



**Amendment to  
Solar Services Agreement**

<b>Purchaser:</b>		<b>Seller:</b>	
Name and Address	<b>City of Tempe</b> 20 East 6 <sup>th</sup> Street, Tempe AZ 85281 <b>J.G. Martinez WTP</b> 255 E Marigold Ln, Tempe, AZ 85281 Attn: Michael Greene	Name and Address	<b>SolarCity Corporation</b> 3055 Clearview Way San Mateo, CA 94402 Attention: Contracts
Phone	(480) 350-8516	Phone	(650) 638-1028
Fax	(480) 858-7701	Fax	(650) 560-6460
E-mail	Michael_greene@tempe.gov	E-mail	Contracts@solarcity.com
Purchaser (check one)	<input checked="" type="checkbox"/> owns the Facility <input type="checkbox"/> leases the Facility		

The Solar Services Agreement dated September 11, 2015, (the "Agreement") between SolarCity Corporation (the "Seller") and City of Tempe (the "Purchaser") for J.G. Martinez WTP is hereby amended, effective when executed by the Parties below, as follows:

1. **Exhibit 1, Finance Attachment** is replaced in its entirety with the attached **Exhibit 1, Finance Attachment**; and
2. **Exhibit 2, System Description** is replaced in its entirety with the attached **Exhibit 2, System Description**.

If a conflict or inconsistency arises between the provisions of this Amendment and the Agreement, the provisions of this Amendment shall prevail.

**City of Tempe**

**SolarCity Corporation**

Signature: \_\_\_\_\_

Signature: Bryan D Ellis

Printed Name: \_\_\_\_\_

Printed Name: Bryan D Ellis

Title: \_\_\_\_\_

Title: SVP, Finance & Analysis

Date: \_\_\_\_\_

Date: 07/27/2016  
22313 - TAF

**Exhibit 1**  
**Finance Attachment**

1. **Term:** Twenty (20) years, beginning on the Commercial Operation Date.
2. **Additional Terms:** Up to two (2) Additional Terms of five (5) years each.
3. **Environmental Incentives and Environment Attributes.** Notwithstanding anything to the contrary in the Solar Services Agreement (including, without limitation, Section 5, 6(a), and 16(a) of the General Terms and Conditions), the Environmental Incentives and Environment Attributes (but not the Tax Credits) accrue to Purchaser. Purchaser has, in turn, assigned payments of the Environmental Incentives to Seller.
4. **Contract Price:**

YEAR	CONTRACT PRICE PER KWH
1	\$0.0550
2	\$0.0550
3	\$0.0550
4	\$0.0550
5	\$0.0550
6	\$0.0550
7	\$0.0550
8	\$0.0550
9	\$0.0550
10	\$0.0550
11	\$0.0550
12	\$0.0550
13	\$0.0550
14	\$0.0550
15	\$0.0550
16	\$0.0550
17	\$0.0550
18	\$0.0550
19	\$0.0550
20	\$0.0550

5. **Condition Satisfaction Date:** 180 days after the Effective Date
6. **Anticipated Commercial Operation Date:** 270 days after the Effective Date
7. **Outside Commercial Operation Date:** October 31, 2017
8. **Purchase Option Price:**

End of Contract Year	Purchase Price*:
6	\$1,830,830
10	\$1,706,191
20	Fair Market Value

\*Higher of Fair Market Value of System or amount specified

**9. Termination Value:**

<b>Contract Year</b>	<b>Termination Value</b>
1	\$3,899,002
2	\$3,348,643
3	\$2,614,790
4	\$2,041,337
5	\$1,563,410
6	\$1,076,444
7	\$949,117
8	\$897,924
9	\$844,663
10	\$789,231
11	\$731,515
12	\$671,400
13	\$608,762
14	\$543,473
15	\$475,399
16	\$404,397
17	\$330,318
18	\$253,008
19	\$172,301
20	\$88,025

**10. Rebate Variance:** All prices in this Agreement are calculated based on an SRP rebate of \$0.00/kW and is subject to City of Tempe approval no later than 30 days after SRP incentive award. If the City of Tempe takes no action prior to the end of such 30 day period, the City of Tempe will be deemed to have approved all pricing in this Agreement. If the actual rebate is lower than calculated, prices will be adjusted pro-rata to reflect the actual rebate received, provided, however, that Purchaser shall have the right to terminate this Agreement if it does not accept the pro-rata adjustment.

Exhibit 2

**System Description**

1. **System Location:** 255 E. Marigold Ln. Tempe, AZ 82581
2. **System Size (DC kW):** 1,196.37 kW
3. **Expected First Year Energy Production (kWh):** 1,848,391.65 kWh
4. **Scope:** Project for J.G. Martinez WTP
5. **Expected Module(s):**

QUANTITY	MAKE	MODEL	STC WATTS	PTC WATTS
3,798	Canadian Solar	CS6X-315P	315 W	289.7 W

6. **Expected Inverter(s):**

QUANTITY	MAKE	MODEL	RATED POWER	EFFICIENCY
38	Fronius	Symo 24.0-3 480	24 kW	98.0 %

7. **Expected Structure:** Rooftop