

AGREEMENT BETWEEN THE  
**KENTUCKY EDUCATIONAL DEVELOPMENT CORPORATION**  
AND  
**ENERGY OPTIMIZERS, USA, LLC**

This agreement is made and entered into the 5<sup>th</sup> day of May, 2021, by and between the Kentucky Educational Development Corporation (KEDC), 904 Rose Road, Ashland, KY 41102-7104, and Energy Optimizers, USA, LLC, 7950 South County Road 25A, Tipp City, OH 45371. 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)

The original agreement commenced on September 18, 2018 with an expiration date of September 20, 2020, with KEDC reserving the right for two-year extensions as permitted by Kentucky Model Procurement Code (KRS Chapter 45A). This agreement represents the 1<sup>st</sup> extension for an additional term of two (2) years from October 1, 2020 to September 30, 2022. This agreement incorporates the Guaranteed Energy Savings Performance Contract RFP Terms and Conditions and Energy Optimizers, USA, LLC Response by reference as well as the following.

1. Byrd Anti-Lobbying Amendment (31 U.S.C. 1352): Energy Optimizers certifies, to the best of their knowledge and belief, that:
  - a. No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
  - b. If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.
  - c. The respondent shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. The Contractor will comply with the Byrd Anti-Lobbying Amendment (31 U.S.C. 1352) and the New Restrictions on Lobbying and has signed and attached to this agreement the Certificate Regarding Lobbying and, if applicable, the Disclosure of Lobbying Activities (Forms SF-LLL) and annually will sign and submit a certificate, if applicable, Form SF-LLL to KEDC.

2. Procurement of Recovered Materials (2 C.F.R. § 200.322). Energy Optimizers and all subcontractors must comply with section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act.

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

5/11/21  
Date

Nancy L. Hutchinson  
Printed Name

**ENERGY OPTIMIZERS, USA, LLC**

  
Signature

5/7/2021  
Date

Belinda Kenley  
Printed Name

Vice President  
Title