

UNION COUNTY RENEWABLE ENERGY PROGRAM,

SERIES 2010

REQUEST FOR PROPOSALS

**For a Developer of Photovoltaic Systems with respect to certain Local Government
Facilities in the County of Union, New Jersey**

dated August 31, 2010 (the “Original RFP”)

ADDENDUM No. 2

Issued on October 1, 2010

This constitutes Addendum No.2 dated October 1, 2010 (“Addendum No. 2”), to the above referenced Original RFP issued by the Union County Improvement Authority on August 31, 2010 (collectively the “RFP”). This Addendum No. 2 shall be posted on the Union County Improvement Authority’s website at <http://www.ucianj.org/>, and notice of same shall be published in the *Courier News* and *the Star Ledger*, and emailed to all Respondent Contact Persons. Capitalized terms not defined in this Addendum No. 2 shall be as defined in the Original RFP.

The following changes are made:

- (a) ***PROPOSAL SUBMISSION DATE*** – *The date for submission of proposals by Respondents has been EXTENDED by fifteen days to November 3, 2010 at 1:00 pm. The location for submission and all other submission requirements remain unchanged. Interviews of Respondents has been tentatively scheduled for November 11, 2010.*
- (b) *As a result of the extended proposal submission date the remainder of the schedule set forth in Exhibit 3 of the Original RFP has been revised. A revised Exhibit 3 is attached hereto.*
- (c) *Sections 1.1(b), 3.3(b), Appendix B-1, Appendix C-1 and Appendix D (Forms A-1(CF) and A-1(AF) of the Original RFP are modified by the following:*
- (i) *Section 1.1(c) –*
- *Total estimated system size has been decreased from 3.553 MW to 3.434;*
 - *City of Plainfield – City Hall Annex – 20.79 kW has been REMOVED from the Original RFP*

(d) *Appendix E of the Original RFP has been revised to more accurately reflect the debt service schedule anticipated by the Authority. A revised Appendix E is attached hereto.*

EXHIBIT 3

PROPOSED SCHEDULE FOR SERIES 2010 PROGRAM

1. Authority Board Meeting regarding adoption of resolution authorizing issuance of RFP to obtain a Successful Respondent (action taken).....July 7, 2010
2. Issue RFP for Solar Provider and post Notice of RFP (action taken)..... August 31, 2010
3. Post Draft Program Documents, including PPA on UCIA website September 2, 2010
4. Pre-Proposal Submission Meeting (Please see Section 3.2 of this RFP)September 8, 2010
5. Local Unit Facilities visits (see Q&A No.1 for additional site visit instructions)
6. Written Questions from Respondents Due Ongoing until bid award
7. Authority Responses to Respondent Questions are posted..... Intermittent until bid award
8. ***Respondent Proposals Due******November 3, 2010***
9. Authority to hold a special meeting to discuss proposalsNovember 9, 2010
11. Authority reserved date for interviews with all Respondent candidates.....November 11, 2010
12. Authority consults with Local Units on prices quoted and proposed Successful Respondent.....November 16, 2010
13. Authority Completes Competitive Contracting Report and publish on Authority web-siteby November 18, 2010
14. Clarify all final terms of agreements with Successful Respondent, Local Units to have approved License Agreementby November 22, 2010
15. Authority special meeting to award Successful Respondent and authorize final forms of Program Documents December 2, 2010
16. Execution of Project Documents by all parties..... December 9, 2010

Additional Steps for Authority Financing Option

17. County to introduce Guaranty OrdinanceOctober 14, 2010
18. Authority to submit Local Finance Board Application.....October 20, 2010
19. Local Finance Board HearingNovember 20, 2010
20. County to adopt Guaranty Ordinance and Section 56 Resolution
for Company Pledge and Security Agreement.....November 23, 2010
21. County to Publish Notice of Adoption of Guaranty Ordinance and
Section 56 Resolution for Company Pledge and Security Agreement .November 30, 2010
22. Authority to Adopt Bond Resolution, if necessary December 2, 2010
23. Company executes Company Financing Documents December 9, 2010
24. Mail Preliminary Official Statement for Series 2010 Bonds January 10, 2011
25. Sell Series 2010 Bonds; Execute BPA; Mail final OS January 25, 2011
26. Pre-Close Series 2010 Bonds..... February 16, 2011
27. Close Series 2010 Bonds February 17, 2011
28. ***Capital Improvement Projects Installation and Renewable Energy
Projects Installation (RFP Appendix C, Sections 1.6, 6.2.7(C)) by February 16, 2012***

APPENDIX E-2

ESTIMATED LEASE PAYMENT SCHEDULE

Union County Improvement Authority
Renewable Energy Program
Anticipated Bond Amortization
Rates Based on Market Conditions 09/30/10

Bond Payment				
Date	Bond Principal	Bond Rate	Bond Interest	Total Debt Service
11/1/2010				
5/15/2011			308,235.28	308,235.28
11/15/2011			285,991.50	285,991.50
5/15/2012	1,110,000	1.38%	285,991.50	1,395,991.50
11/15/2012			278,332.50	278,332.50
5/15/2013	1,110,000	1.48%	278,332.50	1,388,332.50
11/15/2013			270,118.50	270,118.50
5/15/2014	1,110,000	2.14%	270,118.50	1,380,118.50
11/15/2014			258,241.50	258,241.50
5/15/2015	1,110,000	2.47%	258,241.50	1,368,241.50
11/15/2015			244,533.00	244,533.00
5/15/2016	1,110,000	2.82%	244,533.00	1,354,533.00
11/15/2016			228,882.00	228,882.00
5/15/2017	1,110,000	3.16%	228,882.00	1,338,882.00
11/15/2017			211,344.00	211,344.00
5/15/2018	1,110,000	3.56%	211,344.00	1,321,344.00
11/15/2018			191,586.00	191,586.00
5/15/2019	1,110,000	3.79%	191,586.00	1,301,586.00
11/15/2019			170,551.50	170,551.50
5/15/2020	1,110,000	3.94%	170,551.50	1,280,551.50
11/15/2020			148,684.50	148,684.50
5/15/2021	1,110,000	4.09%	148,684.50	1,258,684.50
11/15/2021			125,985.00	125,985.00
5/15/2022	1,110,000	4.24%	125,985.00	1,235,985.00
11/15/2022			102,453.00	102,453.00
5/15/2023	1,110,000	4.39%	102,453.00	1,212,453.00
11/15/2023			78,088.50	78,088.50
5/15/2024	1,110,000	4.54%	78,088.50	1,188,088.50
11/15/2024			52,891.50	52,891.50
5/15/2025	1,110,000	4.69%	52,891.50	1,162,891.50
11/15/2025			26,862.00	26,862.00
5/15/2026	1,110,000	4.84%	26,862.00	1,136,862.00
11/15/2026			-	-
	16,650,000		5,657,325.28	22,307,325.28

Yield 3.92%

Union County Improvement Authority
Renewable Energy Program
Anticipated Company Lease Payments
Rates Based on Market Conditions 09/30/10

	Basic Lease		Total Basic Lease	Additional Lease	Total
	Payment Date	Principal Portion	Interest Portion	Payment	Payment
0	11/1/2010				
1	12/1/2010		51,372.55	51,372.55	416.67
2	1/1/2011		51,372.55	51,372.55	416.67
3	2/1/2011		51,372.55	51,372.55	416.67
4	3/1/2011		51,372.55	51,372.55	416.67
5	4/1/2011		51,372.55	51,372.55	416.67
6	5/1/2011		51,372.55	51,372.55	416.67
1	6/1/2011	92,500.00	47,665.25	140,165.25	416.67
2	7/1/2011	92,500.00	47,665.25	140,165.25	416.67
3	8/1/2011	92,500.00	47,665.25	140,165.25	416.67
4	9/1/2011	92,500.00	47,665.25	140,165.25	416.67
5	10/1/2011	92,500.00	47,665.25	140,165.25	416.67
6	11/1/2011	92,500.00	47,665.25	140,165.25	416.67
7	12/1/2011	92,500.00	47,665.25	140,165.25	416.67
8	1/1/2012	92,500.00	47,665.25	140,165.25	416.67
9	2/1/2012	92,500.00	47,665.25	140,165.25	416.67
10	3/1/2012	92,500.00	47,665.25	140,165.25	416.67
11	4/1/2012	92,500.00	47,665.25	140,165.25	416.67
12	5/1/2012	92,500.00	47,665.25	140,165.25	416.67
13	6/1/2012	92,500.00	46,388.75	138,888.75	416.67
14	7/1/2012	92,500.00	46,388.75	138,888.75	416.67
15	8/1/2012	92,500.00	46,388.75	138,888.75	416.67
16	9/1/2012	92,500.00	46,388.75	138,888.75	416.67
17	10/1/2012	92,500.00	46,388.75	138,888.75	416.67
18	11/1/2012	92,500.00	46,388.75	138,888.75	416.67
19	12/1/2012	92,500.00	46,388.75	138,888.75	416.67
20	1/1/2013	92,500.00	46,388.75	138,888.75	416.67
21	2/1/2013	92,500.00	46,388.75	138,888.75	416.67
22	3/1/2013	92,500.00	46,388.75	138,888.75	416.67
23	4/1/2013	92,500.00	46,388.75	138,888.75	416.67
24	5/1/2013	92,500.00	46,388.75	138,888.75	416.67
25	6/1/2013	92,500.00	45,019.75	137,519.75	416.67
26	7/1/2013	92,500.00	45,019.75	137,519.75	416.67
27	8/1/2013	92,500.00	45,019.75	137,519.75	416.67
28	9/1/2013	92,500.00	45,019.75	137,519.75	416.67
29	10/1/2013	92,500.00	45,019.75	137,519.75	416.67
30	11/1/2013	92,500.00	45,019.75	137,519.75	416.67
31	12/1/2013	92,500.00	45,019.75	137,519.75	416.67
32	1/1/2014	92,500.00	45,019.75	137,519.75	416.67
33	2/1/2014	92,500.00	45,019.75	137,519.75	416.67
34	3/1/2014	92,500.00	45,019.75	137,519.75	416.67
35	4/1/2014	92,500.00	45,019.75	137,519.75	416.67
36	5/1/2014	92,500.00	45,019.75	137,519.75	416.67
37	6/1/2014	92,500.00	43,040.25	135,540.25	416.67

Union County Improvement Authority
Renewable Energy Program
Anticipated Company Lease Payments
Rates Based on Market Conditions 09/30/10

	Basic Lease			Total Basic Lease	Additional Lease	Total
	Payment Date	Principal Portion	Interest Portion	Payment	Payment	
38	7/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
39	8/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
40	9/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
41	10/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
42	11/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
43	12/1/2014	92,500.00	43,040.25	135,540.25	416.67	135,956.92
44	1/1/2015	92,500.00	43,040.25	135,540.25	416.67	135,956.92
45	2/1/2015	92,500.00	43,040.25	135,540.25	416.67	135,956.92
46	3/1/2015	92,500.00	43,040.25	135,540.25	416.67	135,956.92
47	4/1/2015	92,500.00	43,040.25	135,540.25	416.67	135,956.92
48	5/1/2015	92,500.00	43,040.25	135,540.25	416.67	135,956.92
49	6/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
50	7/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
51	8/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
52	9/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
53	10/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
54	11/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
55	12/1/2015	92,500.00	40,755.50	133,255.50	416.67	133,672.17
56	1/1/2016	92,500.00	40,755.50	133,255.50	416.67	133,672.17
57	2/1/2016	92,500.00	40,755.50	133,255.50	416.67	133,672.17
58	3/1/2016	92,500.00	40,755.50	133,255.50	416.67	133,672.17
59	4/1/2016	92,500.00	40,755.50	133,255.50	416.67	133,672.17
60	5/1/2016	92,500.00	40,755.50	133,255.50	416.67	133,672.17
61	6/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
62	7/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
63	8/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
64	9/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
65	10/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
66	11/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
67	12/1/2016	92,500.00	38,147.00	130,647.00	416.67	131,063.67
68	1/1/2017	92,500.00	38,147.00	130,647.00	416.67	131,063.67
69	2/1/2017	92,500.00	38,147.00	130,647.00	416.67	131,063.67
70	3/1/2017	92,500.00	38,147.00	130,647.00	416.67	131,063.67
71	4/1/2017	92,500.00	38,147.00	130,647.00	416.67	131,063.67
72	5/1/2017	92,500.00	38,147.00	130,647.00	416.67	131,063.67
73	6/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
74	7/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
75	8/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
76	9/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
77	10/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
78	11/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
79	12/1/2017	92,500.00	35,224.00	127,724.00	416.67	128,140.67
80	1/1/2018	92,500.00	35,224.00	127,724.00	416.67	128,140.67
81	2/1/2018	92,500.00	35,224.00	127,724.00	416.67	128,140.67

Union County Improvement Authority
Renewable Energy Program
Anticipated Company Lease Payments
Rates Based on Market Conditions 09/30/10

	Basic Lease			Total Basic Lease	Additional Lease	Total
	Payment Date	Principal Portion	Interest Portion	Payment	Payment	
82	3/1/2018	92,500.00	35,224.00	127,724.00	416.67	128,140.67
83	4/1/2018	92,500.00	35,224.00	127,724.00	416.67	128,140.67
84	5/1/2018	92,500.00	35,224.00	127,724.00	416.67	128,140.67
85	6/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
86	7/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
87	8/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
88	9/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
89	10/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
90	11/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
91	12/1/2018	92,500.00	31,931.00	124,431.00	416.67	124,847.67
92	1/1/2019	92,500.00	31,931.00	124,431.00	416.67	124,847.67
93	2/1/2019	92,500.00	31,931.00	124,431.00	416.67	124,847.67
94	3/1/2019	92,500.00	31,931.00	124,431.00	416.67	124,847.67
95	4/1/2019	92,500.00	31,931.00	124,431.00	416.67	124,847.67
96	5/1/2019	92,500.00	31,931.00	124,431.00	416.67	124,847.67
97	6/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
98	7/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
99	8/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
100	9/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
101	10/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
102	11/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
103	12/1/2019	92,500.00	28,425.25	120,925.25	416.67	121,341.92
104	1/1/2020	92,500.00	28,425.25	120,925.25	416.67	121,341.92
105	2/1/2020	92,500.00	28,425.25	120,925.25	416.67	121,341.92
106	3/1/2020	92,500.00	28,425.25	120,925.25	416.67	121,341.92
107	4/1/2020	92,500.00	28,425.25	120,925.25	416.67	121,341.92
108	5/1/2020	92,500.00	28,425.25	120,925.25	416.67	121,341.92
109	6/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
110	7/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
111	8/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
112	9/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
113	10/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
114	11/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
115	12/1/2020	92,500.00	24,780.75	117,280.75	416.67	117,697.42
116	1/1/2021	92,500.00	24,780.75	117,280.75	416.67	117,697.42
117	2/1/2021	92,500.00	24,780.75	117,280.75	416.67	117,697.42
118	3/1/2021	92,500.00	24,780.75	117,280.75	416.67	117,697.42
119	4/1/2021	92,500.00	24,780.75	117,280.75	416.67	117,697.42
120	5/1/2021	92,500.00	24,780.75	117,280.75	416.67	117,697.42
121	6/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
122	7/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
123	8/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
124	9/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
125	10/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17

Union County Improvement Authority
Renewable Energy Program
Anticipated Company Lease Payments
Rates Based on Market Conditions 09/30/10

	Basic Lease			Total Basic Lease	Additional Lease	Total
	Payment Date	Principal Portion	Interest Portion	Payment	Payment	
126	11/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
127	12/1/2021	92,500.00	20,997.50	113,497.50	416.67	113,914.17
128	1/1/2022	92,500.00	20,997.50	113,497.50	416.67	113,914.17
129	2/1/2022	92,500.00	20,997.50	113,497.50	416.67	113,914.17
130	3/1/2022	92,500.00	20,997.50	113,497.50	416.67	113,914.17
131	4/1/2022	92,500.00	20,997.50	113,497.50	416.67	113,914.17
132	5/1/2022	92,500.00	20,997.50	113,497.50	416.67	113,914.17
133	6/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
134	7/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
135	8/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
136	9/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
137	10/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
138	11/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
139	12/1/2022	92,500.00	17,075.50	109,575.50	416.67	109,992.17
140	1/1/2023	92,500.00	17,075.50	109,575.50	416.67	109,992.17
141	2/1/2023	92,500.00	17,075.50	109,575.50	416.67	109,992.17
142	3/1/2023	92,500.00	17,075.50	109,575.50	416.67	109,992.17
143	4/1/2023	92,500.00	17,075.50	109,575.50	416.67	109,992.17
144	5/1/2023	92,500.00	17,075.50	109,575.50	416.67	109,992.17
145	6/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
146	7/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
147	8/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
148	9/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
149	10/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
150	11/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
151	12/1/2023	92,500.00	13,014.75	105,514.75	416.67	105,931.42
152	1/1/2024	92,500.00	13,014.75	105,514.75	416.67	105,931.42
153	2/1/2024	92,500.00	13,014.75	105,514.75	416.67	105,931.42
154	3/1/2024	92,500.00	13,014.75	105,514.75	416.67	105,931.42
155	4/1/2024	92,500.00	13,014.75	105,514.75	416.67	105,931.42
156	5/1/2024	92,500.00	13,014.75	105,514.75	416.67	105,931.42
157	6/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
158	7/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
159	8/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
160	9/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
161	10/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
162	11/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
163	12/1/2024	92,500.00	8,815.25	101,315.25	416.67	101,731.92
164	1/1/2025	92,500.00	8,815.25	101,315.25	416.67	101,731.92
165	2/1/2025	92,500.00	8,815.25	101,315.25	416.67	101,731.92
166	3/1/2025	92,500.00	8,815.25	101,315.25	416.67	101,731.92
167	4/1/2025	92,500.00	8,815.25	101,315.25	416.67	101,731.92
168	5/1/2025	92,500.00	8,815.25	101,315.25	416.67	101,731.92
169	6/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67

Union County Improvement Authority
Renewable Energy Program
Anticipated Company Lease Payments
Rates Based on Market Conditions 09/30/10

	Basic Lease			Total Basic Lease	Additional Lease	
	Payment Date	Principal Portion	Interest Portion	Payment	Payment	Total
170	7/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
171	8/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
172	9/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
173	10/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
174	11/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
175	12/1/2025	92,500.00	4,477.00	96,977.00	416.67	97,393.67
176	1/1/2026	92,500.00	4,477.00	96,977.00	416.67	97,393.67
177	2/1/2026	92,500.00	4,477.00	96,977.00	416.67	97,393.67
178	3/1/2026	92,500.00	4,477.00	96,977.00	416.67	97,393.67
179	4/1/2026	92,500.00	4,477.00	96,977.00	416.67	97,393.67
180	5/1/2026	92,500.00	4,477.00	96,977.00	416.67	97,393.67
		16,650,000.00	5,657,325.28	22,307,325.28	77,500.00	22,384,825.28

This Addendum No. 2 is issued by order of Charlotte DeFilippo, Executive Director of the Union County Improvement Authority.