

FORM

TECHNICAL CERTIFICATE OF COMPLETION

Date: _____, 20____
(month) (day) (year)

To: The Borrower and Lender referenced in Table 1 below; the New York City Energy Efficiency Corporation (in its capacity as Administrator and in its capacity as Paying Agent); and the City of New York.

Re: Review of Completed C-PACE Project.

<i>Table 1</i>			
“Certifier”	<small>(full legal name of Certifier)</small>	“Lender”	<small>(full legal name of Lender)</small>
“Building”	<small>(insert address)</small>	“Borrower”	<small>(full legal name of Building owner/ Borrower)</small>

Certifier certified/qualified by: _____
(name of NYSERDA-approved “commercial PACE Certifier”)

Name of firm that prepared energy audit report and/or feasibility study: _____
(name original firm)

Date of energy audit report or feasibility study: _____
(insert month, day and year)

Date of original “Technical Certification”: _____
(insert month, day and year of original certificate)

This Technical Certificate of Completion (this “**Certificate**”) is being issued by Certifier pursuant to Section 6 of the NYC Accelerator, PACE Financing: Program Guidelines (Rev. [] [], 2-[], version [2.2])¹ (the “**Guidelines**”) in connection with the Actual Project (defined below) undertaken under the City of New York’s “*NYC Accelerator: PACE Financing*” program (the “**Program**”). The term “**Actual Project**” means the Borrower’s energy efficiency and/or renewable energy project, financed with the proceeds of the Loan from Lender, that was actually constructed and/or otherwise undertaken in the Building. Except as otherwise indicated herein, capitalized terms used and not defined herein have the meanings given in the Guidelines.

Certifier acknowledges that the City of New York (the “**City**”) and the New York City Energy Efficiency Corporation, in its capacity as Program administrator (the “**Administrator**”) and in its

¹ Note to form: insert the date and version number of the current version of the Guidelines in effect at the time the loan closed.

capacity as Program paying agent (“**Paying Agent**”) will be relying on this Certificate.

This Certificate is being delivered in connection with the completion of the Actual Project and Certifier’s certifications contained herein represent its professional opinion based on Certifier’s review of the Actual Project and related documentation provided by or on behalf of the Borrower. Certifier HEREBY CERTIFIES to Borrower, Lender, the City, Administrator, and Paying Agent, that the certifications provided herein are true, correct and complete and represent Certifier’s opinion as of the date first set forth above.

Certifier ALSO HEREBY CERTIFIES to Borrower, Lender, the City, Administrator, and Paying Agent, that it has discussed all matters believed pertinent to this Certificate with the Borrower and any other third party deemed appropriate, and has made such inspections, site visits, reviews, examinations and investigations as Certifier believes were reasonably necessary to establish the accuracy of the matters covered in this Certificate. On the basis of the foregoing and on the understanding and belief that Certifier has been provided true, correct and complete information from the Borrower and such other parties as to the matters covered by this Certificate, Certifier HEREBY FURTHER CERTIFIES to Borrower, Lender, the City, Administrator and Paying Agent, in its professional opinion, as of the date hereof, as follows:

1. The information in Table 1 above is true and correct.
2. Certifier has received all information and documentation it has requested relating to the Actual Project and it has no reason to believe that any of such information or documentation is untrue, incorrect or incomplete in any material respect.
3. Certifier is a Certified Energy Audit Contractor and/or a Feasibility Study Contractor (as each such term is defined in the Guidelines) in good standing, and Certifier was qualified for such status by the “commercial PACE Certifier” indicated in Table 1 above.
4. The undersigned representative of Certifier has reviewed and understands the Guidelines; NYSERDA’s document entitled [“Municipal Sustainable Energy Loan Program – Commercial Property Assessed Clean Energy (PACE) Guidance Document” (dated [September 20, 2020])² (the “**NYSERDA Guidance**”); Administrator’s document entitled [“C-PACE Technical Guidance Supplement” dated [September 23, 2022] (version [1.0])] (the “**Technical Guidance Supplement**”)³ and all other applicable Program rules and requirements.
5. In connection with issuing this Certificate, the Certifier has applied the Standard of Care. “**Standard of Care**” means that a given review, analysis, or other action or item of work was done in a manner consistent with the Guidelines, the NYSERDA Guidance and all other applicable Program rules and requirements; in a professional manner using sound energy audit and/or feasibility study principles and procedures; and in accordance with the standards of care practiced by leading engineering firms performing similar tasks on like projects.
6. In reference to (a) the energy audit of the Building performed by the firm referenced in Table 1 above in connection with the project (the “**Audit**”) and/or the feasibility study of the project

² NOTE TO FORM: confirm this references the version of the NYSERDA Guidance in effect at the time the loan closed.

³ NOTE TO FORM: confirm this references the version of the NYCEEC technical guidance supplement in effect at the time the loan closed.

performed by such firm (the “**Feasibility Study**”); and (b) the Audit report and/or the report on the Feasibility Study with the date(s) indicated in Table 1 above, in either case as prepared by such firm; Certifier has reviewed such report(s) (and all amendments, revisions or replacements or supplements thereto (if any)) and has confirmed that, except as described in Part A of Schedule 1 attached hereto, each of the Energy Efficiency Improvements contemplated in such Audit report and each of the Renewable Energy Systems contemplated in the Feasibility Study have been installed, undertaken or otherwise implemented in the Building and that the Actual Project includes all such Energy Efficiency Improvements and/or such Renewable Energy Systems (as the case may be).

7. The Certifier has reviewed the original Technical Certification, with the date indicated in Table 1 above, as delivered to Administrator, Paying Agent and the City in connection with the Borrower’s project and has reviewed the original Technical Certification Workbook referred to in such Technical Certification (the “**Original Workbook**”). Based on such review, except as described in Part B of Schedule 1 attached hereto, each of the “Construction Scope Measures” described in the Original Workbook have been installed, undertaken or otherwise implemented in the Building as part of the Actual Project.

8. With respect to the projected energy and cost savings described in the Original Workbook, to the best of the Certifier’s knowledge and belief based on its review of the Actual Project (including all information and documentation it has evaluated relating to the Actual Project), and based on the assumption that all baseline data concerning the Building (as described in the Original Workbook) continues to be true and accurate, except as described in Part C of Schedule 1 attached hereto, such projected savings figures continue to represent reasonable estimates of the energy and cost savings that should result from the completion of the Actual Project.

9. I understand that Borrower, Lender, Administrator, Paying Agent and the City are each relying on the certifications I am making in this Certificate.

10. I am a duly authorized representative of the Certifier, authorized to execute and deliver this Certificate for and on behalf of the Certifier.

IN WITNESS THEREOF, the undersigned has executed this Certificate as of the date first set forth above.

(full legal name of Certifier)

By: _____
Name:
Title:
Email:
Tel:

Schedule 1
to Technical Certificate of Completion

EXCEPTIONS TO CERTIFICATIONS

Part A	<i>Exceptions Regarding Energy Efficiency Improvements Actually Completed.</i>
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Part B	<i>Exceptions Regarding Measures Described in Original Workbook.</i>
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Part C	<i>Exceptions Regarding Projected Energy and Cost Savings.</i>
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