

**NOTICE OF COMMITMENT TO SELL THE OUTPUT OF A QUALIFYING FACILITY
TO NORTH CAROLINA ELECTRIC MEMBERSHIP CORPORATION**

1. _____ (“Seller”) hereby commits to sell to North Carolina Electric Membership Corporation (“Company”) all or part of the electrical output of the Seller’s qualifying facility (“QF”) described in Seller’s self-certification of QF status filed with the Federal Energy Regulatory Commission in Docket No. QF _____ (“Facility”) (if applicable).

2. Contact information for Seller is:
Name: _____
Address: _____
#911 Address of the Facility: _____
Telephone/Email: _____/_____

3. Seller has submitted, contemporaneously with the submission of this notice, the Facility’s production profile in 8760 format using the Company form available on its website.

4. Initial the applicable option below (a. or b.):
a. ____ Seller hereby commits to sell *all* of its electric output to Company; or
b. ____ Seller hereby commits to sell *part* of its electric output to Company, that part being fully described as [describe partial commitment]: _____

5. Initial the applicable Seller certification below (a. or b.):
a. ____ Seller has received a certificate of public convenience and necessity (“CPCN”) for the construction of its ____ kW (net capacity AC) Facility from the North Carolina Utilities Commission (“NCUC”), which CPCN was granted by NCUC on [insert date] _____ in Docket No. _____; or
b. ____ Seller is exempt from the CPCN requirements and has filed a report of proposed construction (“ROPC”) for its ____ kW (net capacity AC) Facility with the NCUC, dated _____, in Docket No. _____.

6. Seller submitted an Interconnection Request on _____ [date], together with any applicable fee or upfront deposit, to _____ [identify EMC/other to which the Facility seeks to interconnect].

7. This Notice of Commitment shall take effect, if completed in full, on its “Submittal Date” as hereinafter defined. “Submittal Date” means (a) the receipted date of deposit of this Notice of Commitment with the U.S. Postal Service for certified mail delivery to the Company, (b) the receipted date of deposit of this Notice of Commitment with a third-party courier (e.g., Federal Express, United Parcel Service) for trackable delivery to the Company, (c) the receipted date of hand delivery of this Notice of Commitment to the Company at the address set forth in paragraph 1 of the Instructions, below, or (d) the date on which an electronic copy of this Notice of Commitment is sent via email to the Company if such email is sent during regular business hours (9:00 a.m. to 5:00 p.m.) on a business day (Monday through Friday excluding federal and state holidays). Emails sent after regular business hours or on days that are not business days shall be deemed submitted on the next business day.

8. Seller agrees this Notice of Commitment shall automatically terminate and be of no further force and effect in the following circumstances: **a.** Upon execution of a PPA between Seller and Company; or **b.** Where no PPA between Seller and Company has been executed and Seller has not, within 120 days of the Submittal Date (absent extension by mutual written agreement of Seller and Company), initiated formal action seeking to compel Company to execute a PPA between Seller and Company. Notwithstanding the foregoing, in the event of Seller’s failure to execute a PPA or initiate formal action, Seller understands and acknowledges that for a two-year period following termination of this Notice Seller shall only be eligible for NCEMC’s variable rate.

The undersigned is duly authorized to execute this Notice of Commitment for the Seller:

_____ [Seller]	_____ [Date]
By: _____ [Signature]	_____ [Printed Name of Signer]
_____ [Signer’s Title]	

Instructions

1. The QF shall deliver, via certified mail, courier, hand delivery or email, its executed Notice of Commitment to:

North Carolina Electric Membership Corporation
Attn: Director – Portfolio Management
3400 Sumner Boulevard
Raleigh, NC 27616
Email: ncemcrenewables@ncemcs.com
2. Any subsequent notice that Seller's QF is required to provide to Company pursuant to this Notice of Commitment shall be delivered to the same address by one of the foregoing delivery methods.