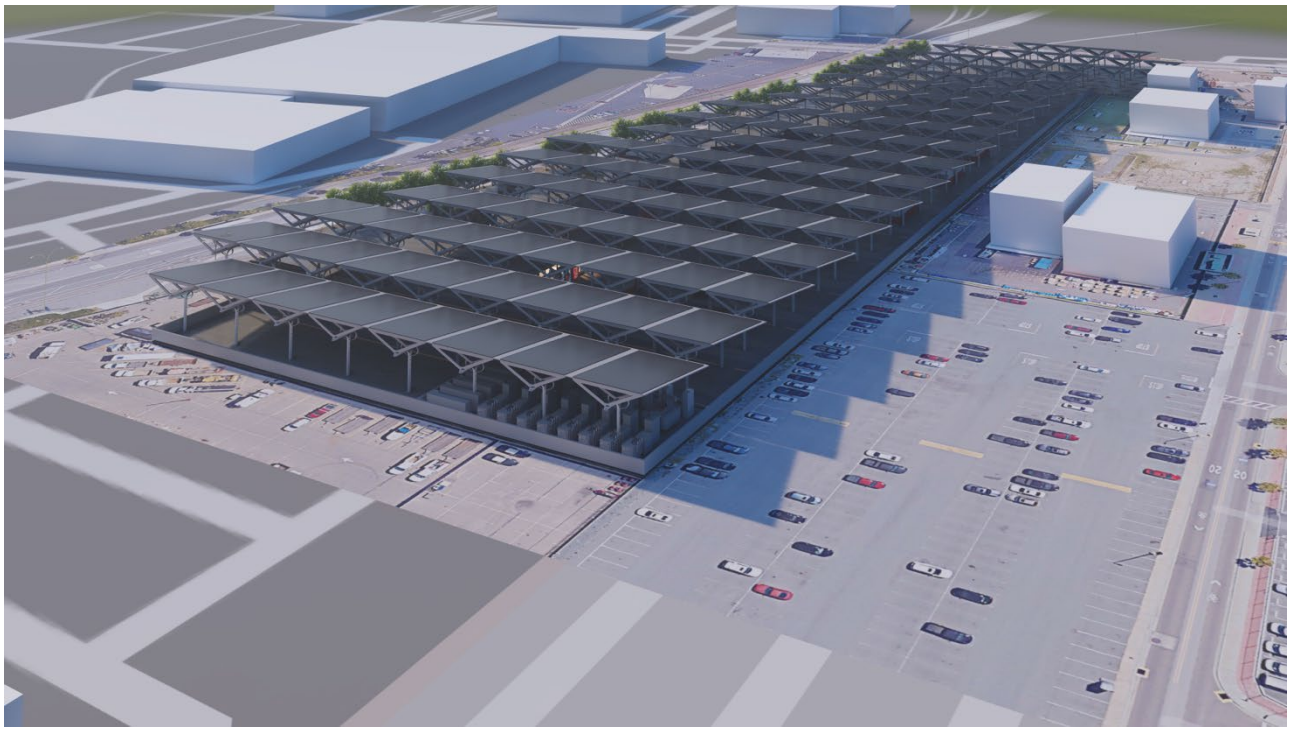
San Diego Unified Port District
Clean Air Trucking & Community E-Hub
Project Summary
November 14, 2023



SKYCHARGER

Skyview Ventures
POWERING INDEPENDENCE

BURNS McDONNELL

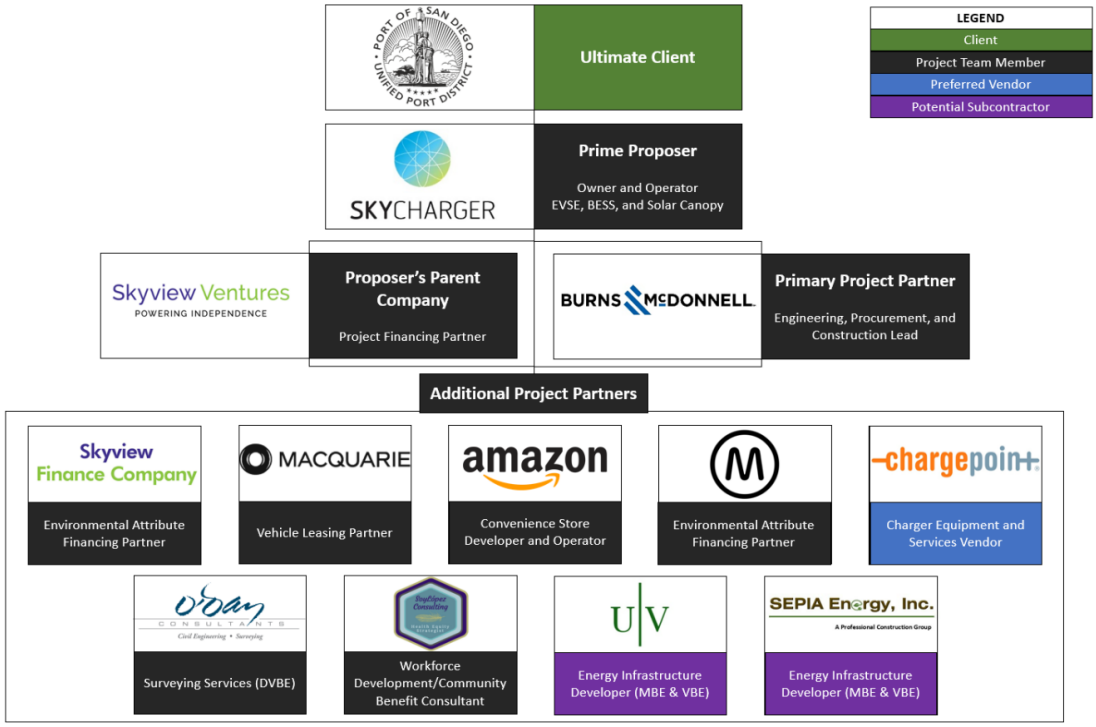
November 7, 2023

San Diego Unified Port District
Port of San Diego Board of Port Commissioners
3165 Pacific Highway
San Diego, CA 92101

Dear Board of Port Commissioners:

We are grateful for your consideration of our proposed state-of-the-art Clean Air Trucking & Community E-Hub ("E-Hub") on the Port of San Diego's Parcel 1 at the northwest corner of 19th Street and Tidelands Ave in National City.

Our proposal is inspired by the Port's ambitious Maritime Clean Air Strategy goal of 100% zero-emission trucks calling on the Port's marine cargo terminals by 2030, paired with a vision of *Health Equity for All*. Our world class project team, which includes SkyCharger, Burns & McDonnell, Skyview Ventures, ChargePoint, SoyLopez Consulting, Amazon, Macquarie Group, and Momentum, has the **proven experience and record to deliver on the District's vision and goals.**



Clean Air Trucking & Community E-Hub Project Team

In partnership with the Port, Our E-Hub project will invest more than $50 million to deploy:

- 126 charging ports
- 4.8 MW of solar
- A 1 MW/4.2 MWh battery energy storage system
- A 24/7 convenience store and restroom facility, operated by SkyCharger in partnership with Amazon

A defining feature of our proposal is a **Trucking as a Service (TaaS) offering** that accelerates the transition from dirty diesel to clean electric for all truckers**,** ensuring that Independent Owner Operators and small fleets aren't left behind in the zero-emission trucking transformation. SkyCharger will provide affordable truck leases to independent owner operators (IOOs) and other truckers calling on the Port, which will include free/low-cost access to E-Hub chargers.

New electric truck drivers enabled by the TaaS model will create reliable demand for E-Hub charging infrastructure, which in turn will provide a reliable customer base and source of income for the E-Hub. This in turn will provide the cash flow to offer a sizable revenue share with the Port. During the initial 20-year lease term Skyview will offer the Port a $350,000 per year rent payment in addition to a 10% revenue share from the gross revenue generated from all operating activities at the property. The combined total revenue to the District is estimated to be over $35 million over the 20-year term.

Our project team is deeply committed to maximizing health and economic benefits for portside communities, including:

Job Creation and Training: The construction of the E-Hub will generate approximately 50 high-paying construction job opportunities (30 for construction of the charging infrastructure, 20 for construction of the solar canopy and BESS), along with several jobs for ongoing operations & maintenance. The project team has a local hire preference for residents in the surrounding portside communities, who will be recruited and hired by small and diverse business enterprises such as project team members SoyLopez, Ursus Victor and SEPIA Energy. The project will also fund the participation of twenty local, licensed electrical contractors in the Electric Vehicle Infrastructure Training Program (EVITP), who will then be eligible to install E-Hub electrical vehicle support equipment (EVSE).

Community Engagement: San Diego-based SoyLopez Consulting will develop and facilitate four community workshops on ZEVs, decarbonization, clean energy, and solar energy battery storage that support adoption of clean energy vehicles. Soy Lopez will guide E-Hub workforce pathway development and community education efforts to maximize benefits to portside community residents and maintain ongoing communications with community partners.

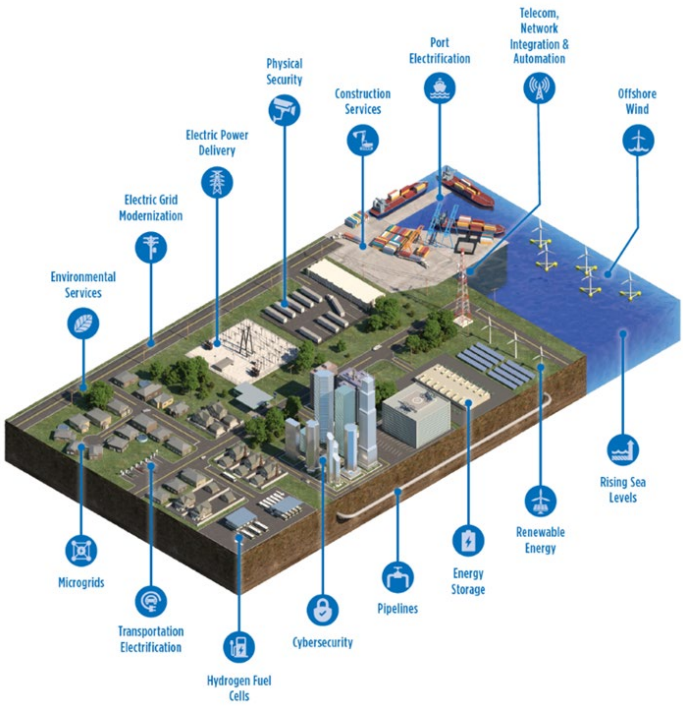
SkyCharger will provide $25,000 in stipends to local artists, including high school students, to paint murals on wooden panels that will be installed along the fence surrounding the E-Hub. Additionally, an interpretive center will provide information on the project and the neighboring communities.

Pollution Reduction: The E-Hub will significantly improve air quality in portside communities by reducing toxic emissions including reductions of 825,842 metric of CO2, 1,294,311 pounds of NOx, 17,375 pounds of PM 2.5, and 25,352 pounds of ROG over the 20-year lease period. This will support the MCAS *Health Equity for All* vision.

The Port can count on the E-Hub project team to get the job done in a way that aligns with the Port's mission and values.

SkyCharger will design, develop, finance, construct, own, operate, and maintain the E-Hub, with no financial support required from the Port. Since 2013, SkyCharger has been the largest non-Original Equipment Manufacturer (OEM) developer/owner/operator of fast-charging station infrastructure in California and one of the largest in the United States. SkyCharger owns a rapidly-expanding portfolio of 500+ electric vehicle charging stations spanning 6 states and is in the process of expanding its network to over 1,000 stations. By 2028, this plan will expand its national network to 20,000 chargers in 11 states, of which 5,000 will be direct current fast charger (DCFC) stations. In 2022, a Fortune 100 company selected SkyCharger as its partner to design, develop, own, and operate EV charging infrastructure at the company's Distribution Center in Torrance, CA. SkyCharger's solution includes 140 charging stations and a 1MW/4MWh battery energy storage system.

Since 2008, Skyview Ventures ("Skyview"), SkyCharger's financial partner and parent company, has provided financing for clean energy and decarbonization solutions, including solar, solar plus storage, EV charging, and fleet electrification. Through its operating companies, Skyview finances, owns, and operates over 200 clean energy and decarbonization projects, including over 100 MW of solar generation and a network of over 500 EV Charging stations. SkyCharger and Skyview's experience as a developer and operator of EV infrastructure—combined with our operational knowledge and data from its portfolio—differentiate us as a turn-key provider and operator of the E-Hub. Skyview has strong financial performance that reflects its historical growth and stability. Annual revenues for 2022, 2021, and 2020, were $273 million, $242 million, $232 million, respectively.



SkyCharger's project partner, Burns & McDonnell, will serve as the project Engineering, Procurement, and Construction (EPC) lead. Burns & McDonnell is an internationally recognized engineering, architectural, construction, environmental, and consulting solutions firm, and is considered the #1 engineering firm in Power, Transmission, and Distribution (ENR 2022). Burns & McDonnell manages over $10 billion in capital investment projects at U.S. air and seaports. These projects include the design and construction of microgrids, charging infrastructure, and electrical infrastructure at the ports of San Diego, Oakland and Los Angeles, and military bases. Burns & McDonnell understands the challenges of improving infrastructure while remaining operational and reducing clients' carbon footprints.

Burns & McDonnell's experience also includes designing and constructing transmission lines and substations for SDG&E, microgrids for the Port of San Diego and other port authorities, and charging infrastructure for drayage trucks, passenger vehicles, and cargo handling equipment. Through its work under the Port's Energy Services contract, Burns & McDonnell has gained first-hand knowledge of the Port's electrical infrastructure and key stakeholders. This experience and understanding will provide the Port with confidence that Burns & McDonnell is ready to permit, design, and construct a sustainable and resilient public truck charging depot that supports the Port's bold truck electrification goals.

As part of its value proposition, Burns & McDonnell recognizes the duty to be diverse and inclusive in its efforts. It knows the value of diverse and small businesses as well as the innovation, quality, and resiliency they bring to the table. Burns & McDonnell's engineering, construction, consulting, and environmental work is built upon a proactive approach of inclusion. Burns & McDonnell remains committed to providing a diverse and inclusive workforce on all its projects.

Burns & McDonnell will design the public truck charging depot and associated facilities using Universal Design principles so that the facility can be used to the greatest extent possible by a diversity of people irrespective of their age, size, ability, or functional limitation. The design will support equitable, flexible, and intuitive use; provide signage and information that is perceptible to users of varying levels of sensory abilities; incorporate safety features to protect users; minimize physical effort; and incorporate adequate size and space for approach and use of facilities regardless of a user's body size, posture, and/or mobility.

All the partners are excited by this project. It will serve as a model of innovation, sustainability, equity, and community connectivity. By deploying this cutting-edge, state-of-the-art zero emission E-Hub, the District will take a giant leap toward meeting its 2030 zero-emission truck goal, reducing greenhouse gas emissions, improving air quality, reducing noise pollution, and increasing opportunities in neighboring communities.

Thank you very much for your consideration of our partnership proposal.

Sincerely,

Andy Karetsky, President
Skyview Ventures

Attachment G - High Level Proposal Summary

	Proposal Summary
Contact Information	
Proposer Name	SkyCharger. Contact: Andrew Karetsky, President. Email [redacted]
Partners/subcontractors information	Skyview - financing partner. Burns & McDonnell -- Engineering, Procurement and Construction (EPC). Vendors: Amazon, Macquarie Group, ChargePoint Subcontractors: O Day Consultants, DVBE and SB(micro); SoyLozez Consulting, small/minority-owned business; Momentum, SBE; Ursus Victor and SEPIA Energy, veteran-owned businesses.
Phasing	
Number and sequencing of phases identified	Two phases. First phase 2024-2026. Second phase 2026-2027 (pending reaching 10% utilization trigger).
Development included in each phase	First phase: 27 DCFC (12, 360 kW and 15 160 kW), 4.82 MW DC solar array, 1.06 MW/4.22 MWh battery energy storage system (BESS). Second phase: Four, 360 kW opportunity chargers, 32, 160 kW overnight chargers
Trigger for next phases	10% utilization
Business Model	
Revenue-sharing model with the District	Annual rent plus 10% of of gross revenue from all sources, including kWh sales from charging sessions, energy export from the solar & BESS, sublease payments during Phase 1 from Pasha, LCFS revenues.
Revenue amount distributed to the District ($)	During 20 year lease: $350,000 rent/year, plus 10% gross revenue share from all project sources. SkyCharger would like to engage with the District to reach an agreement on a longer term and a higher base rent payment.
Lease duration (months)	20 years (240 months). SkyCharger proposes a 20-year non-exclusive contract with the District. SkyCharger would also like to propose, if amenable to the District, an option to renew for an additional 30-years, totaling a 50-year term. During the initial 20-year term Skyview will offer the District a $350,000.00 per year rent payment in addition to a 10% revenue share form the gross revenue generated from all operating activities at the property. The payback time on the E-Hub is anticipated to be 14 years. As such, SkyCharger would like to engage with the District to reach an agreement on a longer term and a higher base rent payment.
Designated stalls, reservations, and special rates for Port serving trucks?	Yes. Skycharger will offer depot charging to TaaS leaseholders who will have access to a reserved depot stall equipped with a DC fast charger. The TaaS agreement will include free and low-cost charging annually.
Additional uses for site/Amenities	Amazon "Just Walk Out" convenience store with restroom facilities and interpretive hub
DER Integration: solar & ~capacity (kW)	4820 kW DC
DER Integration: battery & ~capacity (kW)	1060 kW/4022 kWh
DER Integration: other technologies?	Microgrid controls
DER Integration: estimated offset (kW)	4820 kW DC. At full site utilization, the energy offset projected to be 7,046,470 kWh per year
Equipment	
Installation by EVITP certified technicians	100%
EV chargers: single chargers count	0
EV chargers: dual chargers count	27 first phase, 36 second phase. 63 total.
EV chargers: opportunity count	12 first phase, 4 second phase
EV chargers: overnight count	15 first phase, 32 second phase
EV chargers: total count	63
Capacity: total	6.72 MW first phase, 6.56 MW second phase, 13.28 MW total
Capacity: per charger	15 @ 160 kW, 12 @ 360 kW first phase, addititional 4@ 360 kW, 32 @ 160 kW in second phase
EVSE connector type	CCS and NACS, with adapters provided at each charging station.
EVSE manufacturer	Chargepoint. ChargePoint is the current supplier, partner, and preferred vendor to SkyCharger. As technology evolves over the solicitation and construction timeline, SkyCharger will evaluate whether to utilize ChargePoint or another Original Equipment Manufacturer (OEM).
Standards used	All ChargePoint hardware is UL and CE-certified.
Land	
Parcel(s) used	Parcel 1
Acreage used (sqft)	5.7 acres Phase 1 /8.2 acres Phase 2
Design Documents	
Site Plan	See Narrative Section 5.1, Figures 6 & 7, pp. 22-23
Elevations	See Narrative Section 5.2, Figures 8, 9, 10 & 11, pp. 24-27
Context/Perspective Drawings	See Narrative Section 5.3, Figure 12, p.28
Team Experience	
Relevant Project Experience	SkyCharger: West Coast Electric Highway, [redacted] Facility, Bakersfield Public Access DCFC. Burns & McDonnell: As-Needed Energy Services, San Diego Unified Port District; EV Charging Infrastructure Design, Port of Oakland. Architectural/Engineering Services, Southern Cal Edison (SCE) Charge Ready program.
Support required from the District	No financial support required from the District.
Project schedule	
Estimated Total Development Cost	$50,486,311
Estimated Start date	4.30.24 for phase 1. Q4 2026 for phase 2.
Phase One:	
Estimated schedule: site design days	213 days
Estimated schedule: entitlement days	139 days (Phase 1). 60 days (Phase 2). (note: permitting and entitlement consolidated in construction schedule)
Estimated schedule: permitting days	139 days (Phase 1). 60 days (Phase 2) (note: permitting and entitlement consolidated in construction schedule)
Estimated schedule: construction days	225 days Phase 1. 151 days Phase 2. (note: construction and commissioning consolidated in construction schedule)
Estimated schedule: commissioning days	225 days Phase 1. 151 days Phase 2. (note: construction and commissioning consolidated in construction schedule)
Estimated schedule: total days	The process from pre-design to construction and commissioning is expected to just over two years (742 days).
Operation, Maintenance, and Reporting Plan	
Available 24/7	Yes
Accessible Payment Method	Yes
Customer Service Program	Yes
Publish Prices	Yes
Interoperability	Yes
Performance Expectations - Annual	
Energy delivered	456,751,135 kWh over 20-year lease term, 22,837,557 kWh annual average
Maximum demand	6.72 MW first phase, 6.56 MW second phase, 13.28 MW total
Number of trucks serviced	54 in first phase, 126 in second phase
Utilization rate: demand/total capacity in service	First year of operation (2026): 4% for opportunity chargers, 5% for overnight chargers. Annual utilization growth rate of 20% for opportunity chargers, 10% growth for overnight chargers, up to 50% cap.
Utilization rate: occupied chargers/total chargers in service	All available EVSE will be used as projected in the utilization rate schedule above.
Uptime percentage	98%
Avoided GHG emissions	825,842 metric tons
Community Benefit	Stipiends for 20 licensed electricians to get EVITP certificate, including covering lost wages and course fees: $20,000 Wood panels lining fence for murals, stipends for artists: $25,000 Community workshops and development of workforce pathways: $25,000 The E-Hub will provide an estimated 50 high-paying job opportunities, with a local hire preference for residents in the surrounding communities, hired by small and diverse business enterprises

San Diego Unified Port District
Clean Air Trucking & Community E-Hub
August 2023

SKYCHARGER

Skyview Ventures
POWERING INDEPENDENCE

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1 Approach to Project

1.1 Summary

SkyChargers, LLC ("SkyCharger") in partnership with Burns & McDonnell and Skyview Ventures, together with vendors including Amazon, Macquarie Group, ChargePoint, and selected small/diverse business subcontractors such as Disabled Veterans Business Enterprise (DVBE)/Small Business Enterprise (SBE) O'Day Consultants, small/minority-owned business SoyLopez Consulting, veteran-owned business Ursus Victor, LLC and SEPIA Energy, and SBE Momentum ("Project Team"), presents an ambitious project to create a state-of-the-art Clean Air Trucking & Community E-Hub ("E-Hub") on Parcel 1 at the San Diego Unified Port District ("Port" or "District"). This E-Hub project will support the District's Maritime Clean Air Strategy goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030, while maximizing economic and environmental benefits for neighboring communities including National City and Barrio Logan. SkyCharger will design, develop, finance, construct, operate, and maintain the E-Hub. The E-Hub will offer public trucking charging, while prioritizing trucks that serve the District's marine cargo terminals, the Tenth Avenue Marine Terminal (TAMT) and the National City Marine Terminal (NCMT).

Key features of the project include:

Phased Approach: A phased approach to development of electric vehicle service infrastructure (EVSE) and distributed energy resources (DERs). In Phase 1 (starting in 2024), the team will utilize all the available service capacity (5 MW) from San Diego Gas & Electric (SDG&E) to deploy 12 dual-port, 360 kW dispensers and 15 dual-port, 160 kW dispensers capable of charging 54 trucks simultaneously. Phase 2 (starting in 2026) adds an additional 4, 360 kW opportunity chargers and 32, 160 kW overnight chargers to the E-Hub, making the total count 16 dual-port opportunity chargers and 47 dual-port overnight chargers, capable of charging 126 electric trucks simultaneously.

Solar Canopy and BESS: A 4.82 MW solar truck canopy and 1.06 MW/4.22 MWh battery energy storage system (BESS). The solar plus BESS will create a resilient EV charging center that will continue to operate during grid outages, enable peak electrical demand shaving, and enable trucks calling on the Port to be both 100% electric, and 100% renewable energy powered.

Convenience Store: A "Just Walk Out" convenience store and restroom facilities, operated by SkyCharger in partnership with Amazon, will be available 24/7. As the E-Hub operator, SkyCharger will deploy sufficient resources and personnel to successfully support, maintain, and operate the zero-emission truck stop.

Trucking as a Service (TaaS): SkyCharger, in partnership with Macquarie Group, will provide affordable truck leases to independent owner operators (IOOs) and other truckers, which will include free/low-cost access to E-Hub chargers. New electric truck drivers – enabled by the TaaS model – will create reliable demand for E-Hub charging infrastructure, which in turn will provide a reliable customer base and source of income for the E-Hub.

Job Creation and Training: The construction of the E-Hub will generate approximately 50 high-paying construction job opportunities (30 for construction of the charging infrastructure, 20 for construction of the solar canopy and BESS), along with several jobs for ongoing operations & maintenance. The project team has a local hire preference for residents in the surrounding portside communities, who will be recruited and hired by small and diverse business enterprises such as

project team members SoyLopez, Ursus Victor and SEPIA Energy. The project will also fund the participation of twenty local, licensed electrical contractors in the Electric Vehicle Infrastructure Training Program (EVITP), who will then be eligible to install E-Hub EVSE.

Community Engagement: A commitment to community engagement with $25,000 in stipends to local artists, including high school students, to paint murals on wooden panels that will be installed along the fence surrounding the E-Hub. Additionally, an interpretive center will provide information on the project and the neighboring communities.

Revenue Share with the District: During the initial 20-year term Skyview will offer the District a $350,000 per year rent payment in addition to a 10% revenue share from the gross revenue generated from all operating activities at the property.

Pollution Reduction: The E-Hub will significantly improve air quality in portside communities by reducing toxic emissions including reductions of 825,842 metric of CO2, 1,294,311 pounds of NOx, 17375 pounds of PM 2.5, and 25352 pounds of ROG over the 20-year lease period. This will support the MCAS "Health Equity for All" vision.

The collaboration between SkyCharger and the District will serve as a model of innovation, sustainability, and community connectivity. By deploying this cutting-edge, state-of-the-art zero emission E-Hub, the District will take a giant leap toward meetings its 2030 zero-emission truck goal, reduce greenhouse gas emissions, improve air quality, and reduce noise pollution in neighboring communities.

As the E-Hub thrives, other ports and transportation hubs will look to the Port of San Diego as a model for their own sustainability initiatives. The success of this project will demonstrate that with a clear vision, strategic partnerships, and a commitment to heavy-duty transportation electrification powered by renewable energy, it is possible to revolutionize the trucking industry and create a better tomorrow for generations to come.

2 Business Model

SkyCharger's proposed business model is described below, including the public private partnership (PPP) with the District, proposed lease term, revenue share model, and innovating Trucking as a Service offering. SkyCharger does not require, and will not request, any direct financial assistance from the District. SkyCharger will welcome indirect non-monetary assistance, including partnering on grant applications.

2.1 Technical Elements

This section presents the technical elements of the proposed E-Hub as requested by the District. This includes items such as lease terms, revenue generation, integration of distributed energy resources, and prioritization of port trucks.

2.1.1 Long Term Lease

SkyCharger proposes a 20-year non-exclusive contract with the District, with an option to renew.

2.1.2 Public private partnership model

SkyCharger, with its parent company Skyview Ventures, will be responsible for funding the E-Hub, and will assume investment, revenue, and development risk. SkyCharger will coordinate with the District during the environmental review process and will be responsible for the planning, design, permitting, construction, and commissioning of the Project. SkyCharger will own, entitle, operate, maintain, and monitor all charging, renewable energy, battery storage, and microgrid infrastructure deployed at the E-Hub. SkyCharger and Burns & McDonnell are familiar with SDG&E utility regulations, all procedures, and requirements for EVSE permits, and will have established on-site safety standards.

2.1.3 Revenue-generating and sharing

SkyCharger will generate revenues from solar energy exports, charging sessions (per kWh), low carbon fuel standard (LCFS) credits, and a sublease with Pasha for the portion of Parcel 1 to remain unused in Phase 1. During the initial 20-year term Skyview will offer the District a $350,000 per year rent payment in addition to a 10% revenue share from the gross revenue generated from all operating activities at the property. The payback time on the E-Hub is anticipated to be 13 years. As such, Skyview would like to engage with the District on a longer term agreement with a higher base rent payment.

2.1.4 Prioritization of Port Trucks

SkyCharger will prioritize the needs of trucks calling on the Port, particularly small fleets, and Independent Owner Operators (IOOs), through a Trucking as a Service (TaaS) model (detailed in Section 2.3), with financing provided by Macquarie, the world's largest infrastructure asset manager, with over $590 billion in assets under management. The long-term viability of the E-Hub will be assured through SkyCharger's TaaS model, as well as from increasing demand that will be driven by compliance with District and California zero-emission goals and requirements.

2.1.5 Financial Support

SkyCharger requests no direct financial support from the District, as it will finance and fund the proposed capital investment, which will be supplemented by utility, state, and federal grants. However, SkyCharger welcomes support in satisfying the entitlement process (including, but not limited to California Environmental Quality Act (CEQA) and permits from the District and City of National City), and participation in funding applications.

2.1.6 Phased Approach

SkyCharger will employ a phased approach to development, that anticipates adding significant charging capacity as driven by regulations, technology improvement, and demand from TaaS, particularly for overnight charging. The phasing plan, which includes two initial phases of development (for a total of 13.28 MW of connected load capable of charging 126 truck simultaneously), is detailed in Section 4.1.

2.1.7 Maximum Benefits from Demand Management and Time of Use Pricing

SkyCharger will utilize managed charging software to keep peak charging demand to less than 5 MW in the first phase, until greater capacity is provided by SDG&E. Time of Use pricing will lower peak electrical demand at the E-Hub during the period when the grid is most stressed (4-9 pm), and when TOU prices are therefore highest. SkyCharger will make customers aware of on and off-peak times and prices, so they can make informed decision on when they wish to charge. Dispatch of battery energy during the 4-9 pm period will further help alleviate high TOU period demand, and lower overall GHG emissions from E-Hub charging sessions.

2.1.8 Accessible Payment Method

SkyCharger will use the ChargePoint's Express Plus distributed DC fast charger (or an alternative based on best technology available at time of deployment) which has an accessible payment method that provides contactless payment accepting major credit and debit cards, and automated toll-free phone number or short messaging system (SMS). Additional details on accessible payment methods are provided in Section 4.3.

2.2 Community and Environmental Benefits

2.2.1 Job Creation and Workforce Development

The construction of the E-Hub will generate approximately 50 high-paying construction job opportunities (30 for construction of the charging infrastructure, 20 for construction of the solar canopy and BESS), along with several jobs for ongoing operations & maintenance. The project team has a local hire preference for residents in the surrounding communities, hired by small and diverse business enterprises including DVBE O'Day Consultants and veteran-owned firms such as Ursus Victor and SEPIA Energy. San Diego-based consultant SoyLopez will guide E-Hub workforce pathway development and community education efforts to maximize benefits to disadvantaged portside community residents. SkyCharger will provide stipends for 20 electricians to obtain Electric Vehicle Infrastructure Training Program (EVITP) certification.

2.2.2 Community Cultural Connections

The full Community Benefit plan, including funding for artists to paint murals depicting local culture onsite, and provision of is detailed in Section 3.4.

2.2.3 Integration of Distributed Energy Resources

SkyCharger will build a 4.82 MW solar truck canopy and 1.06 MW/4.22 MWh battery energy storage system (BESS) in the first phase of development. During regular grid connected hours, solar generation will charge trucks and battery chargers. Renewable energy stored in the BESS will be discharged during the 4-9 pm period, when time of use (TOU) rates are highest, and when the electric grid is under the most stress. This demand management strategy will lessen demand and electricity rate charges and significantly reduce emissions. Excess energy will be dispatched back to the grid, which will provide grid benefits and reduce total electricity bills, which SkyCharger will share with the District from Day 1 of interconnection as part of its revenue share model.

2.2.4 E-Hub Convenience Store

In addition to opportunity and overnight charging, and a solar-powered microgrid, SkyCharger will work with Amazon to construct a simple, small footprint "Amazon Just Walk Out" convenience store and restroom facilities on Parcel 1, to be available to TaaS leaseholders and the public 24/7, 365 days per year. This will significantly improve the experience of those accessing the E-Hub.

Figure 1: Digital rendering of "Just Walk Out" convenience store.

Figure 2: Digital rendering of "Just Walk Out" convenience store.

Store Experience: At stores powered by "Just Walk Out" technology, shoppers simply insert or tap a credit card, scan an app-based QR code, or use Amazon One to authenticate at an entry gate. Just Walk Out technology identifies and tracks in a virtual cart which items a shopper takes from or return to the shelves, and when the shopper leaves, the payment method they used to authenticate entry into the store is charged with no checkout required. Just Walk Out technology removes lines, checkouts, and friction to deliver a fast, safe, and convenient customer experience.

2.3 Trucking as a Service (TaaS)

As regulatory requirements in California to transition to zero-emission trucks come into force – including the new Advanced Clean Fleet rule – there is an urgent need to develop and deploy business models to fund battery electric and fuel cell hydrogen trucks, along with supporting charging and refueling infrastructure. This is particularly critical for IOOs, who risk being left behind or struggling to keep up with regulations. TaaS is an emerging, credible business model that will help assure that the truck transformation works for all truck drivers by helping overcome the upfront electric truck cost barrier, with an operating cost that is more competitive than diesel trucks. The TaaS lease package will include a new electric truck and low- cost/free charging at the District E-Hub.

SkyCharger will prioritize District trucking needs by offering depot charging to TaaS leaseholders, who will have access to a reserved depot stall equipped with a 160 kW dual-port charger. The TaaS agreement will include free or low-cost charging annually. The reserved stalls and site amenities aim to provide TaaS leaseholders a place to park their vehicle during long overnight charging sessions. The combination of an annual charging allowance and reserved parking stalls is structured to provide TaaS leaseholders free/low-cost charging while creating demand for the chargers.

SkyCharger will fund the TaaS package with federal and state funding programs (such as new CARB Clean Transportation Investment programs designed to support small fleets and IOOs), fuel and maintenance savings, LCFS credits, and financing from Macquarie Capital Group. The significant operational savings gained by the lower cost of electricity compared to diesel, and lower maintenance costs, will provide revenue for the lessees to pay back the upfront capital. At the end of the lease period, IOOs will have various options: they can extend the lease at a reduced rate, purchase the vehicle at fair market value with the option to lease the parking space and extend their charging plan, or terminate the lease. This flexible approach provides choices based on IOO and small fleets preferences and needs.

New electric truck drivers – enabled by the TaaS model – create demand for charging infrastructure, which in turn helps provide a reliable customer base and source of income for site developers, including the E-Hub. Zero-emission truck drivers need access to convenient charging stations and places to park trucks overnight, and ZEV infrastructure site developers need truckers to utilize the stations. Tying deployment of trucks to public charging infrastructure—such as this SkyCharger Trucking as a Service model—reduces the risk of deploying under-utilized assets that deter potential investment. Developing a successful model connecting affordable access to both zero-emission trucks and infrastructure will set the stage for replication across the state. Table 1 below illustrates the competitive advantages of the TaaS model.

Table 1: Competitive Advantage of Trucking as a Service

TaaS Advantages	Advantage Description
Addressing Consumer Group Barriers	Makes acquisition of battery-electric trucks by IOOs and small fleets possible, and profitable.
Low-risk Solution for Consumers	De-risks transition to battery-electric trucks for IOOs who have lower capacities to take on risk.
Lower Total Cost of Ownership	The upfront costs of battery-electric trucks can be recovered by fuel and operational savings, in addition to LCFS credits over the life of the vehicle, leading to a more competitive total cost of ownership for small fleets.
Creating Supply and Demand for EVSE	Provides a reliable base of customers for new EVSE deployment.
Addressing Overnight Storage Needs	Solution to problem of inadequate overnight parking for small fleets and IOOs without depots.
On-site Amenities	The convenience store and bathrooms will create a more desirable place to fuel EVs and provide additional sources of revenue for stakeholders.
Effective Access to Grant Funds and Incentives	Simplified leveraging of various state and federal funding streams.

2.4 Public Funding Sources

SkyCharger and E-Hub team member Momentum (an SBE) will pursue all available funding vouchers, grants, and tax credits from SDG&E, state, and federal sources. Samples of additional funding sources are provided below.

2.4.1.1 SDG&E Programs

SkyCharger intends to utilize SDG&E's Power Your Drive for Fleets (PYDFF) program to pay for electrical make-ready infrastructure on both the utility and customer sides of the meter, while

taking advantage of valuable demand and rate charges associated with the program. In addition, SkyCharger will pursue the charger rebate program offered by SDG&E for deployment of chargers in disadvantaged communities, which provides up to $75,000 per charger for chargers with 150 kW+ of power. SDG&E offers two options for installation and ownership for fleet-serving customers:

Option 1: SDG&E pays for, constructs, owns, and maintains all infrastructure up to the charging station. This includes the power lines, transformer, meter, and electric panel and switchgear. The customer owns and pays for charging stations.

Option 2: SDG&E pays for, constructs, owns, and maintains infrastructure to the meter. This includes the power lines, transformer, and meter. The customer pays for, constructs, owns, and maintains infrastructure behind the meter—the electric panel and switchgear—for a rebate of up to 80% of the costs. Please note that Option 2 is required for primary service or associated distributed generation projects**.**

SkyCharger intends to pursue PYDFF Option 2 as required for projects with associated distributed generation projects, as planned in the E-Hub project.

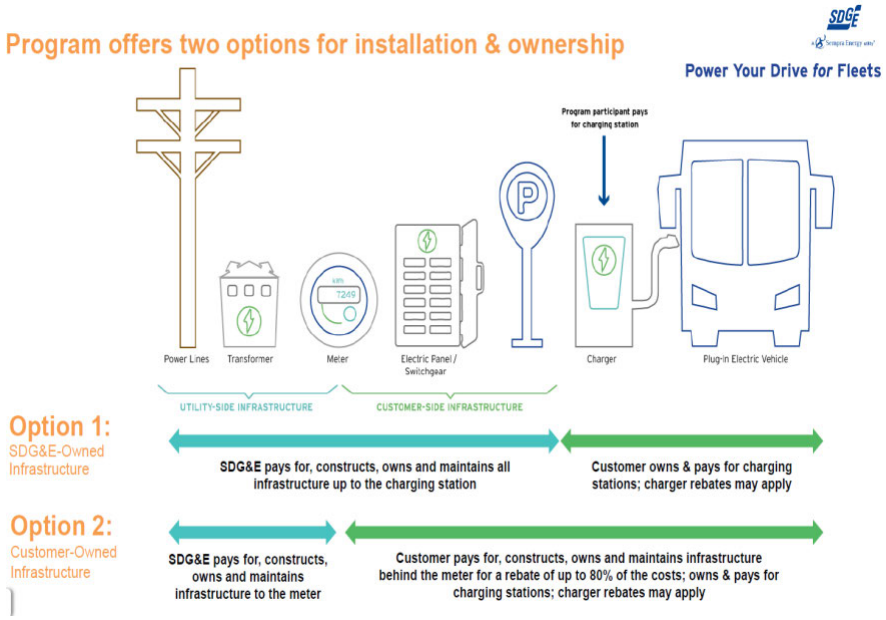


Figure 3: SDG&E PYDFF options for installation and ownership.

2.4.1.2 State and Federal Funding Sources

SkyCharger will pursue state and federal funding to offset the upfront cost of installing EVSE, solar, and a BESS with microgrid controls, as well as procuring electric trucks to be offered through its TaaS business model (detailed in Section 2.3 below). One such funding opportunity is the California Energy Commission (CEC) Innovative Charging Solutions for Medium and Heavy-Duty Vehicle program, for which SkyCharger will apply in July 2023 for deployment of EVSE at the District, pending the District's selection of the award for developing the zero-emission truck stop. Table 2 provides an overview of funding sources SkyCharger will pursue, in cooperation with the District.

Table 2: BEV and EVSE Funding Sources in the San Diego Region

Funding Opportunity	Funding Type	Use Type	Funding Available	Next Submission Date/Deadline
SDG&E Power Your Drive for Fleets Program	Rebate	EVSE	Pays for electrical work on the utility and customer sides of the meter and up to $75,000 for charging stations with 150 kW+ of power that are in DACs.	Ongoing
HVIP	Vouchers	MHD ZEVs	$120,000/truck	Open/Ongoing
EnergIIZE – EV Fast Track and Hydrogen Lanes	Grants	EVSE	50% of eligible EVSE costs up to $500,000	Funding lanes open at set times throughout year
San Diego Air Pollution Control District	Grants	MHD ZEVs and EVSE	The Zero Emission Truck Pilot Project reimburses up to 90% or $250,000 of the eligible purchase cost (or up to 90% of 3-year lease payment) for a zero-emission heavy-duty vehicle that operates in the Portside Environmental Justice Community.	Ongoing
Inflation Reduction Act (IRA)	Tax Credit	MHD ZEVs and EVSE	Up to $40,000 per new truck. Up to 30% of cost for charging infrastructure, up to $100,000 per site	Ongoing
VW Mitigation Trust	Grant	MHD ZEVs and EVSE	75% of cost, up to $200,000	Ongoing, but limited funding remaining
CARB Innovative Small E-Fleets Pilot (ISEF)	Grant	MHD ZEVs	Flexible financing options for fleets with 20 or fewer ZEVs	
CARB Zero-Emission Truck Loan Assistance Program	Financing	MHD ZEVs	Helps small-business fleet owners secure financing for upgrading their fleets with newer trucks.	Ongoing
CARB Zero-Emission Truck Loan Pilot	Financing	MHD ZEVs and EVSE	Combines financing for both heavy-duty ZEVs and charging or fuelling infrastructure.	Ongoing
EPA Diesel Emissions Reduction Act (DERA)	Grant	MHD ZEVs	Funds projects that significantly reduce diesel emissions, with priority given to fleets operating in Clean Air Act Non-Attainment areas.	Annual
EPA Clean Heavy-Duty Vehicles program	Grant and Rebate	MHD ZEVs, EVSE and workforce development	Funds replacement of dirty heavy-duty vehicles with clean, zero-emission vehicles and EVSE.	Annual

2.4.1.3 Low Carbon Fuel Standard (LCFS) Program

In addition to the funding opportunities described above, SkyCharger will participate in the LCFS program. Skyview Ventures will be the owner of any LCFS credits generated during the lease term. The use of zero-emission electricity generates approximately 20-30% more credits than grid-based electricity. This added value will be realized through deployment of the onsite solar canopy and purchase of Renewable Energy Credits (RECs) to offset 100% of electric truck charging with renewable, zero-emission electricity sources. Renewable energy credits are tradable commodities that are generated when renewable energy projects are connected to the grid. Proceeds from the sale of credits generated by charging vehicles at the E-Hub will be treated as operator revenues. SkyCharger will participate in CARB's new medium and heavy-duty capacity-based crediting program, which is expected to go into effect in 2025. This will guarantee LCFS revenues, regardless of utilization rates during the first years of operation. A portion of LCFS revenue will be shared with the District as part of SkyCharger's revenue share model.

3 Zero Emission Truck Stop Vision

SkyCharger will develop a state-of-the-art Clean Air Trucking & Community E-Hub ("E-Hub") on Parcel 1 at the northwest corner of 19th Street and Tidelands Ave in National City. The E-Hub project will support the District's goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030, while maximizing economic and environmental benefits for neighboring communities including National City and Barrio Logan.

The E-Hub at buildout will deploy 16, 360 kW opportunity chargers, and 47, 160 kW overnight chargers, capable of charging 126 electric trucks simultaneously. This will result in 13.28 MW of total connected load. The E-Hub will incorporate a 4.82 MW solar truck canopy, a 1.06 MW/4.22 MWh battery energy storage system (BESS), and a centralized microgrid controller to allow key elements of the terminal to remain operational when islanded from the electrical grid.

SkyCharger will work with Amazon, will construct a simple, small footprint "Amazon Just Walk Out" convenience store and restroom facilities on Parcel 1, to be available to TaaS leaseholders and the public 24/7, 365 days per year.

As the E-Hub operator, SkyCharger will deploy sufficient resources and personnel to successfully support, maintain, and operate the truck stop. The Parcel 1 site is located less than one mile from motels and other amenities, which will supplement those to be constructed at the E-Hub.

3.1 Phasing

The E-Hub project is organized into two phases. Phase 1 is focused on utilizing existing SDG&E electrical capacity, enabling a mix of opportunity and overnight charging, and constructing the full solar microgrid system. Phase 2 is primarily intended to expand the site's capacity for overnight charging.

3.1.1 Phase 1 (2024-2026)

Phase 1 is designed to maximize opportunity and overnight charging capacity at the District's Parcel 1 project site, within the five MW of power being offered by SDG&E initially. Phase 1 will include all site modifications and most equipment installations for the project. Phase 1 elements include:

- Deployment of 6.72 MW of charging capacity with 12 dual-port, 360 kW DCFC for opportunity charging and 15 dual-port 160 kW DCFCs for overnight charging. Using electric capacity provided from the grid, as well as the installed solar canopy and BESS, the Phase 1 chargers will collectively enable 54 electric trucks to charge simultaneously. The 360kW chargers, referred to as opportunity chargers, are intended for charging for short periods of time throughout the day during work pauses or breaks. Overnight chargers (160kW) will be utilized for longer charging durations intended to fully charge a depleted battery. For the opportunity chargers, the parking stalls will be pull-through and striped to accommodate parking with a trailer. The overnight chargers are intended to be primarily utilized without a trailer, although five overnight chargers will accommodate charging with a trailer.
- Construction of the entire solar canopy and BESS, allowing for maximum energy production from the start. This approach will offset electricity usage during all phases of development, particularly during high time of use (TOU) rate periods.
- Installation of all project make-ready infrastructure. All conduits necessary for the subsequent phases will be installed, and all infrastructure permits will be secured. For additional flexibility, conduits will be oversized, and spare conduits will be provided so that the DCFC can be upsized to higher-power models in the future. This may be necessary as electric vehicle support equipment (EVSE) standards evolve and technologies such as megawatt charging systems become industry standard. Ultimately, Phase 2 will only require the installation of additional DCFC and associated wiring using previously installed conduits.
- Utilization of 5.7 of 8.2 acres of Parcel 1 in Phase 1 while maintaining the rest of the parcel (2.5 acres) for parking or other uses. The Project Team is in conversation with the current Parcel 1 tenant, Pasha, about subleasing the 2.5 acres on the southern portion of Parcel 1 for parking during Phase 1 and providing battery electric truck charging opportunities for Pasha's fleet.

3.1.2 Phase 2 (2026-2027, pending reaching utilization rate target)

Phase 2 is anticipated to begin in Q4 2026 and will be triggered by utilization rates of 10% or greater at the opportunity and/or overnight charging stations. When utilization hits that trigger, Phase 2 deployment will commence, to provide adequate time to procure and install new EVSE to keep ahead of growing demand. Because the site will be future proofed with conduit in Phase 1, the Project Team anticipates needing only seven months from determination of the need for infrastructure deployment. Phase 2 elements will include:

- Deployment of up to 32 additional overnight, 160 kW charging stations (5.12 MW total new demand), to meet anticipated overnight public charging demand, and supported by Skyview's TaaS business model, subject to provision of additional power supply from SDG&E.
- Four additional opportunity, 360 kW charging stations (1.44 MW total demand), subject to provision of additional power supply from SDG&E.

- Additional overnight charging spaces are designed for truck cabs only. However, if demand for opportunity charging exceeds overnight charging demand in Phase 1, plans will be adjusted accordingly.

At full buildout, the E-Hub, as planned will deploy 16 dual-port opportunity chargers and 47 dual-port overnight chargers, capable of charging 126 electric trucks simultaneously, for a total of 13.28 MW of connected load.

3.1.3 Subsequent Phases

Subsequent phases will include options to upsize charging station capacity (expedited by Phase 1 futureproofing), and/or negotiating with the District to expand charging infrastructure to Parcels 2 and 3.

3.2 Integration of Distributed Energy Resources

As mentioned above, SkyCharger will construct a 4.82 MW DC solar array mounted on a canopy over the full 8.2 acres of the Parcel 1 project site to maximize energy capture within the E-Hub truck charging footprint. Key features and benefits of the planned distributed energy resources are included in Table 3 below.

Table 3: E-Hub Microgrid Benefits

Microgrid Elements	Benefits
Solar-powered microgrid	Resilient EV charging microgrid that can operate even during grid outages. The system will be designed with microgrid islanding controls and sufficient scale (1.06 MW solar and 4.22 MWh BESS), enabling it to operate during grid outages.
Solar & BESS	Maximize renewable energy supply for truck charging, making it possible for trucks calling on the port to be both 100% electric and 100% renewable energy powered.
Solar & BESS	During regular grid-connected hours, solar generation will charge trucks and battery chargers. Renewable energy stored in the BESS will be discharged between 4 p.m. and 9 p.m., period when TOU rates are highest, and when the electric grid is under the most stress. This strategy will lessen demand and electricity rate charges.
Solar energy export	Excess energy from the solar system will be dispatched back to the grid, providing grid benefits, and reducing total electricity bills, which SkyCharger will share with the District from Day 1 of interconnection as part of its revenue share model.
Electricity generation	As truck stop utilization increases, electricity generation is expected to increasingly match truck charging demand.
Solar Canopy	The solar canopy will provide shelter and lower temperatures below the parking and charging areas. The lowered temperature increases safety, which is particularly important given the increasing number of extreme heat events and makes the site a healthier and more enjoyable operating environment. Additionally, shelter from rain limits the noise experienced by long haul drivers who elect to sleep in their cabins during overnight charging periods.

3.3 Operations, Maintenance, and Reporting Plan

SkyCharger will develop the District E-Hub and perform ongoing operation, maintenance, and reporting requirements, as detailed in Section 8.

ChargePoint is the current supplier, partner, and preferred vendor to SkyCharger. As technology evolves over the solicitation and construction timeline, SkyCharger will evaluate whether to utilize ChargePoint or another Original Equipment Manufacturer (OEM), including for operations, maintenance, and reporting purposes. All references to ChargePoint hardware, software and operations and maintenance services throughout the document may be updated to equivalent or superior technology provided by another vendor at the time of deployment. Any change in vendor will only be made with the express consent of the District. The following points describe the way the public will be able to access charging in a convenient and accommodating manner.

SkyCharger will deploy ChargePoint EVSE at the E-Hub that utilizes accessible payment methods, has a customer service program to resolve issues, accommodates multiple languages including English, Spanish, and French, publishes prices, real-time availability, and locations. All dispensers will be equipped with one Combined Charging System (CCS) type 1 and one Tesla type North American Charging Standard (NACS) connector and interoperability testing with all major vehicle OEMs to ensure stations work as expected in the field.

Figure 4 shows how SkyCharger will leverage ChargePoint's existing service offerings to meet and exceed all operational, maintenance, and reporting requirements specified by the District. Details of each offering are provided in Section 8.

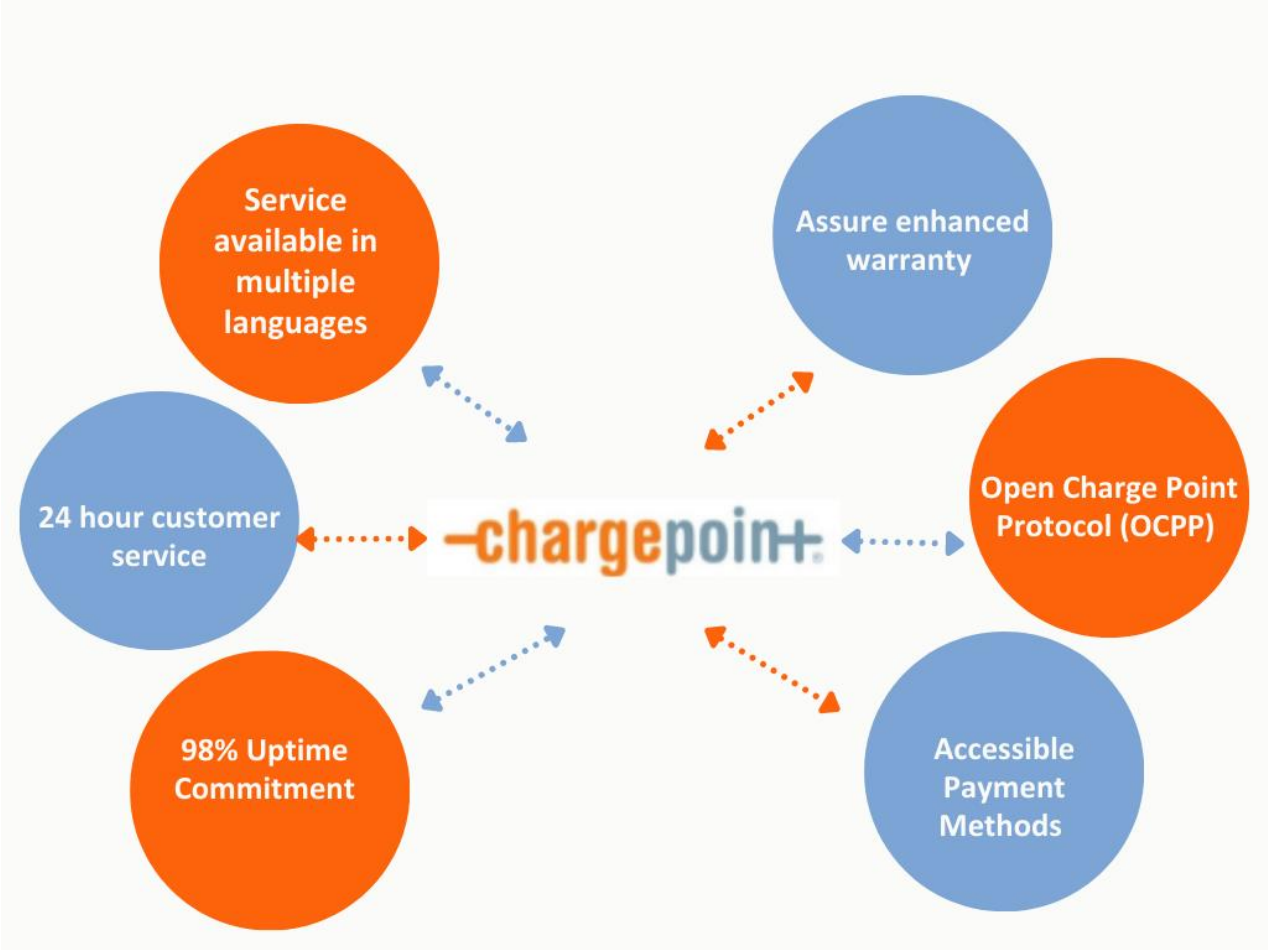


Figure 4: ChargePoint Operations & Maintenance Offerings

SkyCharger will be responsible for all aspects of maintenance during the 20-year lease term, including maintaining pavement, signage, striping, fencing, lighting, equipment, and any improvements to the premises.

SkyCharger will provide the District with access to a web-based dashboard and quarterly reports on usage and other key performance metrics.

3.4 Community Benefits

District neighbors including National City and Barrio Logan are in the highest tiers of CalEnviroScreen 4.0 Disadvantaged Communities rankings, where scores are a function of pollution burden and socioeconomic factors.[1] The impact on climate from diesel emissions is related to health impacts; emissions from heavy-duty trucks generate 20% of the state's transportation-related greenhouse gas (GHG) emissions.[2]

[1] https://oehha.ca.gov/calenviroscreen/report/calenviroscreen-40
[2] https://www.ucdavis.edu/climate/news/decarbonizing-california-transportation-by-2045

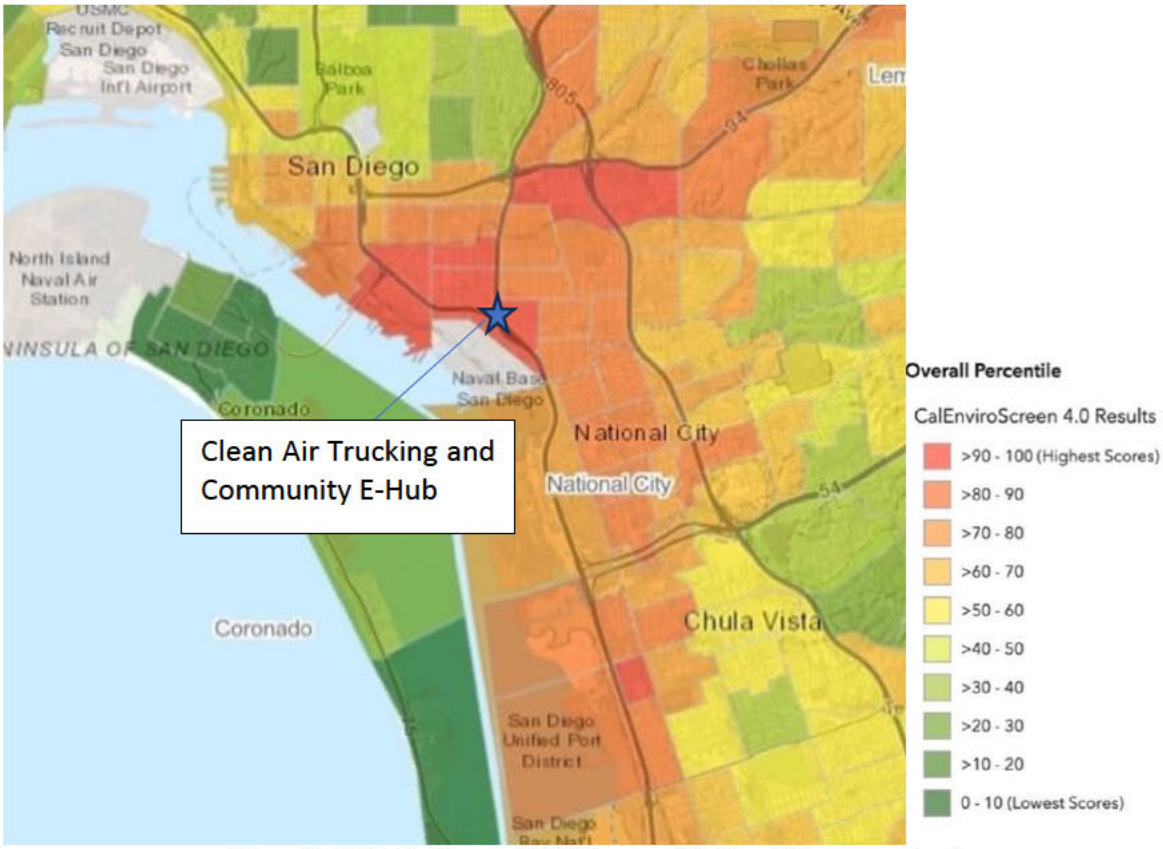


Figure 5: CalEnviroScreen 4.0 DAC map of National City census tracts.

According to the Environmental Health Coalition (EHC), residents of neighborhoods near the San Diego Unified Port District are "burdened with more pollution than 97% of California. With the Marine Terminal operations creating pollution, in addition to the heavy-duty diesel trucks driving to and from the Terminal, residents breathe more diesel-polluted air than 90% of the state. Exposure to pollution has been shown to cause breathing problems, chronic diseases, and low birth weight. The percentage of low birth weight in the Westside is higher than 84% of California and children's asthma hospitalization rates in National City are more than double the county average." 90% of Westside residents are Latinx, 70% are renters, and almost a quarter live below the poverty level. [3]

The adjacent Barrio Logan neighborhood is described by EHC as "a vibrant hub of Chicano culture." EHC asserts Barrio Logan has a history of experiencing environmental racism which continues to affect the people who reside there. According to EHC, "due to the toxic, polluting industries in Barrio Logan and the freeway running through it, it is in the top 5% most polluted areas in California. It has the highest diesel pollution in San Diego County. According to the EPA, Barrio Logan residents have an 85%-95% higher risk of developing cancer than the rest of the United States. On top of these health concerns, long-time residents are now being displaced by rising rents and gentrification."[4]

[3] https://www.environmentalhealth.org/communities/national-city/
[4] https://www.environmentalhealth.org/communities/logan/

Pollution Reduction: The development of the opportunity and overnight charging sites at the San Diego Unified Port District Clean Air Trucking & Community E-Hub will significantly improve air quality in portside communities by reducing toxic emissions including reductions of 825,842 metric of CO2, 1294311 pounds of NOx, 17375 pounds of PM 2.5, and 25352 pounds of ROG over the 20-year lease period. This will support the MCAS "Health Equity for All" vision.

Workforce Pathway Development and Job Creation: The E-Hub will provide an estimated 50 high-paying job opportunities, with a local hire preference for residents in the surrounding communities, hired by small and diverse business enterprises. SkyCharger will contribute $20,000 to fund participation of ten local, licensed electrical contractors in the Electric Vehicle Infrastructure Training Program (EVITP), in partnership with the San Diego Electrical Training Institute (ETI), affiliated with the International Brotherhood of Electrical Workers.

The Project Team will seek opportunities to partner with San Diego regional community colleges, as well as five training and apprenticeship programs tailored to transportation and electrical trades in the region (three are tailored to electricians, one for auto mechanics and EVSE, and two for construction and photovoltaic (PV) installation). Table 4 provides an overview of several San Diego area workforce development organizations.

Table 4: San Diego Region electrician, transportation, and PV workforce development organizations

Organization	Description
Associated Builders and Contractors of San Diego (ABCSD)	Offers a construction training facility featuring workshops and classrooms. ABCSD trains people in safety, electrical, and electronic systems technician trades every year. ABCSD does not currently offer EV infrastructure-specific programs but is looking to add it to their program.
Automotive Training Group	Offers technical courses, technical information, and training experience. to vehicle mechanics and operators. ATG hosts seminars, workshops, and specific trainings on vehicle safety and services. Heavy-duty EV or brand-specific, customized courses are offered on request for up to 25 people per class.
Center for Employment Training (CET)	Offers a job training program in green construction that includes job preparation in construction electricity and PV systems. CET does not offer EV infrastructure-dedicated programs.
Grid Alternatives	National non-profit that helps economic and environmental justice communities get solar power and solar jobs. Its program includes hands-on solar training to connect people to clean energy jobs.
Western Electrical Contractors Association (WECW)	Western Electrical Contractors Association, Inc. (WECA), is a non-profit organization serving merit shop electrical and low voltage contractors, their employees, and the industry suppliers that support them.

Project team member SoyLopez Consulting will collaborate with a joint team of community partners (e.g., UCP-CDC, SD Air Pollution Control Board, California Eco-Network, etc.) to promote workforce pathways in clean energy, including solar energy, electrician apprenticeships, and EV charging installation certifications to support local hiring preferences.

Community outreach, engagement, and cultural connection: In addition to providing economic benefits, the Project Team will highlight and support the culture of portside communities. This commitment to community engagement will include $25,000 in stipends to local artists, including high school students, to paint murals on wooden panels that will be installed along the fence surrounding the E-Hub. Additionally, an interpretive center will provide information on the project and the neighboring communities.

SoyLopez Consulting will develop and facilitate up to four community workshops on ZEVs, decarbonization, clean energy, and solar energy battery storage that support adoption of clean energy vehicles. Soy Lopez Consulting will also provide ongoing updates on climate initiatives that promote a green job economy in climate impacted communities and maintain ongoing communications with community partners.

4 Site Design

4.1 Conceptual Design, Capacity, and Configuration Potential

4.1.1 Project Phasing and EVSE Charging Capacity

The E-Hub Project Team will utilize all the available service capacity from the San Diego Gas & Electric (5MW) during the first phase of development (starting in 2024), which will deploy 12 dual-port, 360 kW dispensers and 15 dual-port, 160 kW dispensers capable of charging 54 trucks simultaneously, at rates from 80 kW-360 kW. All hardware deployed will be UL and CE-certified. Deploying all Phase 1 charging equipment results in 6.72MW in connected load. A load management system will be utilized to avoid exceedances of the available electric capacity. When designing the site, special attention was paid to the traffic flow within the lot, providing wide drive lanes and turning radiuses to support the movement of class 8 trucks and towed trailers.

The 360kW chargers, referred to as opportunity chargers, are intended for charging for short periods of time throughout the day during work pauses or breaks. overnight chargers (160kW) will be utilized for longer charging durations intended to fully charge a depleted battery. For the opportunity chargers, the parking stalls will be pull-through and striped to accommodate parking with a trailer. The overnight chargers are intended to be primarily utilized without a trailer although five overnight chargers will be accommodating charging with a trailer.

Phase 1 will include all site modifications and most equipment installations for the project. Furthermore, Phase 1 will include the installation of all project make-ready infrastructure, including all conduits necessary for Phase 2. For additional flexibility, conduits will be oversized, and spare conduits will be provided such that the DCFC can be upsized to higher power models in the future. This may be necessary as EVSE standards evolve and technologies such as megawatt charging systems become industry standard. Ultimately, Phase 2 will only require the installation of additional DCFC and associated wiring using previously installed conduits.

The full buildout focuses on maximizing the number of overnight chargers that can fit into Parcel 1, to meet anticipated overnight public charging demand, and supported by Skyview's TaaS business model, which will lease trucks to small fleets and IOOs, inclusive of free access to E-Hub charging.

These additional charging spaces are designed for truck cab only. Phase 2 adds an additional 32, 160 kW overnight chargers will to the E-Hub, along with four additional opportunity chargers, making the total count 16 dual-port opportunity chargers and 47 dual-port overnight chargers, capable of charging 126 electric trucks simultaneously. This will result in 6.56 MW of additional connected load in Phase 2, for a total of 13.28 MW.

4.1.2 Connector Types

All dispensers will be equipped with one CCS type 1 and one Tesla type North American Charging Standard (NACS) connector and ChargePoint vehicle interoperability testing with all major vehicle OEMs to ensure stations work as expected in the field. Adaptors for vehicles that are not equipped with CCS or NACS plugs will be included.

4.1.3 Parcel 1 Area Required in Phases 1 and 2

SkyCharger will utilize 5.7 of 8.2 acres of Parcel 1 in Phase 1, while maintaining the rest of the parcel (2.5 acres) for parking or other uses. The Project Team is in conversation with the current Parcel 1 tenant, Pasha, about subleasing the 2.5 acres on the southern portion of Parcel 1 for parking, as well as providing immediate battery electric truck charging opportunities for Pasha's fleet.

4.1.4 Distributed Energy Resources

The E-Hub will incorporate a 4.82 MW solar truck canopy and 1.06 MW/4.22 MWh BESS. The solar canopy and BESS will create a resilient EV charging center that will continue to operate during grid outages, enable peak electrical demand shaving, and enable trucks calling on the Port to be both 100% electric, and 100% renewable energy powered. The entire solar canopy and BESS will be built in Phase 1, allowing for maximum energy production from the start. This approach will offset electricity usage during all phases of development, particularly during high time of use (TOU) rate periods.

4.2 Estimated Costs

The estimated cost for Phase 1 design and construction excluding hardware replacement at year 10 of the E-Hub is $42,110,067. The estimated cost for Phase 2 design and construction is $8,376,244. The total all-in development cost is $50,486,311. Assumptions used to derive estimated hardware, software, and BESS costs are based on supplier quotes and estimates from Burns & McDonnell, as is broken out in the project budget which can be referenced in the "Budget & Expenses" tab in the provided pro forma model.

4.3 Estimated Development Schedule

The following table outlines the ambitious and realistic project task schedule for designing, constructing, and operating the TaaS charging depot. The process from pre-design to construction and commissioning is expected to just over two years. Phase 2 is scheduled to begin in 2027 based on the forecasted increase in EVSE utilization. By taking advantage of the make-ready infrastructure developed in Phase 1, Phase 2 is scheduled for completion in just over seven months.

Table 5: E-Hub Project Schedule.

Phase	Project Task	Start Date	End Date
1	Pre-Design – Project Development Activities	4/29/2024	10/17/2024
1	Design – Project Development Activities	6/28/2024	1/27/2025
1	Equipment Procurement	9/9/2024	8/8/2025
1	Phase 1 Permitting and Entitlements	12/31/2024	5/19/2025
1	Pre-Construction Development Activities	1/14/2025	4/7/2025
1	Phase 1 Construction and Commissioning	5/20/2025	12/31/2025
2	Phase 2 Permitting and Entitlements	8/24/2026	10/1/2026
2	Phase 2 Construction and Commissioning	10/10/2026	3/31/2027

4.4 Distributed Energy Resources, Energy Management, and Energy Storage

SkyCharger will construct a 4.82 MW DC solar array, mounted on a canopy over the full 8.2 acres of the Parcel 1 project site, to maximize energy capture within the E-Hub truck charging footprint. The solar truck canopy, paired with a 1.06 MW, 4.22 MWh battery energy storage system (BESS), will create a resilient EV charging center that will operate during grid outages and enable peak electrical demand shaving. The entire solar canopy and BESS will be built in the initial phase allowing for maximum energy production from the start, offsetting electricity usage during all phases of development, particularly during high TOU rate periods.

The combination of solar and BESS will create a resilient EV charging center that will continue to operate during grid outages and enable trucks calling on the Port to be both 100% electric and 100% renewable energy powered. Excess energy will be dispatched back to the grid, which will provide grid benefits and reduce total electricity bills, which SkyCharger will share with the POSD from Day 1 as part of its revenue share model. As truck stop utilization increases, electricity generation is expected to increasingly match truck charging demand.

The solar plus battery microgrid will maximize renewable energy supply for truck charging, making it possible for trucks calling on the port to be both 100% electric, and 100% renewable energy powered. During regular grid connected hours, solar generation will charge trucks and battery chargers. Renewable energy stored in the BESS will be discharged during the 4-9 pm period, when TOU rates are highest, and when the electric grid is under the most stress. This strategy will lessen demand and electricity rate charges.

5 Project Design Concept Drawings

5.1 Site Plan

The site plans below (Figure 6 and 7) illustrate the proposed phased concepts for the District E-Hub, 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 plans distinguish area allocations, among commercial uses, stalls and associated equipment for opportunity and overnight charging, distributed energy resources, circulation, and public areas.

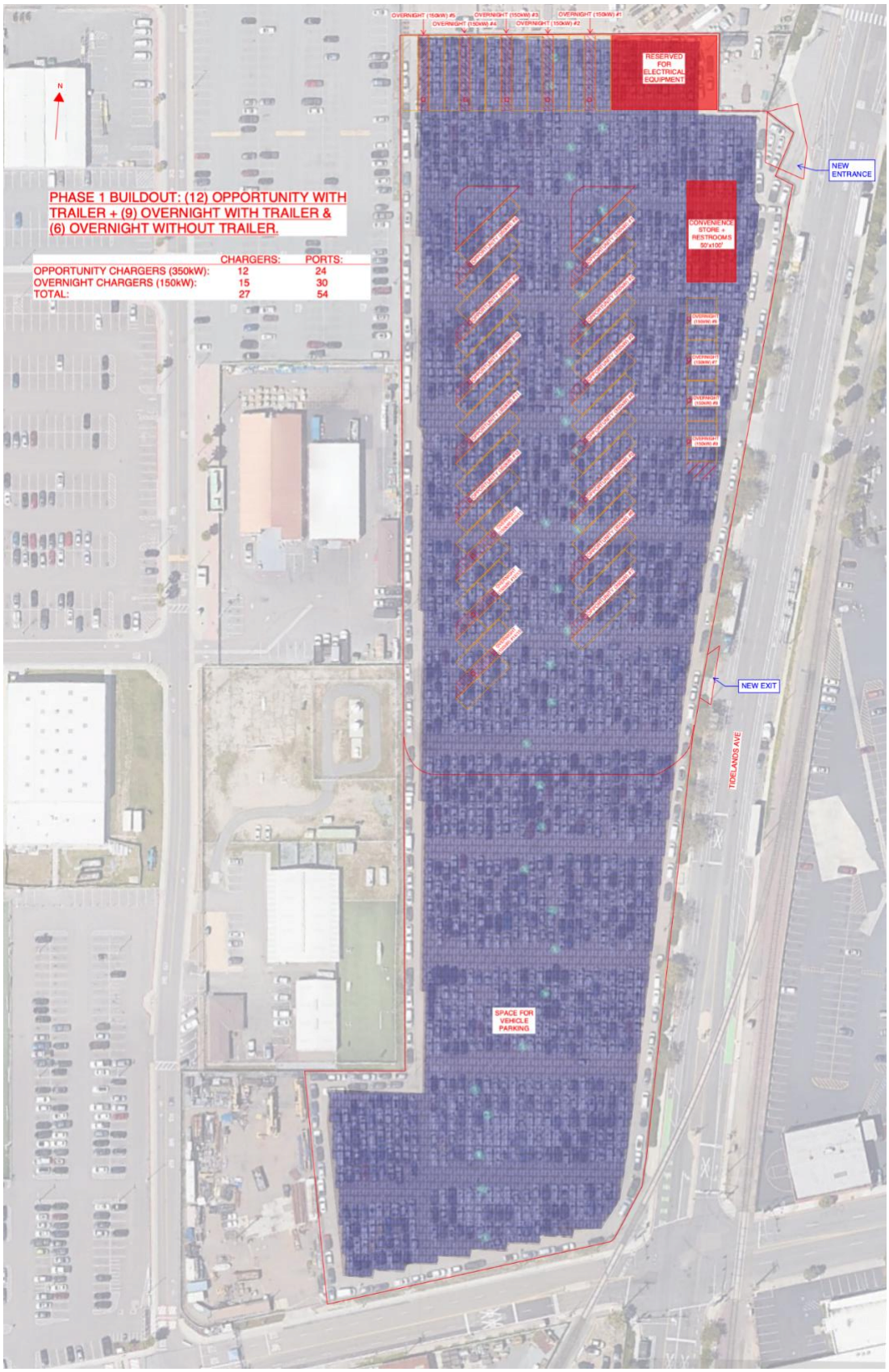


Figure 6: Phase 1 Site Plan

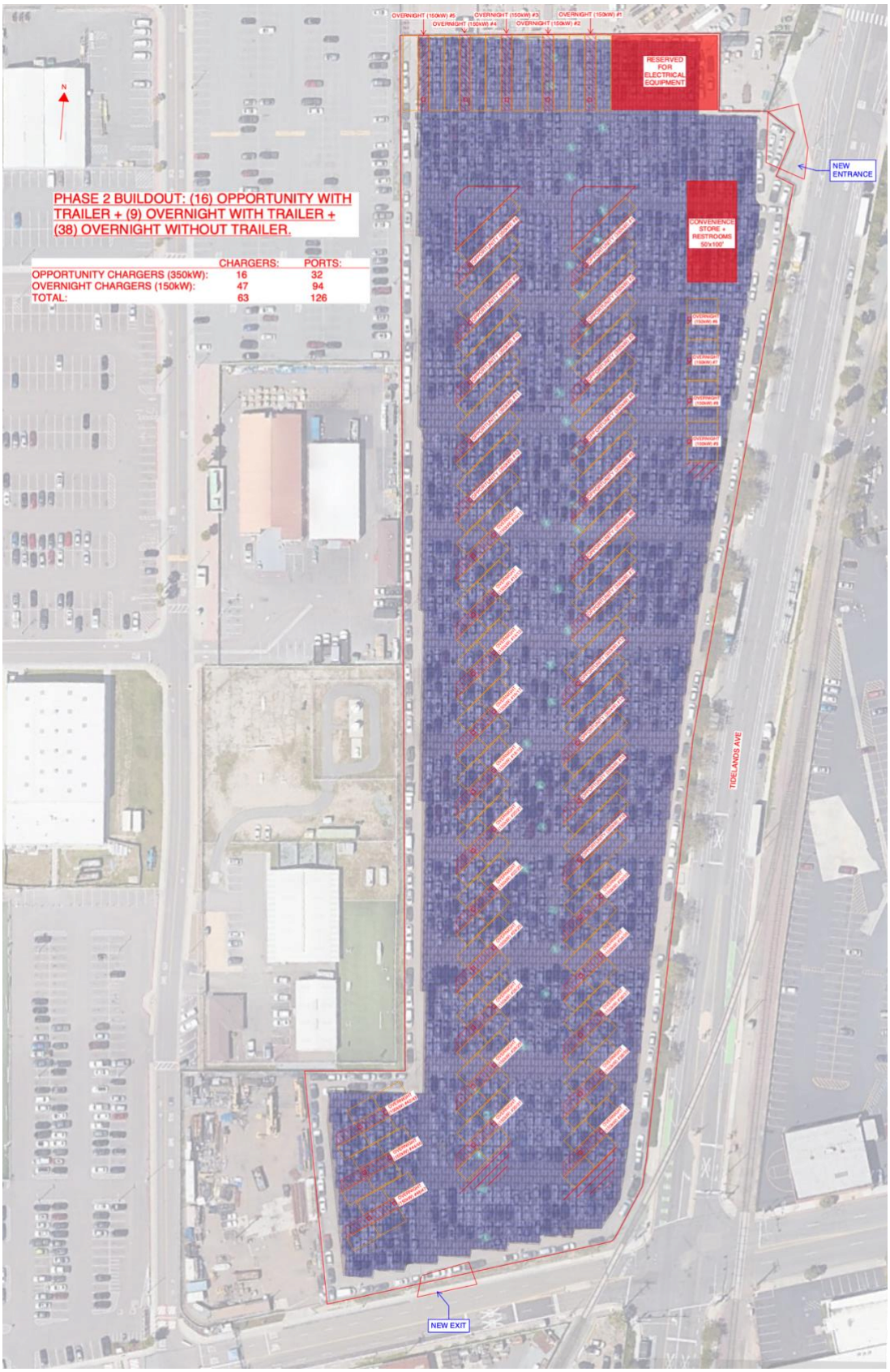


Figure 7: Phase 2 Site Plan

5.2 Elevations

5.2.1 E-Hub Elevation West View

Figure 8: E-Hub Elevation West View

5.2.2 E-Hub Elevation South View

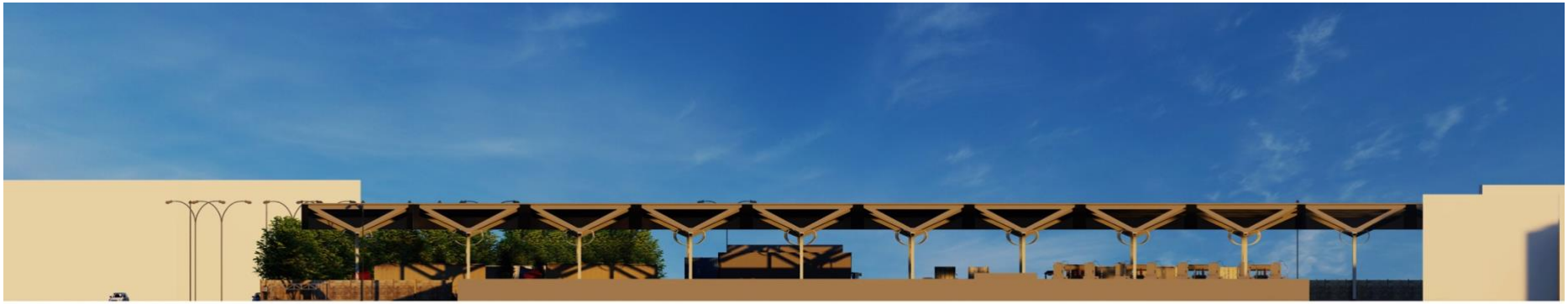


Figure 9: E-Hub Elevation South View

5.2.3 E-Hub Elevation East View

Figure 10: E-Hub Elevation East View

5.2.4 E-Hub Elevation North View

Figure 11: E-Hub Elevation North View

5.3 Context/Perspective Drawings

Figure 12: E-Hub Aerial View

6 Project Team and Relevant Experience

6.1 Project Team

6.1.1 Organizational Chart and Responsibilities

The following organizational chart presents the relationship between the District and the E-Hub Project Team. SkyCharger is the prime proposer and project lead. SkyCharger will report directly to the District and coordinate the activities of the other project partners. SkyCharger has the legal authority to execute any and all real estate agreements on behalf of the Project Team. Burns & McDonnell will be responsible for management of E-Hub project design, construction, scheduling, and cost management. SkyCharger will be responsible for reporting, cost management, document management and risk management.

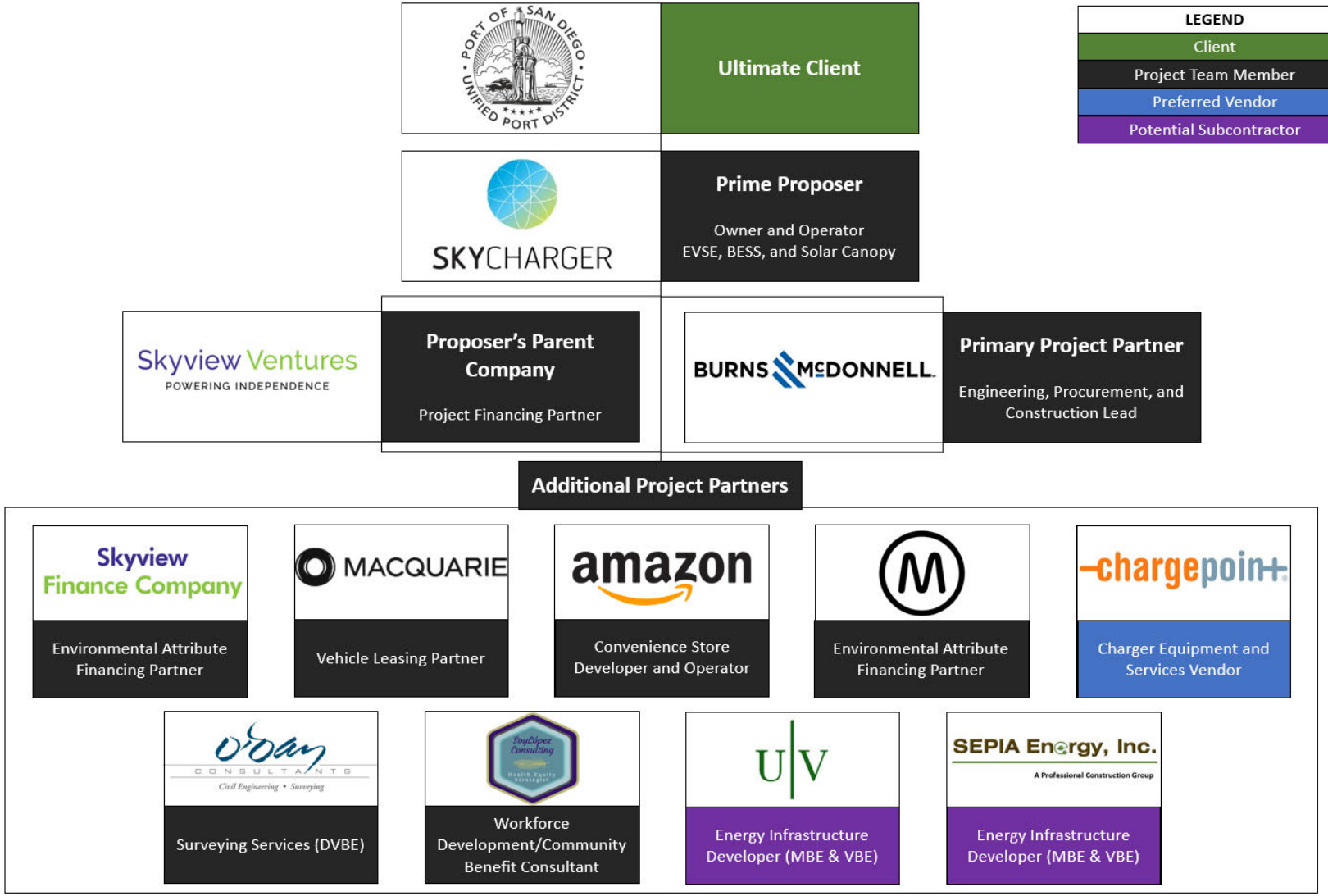


Figure 13: Project Team Organizational Chart.

6.1.2 SkyCharger – Prime Proposer

In a market filled with startups and recent arrivals, SkyCharger—founded in 2013—is one of the oldest non-OEM EV infrastructure companies in the world. In its first year, the company constructed its first project in a successful collaboration with General Electric, Hilton and Hertz to demonstrate a scalable national EV charging station business model. Ten years later, in 2023, SkyCharger has grown to be the largest non-OEM developer/owner/operator of fast-charging station infrastructure in California and one of the largest in the United States. As of 2023, the company owns a rapidly-expanding portfolio of 500+ electric vehicle charging stations spanning 6 states, including California, New York, Pennsylvania and Massachusetts.

Currently, SkyCharger owns and operates the West Coast Electric Highway DCFC network in California, and is in the process of expanding its network to over 1,000 stations. The San Diego Unfied Port District E-Hub to seemlessly integrate into that network.

Firm's Size

Skychargers, LLC is a wholly owned subsidiary of Skyview Ventures, LLC. SkyCharger & Skyview Ventures employ over 30 professionals, with three offices across the US providing renewable energy and decarbonization investments across North America. The organizations develop, own, and operate; solar, battery energy storage, and EV Infrastructure assets throughout the United States.

Local Organizational Structure

SkyCharger has its office in Sacramento and owns and operates the West Coast Electric Highway DCFC network and is constructing 140 charging stations which it will own and operate for [redacted] at its depot in Torrance, CA and is shortlisted to build, own, and operate a DCFC hub project for a large municipal entity in Los Angeles. SkyCharger also has strong relations with local EPC partners in Southern California.

Financial Stability, Capacity, and Resources

SkyCharger's parent, Skyview Ventures has strong financial performance that reflects its historical growth and stability. Annual revenues for 2022, 2021, and 2020, were $273 million, $242 million, $232 million, respectively. We are one of the largest merchants of environmental attributes, executing more than $1.5 billion in transactions since inception. We own solar and battery storage projects and electric vehicle infrastructure worth more than $100 million.

Litigation or lawsuits involving proposer paying settlements/claims
There are no judgments pending against the Company. The Company has never been the subject of any criminal or bankruptcy proceeding.

6.1.3 Skyview Ventures – Financing Partner

Skyview Ventures was founded in 2008 to pursue finance and investment opportunities in renewable energy and transportation. Its investments fall along four themes: environmental commodities; solar project finance, development, and ownership; electric vehicle infrastructure; and early-stage start-ups. Skyview has executed over $2,500,000,000 in environmental commodity transactions; developed and owns 200 solar facilities totalling over 100 MW; financed, owns, and operates over 500 EV charging stations; and has invested in 25 unique clean technology startups. Skyview has worked with over 10 EV charging hardware and software manufacturers and through its solar and EV charging development activities, and it has collaborated with approximately 40 different utilities through the interconnection process across the continental United States. Skyview Ventures has three operating units: Skyview Finance Company, Davis Hill Development, and SkyCharger. Through its Skyview Finance Company, Skyview has grown to become one of the largest non-load service participants in the Renewable Energy Credit (REC) markets. Skyview Finance began underwriting solar REC (SREC) contracts in 2013, expanding into compliance and voluntary carbon markets in 2019. The company is a pioneer in creating SREC financing structures and has become one of the largest merchants of environmental attributes in the United States. The company has completed more than 5,000 agreements and settled over $1,500,000,000 in transactions with 200 suppliers and 50 utilities without a single contract default. Its Davis Hill Development Company, founded in 2013 develops, owns, and operates community solar and C&I solar projects, Davis Hill Development has completed more than 200 projects in 15 states.

Skyview Ventures will be responsible for all costs related to financing, design, procurement, installation, operation, and maintenance of the charging stations, solar and BESS, and microgrid controls for the duration of the project. Skyview Ventures is the E-Hub team member with authority to execute all real estate agreements on the behalf of the project.

Litigation or lawsuits involving proposer paying settlements/claims

There are no judgments pending against the Company. The Company has never been the subject of any criminal or bankruptcy proceeding.

6.1.4 Burns & McDonnell – Engineering, Procurement, and Contracting Lead

Burns & McDonnell is an internationally recognized engineering, architectural, construction, environmental, and consulting solutions firm that has been providing engineering services to its clients for over 120 years. The firm plans, designs, permits, constructs, and manages projects all over the world. Burns & McDonnell serves its customers in every stage of the project life cycle, from planning, permitting, and design through construction, commissioning, operation, maintenance, and decommissioning.

With experience providing engineering and construction services to more than 20 ports and maritime clients from coast to coast, the team understands the challenges of improving infrastructure while remaining operational and reducing clients' carbon footprints. The firm specializes in planning, designing, and constructing critical infrastructure and facilities at some of the largest public and private complexes in the United States.

As the #1 engineering firm in Power and Transmission and Distribution (ENR 2022), Burns & McDonnell offers the San Diego Unified Port District (District) unequalled expertise and experience planning and designing electrical infrastructure. The firm's relevant experience includes designing and constructing transmission lines and substations for SDG&E, microgrids for the District and other port authorities, and charging infrastructure for drayage trucks, passenger vehicles, and cargo handling equipment. Through its work under the District Energy Services contract, Burns & McDonnell has gained first-hand knowledge of the District's electrical infrastructure and key stakeholders.

Firm's Size

Burns & McDonnell is a private, 100% employee-owned firm. It hosts more than 13,500 professionals, with 70+ offices providing engineering, consulting, environmental and construction management services to clients with projects throughout the United States and around the World.

Local Organizational Structure

In California, Burns & McDonnell has more than 300 professionals across five office locations in Brea, Los Angeles, San Francisco, Walnut Creek, and San Diego. The Project Team is local and minutes from the District's office.

Financial Stability, Capacity, and Resources

The company's strong financial performance reflects its historical growth and stability. Annual revenues for 2021, 2020, and 2019, were $4.62 billion, $3.6 billion, and $3.8 billion, respectively. Burns & McDonnell maintains cash and investment balances of nine figures and has no current or long-term bank borrowings. The company maintains positive net income and current backlog levels in excess of $4 billion, and an aggregate bonding program of $1 billion, with a current available capacity of $750 million.

Firm's Relevant Experience

Burns & McDonnell has been providing energy consulting and electrical engineering services to the District under the As-Needed Energy Services contract since 2016. Under this contract, the firm has performed multiple task authorizations that range from conducting engineering, construction, and financial feasibility studies for the deployment of solar, battery energy storage systems, microgrids, and charging infrastructure. Burns & McDonnell has worked directly with multiple District departments, including Engineering-Construction, Facilities Maintenance, Environmental, Maritime, and Real Estate and has interfaced with multiple District tenants and stakeholders, providing the team with an understanding of the District's organization, goals, and facilities. This experience and understanding should provide the District with confidence that Burns & McDonnell is ready to permit, design, and construct a sustainable and resilient public truck charging depot that supports the District's ambitious 2030 drayage truck electrification goal.

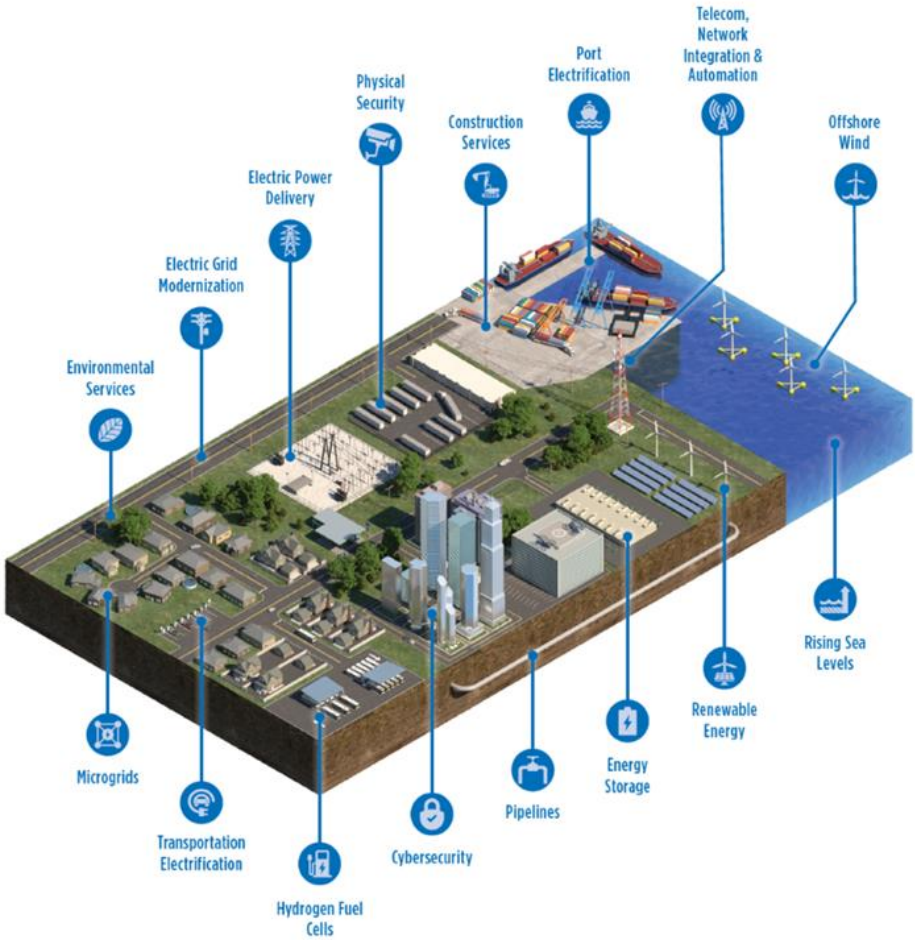


Figure 14: Burns & McDonnell Service Offerings.

Beyond the District, Burns & McDonnell is managing over $10 billion in capital investment projects at U.S. air and seaports. These projects include design and construction of microgrids at the ports of San Diego and Los Angeles and military bases, charging infrastructure at the ports of Los Angeles and Oakland, as well as electrical infrastructure upgrades at shipyards and military installations. In many instances the firm is working directly for government agencies like the District. In addition,

the firm currently holds over $700 million in waterfront engineering contracts with NAVFAC Southeast, Hawaii, and Pacific.

In California alone, Burns & McDonnell has provided relevant services for governmental, public, and private entities on more than 2,000 projects varying in type, size, and complexity within the state of California. The firm's California experience includes, but is not limited to:

- Building and facility upgrades at the ports of Los Angeles and Oakland, as well as microgrid and electric drayage truck and other vehicle and equipment charging infrastructure projects.
- Developing the $64M Sunrise Powerlink project, involving the construction of a new 120-mile 220/500-kV transmission line to provide additional capacity and a renewable energy tap to SDG&E customers.
- Providing architecture and engineering services for Southern California Edison's Charge Ready Program.

Burns & McDonnell has professionals experienced in electric vehicle (EV) charging location optimization, predicting energy use and energy costs, vehicle-to-grid integration, communication network design, budget planning, transportation and route planning, environmental services and permitting, procurement, and construction. With in-house consultants, project managers, and construction professionals, the firm plans, designs, and builds electric infrastructure for fleet transitions to electric vehicles and moves from concept to deployment smoothly and efficiently.

Litigation or lawsuits involving proposer paying settlements/claims
There are no judgments pending against the Company. The Company has never been the subject of any criminal or bankruptcy proceeding. Specific details of litigation pending against the Company may be obtained from its General Counsel.

6.1.5 Additional Project Partners

6.1.5.1 Macquarie Group – Vehicle Leasing Partner

Macquarie Group is an Australian global financial services group employing over 20,000 staff in 34 markets. The company is the world's largest infrastructure asset manager, with over $590 billion in assets under management. Macquarie Group has extensive experience in the vehicle leasing industry with products tailored for supporting MD/HD ZEV transitions.

6.1.5.2 Amazon – Convenience Store Developer and Operator

With years of development and operations in its stores, the Amazon team has processed millions of real-world transactions while continuing to add functionality that its customers ask with "Just Walk Out" services. Since the launch of Amazon Go in 2016 – a checkout-free store powered by the "Just Walk Out" technology – Amazon has proven success operating in almost 100 stores across the United States. Stores powered by "Just Walk Out" technology provide operators with high reliability and accuracy and provide flexible options for retail integration method, fixtures, store formats, and payments. Innovation is driven through our proprietary hardware and continually evolving technology backed by Amazon's security, reliability, and technical support.

6.1.5.3 ChargePoint – Charger Equipment, Network, Operations, and Maintenance

ChargePoint is the world's leading EV charging network, with over 210,000 activated places to charge, including over 16,000 DC ports. ChargePoint also provides access to an additional 400,000 public ports through roaming integrations with other major networks. In the US, ChargePoint ranks well above all other networks and is easily the largest US charging network with 48,946 charging ports at 15,454 site locations. ChargePoint charging ports account for 42.8% of all US public charging ports and 42.9% of all charging locations.

Founded in Campbell, California in 2007, ChargePoint is a California-based company. It is one of only three EV charging equipment companies that can comply with Buy American standards for DCFC products. ChargePoint is the solution of choice for dozens of California municipalities and agencies. SkyCharger is the largest non-OEM owner of DCFC in California, and ChargePoint first entered the DCFC market in 2016 utilizing a white-labelled EVSE from a third-party manufacturer and their own charger management software. ChargePoint developed and launched its first DC charging product in 2016 with the Express 250 solution, capable of providing up to 62.5kW with a single station or up to 125kW with two station paired together. ChargePoint further expanded the DC charging solution set with the Express Plus platform launched in 2021 that enables up to 500kW of charging to a single EV.

SkyCharger and ChargePoint have an extensive and successful track record working together to deploy, operate and manage DCFC equipment in California, including 60 sites on the West Coast Electric Highway.

6.1.5.4 O'Day Consultants – Surveying Services

O'Day Consultants, Inc. (O'Day), a certified DVBE, will provide surveying services to the E-Hub project. O'Day has been providing professional civil engineering and land surveying services to the San Diego area for over 40 years. They have a long track record of performing their contracts on-time, within budget, and accurately. O'Day's technical professionals offer comprehensive, client-based professional engineering design, land surveying, and mapping for a variety of projects with multiple task-orders. O'Day has a proactive, hands-on, and personalized project management approach that has resulted in over 85% of their work involving repeat clients; their returning clients are testimony to their professional service capabilities.

6.1.6 SoyLópez Consulting – Community Workshops and Workforce Pathways Development

Anita López MPP is an ambitious and committed health and climate equity champion whose 30-year career has served communities affected disparate health and economic outcomes. As the founder of SoyLópez Consulting, she offers a diverse toolbox collected over 25 years in public health education, civic engagement, program management to build collective action and pathways toward lifelong health and financial prosperity for all. She currently collaborates with Southeast San Diego communities (e.g., of Chollas View, Lincoln Park, Emerald Hills, Barrio Logan) and SouthBay communities (National City, West Chula Vista, San Ysidro) to promote clean mobility and electric vehicle adoption to improve environmental health and economic outcomes in climate impacted communities. As the co-founder of the California Eco-Network, she leads training on the intersections of health and climate resiliency, with a focus on improving economic development and workforce pathways.

SoyLopez Consulting will support the E-Hub project in the following ways:

- Collaborate with a joint team of community partners (e.g., UCP-CDC, SD Air Pollution Control Board, California Eco-Network, etc.) to promote workforce pathways in clean energy, including solar energy, electrician apprenticeships, and EV charging installation certifications to support local hiring preferences.
- Develop and facilitate up to four community workshops on ZEVs, decarbonization, clean energy, and solar energy battery storage that support adoption of clean energy vehicles.
- Provide ongoing updates on climate initiatives that promote a green job economy in climate impacted communities and maintain ongoing communications with community partners.

6.1.6.1 Momentum – State and Federal Grant Procurement

As a team of experts in science, engineering, policy, finance, and project management, Momentum executes planet-saving projects. Through the design and development of innovative campaigns, Momentum helps forward-thinking organizations deploy transformative technologies for transportation, energy, water, and manufacturing. Utilizing rigorous research, analytical rigor, and strategic engagement, Momentum empowers its clients to secure funding, expand their customer base, and commercialize advanced technologies. Since 2005, Momentum has helped raise over $1.5 billion in grants, loans, and other incentives for clients, developed more than $6.2 billion in funded projects and helped eliminate thousands of tons of harmful emissions. Momentum is a certified Small Business Enterprise (SBE).

SkyCharger and Momentum, in close collaboration with the San Diego Unified Port District, will pursue every available source of utility, state, and federal funding to offset the upfront cost of installing EVSE, solar, and a BESS, as well as procuring electric trucks to be offered through the TaaS program.

6.2 Key Personnel

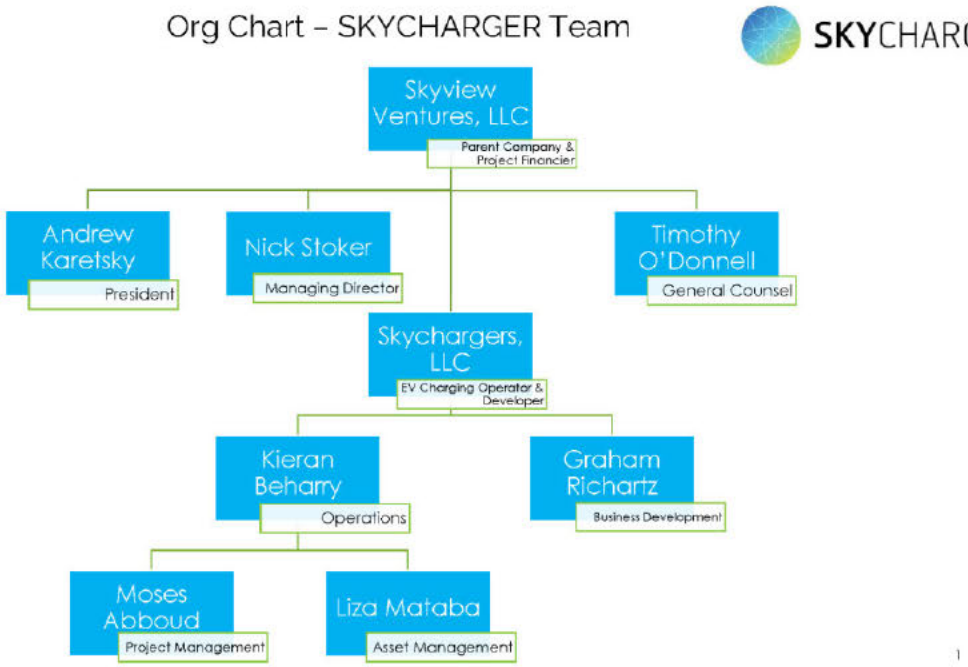


Figure 15: SkyCharger and Skyview Organization Chart

6.2.1 Graham Richartz – Project Manager, SkyCharger

Mr. Richartz joined SkyCharger in January 2021. Mr. Richartz was Field Engineer for Schlumberger, performing oil and gas well evaluation in the Permian Basin and throughout the continental United States. He performed basic and advanced evaluation in both the drilling and production environments as well as conventional and unconventional formations. Mr. Richartz graduated Cornell University with a B.S. in Chemical Engineering. Mr. Richartz supports operations and performs research and origination in compliance and voluntary carbon markets.

Table 6: Graham Richartz's Relevant Project Experience.

Project #	Project Description
1	[redacted] **Distribution Center Fleet Electrification and Micro Grid I** [redacted] **, Torrance, California** *Project Manager*. This project involves the design, development, procurement, construction, and operation of a microgrid and EV Supply Equipment ("EVSE") to support route trucking operations for 130 class 2B and class 6 trucks. The microgrid consists of a 530-kW solar array, a 4.22 MWh Battery Energy Storage System, 140 L2 and DCFC charging stations, and associated electrical equipment and balance of system ("BOS"). The microgrid is engineered with islanding capabilities, allowing it to provide resiliency to the fleet's operations during times of gid instability or power outage. Graham managed the project from organization of project team and bidding, through design, development, management of State and Utility incentives, procurement, and construction. SkyCharger and its parent, Skyview Ventures, financed the project

	through the sale of electricity to the fleet, grant and rebate programs, and Low Carbon Fuel Standard credits.

6.2.2 Moses Abboud – Project Manager, SkyCharger

Moses is a project manager with 7 years of experience in various industries. Moses has managed projects in the renewable and deregulated energy markets and more recently, the IoT space. Moses has extensive experience in solar construction projects, software development projects, and multi-site smart device installations. Moses has a strong background procurement, software deployments, energy, commissioning, and handover stages, with experience in scheduling, specification, installation, and commissioning of solar arrays, commercial smart metering, temperature control devices, software and product management, and electrical relay controls for HVAC and lighting. Moses has extensive project management experience, providing value with schedule and budget management in multiple roles he has been in. Moses Abboud graduated with a B.S in MIS in 2016 and earned his MBA in 2019.

Table 7: Moses Abboud's Relevant Project Experience.

Project #	Project Description
1	**Sephora Energy Tracking Installation I U.S. and Canada** Project Manager. During Moses' tenure in the IoT space he was assigned as the Project Manager for the two biggest accounts the company worked with. One of them being in the LVMH family in the luxury retail space, Sephora. The other being in the QSR industry, Wendy's. Moses kicked off detailed schedules and plans to attain site surveys and ensure that proper labor will be available for timely installations. The goals of the organizations were to achieve sustainability and reduce carbon emissions in their facilities. Moses was specifically responsible for overall project safety and execution, as well as for coordination and communication with facilities managers, and project coordinators from the customer's side. The Sephora project began in February 2022 and the goal of Sephora was to complete the project before Q4, 2022. This project covered thirty states and two countries, totalling 200 locations. Moses and his team of analysts reviewed the site and panel surveys to provide guidance to the electricians on where the hardware should be mounted and which electrical panel the devices should be powered from ahead of deployment. This ensured that the minute the electricians walked into the store they had clear instructions on what needed to be done. One of the biggest challenges was ensuring that multiple teams across different time zones followed the rigorous quality assurance process post installation completion. This required extensive and pre-planning for staff to be available for coverage across all 4 time zones in the US. The project was successfully completed before the deadline of Q4 2022.
2	**NY State Feed Mill Solar & Battery System I New York** *Project Manager.* During Moses' tenure at a solar development firm in NJ the most impactful project he developed was for a local feed mill in NY state based in Jordan, NY. The feed mill had one goal with this solar and battery system. They never wanted a power outage longer than 7 seven days. They expressed that if that ever happens, then

millions of people on the east coast will not have food. This was the first solar farm and battery project the company had worked on, and there were millions of people behind this project with the product the feed mill was providing. Moses kicked this project off with preplanned schedules for the construction managers, and EPCs to conduct a site walk through and begin planning the construction of the farm. As the lead project manager, Moses ensured that the customer was in the loop on all communication with EPCs, and logistics partners to make sure that the mill was ready to receive shipment of hardware and if there were any delays all key stakeholders were aware. The project lasted six months, which was only one month over the allotted time frame, and this was due to external factors such as shipping and receiving delays. This project was in a rural area which qualified for a REAP Grant. Moses ran point with their REAP Grant partner to gather all the requirements, documents, and information needed for the customer to get a valuable rebate/incentive from the US government. This was also successfully submitted to the FDA before the REAP Grant submission deadline.

6.2.3 Andrew Karetsky - Project Finance, Skyview Ventures

Mr. Karetsky founded Skyview Ventures in 2008. Prior to Skyview, Mr. Karetsky spent from 2005 to 2008 as a private investor. Investment themes included the electronification of the stock markets, tolling, renewable energy, and resource independence. From 1997 until 2005 Mr. Karetsky was a partner at Camelot Capital, a long-short technology hedge fund. His responsibilities included portfolio risk management and overseeing trading and operations. Camelot grew from $70mm under management to $1.3b at its height. Camelot has had outstanding returns in both good and bad markets. Mr. Karetsky has a B.A. from The Johns Hopkins University.

6.2.4 Nicholas Stoker - Director, Structured Finance, Skyview Ventures

Mr. Stoker joined Skyview in April of 2017. Prior to joining Skyview Mr. Stoker served as SREC Manager at SunEdison and TerraForm Power (now Brookfield Renewable), where he oversaw SREC operations, portfolio management and trading for hundreds of distributed generation and utility-scale projects in more than a dozen active SREC markets. Prior to joining SunEdison, Mr. Stoker worked in solar project finance and project development, with a focus on origination, underwriting and incentive market analysis. Mr. Stoker graduated from Brown University with an A.B. in Sustainable Technology and Development.

Table 8: Nicholas Stoker's Relevant Project Experience.

Project #	Project Description
1	**West Coast Electric Highway – Portfolio Financing and Acquisition** *Project Modeling and Financing.* In 2021, Skycharger strategically acquired and developed a portfolio of 60 sites with 115 DC Fast Chargers that are publicly available and located on highway exits in California. Nicholas was responsible for the underwriting of the project, which was done through a combination of equity, debt, and financing of Low Carbon Fuel Standard credits utilizing the capacity based Fast Charging Infrastructure (FCI) program. As part of the acquisition and financing, Skycharger also procured and installed new DCFC hardware to increase the capacity of chargers at the site to the highest capacity available at the time of procurement.

6.2.5 Tim O'Donnell - Principle and General Counsel, Skyview Ventures

Tim O'Donnell joined Skyview in October of 2012 as Skyview Ventures' general counsel. He is an attorney with over twenty years of experience representing companies, lenders, and institutional investors in development, finance, and capital markets transactions. He works closely with banks, investors, and sponsors to develop innovative financing structures for complex transactions. Prior to Skyview, Mr. O'Donnell was an attorney at two New York law firms and an inhouse attorney at an integrated real estate development firm.

6.2.6 Gary Pare – Project Manager, Burns & McDonnell

Gary is a project manager with 17 years of experience in engineering and execution of capital and maintenance projects for major midstream and downstream owners including SoCalGas, Chevron, Tesoro, BP, Phillips 66, and ExxonMobil. Gary has extensive experience in new plant/facility installations, as well as expansion and revamps of existing plants/facilities as a project manager, field engineer and mechanical engineer. Gary maintains a strong technical background in FEED, detailed design, procurement, construction, commissioning, and handover stages, with experience in design, specification, inspection, installation, and commissioning of pressure equipment, heat transfer equipment, and rotating equipment (including pumps, compressors, and packaged systems). Gary has extensive field and construction engineering experience, providing owner construction and start up support for all projects in which he has served as a project engineer or project manager. Relevant project experience:

Table 9: Gary Pare's Relevant Project Experience.

Project #	Project Description
1	**Ventura Compressor Modernization EPC & H2 FEED I Southern California Gas Company, California** *Project Manager.* Burns & McDonnell kicked off detailed engineering for the Ventura Compressor Modernization (EPC) project, and Front-End Engineering Design (FEED) services for the Ventura H2F project in 2021. Although the EPC project was put on hold due to external circumstances, BMcD executed FEED Endorsement (evaluation and communication of issues with the FEED package provided by SoCalGas) and early Subsurface Verification contracting activities. Gary was specifically responsible for overall project safety and execution, as well as for coordination and communication with SoCalGas leadership stakeholders. The H2F project was progressed through FEED in 2021, with anticipated completion in early 2022. Gary maintained the same responsibilities for the EPC project but was also responsible for development of the EPC Readiness package, EPC project schedule, and EPC project Total Installed Cost (TIC) estimate. Through 2021 on both the EPC and H2F projects, Gary continued to develop key relationships with SoCalGas Project Management, Engineering, and Operations teams, while further understanding the technical and commercial nuances of execution major capital projects with SoCalGas.
2	**Blythe Plant 2 Compressor Modernization I Southern California Gas Company, California.**

	Owner's Project Manager. Leading a team of client and other contractor engineering, project controls, construction and operations personnel in the design/engineering, procurement, construction, and commissioning of several modernization projects within an existing operating facility. Projects include frame up overhauls and implementation of emissions retrofit equipment/hardware on existing internal combustion engine driven compressors, repair/replacement of existing foundations, replacement of existing auxiliary infrastructure support systems (water, air, electrical power) and tie-ins to a new plant being designed/constructed in parallel. Project also includes coordination of design and construction activities and interfaces between parallel and adjacent projects that share plot space, infrastructure and/or resources.

6.2.7 James Oh – Project Manager, Burns & McDonnell

James is an electrical engineer with more than 20 years of experience. He has worked extensively for the Department of Energy (DOE) and has managed all aspects of a variety of assigned projects including clarifying scope, schedule, technical approach, design, and time tracking. James has overseen project engineers to make sure that technical quality is met as well as scheduled phase deadlines for drawings and specifications. He provides oversight and has experience in SEL - 451 and 487 relays. He is a registered engineer in both California and Illinois. Relevant project experience:

Table 10: James Oh's Relevant Project Experience.

Project #	Project Description
1	**Microgrid Infrastructure at Tenth Avenue Marine Terminal | SAN DIEGO UNIFIED PORT DISTRICT** *Project Team/ Electrical engineer.* This project involved designing the electrical tie point to the Grid to support the addition of a Microgrid. The microgrid consisted of a 700-kW array, a 2.5 MWh Battery Energy Storage System and associated electrical distribution equipment.
2	**Truck Charging Stations at Shippers Transport Express (STE) | Port of Oakland, California** Project Team. New DB $2M, Truck Charging Depot for the Port of Oakland. This project provided a new 12kV to 480 kV unit substation and 10-Truck Charging Stations and associated utility infrastructure. DESCRIPTION: As part of an overall program aimed at accelerating the adoption of medium- to heavy-duty electric vehicles, the Port of Oakland is embarking on a project that will provide its depot with the electrical infrastructure needed to support these vehicles. To achieve this goal and support the addition of EVs to its fleet, the Port of Oakland is planning to install a truck-charging depot: 10 truck-charging stations and associated electrical infrastructure with the ability to expand to five more chargers as future needs grow. Our team provided executed a feasibility study for this project prior to providing consultant design services for this effort, including civil, structural, and electrical design elements, as well as project construction estimates. To reduce electrical load, designs included light poles with

	photovoltaic panels and storage batteries to reduce the amount of energy consumed by auxiliary loads. Past load studies were utilized to appropriately size new load infrastructure and a time-based power sharing system was developed to allow for complete charging of the proposed vehicles while reducing electrical load impacts. To meet installation flexibility and expansion needs, the design included a 15-kV value for service drop, which can be used as a splice point for future expansion. A transformer vault or pad with multiple anchor bolt locations will allow for future upsizing and replacement of the transformer and distribution equipment was designed with oversized bussing and spare feeder conduit. Finally, the design included spare conduit stub-ups from 480-kV switchboard to mitigate reworking. Finally, our team provided project management and construction assistance services by developing and maintaining the design phase of the project schedule; developing a construction cost estimate and schedule to support bid review; and providing construction administration and support services. Electrical engineer. Designed the electrical infrastructure for the addition of 10 Level 2 Truck Charging Stations at a terminal. This involved extending a 12 kV line, installing 480Y/277V AC distribution equipment, and site lighting.

6.2.8 Daniel J. Mombourquette – Assistant Construction Manager, Burns & McDonnell

Daniel serves Burns & McDonnell as an Assistant Construction Manager working with Construction Design-Build sector. He has a proven history of over 10 years' experience managing multiple large-scale projects from conception to development through implementation, while adapting to the continuously changing nature of the construction industry. His on-site knowledge combined with his technical expertise ensures project goals, critical task, and milestones are delivered on time and within budget. With a primary focus on industrial and commercial sectors, Daniels wide array of specialties range from transportation electrification and retrofits to large scale modernizations. He has strategically managed and executed projects of more than $40M with a result and budget focused record of success. Relevant project experience :

Table 11 : Daniel J. Mombourquette's Relevant Project Experience.

Project #	Project Description
1	**Baycrest Project & Construction Management, Toronto, Ontario | 2019 – 2022** *Senior Project Manager* As EPC: Daniel oversees hiring of engineers/consultants, completes comprehensive pre-evaluation of proposed locations/sites, provides critical information and SOW, reviews specifications and drawing packages through multiple stages, tailors tenders to provide unique solutions to ensure customer goals and requirements are achieved. Completed Projects: • AC & DC EV Charging station complete with required infrastructure (commercial real estate development, government locations, etc.) substation remediation work, interior commercial construction, etc. • Serve as a technical advisor for the stakeholders, project managers and provide senior-level input on day-to-day task and operations.

	• Provide risk management to mitigate and avoid potential delays in project schedules, materials, and project budgets. • Manage all construction activities including phasing, staging, site logistics, project planning, budgeting, scheduling including consultants, contractors (Union & Non-Union) and required government agencies. • Provide feedback, recommendations, and direction to General Engineering Consulting (GEC) and to consultants performing construction engineering/inspection (CEI) services. • Analyze and initiate any potential cost saving procedures due to value engineering studies on current and upcoming projects.
2	**The Jesslin Group Ltd., Toronto, Ontario | 2018-2019** Project manager. Projects: • Electrical & Civil provisions for future charging stations, civil work, LEED electrical/mechanical upgrades for (commercial real estate), courthouses, jails, etc. • Maintain job order contracts (JOC) with the federal government & other clients while overseeing other project management duties. • Managed over 7 projects totaling $71M. • Manage & resolve any queries that arise onsite between clients, sub-contractors (Union & Non-Union), third parties, inspectors, etc. • Ensure projects were executed according to approved time, cost estimates, and quality. • Develop and maintain relationships with clients within different levels/branches of the government along with subcontractors, inspectors, architects, designers, and project consultants. • Manage all construction activities following project approvals, and coordinate work with property management to include phasing, staging, and site logistics. • Consistently prioritizing tasks to ensure successful projects are on time and on budget. • Prepare and maintain construction schedules working with field team members to ensure timely completion of projects.
3	**Arguson Projects Inc., Mississauga Ontario | 2015-2018** Associate Project Manager. Projects: • Electrical infrastructure for EV charging stations (New meters, panel upgrades, transformers, etc.) MEP (air handling unit replacement, cooling tower replacement, etc.) EPC (commercial real estate upgrades), insurance claims, remediation work. • Oversee the development process i.e., building permits, budgets, drawings, create scope of works for consultants & sub-trades, budgets, etc. • Manage over 18 projects totaling over $100M.

	• On site experience dealing with all 16 divisions of construction including utilities and third-party contractors • Assist and manage projects to ensure they are built according to approved plans, specifications, shop drawings, and applicable building codes. • Manage bi-weekly site inspections to review risk management, scheduling, potential delays, and forecasted change notices. • Coordinate weekly internal audits. • Planning with the site superintendent during the initial project set-up to review all aspects of the project including but not limited to scope, budget, schedule, and safety principles. • Conduct close-out procedures to ensure that all required information, extra stock, manuals, warranties are provided to owner. • Organize 3rd party inspection – city inspectors, fire department, TSSA, Etc.

6.2.9 Andrew Fangman – Electrical Engineer, Burns & McDonnell

Andrew serves as an Electrical Engineer on the Transportation Electrification team. He is a licensed professional engineer with 7 years of electrical experience with Burns & McDonnell. He regularly engages in detailed design and specification of electric vehicle charging infrastructure working with a variety of charging manufacturers. He has led in the electrical design of power systems, lighting systems, and control systems. He has previous experience in the commercial and aviation fueling industry designing facility grounding systems, lightning protection systems, and hazardous area classification. Relevant project experience:

Table 12: Andrew Fangman's Relevant Project Experience.

Project #	Project Description
1	**Xna Electrification | Northwest Arkansas Regional Airport Authority, Bentonville, Arkansas | May 2022 - Aug 2022** Lead Electrical Engineer. Burns & McDonnell provided a study evaluating the current and long-term needs for electric vehicle infrastructure in the airport's parking facilities. The consultant prepared strategic recommendations for the airport's EV infrastructure investments by working with the client to forecast EV adoption in the region, analyze vehicle length of stay information, and calculate existing electrical capacity. Andrew performed an in-depth analysis forecasting EV adoption in the region, evaluated existing electrical infrastructure, and analyzed parking trends within the different parking zones. He utilized this analysis to provide recommendations for a phased implementation of additional EV infrastructure in their parking facilities.
2	**Zoox Las Vegas Charging Infras | Zoox Inc, Las Vegas, Nevada | May 2022 - Aug 2022** Lead Electrical Engineer. This project provided the first DC Fast Charging infrastructure at the facility. The design included five 100kW EVSE. Special attention was provided to vehicle movement analysis and vehicle spacing for maintenance. In addition, a conceptual site layout was developed for an additional ninety-six 100kW charging

	stations. Andrew was responsible for detailed design of electric vehicle charging infrastructure. This included site layouts, electrical one-line diagrams, and installation details. Additionally, he developed a conceptual site layout to accommodate an additional ninety-six DCFC utilizing a container-based solution.
3	**ELAVE Charger Replacement Study | Portland General Electric Company, Multiple Locations | Mar 2022 - Jun 2022** Electrical engineer. Burns & McDonnell provided constructability studies and cost estimates to upgrade EV charging equipment for six client-owned sites. The client requested a feasibility assessment of four equipment option per site to consider to determine the most beneficial cost-to-charge rate alternative per site. Andrew evaluated the customer preferred EVSE equipment options for replacement of failing EV infrastructure. He provided an in-depth analysis of existing infrastructure to define scope and new equipment for cost estimating.

6.2.10 Eric Putnam – Electrical Engineering/Energy Assessments, Burns & McDonnell

Eric Putnam specializes in the management and design of electrical systems for complex military, federal, industrial, and commercial facilities. His 27 years of experience include new construction, alteration, repair, and installation of low and medium voltage electrical systems for central utility plants, data centers and microgrids, with services focused on energy efficiency, enhanced power quality and system reliability. Mr. Putnam has also provided start-up and commissioning services for microgrids and high technology facilities such as combined heat and power plants, data centers and biosafety laboratories. He has designed and programmed control systems for both electrical systems and building management systems and has extensive experience starting up and maintaining these systems. He is a licensed Professional Engineer in 15 states and a certified Energy Manager. Relevant project experience:

Table 13: Eric Putnam's Relevant Project Experience.

Project #	Project Description
1	**Green Omni Terminal Demonstration Project, Port of Los Angeles, California** Electrical Engineer for a real-time (1MW PV/1MW battery storage) demonstration of zero and near-zero emission technologies at a working marine terminal. A fleet of new and retrofitted zero-emission electric vehicles and cargo-handling equipment will be integrated into terminal operations, supported by a new solar PV array and battery energy storage to reduce consumption of fossil-based utility power. The solar and battery will also be utilized to form a microgrid to allow the terminal to operate when the commercial utility is out of service. Responsibilities included conceptual design of the microgrid, leading the electrical design of the new infrastructure, heading up the commissioning of the microgrid, and integrating the various components.
2	**P-1232 Microgrid Expansion | NAVFAC Southwest, MCAGCC Twentynine Palms, CA** Lead Electrical Engineer for an installation-wide microgrid that integrates two cogeneration plants and 8MW of solar PV systems over the Installation's 35kV distribution system. Responsibilities include conceptual design of the microgrid;

	development of the sequences of operation for the system; and leading the electrical design effort for the creation of the design-bid-build construction documents.
3	**Antelope Valley Solar Ranch 1 (AVSR1) | First Solar, Lancaster, California** Lead Electrical Engineer for construction administration phase of the substation and interconnection transmission line for a 266MW solar array near Lancaster, California. The substation collected the power from the step-up transformer stations throughout the array at 35kV and transformed the power to 230kV for transmission to the utility grid. While in Los Angeles County, the interconnecting transmission line was required to be run underground, but it transitioned to overhead lines once it entered Kern County to connect to the utility grid. Since the array was in Los Angeles County and utilized many utility scale components, which do not carry UL listings, third party contractors were hired to review all the components to verify their safety to the County. Responsible for coordinating the efforts of the third parties in addition to typical construction coordination and requests for information from the construction team.

6.2.11 Curt Ingraham – Grading/Drainage, Burns & McDonnell

Curt has 36 years of experience in general and public works civil engineering projects – specializing in aviation design and construction management for general aviation, commercial aviation, and federal aviation clients. As a program and project manager, Curt has led multi-year multi-task on-call programs at several commercial and general aviation clients. His knowledge encompasses both private sector work as well as federal projects including Design Build Engineering services for land and airside projects. With a background in pavement engineering, Curt has worked on numerous runways, taxiways, and runway replacements. He is known for delivering projects quickly, sometime ahead of schedule. Curt specializes designing projects to a budget, providing 'right sized' projects that meet clients' needs and adhere to project budgets. He also manages the civil engineering group in Southern California. He is a licensed California Professional Civil Engineer. Relevant project experience:

Table 14: Curt Ingraham's Relevant Project Experience.

Project #	Project Description
1	**LAX - 4 Tank Project | Los Angeles World Airports, Los Angeles, CA | Jan 2017 – Jul 2021** Structural inspector, Burns & McDonnell. Inspected tank foundations, ring walls, and cast-in-place PCC containment walls.
2	**P-235 Flightline Utility Modernization, Marine Corps Air Station Cherry Point | US Navy, Cherry Point, North Carolina | Oct 2017 – Dec 2021** Lead civil engineer, Burns & McDonnell. As the design engineer for the NAVFAC MIDLANT and Marine Corps Air Station (MCAS) Cherry Point P-235 project, Burns & McDonnell completed the $92M design of a more than 8,000-foot-long utility corridor supporting the Bases F-35 program. Design of reconstructed avenues 5 and
3	**Truck Charging stations at Shippers Transport Express (STE) | Port of Oakland, Oakland, CA | Apr 2019 – Mar 2022**

	Project Team, Burns & McDonnell. A new DB $2M, Truck Charging Depot for the Port of Oakland. This project provided a new 12kV to 480 kV unit substation and 10-Truck Charging Stations and associated utility infrastructure. Responsibilities included assistance in site selection, development, and optimization for the depot as well as design of foundations for power poles, equipment pads and battery storage facilities as well as storm water management and water quality and quantity mitigation for the impervious improvements.

6.2.12 Kirk Snell, Structural Section Manager, Burns & McDonnell

Kirk is a structural engineer with 18 years of experience designing award-winning commercial and institutional projects. He has extensive experience designing diverse and complex, large-scale single- story and multi-story buildings in high-seismic regions. He uses a wide array of structural building materials to meet the project's performance and sustainability goals efficiently and effectively. Kirk is an accomplished project manager who has experience leading teams and managing complicated and fast-tracked projects from conceptual design through construction administration phases. Kirk has led seismic evaluations for multiple complex facilities including significantly aging structures that may lack complete historical as-built information. Kirk has performed ASCE 41 tier I and II analyses to evaluate the seismic performance of the existing facilities and determine the appropriate structural retrofit strategies. Kirk has exclusively developed structural documents using Revit BIM for more than a decade. He is a registered Civil and Structural Engineer. Relevant project experience:

Table 15: Kirk Snell's Relevant Project Experience.

Project #	Project Description
1	**Gsa - Otay Mesa Border Crossing Stn, Ca | US General Services Administration, San Diego, California | Mar 2020 - Jan 2021** Senior structural engineer. Burns & McDonnell serves as the commissioning agent and design peer reviewer for the renovation of the Otay Mesa Land Port of Entry. Our role is to ensure all design and construction documents meet the building codes and contract requirements. This large-scale project includes demolition, renovation, new construction, and upgrades to critical infrastructure. The commissioning scope includes ASHRAE 202 & ASTM 2813 commissioning for building envelope, fire/life safety, MEP, vertical transportation, and low voltage/ special systems. Kirk served as the owner's Quality Design Reviewer for the structural design during the design phase of the project. Provided review of structural design drawings and calculations to address constructability concerns and worked with the design builder to address coordination with the original as-built conditions.
2	**CANG Renovation of Hangar 1246, March ARB, CA | US National Guard Bureau, Southwest, U.S. | Apr 2020** Structural designer and quality reviewer. Performed structural design quality control reviews and inter-disciplinary coordination reviews of the construction documents. Assisted the structural design team with evaluating and implementing creative and cost-

	effective design solutions for the seismic retrofit and modernization of the hangar renovation project.
3	**Llnl B133 Chilled Water | Nnsa, Livermore, California | Mar 2020** Senior structural engineer. Led the structural assessment of the existing foundation piers and steel base frame assembly for the existing exterior cooling towers. Provided recommendations for the replacement of the steel base frame structure for the proposed replacement of the existing cooling towers, as well as provided recommendations for the foundation support of a proposed additional cooling tower. Evaluated the condition of the existing concrete foundation pads supporting the existing chillers, pumps, and boilers, and provided recommendations for the replacement of the concrete foundation pads.

6.2.13 Tony Barranda - Project Manager, Burns & McDonnell

Tony is a senior project manager and program manager who has developed a seasoned and well-balanced expertise in environmental and management consulting. With three Geography degrees, he possesses advanced skills in renewable energy, project/program management, and environmental impact analysis. He has led the program management development for utility clients across California from large capital projects to programs with several hundred projects in its portfolios. His extensive project work focused in California has included utility infrastructure, energy, alternative energy development, infrastructure, and transportation among others. He has worked on business plan development and marketing, workload and risk management, client and agency liaison and strategic guidance, government agency coordination and permitting, presentation at public hearings, management and training, and quality control and assurance. He has several meaningful registrations: Leed AP in Building Design and Construction, Envision Sustainability Professional, and Project Management. Relevant project experience:

Table 16: Tony Barranda's Relevant Project Experience.

Project #	Project Description
1	**AES ES Gilbert Battery Energy Storage System Project | AES ES, Maricopa County, Arizona | 2017 - present** Project Manager. Tony currently manages the Owner's Engineering support services for a 10MW BESS Project near Phoenix, Arizona. He works with the client and its EPC contractor on both technical reviews of the engineering studies and design packages for the battery system container/building as well as construction support for the in-the-field execution. Tony leads the client's coordination meetings which involves the utility and contractors supporting the battery storage core and the balance of plant scopes.
2	**Distribution Planning Program | San Diego Gas and Electric | 2018 - present** Program Development Manager. Tony spearheads the development team for programmatic approaches and initiatives for SDG&E's Distribution Planning Program. He works with SDG&E Distribution management team to identify areas process and execution efficiency gaps may exist. The team is working to create and customize

	modules, and processes to provide additional means to successfully execute the hundreds of distribution projects in SDG&E's territory.
3	**Confidential Client | California Utility, Los Angeles County, California | 2017 - present** Project Manager. Tony currently manages this 66kV transmission, substation, and telecommunication project in Los Angeles County for SCE. His responsibilities include complete project management, overseeing the preliminary engineering, quality control & final design review, scheduling, client coordination, environmental analysis and real properties support, and project estimating.

6.2.14 Dave Harr – Utility Coordination, Burns & McDonnell

Dave is a project manager specializing in the planning, design, and construction of transmission lines for high voltage power applications. His responsibilities include preparation of cost estimates, contract administration, scheduling, developing project budgets, performing quality control reviews, and construction management. He is also responsible for technical support and oversight for various engineering tasks required for transmission line design including routing studies, structure evaluation, surveying coordination studies, environmental document preparation, and PLS-CADD modeling. He has worked as a project manager for many design projects including transmission lines, structural steel, foundation, and oil containment. Relevant project experience:

Table 17: Dave Harr's Relevant Project Experience.

Project #	Project Description
1	**Corrective Maintenance Program (CMP) | San Diego Gas & Electric Co.** Project Team. San Diego Gas & Electric's (SDG&E) utility area spans 4,100 square miles and provides energy services to over 3.4 million consumers. To ensure their customers receive reliable and efficient power, SDG&E hired Burns & McDonnell to implement their Compliance Management Program. We provide a variety of services, including overall program management and Quality Assurance and Quality Control (QA/QC) support.
2	**Drone Investigation, Assessment, And Repair (Diar) program | San Diego Gas & Electric Co., La Jolla, California** Project Team. Burns & McDonnell and 1898 and co. provided SDG&E several services to support the Drone Investigation, Assessment & Repair (DIAR) program, one of their key fire mitigation efforts. Services included project management, business process development, solution architecting and technical delivery, customer outreach, and vendor management. .
3	**San Miguel T-line Model | San Diego Gas & Electric Co.** Project Team. Burns & McDonnell's responsibilities include coordinating surveying tasks and reviewing the deliverables of airborne Lidar data. Providing preliminary engineering services for the upgrade of the existing 69/138 kV lattice tower line and the design of

	the new 69/138-kV pole line. Due to the limited distance between the 230 kV circuits (both the existing and the proposed upgrade) and the new 69/138 kV line, an extensive review of clearances under blowout conditions were completed. Burns & McDonnell also provided project support by preparing construction bid packages.
4	**Sap Design Unit Update | Confidential Client, Southwest, U.S.** Project Team. This project focused on creating a list of recommendations to improve the current state of compatible units used to create engineering designs in SAP for the customer. The Project Team identified recommendations and created a three-year timeline to get the customer from a current state to a future state that would put them at the head of their peer class when using design units in SAP. The project included full analysis, benchmarking, costs, justification, and roadmap.

6.2.15 Tony Chang - Account Executive, ChargePoint

Tony Chang is a seasoned professional experienced in generating high impact technology and customer-based solutions. Focused on forming long-term strategic partnerships via high profile networking, Tony is adept at bringing end users, buyers, and sellers together on both local and national levels. He is an effective leader and team player with over 30 years of experience across the public and private sectors. Tony has specific expertise in green-related initiatives, fleet, and government agencies. Tony holds a BA in Business Administration from the University of Southern California.

6.2.16 Andrei Stsiapanau - Senior Director, Project Development, ChargePoint

Andrei Stsiapanau is a highly experienced Operations Leader in EV charging, infrastructure, energy, and battery storage projects for 19+years. Andrei has managed hundreds of construction and infrastructure projects. He has demonstrated a solid background in sales, development, and execution of projects, design, construction, and installation. He is currently responsible for sales infrastructure project development, design, and full-scale delivery of 100% operational heavy commercial and industrial charging systems. He holds a BASc from the Belarusian State University of Transport.

6.2.17 Art Ealba – President & CEO, Ursus Victor

With over 30 years of experience, Art brings a knowledge base and passion that results in success driven projects. Art has been involved at various levels with Distributed CoGeneration, Solar Photovoltaics, Electric Vehicle Car Charging, Battery Storage, and many other aspects of the Electrical Infrastructure. Art is also a decorated United States Air Force veteran.

6.3 Project Experience

The following section presents relevant project experience for the primary E-Hub project partners, SkyCharger and Burns & McDonnell.

6.3.1 SkyCharger Project Experience

Project 1 – West Coast Electric Highway Corridors
In 2021, SkyCharger acquired 115 DCFC on 60 sites spanning the California north-south interstate. SkyCharger managed the retrofit of the entire portfolio to meet current fast charging standards and specifications, increasing utilization of the West Coast Electric Highway portfolio by more than 400%, from 48 MWh to over 200 MWh per month and more than 110,000 charging sessions in 2022. Chargers are located along all major highway corridors in California and are on their own dedicated electrical service with room to expand with additional chargers as EV adoption increases demand.
1. Project commercial operation date (if completed) or scheduled completion date (if under construction) and contract term;
Commercial Operation: January 2022 – Ongoing Contract for 10-15 years (site lease dependent).
2. Project method of financing (e.g., lease purchase, prepay arrangement, own funds, rebates, etc.);
Skyview Ventures financed with funds from its own balance sheet.
3. Description of operating and maintenance plan and issues/challenges resolution procedures
SkyCharger owns and operates the sites and has a contract with ChargePoint to provide operations and maintenance. ChargePoint's software allows SkyCharger to proactively monitor station performance. SkyCharger's asset management works with ChargePoint asset management to resolve any issues that arise. SkyCharger receives regular reports and ChargePoint provides and uptime guarantee.
4. Working on public agency projects, public-private partnerships, and projects in the public right-of-way.
The site agreements with 60 site hosts include numerous public agency and private corporate owners as well as public and private right-of-way issues that have been successfully negotiated.

Project 2 – [redacted] Facility
In 2022, [redacted] selected SkyCharger as its partner to design, develop, own, and operate EV charging infrastructure at the company's [redacted] Distribution Center in Torrance, CA. SkyCharger's solution includes 140 charging stations and an approximately 1MW/4MWh battery energy storage system. The first phase of construction is completed. The second phase of construction will be completed in October of 2023. The Company is currently running electric trucks out of this location.
1. Project commercial operation date (if completed) or scheduled completion date (if under construction) and contract term;
First Phase Completed October 2022; Second Phase Scheduled for completion October 2023
2. Project method of financing (e.g., lease purchase, prepay arrangement, own funds, rebates, etc.);
Skyview Ventures financed with funds from its own balance sheet and leveraged ***Charge Up LA!*** rebate funds from Los Angeles Department of Water and Power and EnergIIZE funds from the California Energy Commission.
3. Description of operating and maintenance plan and issues/challenges resolution procedures; and
Equipment vendor provides a warranty for parts and labor. SkyChargers asset management team monitors the portfolio performance through its software plat form dispatches to ensure the health of chargers and uptime.
4. Working on public agency projects, public-private partnerships, and projects in the public right-of-way.
These stations are located on private land and are only for use by the company

Project 3 – Bakersfield Public Access DCFC
In 2022, SkyCharger entered into an agreement to develop, finance, own, and operate four 184 kW DCFC in Bakersfield, CA at a Bowlero ($BOWL) location. During the development and construction of the site, SkyCharger worked closely with PG&E in its Make-Ready program, and funded the project with PG&E's Disadvantaged Community Rebate program, as well as CALeVIP funding.
1. Project commercial operation date (if completed) or scheduled completion date (if under construction) and contract term;
Under Construction with a scheduled commercial operation date of September 2023. Operating Term 10 years.
2. Project method of financing (e.g., lease purchase, prepay arrangement, own funds, rebates, etc.);
Skyview Ventures financed with funds from its own balance sheet. and leveraged PG&E DAC and Make-Ready funding, as well as CALeVIP 2.0 (Golden State Priority Project) funding.
3. Description of operating and maintenance plan and issues/challenges resolution procedures; and
Equipment vendor provides a warranty for parts and labor. SkyCharger's asset management team monitors the portfolio performance through its software plat form dispatches to ensure the health of chargers and uptime.
4. Working on public agency projects, public-private partnerships, and projects in the public right-of-way.
These projects are for public access and have site control with private corporate owner.

6.3.2 Burns & McDonnell Project Experience

Project 1 – As-Needed Energy Services for Unified Port District of San Diego

Scope of Work

Civil, structural and electrical engineering, construction phase support, sustainability, cost estimating/scheduling

Client Information

Client Name | **San Diego Unified Port District**

Client Address | **3165 Pacific Hwy, San Diego, CA 92101**

Contact Name | **Renee Yarmy**

Title | **Program Manager, Energy & Sustainability**

Telephone Number | **619-686-8162**

The San Diego Unified Port District (District) contracted Burns & McDonnell to provide as-needed energy services, including the Tenth Avenue Marine Terminal (TAMT) Microgrid Project. The project will incorporate solar PV renewable generation, battery energy storage, energy efficiency improvements, and a centralized microgrid controller to allow key elements of the terminal to remain operational when islanded from the electrical grid. The District contracted Burns & McDonnell to prepare a detailed study evaluating and developing solar and microgrid projects for TAMT, as well as National City Marine Terminal. Burns & McDonnell conducted solar assessments, electrical load analysis, electrical interconnection evaluation, battery energy storage modeling, economic modeling, lease structure evaluation, financial structure option development, solar and battery requests for proposals, contract evaluations, and provided recommendations to the board for suggested plans. Working with the District, Burns & McDonnell prepared a winning grant application that resulted in the award of $5 million from the California Energy Commission. The firm is now providing engineering design, procurement, and construction support, and owner's representative project management services. National Distribution Center Fleet Electrification Study: The District contracted Burns & McDonnell to evaluate the infrastructure upgrades that would be required to support the electrification of heavy-duty and passenger vehicles operating at the National Distribution Center. The firm is currently evaluating the potential for deploying charging infrastructure, refrigerated container plugs, rooftop solar, and battery storage to develop a model for zero emissions goods movement. Burns & McDonnell developed site layout diagrams, electrical single-line diagrams, and preliminary construction cost estimates in support of the District's due diligence analysis and pursuit of project funding.

Project 2 – EV Charging Infrastructure Design, Port of Oakland

EV CHARGING INFRASTRUCTURE DESIGN

Port of Oakland
Oakland, California

Scope of Work

Civil, structural and electrical engineering, cost estimating, construction phase support

Client Information

Client Name | **Port of Oakland**

Client Address | **1100 Airport Drive, 3rd Floor, Oakland, CA 94621**

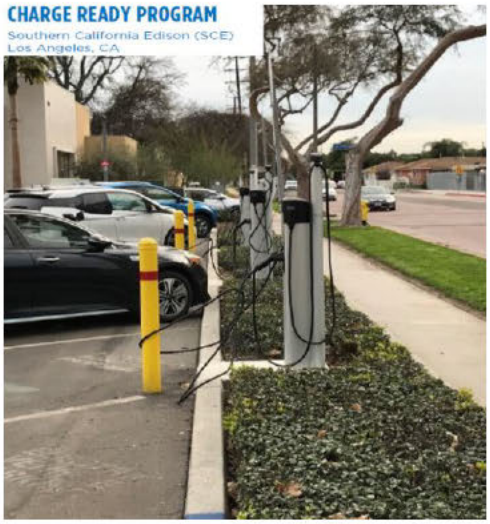
Contact Name | **Joseph Hu**

Title | **Port Supervising Engineer**

Telephone Number | **530-400-8079**

As part of an overall program aimed at accelerating the adoption of medium- to heavy-duty electric vehicles, the Port of Oakland is embarking on a project that will provide its depot with the electrical infrastructure needed to support these vehicles. To achieve this goal and support the addition of EVs to its fleet, the Port of Oakland is planning to install a truck charging depot: 10 truck-charging stations and associated electrical infrastructure with the ability to expand to five more chargers as future needs grow. Burns & McDonnell executed a feasibility study for this project prior to providing consultant design services for this effort, including civil, structural, and electrical design elements, as well as project construction estimates. To reduce electrical load, designs included light poles with photovoltaic panels and storage batteries to reduce the amount of energy consumed by auxiliary loads. Past load studies were utilized to appropriately size new load infrastructure and a time-based power sharing system was developed to allow for complete charging of the proposed vehicles while reducing electrical load impacts. To meet installation flexibility and expansion needs, the design included a 15-kV value for service drop, which can be used as a splice point for future expansion. A transformer vault or pad with multiple anchor bolt locations will allow for future upsizing and replacement of the transformer and distribution equipment was designed with oversized bussing and spare feeder conduit. Finally, the design included spare conduit stub-ups from 480-kV switchboard to mitigate reworking. Finally, Burns & McDonnell provided project management and construction assistance services by developing and maintaining the design phase of the project schedule; developing a construction cost estimate and schedule to support bid review; and providing construction administration and support services.

Project 3 – Charge Ready Program, Southern California Edison



Scope of Work

Civil, structural and electrical engineering, cost estimating, construction phase support

Client Information

Client Name | **Southern California Edison**
Client Address | **2131 Walnut Grove Ave, Rosemead, CA 91770**
Contact Name | **John Nelson**
Title | **Project Manager - Electrification**
Email | **John.Nelso@SCE.com**

Burns & McDonnell was selected to provide A/E services for the ongoing ChargeReady program with Southern California Edison. The purpose of ChargeReady is to provide make-ready EV infrastructure for SCE customers to align with the State of California's ambitious electrification goals. The ChargeReady program encompasses initiatives in a wide range of industries, including ChargeReady 2 (light-duty electrification), ChargeReady Transport, Charge Ready Transit and Charge Ready Port Electrification. For all programs, Burns & McDonnell is tasked with identifying technical and financial feasibility of the sites upfront, and once a site is qualified, designing the electrical infrastructure from customer meter to each Electric Vehicle Charging Station (EVCS) hookup. Burns & McDonnell balances several requirements from different stakeholders during the design process, including customer preferences, available SCE service locations, local AHJ requirements, and geographic limitations. Burns & McDonnell has evaluated 230 different sites for SCE (approximately 4,300 charging ports) to date. 80+ sites (approximately 1,800 charging ports) were designed to date. 17 sites (approximately 300 charging ports) are completed through construction to date. The greatest challenge Burns & McDonnell has encountered with the ChargeReady program is the variance in site feasibility for each location. Often the closest point of electrical connection is not the most ideal due to circuit loading, geographical obstacles like railroad crossings or existing underground utilities. Other obstacles encountered to date have been working with local jurisdictions. Many jurisdictions have not yet established a clear process for permitting requirements for EVCS installations. Due to large service area of SCE, Burns & McDonnell has quickly developed an understanding of the requirements of multiple AHJs for the ChargeReady programs. Additionally, some multi-unit dwelling (MUD) sites have specific ADA requirements which introduce further complexity to the scope and delivery of each site. A unique aspect of the program that Burns & McDonnell has been successfully navigating is the degree of freedom to which the customer is left with regards to selection of EVCS equipment. Burns & McDonnell is tasked to design the electrical infrastructure based on various types of potential equipment, which can have largely different communication methods based on the manufacturer (WiFi, 3G, 4G, Ethernet, etc.) Ensuring that the electrical design can support a diverse array of EVCS units ahead of time, as well as allow for future expansion in some cases, is a unique and important aspect of this project and is key to both SCE and customer satisfaction.

7 Project Financials

7.1 Capability to Perform

As part of this RFP response SkyCharger has provided pro forma which describes its approach to financing the E-Hub Project. This section provides a summary of the information contained within as well as supplemental information regarding the capacity of the Project Team to finance the project.

7.1.1 Project Financing

Skyview Ventures is responsible for securing financing the E-Hub project. Table 18 provides a summary of comparable projects financed by Skyview over the past five years.

Table 18: Comparable Projects Financed by Skyview

Project	Development Year	Financed Amount	Project Summary
SkyPath - Upstate New York Community Solar	2020-2021	$68,342,639	In December 2020 until December 2022, Skycharger's parent, Skyview Ventures, co-developed and financed a portfolio of 7 community scale PV solar arrays in NY state, totalling 45.75 MW of installed capacity. The projects were financed and are owned by Skyview with a combination of equity, debt, and Utility and State incentive programs.
West Coast Electric Highway	2021-2022	$6,322,965	SkyCharger owns and operates the West Coast Electric Highway in California.
West Coast Electric Highway - Expansion	2023	$40,000,000	SkyCharger is expanding its West Coast Electric Highway Network.
[redacted] **Facility**	2022-2023	[redacted]	[redacted] selected SkyCharger as its partner to design, develop and operate its charging solution at the company's [redacted] Distribution Center, including electric vehicle support equipment, a 1MW/4MWh battery energy storage system and charging and energy management applications and software

7.1.2 Anticipated funding sources

Skycharger's parent and financing partner, Skyview Ventures, will be the equity sponsor of the E-Hub. In addition to Skyview equity, anticipated sources of funding include grant and rebate funds from California State incentives, SDGE's Power Your Drive for Fleets program including funding for electric infrastructure and charger rebates, as well as the sale of federal investment tax credits for solar and battery storage and 30C tax credits.

In addition to these funding sources, Skyview is in discussions with Macquarie and multiple commercial banks to provide debt for the E-Hub project, and to fund the TaaS program. Note that the TaaS program is considered a separate scope and will be funded independently from the E-Hub project.

7.1.3 Financing expectations including loan to cost, interest rate, term, and cost of financing

SkyCharger has detailed the expected terms of its debt in its pro forma model, attached in this submission. In summary, SkyCharger expects to cover pre-development and initial operating costs using its own funds. Skyview will secure a construction loan of up to $30 million in 2025 to finance the purchase and installation of Phase 1. The expected construction loan interest rate is 12%. The construction loan will be repaid in full within 12 months, using a combination of grant and tax credit proceeds, and a long-term loan of $15 million. The term loan is expected to have an interest rate of 8% and a 15-year term.

7.1.4 Identification of proposed target partners and previous experience with such partners

Skyview, SkyCharger's parent company will be the equity sponsor and owner of the E-Hub. Skyview and SkyCharger have worked in this manor since SkyCharger's founding in 2013.

7.1.5 Target developer/equity provider returns for the proposed E-Hub project

Skyview expects the project to generate a 12.7% return in the base 20-year term. The payback on this project is not until year 13. As such, Skyview would like to engage with the District on a on a longer term with a higher base rent.

7.1.6 Audited financial statements

2021 and 2022 audited and consolidated financials for Skyview Ventures, LLC are attached. Skycharger, as a wholly owned subsidiary, has financials which roll up to Skyview Ventures, and are therefore included.

7.2 Development and Operating Pro Forma

As requested in the RFP, a detailed pro forma has been attached in Microsoft Excel format.

7.2.1 Summary of anticipated funding sources and development uses

The funding of the ZE Truck Stop development, construction, and operation will be a combination of equity, debt, rebate and grant funds, and the sale of federal tax credits. The funding sources, expenses, and revenue items are detailed in the attached operating pro forma, and in the tables below. The summary of sources of funds is contained in Table 19, summary of total uses of funds is in Table 20, and development uses of funds is in Table 21.

Table 19: Sources of Funds

Source of Funds	Total	Percentage	Use of Funds
Construction Debt	$30,000,000	34%	E-Hub Development
Debt	$15,000,000	17%	E-Hub Development
Grants	$16,594,270	19%	E-Hub Development
Sale of Tax Credits	$12,673,085	14%	E-Hub Development
Equity Investments	$15,198,479	27%	E-Hub Development
Total	$89,465,834	100%	E-Hub Development

Table 20: Use of Funds

Use of Funds	Total	Percentage
Construction Budget	$50,486,311	56%
Construction Loan Repayment	$33,600,000	38%
Net Operating Losses	$5,379,524	6%
Total	$89,465,834	100%

Table 21: Development Uses of Funds

Development Uses		Budget	Pro Forma Reference
Predevelopment Period	Engineering	$200,000	Budget & Expense Tab, Cells D41, D42, D69
	Permitting	$694,628	
	Total	$894,628	
Construction	Construction Phase 1	$39,339,151	Budget & Expense Tab, Cell F52
	Construction Phase 2	$6,423,531	Budget & Expense Tab, Cell F75
	Total	$45,762,682	Budget & Expense Tab, Cell F77
O&M (including software and community benefits)	O&M Phase 1	$1,925,041	Budget & Expense Tab, Cell G52
	O & M Phase 2	$1,903,961	Budget & Expenses tab, cell G75
All-in Development Budget	Total	$50,486,311	Budget & Expenses tab, cell D78

7.2.2 Breakdown of all anticipated direct, indirect, marketing, and preopening, and financing costs and any development team fees.

The requested cost and fee breakdown is detailed in the attached pro forma, "budget & expenses" tab. Financing costs are in the "debt" tab. Costs and fees are summarized in Table 21 and Table 22.

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

Demand, utilization, and utility rate forecasts are contained in the pro forma, "chargers & utilization," and "utility rate schedules" tabs. Utility rate forecasts are based on industry averages and CPI trends. Charger/demand utilization forecasts are based on industry forecasts as well as analysis of policy drivers including the District MACS goal, and the CARB Advanced Clean Fleet rule. SkyCharger took the anticipated rate schedule (SDG&E EV Rate + Community Choice Aggregation generation charge for National City) and applied an escalator for cost.

7.2.4 Anticipated financing terms and calculation of annual debt service

A summary of anticipated financing terms is provided in 7.1.3 and can also be found in the pro forma model in the "debt" tab attached with this submission.

7.2.5 A life-of-the-project (e.g., ten-year, or twenty-year) operating projection for the E-Hub

20-year operating projections are contained in the pro forma, including utilization rates based on District goals and the CARB Advanced Clean Fleet rule. Revenues and expenses are detailed by

category in "budget and expenses" tab. Ongoing operating costs (not counting prepaid O&M) are detailed in Table 22.

Table 22: E-Hub O&M Costs

Item	Cost per Year	Annual Escalator	Start Date	Year
Security & Program Management	$250,000	2.00%	6/30/24	2024
O&M (not prepaid) - Phase 1	$338,731	2.00%	12/31/30	2030
SaaS License Fee - Phase 1	$69,260	2.00%	12/31/30	2030
O&M (not prepaid) - Phase 2	$451,642	2.00%	3/31/32	2032
SaaS License Fee - Phase 2	$92,347	2.00%	3/31/32	2032
Insurance - Phase 1	$748,664	1.50%	9/30/24	2024
Insurance - Phase 2	$152,295	1.50%	12/31/26	2026
Marketing and Outreach	$250,000	2.00%	3/31/24	2024
Host Rent Payments	$350,000	0.00%	3/31/24	2024
Host Profit Share	10%	0.00%	3/31/24	2024

7.2.5.1 Debt service payment if applicable; Ground lease payment; and Residual cash flow to equity/owner.

SkyCharger will provide an annual $350,000 ground lease payment to the SDUPD throughout the 20-year lease term. Details on the debt service payment and residual cash flow are provided in the "debt" tab in the attached pro forma. The residual cash flow to equity/owner can be found in the "project pro forma" tab.

7.3 Funding Assistance and Grants

SkyCharger and Momentum will pursue every available source of utility, state, and federal funding to offset the upfront cost of installing EVSE, solar, and a BESS, as well as procuring electric trucks to be offered through its Trucking as a Service TaaS program, as detailed in Section 3. The project team will work with the District and SDG&E utility to develop a deployment schedule that maximizes funding opportunities.

One such funding opportunity is the CEC Innovative Charging Solutions for Medium and Heavy-Duty Vehicle Program, for which SkyCharger will submit an application for deployment of EVSE at the District, pending the District's awardee for developing the zero-emission truck stop at the Port. Table 2 provides an overview of some of the funding sources SkyCharger will pursue, in cooperation with the District, on matters such as letters of support and/or consent, and minor administrative items.

SkyCharger has included the following funding sources in its pro forma ("Grants & Tax Credits" tab):

- Power Your Drive for Fleets
- SDG&E Charger Rebate Program (Phase 1 Chargers)
- Federal ITC
- 30C Tax Credit

In addition to the funding opportunities described above, SkyCharger will participate in the LCFS program. Skyview Ventures will be the owner of any LCFS credits generated during the lease term.

the use of zero-emission electricity generates approximately 20-30% more credits than grid-based electricity. This added value will be realized through deployment of the onsite solar canopy and purchase of RECs to offset 100% of electric truck charging with renewable, zero-emission electricity sources. Proceeds from the sale of credits generated by charging vehicles during the Operational Period of the Contract will be treated as operator revenues to be shared with the District as per the 10% gross revenue share commitment.

7.4 Lease Terms

SkyCharger proposes a 20-year non-exclusive contract with the District. SkyCharger would also like to propose, if amenable to the District, an option to renew for an additional 30-years, totaling a 50-year term. During the initial 20-year term Skyview will offer the District a $350,000.00 per year rent payment in addition to a 10% revenue share form the gross revenue generated from all operating activities at the property. The payback time on the E-Hub is anticipated to be 13 years. As such, Skyview would like to engage with the District to enter a longer term at a higher base rent.

8 Operations, Maintenance, and Reporting

SkyCharger will develop the District E-Hub and perform ongoing operations, maintenance, and reporting requirements, as described below.

8.1.1 Operations

The following points describe the way electric truck drivers will be able to access charging in a convenient and accommodating manner.

8.1.1.1 Accessible Payment Methods

ChargePoint offers a variety of payment options to ensure EV Drivers have the flexibility to pay how they want. Electric truck drivers will be able to use multiple point-of-sale methods, including credit card, Apple Pay, Google Pay “Tap to Pay”, ChargePoint Account and RFID card, ChargePoint Mobile App, and Smartphone “tap to charge”, toll-free phone number, as well as roaming through other EV charging network partners. Payments will be accessible to persons with disabilities, not require a membership, not affect the power flows to vehicles, and provide access for those with limited English proficiency.

Figure 16: ChargePoint Platform Integration.

Figure 17: ChargePoint Drive App.

8.1.1.2 Customer Service Program to Resolve Issues

ChargePoint will provide technical support to electric truck drivers 24/7 through its customer support center. ChargePoint has 450+ resources supporting its customers globally. Customer support in multiple languages including English and French, please see additional support details of languages located here: https://www.chargepoint.com/support.

8.1.1.3 Languages Accommodated through the Customer Service Program

ChargePoint provides customer support in multiple languages including English, Spanish, and French.

8.1.1.4 Approach to Publishing Prices, Real-time Availability, and Locations

The ChargePoint platform—also known as the ChargePoint Network—is designed to provide operational visibility and management of the complete charging ecosystem and to enable station operators to reduce operating costs, increase station utilization, and optimize the EV driver charging experience. As part of the ChargePoint platform, the public will have access to a map of chargers which specifies their pricing ($/kWh), availability, and location.

ChargePoint's charge management software contains an advanced and flexible pricing configuration tool for station operators to collect fees and influence charging behavior whenever desired. Pricing to drivers for EV charging services can be configured to be the same for all drivers or with pricing rules that vary for different groups of drivers. Pricing rules may be set up using a fixed rate, TOU, kWh utilization, or a combination of any. If utilizing TOU-based kWh charges, Skyview will make customers aware of on and off-peak times so they can make their own decision on when they wish to charge. SkyCharger will allow the District the right to review the prices, rates, and other charges relating to electric truck charging at the E-Hub.

SkyCharger will provide information on pricing, and real-time availability of stalls, on a website or mobile application. Chargers will display and base the price for electricity charges in $/kWh. Charging prices will be displayed on the chargers and communicated via the charging network and posted in real-time. (i.e., the price at that moment in time). The kWh charging price at the start of the session will not change during the session. Price structure, including any other fees in addition to the price for electricity to charge, will be clearly explained via an application or a website, with instructions for finding the information posted in an accessible manner at the charging station.

The Project Team will provide physical signage to denote access to the Hub and will coordinate with the District to ensure appropriate signage on highway and transit corridors in the vicinity. Digital signage at the entrance to Parcel 1 will indicate real-time stall availability including, in the case where all chargers are being used, the remaining time until a stall frees up. Charging time will not be limited initially, but may change over time as utilization is evaluated.

8.1.1.5 Interoperability of EVSEs

ChargePoint has been a longtime supporter of the Open Charge Point Protocol (OCPP) and EV charging standards, and its network has been managing OCPP station hardware for years. ChargePoint hardware is OCPP compliant.

All proposed Express Plus Power Link dispensers will be equipped with one Combined Charging System (CCS) type 1 and one Tesla type North American Charging Standard (NACS) connector and ChargePoint vehicle interoperability testing with all major vehicle OEMs to ensure stations work as expected in the field. All charging stations will be equipped with a system that will allow all vehicle types to charge, including adaptors for vehicles that are not equipped with CCS or NACS plugs. The equipment will directly charge CCS and NACS compliant vehicles and will have adaptors to allow non-CCS complaint vehicles to use them.

8.1.2 Maintenance

SkyCharger will be responsible for all aspects of maintenance during the 20-year lease term, including maintaining pavement, signage, striping, fencing, lighting, equipment, and any improvements to the premises.

8.1.2.1 Preventative Maintenance

SkyCharger will provide the District with a preventative maintenance schedule. Preventative maintenance is defined as repairs, parts, supplies, and labor required to bring charging stations to operational specifications and includes the following:

- Conducting quarterly site visits and or as needed.
- Inspection testing using an emulator device, cleaning, checking connector's wires and holster, and overall functionality of the stations.
- Recording and documenting damaged charging using digital photography.
- All non-working charging stations will have visible signage identifying the station(s) as being "temporarily out of service."
- Decommissioning of non-working charging stations until they are repaired. If charging stations are removed from the site, a junction box shall cover all exposed wires.
- SkyCharger will employ a dedicated employee on site to report on maintenance needs such as pavement signage, striping, fencing, and lighting issues.

8.1.2.2 Equipment Maintenance and Warranty

Equipment maintenance will be performed by technicians, under terms of a long-term contract.

SkyCharger will contract with ChargePoint's Assure enhanced warranty and service offering (or an equivalent reliability package provided another OEM). With Assure, ChargePoint takes responsibility for fixing hardware issues by providing parts, labor, and orchestration of repairs by expert support specialists. Proactive monitoring, regular reports and unlimited changes to station policies are included with Assure, as well as one business day response to requests and dispatch of technicians to a site within one day of receiving parts locally. Assure covers the labor required to replace parts impacted by vandalism or accidental damage. All ChargePoint hardware is UL and CE-certified.

8.1.2.3 Station Uptime

Station uptime is important to the ultimate economic success of the project. SkyCharger and ChargePoint currently already work together to make sure that its 115 West Coast Electric Highway chargers (located on highway corridors throughout the state from the Oregon border to the border

with Mexico) have an uptime rate of over 97%. SkyCharger defines a charging port as "up" when its hardware and software are both online and available for use, or in use, and the charging port successfully dispenses electricity as expected. SkyCharger will ensure that E-Hub charging ports have an aggregate annual uptime of 99%, with each single charging port having at least 97% uptime. Assure also provides an annual individual station uptime guarantee of 98% or better with financial penalties for non-performance. The Project Team expects the E-Hub to have significant and continual usage. To limit downtime, SkyCharger will make sure that it keeps spare parts for long lead-time or hard to get items so that it can fix equipment if it breaks. Out-of-service stations will be clearly identified to users and fully decommissioned for service.

8.1.2.4 Security

The project team will work with a security firm to ensure that key areas and equipment are properly surveilled. All appropriate signage will be placed to inform the public of cameras on the premise.

8.1.3 Data Reporting

Using ChargePoint's Assure software, SkyCharger will provide the District with access to the web-based dashboard and quarterly reports on usage and other key performance metrics, in a CSV format and summarized in a PDF document. ChargePoint's charger management system provides the capability of viewing and tracking individual sessions, identifying unique drivers, as well as total and individual kWh used through extensive reporting capabilities. SkyCharger and ChargePoint (or another network provider) will provide quarterly reports to the District on a range of metrics for each station, including the following data:

- Maximum demand per hour, in kW of power
- Energy delivered per hour, in kWh of electricity.
- Number of trucks serviced, per hour.
- Utilization rate of equipment
- Maximum capacity utilized (demand in kW/total capacity in kW) per hour.
- Maximum occupancy (number of occupied chargers/numbers of total chargers in service) per hour
- Uptime percentage
- Reports about major down time, malfunction, or unavailability of equipment due to failure or maintenance.
- Avoided greenhouse gas (GHG) emissions.

SkyCharger can grant data rights access to the District through its own secure portal to view station utilization.

9 Equal Opportunity Program Actions

9.1.1 ADA Scope Enhancements

To produce a functional E-Hub project site, ADA consideration will be taken into account per the District's requirements as well as local Agencies Having Jurisdiction. The goal is to provide both functional and accessible facilities to the public through adherence to CalGreen Accessible/Van Accessible requirement as well as inclusion of adequate lighting and automation system. Facilities will be designed to meet California Accessibility Codes under Title 24, Chapter 11. Examples of ADA

design considerations include but are not limited to proper grading, adequately sized restroom stalls, curb cuts, and lighting.

Burns & McDonnell will design the public truck charging depot and associated facilities using Universal Design principles so that the facility can be used to the greatest extent possible by a diversity of people irrespective of their age, size, ability, or functional limitation. The design will support equitable, flexible, and intuitive use; provide signage and information that is perceptible to users of varying levels of sensory abilities; incorporate safety features to protect users; minimize physical effort; and incorporate adequate size and space for approach and use of facilities regardless of a user's body size, posture, and/or mobility.

9.1.2 Staff with Disabilities

As part of its ongoing commitment to diversity, equity, and inclusion, 3% of Burns & McDonnell's California workforce is disabled as defined by the ADA, including the following:

- Officers/Managers – 2
- Professionals – 5

O'Day Consultants, Inc. (O'Day), a certified DVBE, will provide surveying services to the E-Hub project. O'Day has been providing professional civil engineering and land surveying services to the San Diego area for over 40 years. They have a long track record of performing their contracts on-time, within budget, and accurately. O'Day's technical professionals offer comprehensive, client-based professional engineering design, land surveying, and mapping for a variety of projects with multiple task-orders. O'Day has a proactive, hands-on, and personalized project management approach that has resulted in over 85% of their work involving repeat clients; their returning clients are testimony to O'Day's professional service capabilities.

Since 1981, O'Day has successfully worked with local municipalities, state agencies, the federal government, private developers, general contractors, architects, and other consulting firms on numerous as-needed contracts for both land surveying and engineering services throughout San Diego County. They have provided these services for capital improvements, public works, industrial, commercial, retail, and large housing projects.

9.1.3 Veteran Status

Figure 18: Ursus Victor and SEPIA Energy Veteran and Minority Business Status.

As Burns & McDonnell progresses through various stages of the E-Hub project, the firm commits to an ongoing effort to providing opportunities to veteran-owned and minority-owned firms, such as O'Day Consulting, Ursus Victor, and SEPIA Energy, to have an active role in the project success. These partners will be selected during the project per the unique requirements of the project and the firm's capabilities.

SkyCharger has a longstanding working relationship with potential E-Hub sub-service providers Ursus Victor, LLC, and its subsidiary SEPIA Energy. Both are minority-owned, veteran-owned businesses. Art Ealba, the President / C.E.O. of Ursus Victor, and Sepia Energy, is a decorated United States Air Force veteran. SkyCharger will invite Ursus Victor and SEPIA Energy to bid to participate in E-Hub development, particularly EVSE installation and O&M services.

SkyCharger and Skyview have worked with the principals at Ursus Victor and SEPIA Energy for over a decade in the deployment of solar, EV and energy storage. Ursus Victor is currently working with SkyCharger on several projects including the installation of 130 EV charging stations at one warehouse site and the installation over 200 charging stations at a portfolio of multifamily buildings in Los Angeles.

Ursus Victor and SEPIA Energy have expertise in Solar Photovoltaics, Electric Vehicle Supply Equipment, and Energy Infrastructure. UV offers services from project development, engineering, construction management, and O&M services. All SEPIA Energy staff who install EVSE are EVITP certified Ursus Victor and SEPIA Energy are headquartered in Pomona, California with development and management responsibilities on both the west and east coast of the United States. Both firms plan to support the E-Hub project by participating in the bidding of project management and electrical contracting and hope to bring our strong expertise in electrical infrastructure and system maintenance to the E-Hub.

As part of its ongoing commitment to supporting our military branches and the service members who have served our nation, Burns & McDonnell has several staff who are veterans, including:

- Officers/Manager – 1
- Professionals – 5
- Technicians - 1
- Admin Support - 1
- Veterans comprise 4% of Burns & McDonnell's California workforce.

9.1.4 Small Business Enterprise Participation

SV prioritizes contracting EPCs with a contracting preference for SBEs, such as Burns and McDonnell.

Two certified SBEs are part of the E-Hub project team: O'Day and Momentum. O'Day, described in more detail above in section 9.1.2, will provide surveying services to the E-Hub project. Momentum will pursue every available source of utility, state, and federal funding to offset the upfront cost of installing EVSE, solar, and a BESS, as well as procuring electric trucks to be offered through the TaaS program.

As part of its value proposition, Burns & McDonnell recognize the duty to be diverse and inclusive on its efforts. It knows the value of diverse and small businesses as well as the innovation, quality, and resiliency they bring to the table. Burns & McDonnell's engineering, construction, consulting, and environmental work is built upon a proactive approach of inclusion. Burns & McDonnell remains committed to providing a diverse and inclusive workforce on all its projects.

Burns & McDonnell counts on its suppliers to provide essential materials and innovative services at competitive prices. Small and large businesses owned by women, veterans and minorities help prepare the firm to meet and exceed its clients' expectations, garnering results that are critical for the success of all. Burns & McDonnell is proud of its culture of inclusion and efforts to harness the strength of its collective, diverse team.

The delivery of the E-Hub project is no different. As Burns & McDonnell progresses through various stages of the project, the firm commits to an ongoing effort to providing opportunities to SBE qualified firms to have an active role in the project success. These partners will be selected during the project per the unique requirements of the project and the firm's capabilities.

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:

SKYCHARGERS, LLC
Company or Organization Name

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

Graham Richartz, Employee; [redacted]
Name, Title Tel. No. Email

1616 16th Avenue South, Nashville, TN, 37212
Street City State ZIP

Proposer's Representative with signature authority for contract documents:

Andrew Karetsky, President; [redacted]
Name, Title Tel. No. Email

105 Prospect Street, Greenwich, CT, 06830
Street City State ZIP
(IF DIFFERENT THAN ADDRESS STATED ABOVE)

The Proposer is a (check one):

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

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

Andrew Karetsky
(Signature)

July 5th, 2023
(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
[redacted]	2 years	Design, develop, and operate its charging solution at the company's [redacted] Distribution Center including electric vehicle support equipment, battery energy storage system, and solar and energy management applications and software.
Craig Kilby, ChargePoint, Inc., 240 East Hacienda Avenue Campbell, CA 95008, [redacted]	3 years	Finance and installation of DCFC chargers for highway public access at 60 sites throughout California's highway corridors.
Sandra Brown, First Light Power, 100 District Avenue, Suite 102 Burlington, MA 01803, [redacted]	2 years	Design, develop, and operate is charging solution at a hydro facility in MA incorporating L2 and V2G technology.

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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ZERO EMISSION TRUCK STOP, NATIONAL CITY

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
Burns & McDonnell 9400 Ward Parkway Kansas City, MO 64114	Engineering, Procurement, and Construction (EPC)	N/A	N/A	3%	$1,744,627
Macquarie Capital Group 50 Martin Place, Sydney, NSW 2000, Australia	TaaS Financing	N/A	N/A		Still determining
Amazon 410 Terry Ave. N Seattle, WA 98109	Providing on-site convenience store and facilities	N/A	N/A	2%	$863,520
ChargePoint, Inc. 240 East Hacienda Ave. Campbell, CA 958008	Providing EV charging solution and network	N/A	N/A	6%	$3,200,000
Subcontractors for energy infrastructure installation such as Ursus Victor/SEPIA Energy (minority & veteran owned)	Energy infrastructure installation	N/A	N/A	60%	Approx. $32,000,000

* 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?

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ZERO EMISSION TRUCK STOP, NATIONAL CITY

ATTACHMENT C
EQUAL OPPORTUNITY PROGRAM BONUS POINTS – Burns & McDonnell

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 X No___

Please complete workforce statistical data:

Burns & McDonnell Job Group	Disabled Staff	
	#	%
Officials/Managers	2	0.9
Professionals	5	2.1
Technicians		
Sales Workers		
Admin Support		
Craft Workers		
Operators		
Laborers		
Service Workers		
Total:	7	3

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ZERO EMISSION TRUCK STOP, NATIONAL CITY

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 X No___

Please complete workforce statistical data:

Burns & McDonnell Job Group	VETERANS STATUS	
	#	%
Officials/Managers	1	0.5
Professionals	5	2.5
Technicians	1	0.5
Sales Workers		
Admin Support	1	0.5
Craft Workers		
Operators		
Laborers		
Service Workers		
Total:	8	4

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ZERO EMISSION TRUCK STOP, NATIONAL CITY

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.

At Skyview, we firmly believe in the principles of diversity, equity, inclusion, and accessibility (DEIA) and recognize the importance of fostering an environment that celebrates and embraces individual differences. We are committed to promoting diversity and ensuring equal opportunities for all individuals, regardless of their race, ethnicity, gender, sexual orientation, ability, religion, or any other characteristic protected by law.

Our commitment to DEIA extends beyond mere words and forms an integral part of our core values and organizational culture. We actively strive to create an inclusive and respectful workplace that values the contributions and perspectives of every employee, subconsultant, supplier, and partner we engage with. We firmly believe that diverse teams lead to enhanced creativity, innovation, and problem-solving abilities, enabling us to deliver the highest quality results to our clients.

To implement our commitment to diversity, equity, inclusion, and accessibility, we have developed a comprehensive plan focused on recruiting and contracting in a non-discriminatory manner. This plan includes the following key components:

Outreach and Engagement
We will proactively engage with diverse communities, organizations, and networks to expand our reach and ensure that individuals from underrepresented backgrounds have access to opportunities with our organization. This includes attending job fairs, collaborating with diversity-focused professional associations, and utilizing diverse sourcing channels to attract a wide range of talent.

Selection Process
We will establish clear and objective criteria for the selection of subconsultants and employees, ensuring that the evaluation process is fair, transparent, and free from bias. We will train our hiring managers and decision-makers on unconscious bias awareness and provide guidelines to ensure equitable treatment throughout the recruitment process.

Inclusive Work Environment
We are committed to fostering an inclusive work environment where all employees and subconsultants feel valued, respected, and empowered to contribute their unique perspectives. We will provide diversity and inclusion training to our staff, promote awareness of biases, and actively encourage open dialogue and collaboration among team members. We also provide the necessary accommodations to support employees of all abilities in reaching their full potential with Skyview.

Supplier Diversity Program
We will establish a supplier diversity program to actively seek out and engage subconsultants and vendors from diverse backgrounds. This program will ensure that we provide equal opportunities for minority-owned, women-owned, veteran-owned, and other disadvantaged businesses to participate in our projects.

Continuous Evaluation and Improvement
We will regularly review and assess the effectiveness of our DEIA initiatives to identify areas for improvement. We are committed to evolving our practices and policies based on feedback, industry best practices, and the evolving needs of our workforce and community.

We understand that achieving meaningful diversity, equity, and inclusion is an ongoing journey, and we are dedicated to continually learning and evolving to create a more inclusive organization. Our commitment extends not only to our internal operations but also to the projects we undertake and the communities we serve. By actively promoting diversity, equity, inclusion, and accessibility we strive to create a more equitable society and contribute to positive social change. We are excited about the opportunities that lie ahead and look forward to working with diverse individuals and organizations to achieve our shared goals.

Attachment E - SkyCharger 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														**2**
Mid-Level Executives								2														**2**
Professionals	1							1	1					1								**4**
Technicians																						**0**
Sales Workers																						**0**
Admin Support	1			1							1											**3**
Craft Workers																						**0**
Operatives				2																		**2**
Laborers																						**0**
Service Workers																						**0**
Total	**2**	**0**	**0**	**3**	**0**	**0**	**0**	**5**	**1**	**0**	**1**	**0**	**0**	**1**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**13**

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

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. **SkyCharger** is committed to take all necessary and reasonable steps to increase utilization of SBEs for a positive economic impact to the region. **SkyCharger** agrees to implement programs and processes designed to assist in the creation of business ventures/opportunties 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 **SkyCharger** project.

2. **SBE OUTREACH: SkyCharger and Burns & MacDonnell** 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. **SkyCharger and Burns & MacDonnell** 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/CONSTRUCITON: Burns & McDonnell** will use good faith efforts to achieve 10 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: SkyCharger** will use good faith efforts to achieve 10 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.

SKYCHARGER

Date: August 10, 2023
To: San Diego Unified Port District
From: SkyChargers, LLC. 801 K Street, Suite 2800, Sacramento, CA 95814
Authorized Representative: Andrew Karetsky, President
[redacted] [redacted]

SkyChargers, LLC ("SkyCharger") in partnership with Burns & McDonnell and Skyview Ventures, together with vendors including Amazon, Macquarie Group, ChargePoint, and small/diverse/veteran business subcontractors such as O'Day Consultants, SoyLopez Consulting, Ursus Victor, SEPIA Energy, and Momentum ("Project Team"), is pleased to offer our proposal to develop a Clean Air Trucking & Community E-Hub ("E-Hub") on Parcel 1 at the San Diego Unified Port District (District). The E-Hub project will support the District's Maritime Clean Air Strategy goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030. As the project prime proposer, SkyCharger will finance, develop, own, operate, and manage a world-class zero-emission truck stop, with no financial support requested from the District.

Skycharger will deploy a very ambitious public electric truck charging project in a way that accelerates the transition from dirty diesel to clean electric for *all* truckers -- including Independent Owner Operators (IOOs) and small fleets. We will address the challenge of inclusion in transportation electrification through an innovative Trucking as a Service (TaaS) business model, with financing provided by Macquarie, a global financial services group. Our experienced and well-financed team will deploy 6.72 MW of opportunity and overnight charging capacity in the first phase of development, with a total planned buildout of 13.28 MW, capable of charging 126 trucks simultaneously. The electric truck charging infrastructure will be powered by a 4.82 MW solar truck canopy, paired with a 1.06 MW/4.22 MWh battery energy storage system (BESS) and microgrid controls. We will maximize economic and environmental benefits for neighboring communities, including National City and Barrio Logan, through workforce pathways, job training, community workshops, and cultural connections. We will also deploy a "Just Walk Out" convenience store and restroom facility, operated by SkyCharger in partnership with Amazon, which will be available 24/7. SkyCharger will install lighting on solar racking and security cameras, as well as hire personnel to monitor the site to create a safe and secure environment for those operators who choose to park overnight at the site. During the initial 20-year lease term Skyview will offer the District a $350,000 per year rent payment in addition to a 10% revenue share from the gross revenue generated from all operating activities at the property.

Since 2013, SkyCharger has been the largest non-Original Equipment Manufacturer (OEM) developer/owner/operator of fast-charging station infrastructure in California and one of the largest in the United States. As of 2023, SkyCharger owns a rapidly-expanding portfolio of electric vehicle charging stations spanning 6 states, including California, New York, Pennsylvania and Massachusetts. SkyCharger owns 115 DC Fast Chargers for public access across 60 sites located on highway corridors throughout California as a part of the West Coast Electric Highway. An

additional 1,000 charging stations are in the active pipeline, and the company is successfully executing a finance, development, and acquisition plan. By 2028, this plan will expand its national network to 20,000 chargers in 11 states, of which 5,000 will be direct current fast charger (DCFC) stations.

Since 2008, Skyview Ventures ("Skyview"), SkyCharger's financial partner and parent company, has provided financing for clean energy and decarbonization solutions, including solar, solar plus storage, EV charging, and fleet electrification. Through its operating companies, Skyview finances, owns, and operates over 200 clean energy and decarbonization projects, including over 100 MW of solar generation and a network of over 500 EV Charging stations. SkyCharger and Skyview's experience as a developer and operator of EV infrastructure—combined with our operational knowledge and data from our portfolio— differentiate us as a turn-key provider and operator of the Clean Air Trucking & Community E-Hub.

SkyCharger's project partner, Burns & McDonnell, will serve as the project Engineering, Procurement, and Construction (EPC) lead. Founded in 1898, Burns & McDonnell is an internationally recognized engineering, architectural, construction, environmental, and consulting solutions firm, and is considered the #1 engineering firm in Power, Transmission, and Distribution (ENR 2022). Burns & McDonnell manages over $10 billion in capital investment projects at U.S. air and seaports. These projects include the design and construction of microgrids, charging infrastructure, and electrical infrastructure at the ports of San Diego, Oakland and Los Angeles, and military bases. Burns & McDonnell understands the challenges of improving infrastructure while remaining operational and reducing clients' carbon footprints.
Burns & McDonnell's experience also includes designing and constructing transmission lines and substations for SDG&E, microgrids for the District and other port authorities, and charging infrastructure for drayage trucks, passenger vehicles, and cargo handling equipment. Through its work under the Energy Services contract, Burns & McDonnell has gained first-hand knowledge of the District's electrical infrastructure and key stakeholders. This experience and understanding will provide the District with confidence that Burns & McDonnell is ready to permit, design, and construct a sustainable and resilient public truck charging depot that supports the District's bold truck electrification goals.

All the partners are excited by this project. It will serve as a model of innovation, sustainability, and community connectivity. By deploying this cutting-edge, state-of-the-art zero emission E-Hub, the District will take a giant leap toward meeting its 2030 zero-emission truck goal, reducing greenhouse gas emissions, improving air quality, and reducing noise pollution in neighboring communities.

Sincerely,

Andrew Karetsky, President

ChargePoint, Inc.
240 East Hacienda Avenue | Campbell, CA 95008 USA
+1.408.841.4500 or US toll-free +1.877.370.3802

July 7, 2023

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

Subject: ChargePoint Letter of Support for SkyCharger and Burns & McDonnell

Dear Mr. Bautista,

I am writing on behalf of ChargePoint, which is a world leader in providing electric vehicle charging solutions and making it easy to go electric. We commit to working with SkyCharger and Burns & McDonnell on development of the *Clean Air Trucking and Community E-Hub* at the San Diego Unified Port District. The ambitious E-Hub project will support the District's Maritime Clean Air Strategy goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030.

As the world's first publicly traded global EV charging company with 15 years of experience, ChargePoint is the solution of choice for fleet operators, commercial property owners, and businesses seeking to offer electric vehicle charging services. To support the E-Hub project and its partners, ChargePoint will be providing:

- ***A seamless, comprehensive EV charging solution*** consisting of fully integrated charging hardware, software, and services.
- ***A charging network with more than 240,000+ active places to charge including 20,000+ DC ports***, and access to an additional 500,000+ public places to charge through roaming agreements.
- ***Reliable and powerful DC charging solutions*** to charge every electric vehicle including heavy duty trucks at ports.
- ***Full-service warranty*** with proactive monitoring and guaranteed station uptimes backed by SLAs.
- ***Industry leading customer support*** and dedicated technical assistance for station owners.
- ***OpenADR 2.0b and API supported platform*** that can be integrated into local distributed energy and energy storage ecosystems.
- ***Stringent cybersecurity protections*** at the station, cloud, and mobile app level.

ChargePoint's global fleet solution portfolio includes everything fleets need to electrify and optimize fueling as they grow. Fleet management software combined with ChargePoint's DC fast charging solutions balance charging costs with operational readiness for electric fleets to meet their complex and mission critical requirements. Ongoing support and maintenance guarantee station uptime to ensure chargers are available to keep electric vehicles fully charged.

ChargePoint, Inc.
240 East Hacienda Avenue | Campbell, CA 95008 USA
+1.408.841.4500 or US toll-free +1.877.370.3802

ChargePoint not only has extensive experience in supporting fleet electrification but also has a long-standing relationship with the San Diego community. In addition to managing thousands of AC and DC charging stations in the San Diego region, ChargePoint has participated in the Pacific Southwest chapter of NAFA, American Public Works, the National Institute of Government Procurement, and is a Board Member of Sustain SoCal. ChargePoint is also a Gold Sponsor of the Driving Mobility 10 Conference and participated in multiple SDGE events held at the Port of San Diego.

We are confident that ChargePoint's combination of EV charging software, hardware and services will enable the District to successfully meet its zero emission goals by 2020 while also supporting electrification across the broader region. If you have any questions, please do not hesitate to reach out to me at the contact information listed below. Thank you for your time and consideration.

Sincerely,

Rich Mohr
Global VP Fleet
ChargePoint
[redacted]

BURNS McDONNELL

August 8, 2023

Dear San Diego Unified Port District:

As part of our effort to produce a functional E-Hub project site, ADA consideration will be taken into account per the District's requirements as well as local Agencies Having Jurisdiction. The goal is to provide both functional and accessible facilities to the public through adherence to CalGreen Accessible/Van Accessible requirement as well as inclusion of adequate lighting and automation system. Facilities will be designed to meet California Accessibility Codes under Title 24, Chapter 11. Examples of ADA design considerations include but are not limited to proper grading, adequately sized restroom stalls, curb cuts, and lighting.

Burns & McDonnell will design the public truck charging depot and associated facilities using Universal Design principles so that the facility can be used to the greatest extent possible by a diversity of people irrespective of their age, size, ability, or functional limitation. The design will support equitable, flexible, and intuitive use; provide signage and information that is perceptible to users of varying levels of sensory abilities; incorporate safety features to protect users; minimize physical effort; and incorporate adequate size and space for approach and use of facilities regardless of a user's body size, posture, and/or mobility.

Sincerely,

Matt Wartian, Ph.D.
Ports & Maritime National Business Development Manager
Burns & McDonnell

PASHA AUTOMOTIVE SERVICES

1309 BAY MARINA DRIVE, NATIONAL CITY, CA 91950
TELEPHONE: (619) 419-1200 FACSIMILE: (619) 477-9948

WORLDWIDE INTEGRATED TRANSPORTATION & LOGISTICS SERVICES

July 6, 2023

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

Dear Mr. Bautista,

Re: Non-Binding Letter of Intent for cargo storage at Fleet Electrification Solutions parcels

I am writing on behalf of Pasha Automotive Services (PAS), automotive port processor and terminal operator of National City Marine Terminal (NCMT). We commit to working with SkyCharger and Burns & McDonnell ("Developer") on development of the *Clean Air Trucking and Community E-Hub* at the San Diego Unified Port District. The ambitious E-Hub project will support the District's Maritime Clean Air Strategy aspirational goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030.

To support the E-Hub project and its partners, PAS has interest in the following:

Cargo storage space for new finished vehicles parked at 150 units per acre and within the boundaries of the 3 parcels identified in the San Diego Unified Port District's request for proposals (RFP) for the Zero Emission Truck Stop (#23-12MB) during the preconstruction timeframe and potentially post-project completion, as a joint use for additional revenue streams to the Developer.

(a) Pricing. Once the Parties agree on an appropriate scope of Services, the Parties will mutually agree to a pricing structure and rate for the Services.

(b) Location. The Services will be provided at one to three of the parcels proposed within the 23-12MB RFP.

(c) Term. The Parties shall agree on a Term, including a start date, based on Customer's specific needs and desired Services.

Sincerely,

Vince Magers, General Manager

Pasha Automotive Services

O'Day
CONSULTANTS
Civil Engineering · Land Surveying
SDVOSB DVBE SBE SLBE CPUC

August 8, 2023
Promo No. 23-0124
VIA: Electronic Delivery

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

RE: Clean Air Trucking and Community E-Hub

Dear Mr. Bautista:

O'Day Consultants, Inc. (O'Day) is a certified Disabled Veterans Business Enterprise (DVBE) and Small Business Enterprise (SBE). O'Day commits to working with SkyCharger and Burns & McDonnell on the development of the *Clean Air Trucking and Community E-Hub* at San Diego Unified Port District by providing surveying services.

O'Day Consultants, Inc., has been providing professional civil engineering and land surveying services in San Diego County and throughout California for over 42 years. We have a long track record of performing our contracts accurately, on-time, and within budget. O'Day's technical professionals offer comprehensive, client-focused professional engineering design, land surveying, and mapping for a variety of projects with multiple task orders. We have a proactive and personalized project management approach. Our hands-on philosophy includes identifying issues early on, resolving these issues as soon as possible, and managing risk. As a result, over 85% of our work involves repeat clients – which is a testimony to our professional service capabilities.

Since 1981, O'Day has successfully worked with local municipalities, state agencies, federal government, private developers, general contractors, architects, and other consulting firms on numerous as-needed contracts for both land surveying and civil engineering services. We have provided these services for capital improvements, public works, industrial, commercial, retail, and large residential projects.

We look forward to working with the E-Hub team and the San Diego Unified Port District on this important project.

Very truly yours,
O'DAY CONSULTANTS, INC.

Patrick N. "Pat" O'Day, JD, RCE
President
pato@odayconsultants.com

O'Day Consultants Inc.
2710 Loker Avenue West, Suite 100
Carlsbad, California 92010-6609

Email: oday@odayconsultants.com
Website: www.odayconsultants.com
Tel: 760.931.7700 Fax: 760.931.8680

Printed on: 11/1/2021 3:51:47 PM

To verify most current certification status go to: https://www.caleprocure.ca.gov

DGS
CALIFORNIA DEPARTMENT OF GENERAL SERVICES

Office of Small Business & DVBE Services

Certification ID: 42651

Legal Business Name:
O'DAY CONSULTANTS INC

Doing Business As (DBA) Name 1:

Doing Business As (DBA) Name 2:

Address:
2710 LOKER AVE WEST STE 100
CARLSBAD
CA 92010-6609

Email Address:
pato@odayconsultants.com

Business Web Page:
www.odayconsultants.com

Business Phone Number:
760/931-7700

Business Fax Number:
760/931-8680

Business Types:
Service

Certification Type	Status	From	To
DVBE	Approved	11/01/2021	10/31/2023
SB(Micro)	Approved	11/01/2021	10/31/2023

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Questions?
Email: OSDSHELP@DGS.CA.GOV
Call OSDS Main Number: 916-375-4940
707 3rd Street, 1-400, West Sacramento, CA 95605

Anita M. Lopez, MPP

Phone [redacted] | Email [redacted] | LinkedIn Profile

August 7, 2023

To: Graham Richartz, Project Manager, SkyCharger LLC

cc: John Freidriech, Momentum ([redacted])

Project Title: Community Engagement for Port of San Diego Zero Emission Truck Stop

Tentative Project Timeline: January 2024 - December 2026

SoyLópez Consulting

Anita López MPP (She/Hers/They/Them) is an ambitious and committed health and climate equity champion whose 30 year career has served communities affected disparate health and economic outcomes. As the founder of SoyLópezConsulting, she offers a diverse tool box collected over 25 years in public health education,civic engagement, program management to build collective action and pathways toward lifelong health and financial prosperity for all. She currently collaborates with Southeast San Diego communities (e.g. of Chollas View, Lincoln Park, Emerald Hills, Barrio Logan) and SouthBay communities (National City, West Chula Vista, San Ysidro) to promote clean mobility and electric vehicle adoption to improve environmental health and economic outcomes in climate impacted communities. As the co-founder of the California Eco-Network, she leads training on the intersections of health and climate resiliency, with a focus on improving economic development and workforce pathways.

Project Background

Momentum, a sustainability centered consulting firm, is preparing a bid response to the Port of San Diego, on behalf of their clients SkyChargers and two additional partners: Burns & McDonnell and Skyview Ventures. This E-Hub project will support the San Diego Unified Port District's Maritime Clean Air Strategy (MCAS) goal of 100% zero-emission trucks calling on the District's marine cargo terminals by 2030, while maximizing economic and environmental benefits for neighboring communities including National City and Barrio Logan. SoyLópez Consulting is proposing to develop and lead community engagement workshops and/or coordinate training opportunities that will bolster the community engagement, job creation, and local hiring preference goals set forth in SkyChargers, et al. bid application. Ms. López is the Central Region's co-chair of the economic development and education work group for San Diego's Live Well initiative. She works collaboratively with multiple organizations across education, community and economic development, and climate sectors and has great command for the meeting the equity needs of "The Ports" neighboring communities. She will provide an outreach & engagement plan that aligns with existing climate and health initiatives that will enhance local health outcomes and advance climate goals; develop, coordinate and deliver workshops that educate on clean energy and potential career opportunities to operational equity at a community benefit of SkyChargers efforts.

Momentum-Skychargers--Community Engagement for Port of San Diego: Zero Emission Truck Stop

Scope of Work & Rates

Service	Timeline	Estimate
Community Outreach ■ Develop a community outreach plan that identifies local initiatives focussed on mitigating environment health impacts. ■ Identify 5-10 promotional partners to participate in community workshops, training, and relevant stakeholder meetings (participation # TBD). ■ Align workshops and trainings to ongoing climate mitigation and resiliency programs & initiatives.	Phase I	$5,000
Community Engagement & Training ■ Develop and facilitate up to (4) Community Workshops: Host workshops with small businesses, residents, community development centers on Zero Emission Vehicles, decarbonization, clean energy, and solar energy battery storage that support adoption of clean energy vehicles. ■ Collaborate with a joint team of community partners (e.g. UCP-CDC, SD Air Pollution Control Board, California Eco-Network, etc.) to promote workforce pathways in clean energy, including Solar Energy, Electrician Apprenticeships, EV charging installation certifications to support local hiring preferences. ■ Provide ongoing updates on climate initiatives that promote a green job economy in climate impacted communities. ■ Maintain ongoing communications with community partners.	Phase I-II	$15,000
Proposal Administration ■ Attend relevant project management meetings, as needed. ■ Maintain ongoing communication with project leads re: outreach and engagement plan progress and successes. ■ Develop relevant materials for engaging local stakeholders, including Port of San Diego, City of San Diego, County of San Diego.	Phase I-II	$5,000
Total Hours		250
Total Estimated Cost (Service Rate @ $100/hour)		**$25,000**

Thank you for your consideration of my proposal. I am available for any questions you may have. My contact information is below.

Sincerely,

Anita M. López, MPP

SoyLópez Consulting | San Diego, Ca
Phone [redacted] | Email [redacted] | LinkedIn Profile

MOMENTUM

August 10, 2023

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

Re: Letter of Commitment – SkyCharger

Dear Mr. Bautista,

Momentum is pleased to support SkyCharger, LLC (SkyCharger) and additional project partners – including Burns & McDonnell – in their application to the San Diego Unified Port District's RFP 23-12MB: Zero Emission Truck Stop, National City . The proposed project will create a state-of-the-art Clean Air Trucking and Community e-Hub that supports the District's Clean Air Strategy Goal of 100% zero-emission trucks by 2030. This project will maximize the economic and environmental benefits for neighboring communities while offering public truck charging.

Momentum is a certified Small Business Enterprise (SBE) with proof of certification. As a certified SBE, Momentum commits to the following work on the project:

Momentum will be responsible for maximizing the public funding opportunities for this project. Momentum guarantees the necessary personnel and resources to fulfill this commitment throughout the Project term.

If you have any questions at all regarding our commitment to the success of this project, please contact me at [redacted] or 916-444-FUND.

Sincerely,

Matt Hart, Chief Executive Officer
Momentum
[redacted]

Printed on: 6/28/2022 12:11:00 PM

To verify most current certification status go to: https://www.caleprocure.ca.gov

DGS
CALIFORNIA DEPARTMENT OF GENERAL SERVICES

Office of Small Business & DVBE Services

Certification ID: 1800769

Legal Business Name:
Build Momentum, Inc.

Doing Business As (DBA) Name 1:
Momentum

Doing Business As (DBA) Name 2:
The Grant Farm

Address:
PO Box 3159
Grass Valley
CA 95945

Email Address:
catherine@buildmomentum.io

Business Web Page:
www.buildmomentum.io

Business Phone Number:
916/444-3863

Business Fax Number:

Business Types:
Service

Certification Type	Status	From	To
SB(Micro)	Approved	06/28/2022	06/30/2024
SB-PW	Approved	06/28/2022	06/30/2024

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Questions?
Email: OSDSHELP@DGS.CA.GOV
Call OSDS Main Number: 916-375-4940
707 3rd Street, 1-400, West Sacramento, CA 95605

U|V
Energy Infrastructure Consultants

SEPIA Energy, Inc.
A Professional Construction Group

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

Dear Mr. Bautista,

I am writing on behalf of Ursus Victor, LLC, a veteran and minority owned business (I own 100% of the company) which manages various electrical projects in multiple disciplines such as Solar Photovoltaics, Electric Vehicle Supply Equipment, and Energy Infrastructure. Also, on behalf of SEPIA Energy, a minority owned business & Licensed California (C-10) Electrical Contractor, of which I am the CEO and majority shareholder. SEPIA has strong experience building & managing electrical infrastructure projects. We look forward to participating in the bidding process with Burns & McDonnell for the development of the E-Hub. We commit to working with Skycharger and Burns & McDonnell on development of the *Clean Air Trucking and Community E-Hub* at the San Diego Unified Port District. The ambitious E-Hub project will support the District's Maritime Clean Air Strategy goal of 100% zero-emission trucks calling on the district's marine cargo terminals by 2030.

To support the E-Hub project and its partners, Ursus Victor/SEPIA Energy commits to the following:

We plan to support this project by participating in the bidding of project management and electrical contracting and hope to bring our strong expertise in electrical infrastructure and system maintenance to this E-Hub.

Sincerely,

Art Ealba

President & CEO

1343 N. Grand Avenue, Suite, 210, Covina, CA 91724

[redacted]

[redacted]