

**AMENDMENT NO. 1 FOR ENERGY SERVICES AGREEMENT – SOLAR
FRESNO YOSEMITE INTERNATIONAL AIRPORT**

Date: May ____, 2026

Reference: Reference is hereby made to the following agreement (Agreement):

Energy Services Agreement – Solar (Fresno Yosemite International Airport), dated August 1, 2021, between FFP BTM Solar, LLC (Provider) and City of Fresno (Purchaser).

Premises: 5175 E. Clinton Way, Fresno, CA 93727; APN: 494-071-78T

Purchaser: City of Fresno, a California Municipal Corporation

Provider: FFP BTM Solar, LLC, a Delaware limited liability company

Definitions: Capitalized terms not otherwise defined herein shall have the meaning ascribed to such term in the Solar Agreement.

Background: On August 1, 2021, the Parties entered into an Energy Services Agreement - Solar, Fresno Yosemite International Airport, for the installation and operation of a solar photovoltaic system at the Premises for the purpose of providing Energy Services (Agreement).

Council authorized the Director of Aviation, or designee, to approve any changes to the Power Purchase Agreement rates and energy storage system size, up to the maximum amount authorized in the Agreement, as well as to execute any subsequent documents, instruments, estoppel and acknowledgement certificates, etc. related to Provider’s financing of the solar and energy storage systems.

Since execution of the Agreement, the Project schedule has been impacted by interconnection and related utility coordination activities, including required

system upgrades and associated timing considerations. As contemplated under the Agreement, certain development and construction milestones are subject to adjustment due to factors outside of Provider's reasonable control.

**Solar System Size/
Estimated Annual
Production/Early
Termination Fee:**

Pursuant to Schedule 1 and Schedule 4 of the Agreement, the Solar System Size set forth in Schedule 1 is an estimate of approximately how many kW DC are expected to be generated by such System, and the Estimated Annual Production set forth in Schedule 2 of the Agreement is an estimate of approximately how many kWh are expected to be generated annually by such System.

The Solar System Size and Estimated Annual Production were calculated on the Effective Date. Under the Agreement, the Solar System Size and Estimated Annual Production are subject to change prior to or about the Commercial Operation Date based on the actual System size and design. Further, Schedule 3 sets forth the Early Termination Fee which is based on the System Size as of the Effective Date and is subject to change upon System Size change.

As provided in the Agreement, Provider has calculated updated system sizes, production estimates, and early termination fees for the System based on the final designs of the System and desires to amend the Agreement to reflect the final system size, production estimates, and early termination fees.

Therefore, the Solar System Size referenced in Schedule 1 shall be replaced in part, Schedule 2 replaced in part, and the Early Termination Fee set forth in Schedule 3 and the Estimated Annual Production Table set forth in Schedule 4 shall be replaced in their entirety with the tables set forth in **Exhibit A** attached herein, to reflect the Final System Size, Energy Services Payment, Early Termination Fee, and updated Estimated Annual Production.

Milestone Dates:

The Parties desire to update the milestone dates to reflect the current Project schedule and anticipated

progression of remaining work. Section 5.1 and 5.2 shall be replaced in their entirety with the milestones set forth in **Exhibit A**.

[signature page follows]

PURCHASER:
CITY OF FRESNO, a California municipal
corporation

By: _____
Francisco Partida
Interim Director of Aviation

APPROVED AS TO FORM:
ANDREW JANZ
City Attorney

By: Christine Charitar 5/11/26
Christine C. Charitar
Date
Deputy City Attorney

ATTEST:
AMY K. ALLER
Interim City Clerk

By: _____
Deputy Date

PROVIDER:
FFP BTM Solar, LLC, a Delaware
limited liability company

By: [Signature] 04/28/2026
Ruben Fontes Date
President

(If corporation or LLC., CFO, Treasurer,
Secretary, or Assistant Secretary)

By: Deborah Stewart April 28, 2026
Deborah Stewart Date
Secretary

(If corporation or LLC., CFO, Treasurer,
Secretary, or Assistant Secretary)

Exhibit A

Amended Schedules for the Updated Solar System Size and Estimated Annual Production

For the System located at: 5175 E. Clinton Way, Fresno, CA 93727; APN:
494-071-78T

5. Milestone Dates.

5.1 The Guaranteed Construction Start Date shall mean the date that is the later of (i) sixty (60) days following issuance of all required Permits, or (ii) January 10, 2027.

5.2 The Guaranteed Commercial Operation Date shall be the later of (i) Permission to Operate from the Local Electric Utility plus +90 days, or (ii) January 10, 2028.

Schedule 1:

Solar System Size (kW DC)	2550.60 kW DC
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Schedule 2—Energy Services Payment:

PPA Rate Table

Term Year	kWh Rate (\$/kWh)	Term Year	kWh Rate (\$/kWh)
1	\$0.2107	11	\$0.2107
2	\$0.2107	12	\$0.2107
3	\$0.2107	13	\$0.2107
4	\$0.2107	14	\$0.2107
5	\$0.2107	15	\$0.2107
6	\$0.2107	16	\$0.2107
7	\$0.2107	17	\$0.2107
8	\$0.2107	18	\$0.2107
9	\$0.2107	19	\$0.2107
10	\$0.2107	20	\$0.2107

For the avoidance of doubt, the change in kWh Rate referenced in this Amendment shall not be included in the maximum total increase to the kWh Rate set forth in Schedule 2 of the Special Conditions.

Notwithstanding the foregoing, to the extent that Provider receives written confirmation from the local taxing authority prior the date that the System is mechanically complete, and such confirmation states that the System will be exempt from property tax for the duration of the Initial Term, Provider will lower the Energy Services Payment commensurate with such exemption.

Schedule 3 – Early Termination Fee:

Early Termination Occurs in Year	Column 1a Early Termination Fee where Purchaser does <u>not</u> take Title to the System (\$/Wdc including costs of removal)	Column 1b Expected Termination Fee based on System Size**/**
1*	\$6.62	\$16,876,408
2	\$6.13	\$15,645,901
3	\$5.58	\$14,229,099
4	\$5.11	\$13,022,784
5	\$4.68	\$11,934,915
6	\$4.67	\$11,900,630
7	\$4.65	\$11,866,442
8	\$4.64	\$11,832,353
9	\$4.63	\$11,798,362
10	\$4.61	\$11,764,469
11	\$4.60	\$11,730,673
12	\$4.59	\$11,696,974
13	\$4.57	\$11,663,371
14	\$4.56	\$11,629,866
15	\$4.55	\$11,596,456
16	\$4.53	\$11,563,143
17	\$4.52	\$11,529,925
18	\$4.51	\$11,496,803
19	\$4.49	\$11,463,776
20	\$4.48	\$11,430,843

Purchase Date Occurs on the 91st day following: (Each “Anniversary” below shall refer to the anniversary of the Commercial Operation Date)	Column 2a Early Termination Fee where Purchaser takes Title to the System (\$/Wdc, does <u>not</u> include costs of removal)	Column 2b Expected Termination Fee based on System Size** /
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5th Anniversary	\$4.17	\$10,625,330
6th Anniversary	\$4.15	\$10,591,154
7th Anniversary	\$4.14	\$10,557,089
8th Anniversary	\$4.13	\$10,523,133
9th Anniversary	\$4.11	\$10,489,286
10th Anniversary	\$4.10	\$10,455,548
11th Anniversary	\$4.09	\$10,421,919
12th Anniversary	\$4.07	\$10,388,397
13th Anniversary	\$4.06	\$10,354,984
14th Anniversary	\$4.05	\$10,321,678
15th Anniversary	\$4.03	\$10,288,479
16th Anniversary	\$4.02	\$10,255,387
17th Anniversary	\$4.01	\$10,222,402
18th Anniversary	\$3.99	\$10,189,522
19th Anniversary	\$3.98	\$10,156,748

Schedule 4 – Estimated Annual Production:

Year of System Term	Estimated Production (kWh)	Year of System Term	Estimated Production (kWh)
1	3,994,240	11	3,798,962
2	3,974,268	12	3,779,967
3	3,954,397	13	3,761,067
4	3,934,625	14	3,742,262
5	3,914,952	15	3,723,550
6	3,895,377	16	3,704,933
7	3,875,900	17	3,686,408
8	3,856,521	18	3,667,976
9	3,837,238	19	3,649,636
10	3,818,052	20	3,631,388