across the country.

We look forward to working with Gage Zero to develop an EVSE training progrsam because of the growing need this nascent industry is witnessing locally and nationally.

Please do not hesitate to contact me if you have any questions. We look forward to working on this opportunity with our partner Gage Zero.

Sincerely,

DocuSigned by:
Paul Cleary
00E4029B6AB04C3...

Paul Cleary
Executive Director
GRID Alternatives San Diego
930 Gateway Center Way
San Diego, CA 92102
o: 619-610-0160

July 7, 2023

Mr. Michael Bautista
San Diego Unified Port District
1400 Tidelands Avenue
National City, CA 91950

Dear Mr. Bautista,

On behalf of the Urban Corps of San Diego County, I am pleased to inform you of our support for Gage Zero LLC's ("Gage Zero") proposal for the Zero Emissions Truck Stop in National City, California. If Gage Zero is awarded the Grant, Urban Corps of San Diego County intends to support Gage Zero in identifying opportunities for our Corpsmembers to attain real-world, on-the-job skills through landscaping and other environmental projects as a result of developing the commercial charging infrastructure.

Urban Corps of San Diego County is a certified local conservation corps whose mission is to provide young adults with the tools to expand their career opportunities through education, life-skills training and paid work experience on projects that benefit our communities. Our work-learn program, focused on underserved, low-income young adults ages 18-26, allows youth to finish high school while earning a paycheck. We have over 34 years of experience working with thousands of young adults to improve themselves while improving their own communities.

We look forward to working alongside Gage Zero to find opportunities where our Corpsmembers can be involved in the landscaping and environmental needs of the truck stop development. This partnership will help to create more opportunities for our young people to learn relevant and potentially new skills in green infrastructure development. Equally notable are the opportunities for Urban Corps of San Diego County and Gage Zero, in this Phase 1 scope, to support our community in meeting our Maritime Clean Air Strategy goals. Overall, the result of this project will be benefits for our young people, our National City community, and our environment.

Please do not hesitate to contact me if you have any questions. We look forward to working on this opportunity with our partner Gage Zero.

Sincerely,

Lauren Welch
Development Director
Urban Corps of San Diego County

Exhibit K.1 - O&M - Maintenance Checklist

- Filter replacement (every other year or based on manufacturer's recommendation)
- Station Inspection
- Torquing all connections to proper station specs
- Check for any rust, damage or vandalism
- Check for signs of insect or animal infestation
- Clean entire station including trash surrounding station
- Clean weed overgrowth intruding near stations
- Wipe down parking signs
- Station test with vehicle
- Plugs and Cords
- Check for any frayed cords
- Check connector is intact and operational
- Check the O-ring is in good condition and installed properly
- Clean any debris in plug connector
- Clean cable
- Post Inspection Report
- Includes inspection notes, issues found, replacement parts needed and photos

For the SLA the response times are below. This includes parts and labor coverage. This provides REDACTED uptime, and we will work towards a higher uptime (e.g. REDACTED%).

Service Type	Advanced (8AM-8PM Eastern)
SEVERITY LEVEL 1 - Single or multiple charger/ports have issues but does not prevent charging	
Remote Triage and Diagnosis	3 Business Days
Initial Dispatch / Onsite Deployment	15 Business Days
Maximum Time to Final Resolution	25 Business Days

SEVERITY LEVEL 2 - Single or multiple charger/ports have issues that affect the speed, performance and quality of charging	
Remote Triage and Diagnosis	2 Business Day
Initial Dispatch / Onsite Deployment	10 Business Days
Maximum Time to Final Resolution	20 Business Days
SEVERITY LEVEL 3 - Single or multiple charger/ports are unable to charge a vehicle	
Remote Triage and Diagnosis	1 Business Day
Initial Dispatch / Onsite Deployment	5 Business Days
Maximum Time to Final Resolution	15 Business Days

REDACTED

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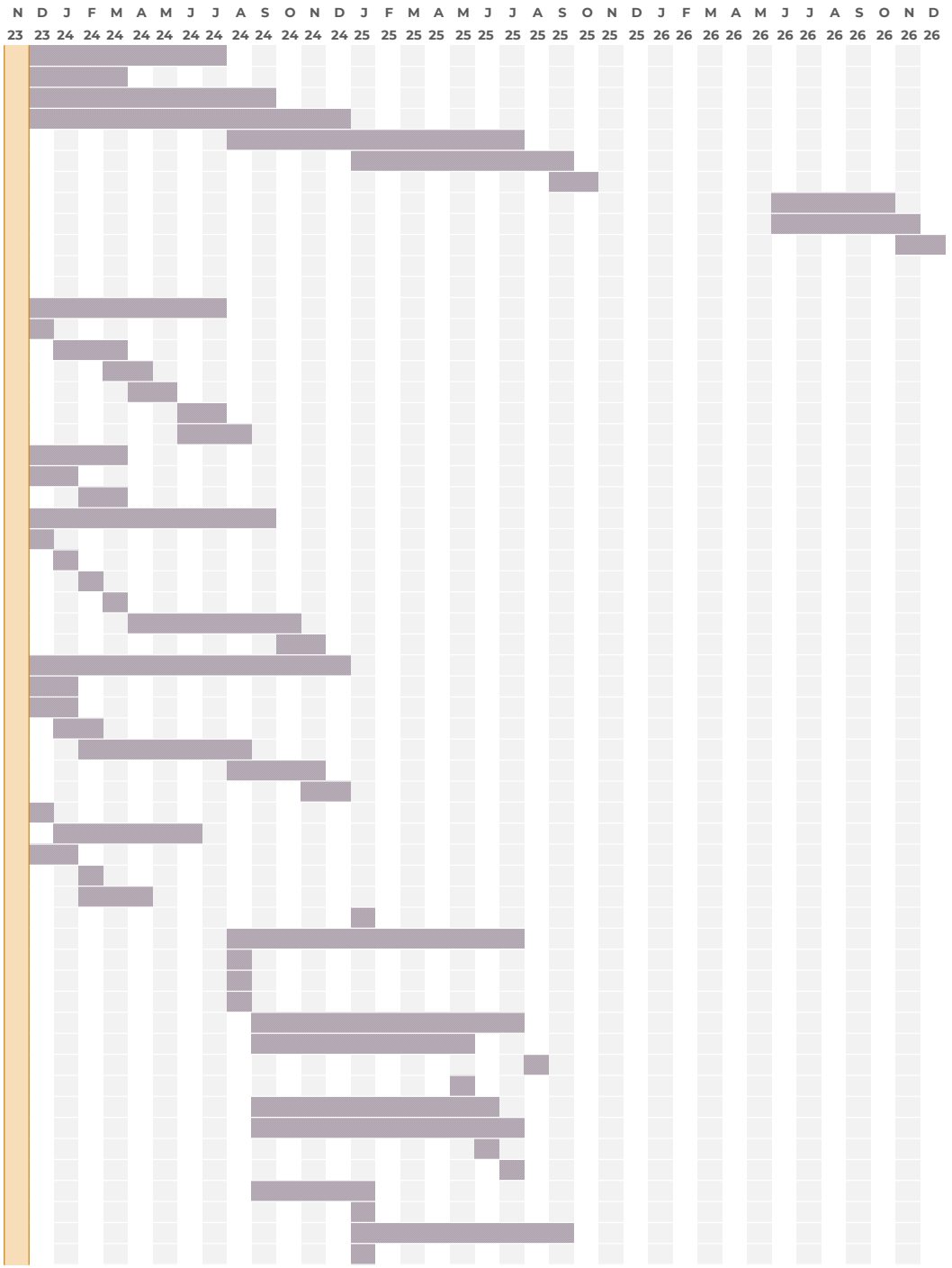
REDACTED

Exhibit L - Pro Forma CONFIDENTIAL (additional excel file attached)

Exhibit M - Development Schedule

San Diego Zero Emissions Truck Stop

ACTIVITY	START DATE	END DATE	DURATION (DAYS)
Site Design	**12/30/2023**	**8/20/2024**	**234**
Entitlements	**12/30/2023**	**4/6/2024**	**98**
Utility Connection	**12/30/2023**	**10/17/2024**	**292**
Permitting	**12/30/2023**	**12/28/2024**	**364**
Procurement - Phase 1	**8/20/2024**	**8/1/2025**	**346**
Construction - Phase 1	**12/28/2024**	**9/3/2025**	**249**
Commisioning - Phase 1	**9/3/2025**	**10/10/2025**	**37**
Procurement - Phase 2	**6/1/2026**	**10/6/2026**	**127**
Construction - Phase 2	**6/1/2026**	**11/7/2026**	**159**
Commisioning - Phase 2	**11/7/2026**	**12/14/2026**	**37**
Detailed Schedule			
Site Design	**12/30/2023**	**8/20/2024**	**234**
Complete CD50 Design Package	12/30/2023	1/27/2024	28
Complete CD90 Design Package	1/27/2024	3/27/2024	60
Prepare Bid Package for EPC contract	3/27/2024	4/26/2024	30
EPC Bids received with firm pricing, Bid Package Review	4/26/2024	6/21/2024	56
Complete CF100 Issued for Construction Drawings	6/21/2024	7/21/2024	30
EPC contract executed	6/21/2024	8/20/2024	60
Entitlements	**12/30/2023**	**4/6/2024**	**98**
Perform land survey	12/30/2023	2/10/2024	61
Execute easements and resolve other entitlements	2/10/2024	4/6/2024	61
Utility Coordination	**12/30/2023**	**10/17/2024**	**292**
Confirmation of electric capacity and cost	12/30/2023	1/27/2024	30
Service applications filed with SDG&E	1/27/2024	2/24/2024	30
Study completed by SDG&E	2/24/2024	3/23/2024	30
Utility service agreements executed w/ SDG&E	3/23/2024	4/20/2024	30
Interconnection application for solar and storage	4/20/2024	10/17/2024	213
Interconnection agreement executed	10/17/2024	11/16/2024	30
Permitting	**12/30/2023**	**12/28/2024**	**364**
Phase I Environmental Review	12/30/2023	2/24/2024	61
CEQA Application and Scoping Meetings	12/30/2023	2/10/2024	61
CEQA Determination for Exemption Application Review	1/1/2024	2/5/2024	61
CEQA Draft Environmental Impact Report	2/6/2024	8/6/2024	213
CEQA Public Review of Environmental Impact Report	8/8/2024	11/8/2024	122
CEQA Final Environmental Impact Report	11/10/2024	12/28/2024	61
Coastal Development Permit Application	12/30/2023	12/31/2023	30
Coastal Development Permit Application Review	1/2/2024	6/29/2024	183
EV Charging Station Permit to National City application	12/30/2023	1/29/2024	61
EV Charging Station Permit to National City completeness	1/30/2024	2/13/2024	30
EV Charging Station Permit to National City completeness	2/14/2024	4/21/2024	91
Construction Permits Secured	12/28/2024	12/28/2024	30
Procurement - Phase 1	**8/20/2024**	**8/1/2025**	**346**
Primary & Secondary Switchgear Issue PO	8/20/2024	8/22/2024	2
Order Primary & Secondary Switchgear Shop Dwgs	8/22/2024	8/23/2024	1
Review and Approve Primary & Secondary Shop Dwgs (B&V and Ut	8/23/2024	9/13/2024	21
Primary Switchboards Manufacture (Estimated)	9/13/2024	7/25/2025	315
Secondary Panelboards Manufacture (Estimated)	9/13/2024	5/16/2025	245
Primary Switchboards Deliver to Site	7/25/2025	8/1/2025	7
Secondary Panelboards Deliver to Site	5/16/2025	5/23/2025	7
Solar Canopy Manufacture	9/13/2024	6/20/2025	280
Battery Energy Storage System Manufacture	9/13/2024	7/10/2025	300
Solar Canopy Delivery to Site	6/20/2025	6/27/2025	7
Battery Energy Storage Delivery to Site	7/10/2025	7/17/2025	7
DCFC Charging Hardware Manufacture	9/13/2024	1/11/2025	120
DCFC Charging Hardware Deliver to Site	1/11/2025	1/18/2025	7
Construction - Phase 1	**12/28/2024**	**9/3/2025**	**249**
PO issued to Subcontractor	12/28/2024	1/4/2025	7



ACTIVITY	START DATE	END DATE	DURATION (DAYS)
Hold Preconstruction Meeting	1/4/2025	1/5/2025	1
Mobilize / Install Construction Laydown, Fencing, Site Office / Facilit	1/5/2025	1/12/2025	7
Amenities Building Improvements	1/12/2025	5/4/2025	112
Site Improvements	1/12/2025	3/23/2025	70
Trenching & Excavation, FRP for Equipment Pads	1/12/2025	1/19/2025	7
Trenching & Excavation, FRP for Conduit banks	1/12/2025	1/19/2025	7
Inspections Conduit banks, Concrete Work	1/19/2025	1/22/2025	3
Electrical Supply Equipment Install	5/23/2025	5/30/2025	7
DCFC Installation	1/18/2025	2/1/2025	14
Solar Canopy Installation	6/27/2025	8/26/2025	60
Battery Energy Storage System Installation	7/17/2025	8/16/2025	30
Pull & Terminate Wire - Charging Hardware & Switchgear	5/30/2025	6/6/2025	7
Utility-side Interconnection Work	12/28/2024	6/26/2025	180
Electrical Final Testing	6/6/2025	6/13/2025	7
Complete Site Restoration & Clean-Up	8/26/2025	8/30/2025	4
Complete Final AHJ Inspection	8/30/2025	9/2/2025	3
Construction Complete/Demob	9/2/2025	9/3/2025	1
Commissioning - Phase 1	**9/3/2025**	**10/10/2025**	**37**
Construction Special Inspections	9/3/2025	9/10/2025	7
Substantial Completion	9/10/2025	9/11/2025	1
PunchList & Acceptance	9/11/2025	9/25/2025	14
Training	9/25/2025	10/9/2025	14
Final Completion	10/9/2025	10/10/2025	1
Procurement - Phase 2	**6/1/2026**	**10/6/2026**	**127**
Purchase Order for Phase 2 Equipment	6/1/2026	6/1/2026	1
DCFC Charging Hardware Manufacture	6/1/2026	9/29/2026	120
DCFC Charging Hardware Deliver to Site	9/29/2026	10/6/2026	7
Construction - Phase 2	**6/1/2026**	**11/7/2026**	**159**
Trenching & Excavation, FRP for Equipment Pads	9/29/2026	10/6/2026	7
DCFC Installation	10/6/2026	10/20/2026	14
Site Improvements	6/1/2026	8/10/2026	70
Pull & Terminate Wire - Charging Hardware & Switchgear	10/20/2026	10/27/2026	7
Electrical Final Testing	10/27/2026	11/3/2026	7
Complete Final AHJ Inspection	11/3/2026	11/6/2026	3
Construction Complete/Demob	11/6/2026	11/7/2026	1
Commissioning - Phase 2	**11/7/2026**	**12/14/2026**	**37**
Construction Special Inspections	11/7/2026	11/14/2026	7
Substantial Completion	11/14/2026	11/15/2026	1
PunchList & Acceptance	11/15/2026	11/29/2026	14
Training	11/29/2026	12/13/2026	14
Final Completion	12/13/2026	12/14/2026	1