

AGREEMENT BETWEEN THE  
**KENTUCKY EDUCATIONAL DEVELOPMENT CORPORATION**  
AND  
**AMERESCO, INC.**

This agreement is made and entered into the 18th day of September, 2018, by and between the Kentucky Educational Development Corporation (KEDC), 904 Rose Road, Ashland, KY 41102-7104, and Ameresco, Inc., 9300 Shelbyville Road, Suite 1025, Louisville, KY 40222. KEDC is an educational cooperative organized under the Interlocal Cooperation Act and providing various services to its member school districts. KEDC is also acting as fiscal agent for all KPC members including the following similarly organized Kentucky educational cooperatives that offer bidding services:

- Central Kentucky Educational Cooperative (CKEC)
- Green River Regional Educational Cooperative (GRREC)
- Northern Kentucky Cooperative for Educational Services (NKCES)
- Ohio Valley Educational Cooperative (OVEC)
- Southeast/South-Central Educational Cooperative (SESC)
- West Kentucky Educational Cooperative (WKEC)

This agreement commences on September 18, 2018 and will expire on September 20, 2020, with KEDC reserving the right for two-year extensions as permitted by Kentucky Model Procurement Code (KRS Chapter 45A). This agreement incorporates the Guaranteed Energy Savings Performance Contract RFP Terms and Conditions and Ameresco Inc.'s Response by reference. Upon the signature of an authorized officer of KEDC and an authorized representative of the above named company or corporation, this agreement is hereby executed.

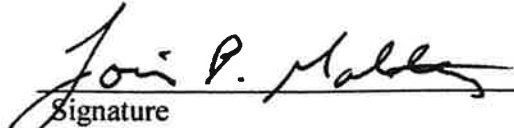
**KENTUCKY EDUCATIONAL DEVELOPMENT CORPORATION**

\_\_\_\_\_  
KEDC Chief Executive Officer Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Nancy L. Hutchinson  
Printed Name

**AMERESCO, INC.**

\_\_\_\_\_  
  
Signature

\_\_\_\_\_  
SEPTEMBER 19, 2018

\_\_\_\_\_  
Date

\_\_\_\_\_  
LOUIS P. MALTEZOS  
Printed Name

\_\_\_\_\_  
EXECUTIVE VICE PRESIDENT  
Title