



Second Party Opinion

EXECUTIVE SUMMARY

ISSUER

San Diego Unified School District

OPINION ON

2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series N-1) (Federally Taxable) (Green Bonds)

2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series N-2) (Green Bonds)

2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2018, Series E-1) (Federally Taxable) (Green Bonds)

2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2018, Series E-2) (Green Bonds)

2021 General Obligation Refunding Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series ZR-1) (Federally Taxable) (Green Bonds)

GREEN STANDARD AND CATEGORY



- Green Buildings

EVALUATION DATE

September 21, 2021

SUMMARY

Kestrel Verifiers is of the opinion that the General Obligation Bonds Series N-1, Series N-2, Series E-1, Series E-2 (each Green Bonds), and the General Obligation Refunding Bonds Series ZR-1 (Green Bonds) conform with the four core components of the Green Bond Principles 2021 as follows:

▪ Use of Proceeds

The San Diego Unified School District (“District”) intends to issue Green Bonds to finance and refinance school facility improvements across the District that advance and align with a zero net energy goal. The District aims to increase energy efficiency and renewable energy to achieve 100% clean electricity by 2035. Financed and refinanced projects include energy efficiency improvements, photovoltaic installations, and construction and modernizations to facilities which meet green building standards. The Bonds align with the *Green Buildings* eligible project category under the Green Bond Principles.

▪ Process for Project Evaluation and Selection

Multiple stakeholders, procedures, and adopted planning documents inform decision-making regarding the bond-financed projects, including: the mission and strategic goals of *Vision 2020*, Board of Education priorities, and the District’s primary sustainability plan (*Dream Big Solutions for a Sustainable Future*).

▪ Management of Proceeds

Proceeds from the Bonds will solely be allocated to finance and refinance Proposition Z activities, to finance Measure YY activities, and to finance costs of issuance. The County will hold proceeds in separately managed Building Fund accounts. Proceeds may be temporarily invested in accordance with the County’s Investment Management Agreement and investment policies.

- **Reporting**

The District will post continuing disclosures to the Municipal Securities Rulemaking Board (“MSRB”) annually through the Electronic Municipal Market Access (“EMMA”) system. The Citizens’ Bond Oversight Committee provides oversight and accountability on the uses of proceeds. The Board of Education will track progress toward meeting certain sustainability goals through semi-annual updates.

- **Impact and Alignment with United Nation Sustainable Development Goals**

By financing and refinancing energy efficiency upgrades, photovoltaic installations, and construction and modernization of facilities which meet green building standards, the Bonds support and advance multiple UN SDGs, including Goals 4: *Quality Education*, 7: *Affordable and Clean Energy* and 8: *Decent Work and Economic Growth*.



Second Party Opinion

Issuer:	San Diego Unified School District
Issue Description:	2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series N-1) (Federally Taxable) (Green Bonds) 2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series N-2) (Green Bonds) 2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2018, Series E-1) (Federally Taxable) (Green Bonds) 2021 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2018, Series E-2) (Green Bonds) 2021 General Obligation Refunding Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series ZR-1) (Federally Taxable) (Green Bonds)
Project:	Facilities Improvements and Construction
Green Standard:	Green Bond Principles
Green Category:	Green Buildings
Par:	\$976,380,000
Evaluation Date:	September 21, 2021

GREEN BONDS DESIGNATION

Kestrel Verifiers, an Approved Verifier accredited by the Climate Bonds Initiative, conducted an independent external review of this bond to evaluate conformance with the Green Bond Principles (June 2021) established by the International Capital Market Association.

This Second Party Opinion reflects our review of the uses and allocation of proceeds, and oversight and conformance of the bonds with the Green Bond Principles. In our opinion, the San Diego Unified School District General Obligation Bonds Series N-1, Series N-2 ("Series N Bonds"), Series E-1, Series E-2 ("Series E Bonds"), and the General Obligation Refunding Bonds Series ZR-1 ("Series ZR-1 Bonds") (and collectively, "Bonds") are aligned with the four core components of the Green Bond Principles and qualify for Green Bonds designation.

ABOUT THE ISSUER

The San Diego Unified School District ("District") is a public school district that serves an area of 211 square miles, encompassing most of the populated portion of the City of San Diego ("City") in San Diego County ("County"). The District is the second largest school district in the State of California with an estimated K-12 enrollment as of October 2, 2020, of 99,428 students (excluding charter school and preschool students).

The District is governed by a five-member Board of Education and is led by the Superintendent of Public Education. The District operates 108 elementary schools, 11 K-8 schools, 24 middle/junior high schools, 22 senior high schools, 11 atypical/alternative schools, 17 state preschool sites, 4 special education centers, and is the sponsoring agency for 41 charter schools.

The District’s sustainability goals are guided by *Dream Big Ideas: Solutions for a Sustainable Future*, adopted by the Board of Education on July 8, 2014. The report included 13 sustainability recommendations with the first being the development of a districtwide Climate Action Plan. The District’s Climate Action Plan established a zero net energy goal. As part of the Climate Action Plan, the District has completed an emissions inventory and developed emissions reductions targets, as well as numerous mitigation and adaptation strategies and goals. Existing targets and ongoing activities include:

- Achieve 100% renewable electricity by 2035¹
- Install efficient HVAC systems
- Perform LED lighting retrofits
- Achieve a 90% waste diversion rate by 2035
- Complete annual water efficiency fixture retrofits
- Convert two school buses to electric every year until 2035

The District has taken significant action toward reducing the environmental impact of facilities and operations. The District:

- Self-generates approximately 45% of its electricity demand²
- Completed construction of 46 solar arrays³
- Adopted an anti-idling policy

The District’s sustainability achievements have also benefited from Proposition 39 (“Prop 39”), the California Clean Energy Jobs Act that was adopted in 2013. Prop 39 provided statewide funding for educational facilities for energy efficiency upgrades and energy management projects. The District’s Prop 39 financed activities include energy storage, solar arrays, LED lighting, and automated thermostats to maximize heating and cooling efficiencies.

ALIGNMENT TO GREEN STANDARDS

Green Bonds are any type of bond instrument where the proceeds will be exclusively applied to finance or refinance, in part or in full, new and/or existing eligible Green Projects and which are aligned with the four core components of the Green Bond Principles (International Capital Market Association definition).

Use of Proceeds

The Bonds will be used to finance and refinance District-wide facilities improvements that align with and support the District’s zero net energy goal. Financed and refinanced projects include energy efficiency improvements, photovoltaic installations, and construction and modernizations to facilities which meet green building standards (collectively “Facilities Improvements”). The Facilities Improvements are eligible projects as defined by the Green Bond Principles in the project category of *Green Buildings*.

Green Standard
 The Green Bond Principles
Eligible Project Category:
▪ Green Buildings

The Facilities Improvements all conform with the District’s goal to reach zero net energy, California’s green building standards, and the Collaborative for High Performing Schools criteria for constructing and renovating facilities. Together, these three standards ensure the Facilities Improvements have positive environmental impacts and the District constructs and operates high-performance green buildings.

¹ To advance the goal of 100% renewable electricity by 2035, the District has been a collaborator in San Diego’s Community Choice Aggregation Program.

² By the end of 2021

³ 18 systems are under construction and 12 will begin construction in 2021

Zero Net Energy Goal: The District aims to increase energy efficiency and renewable energy to achieve 100% clean electricity by 2035. To achieve this goal, the District is using a portion of Bond proceeds to finance installation of solar arrays and energy efficiency upgrades. Construction projects that meet strong green building standards to be financed and refinanced with the Bonds also align with the District’s zero net energy goal.

CALGreen: California’s second largest source of greenhouse gas emissions is the building sector.⁴ To address the large opportunity for emission reductions from buildings, California maintains robust statewide green building codes. In 2007, in response to Assembly Bill 32 (California Global Warming Solutions Act), the State developed green building standards driven by the following objectives:

- Reducing greenhouse gas emissions from buildings
- Promoting environmentally responsible, cost-effective, healthier places to live and work
- Reducing water and energy consumption

The Facilities Improvements meet the Green Building Standards Code, Part 11 of Title 24 of the Code of California Regulations. This code is also known as CALGreen and is the first statewide mandatory green building code in the United States. By following these efficient and responsible building design specifications, the District will conserve natural resources and help California meet its greenhouse gas reduction goals.

California’s Green Building Standards Code specifies measures for sustainable planning and design, energy efficiency, water efficiency and conservation, material conservation and resource efficiency, and environmental quality. Combined, the standards encourage building concepts with positive environmental impacts, responsible water use, and reduced greenhouse gas emissions. Environmental benefits include meeting greenhouse gas reduction targets, ensuring responsible site selection, diverting waste from landfills, and water conservation.

Collaborative for High Performing Schools Criteria: In addition to the CALGreen standards and the overall mission to reach zero net energy, the District uses the Collaborative for High Performing Schools (“CHPS”) criteria for certain construction activities. The District originally adopted CHPS construction standards in 2003 as a framework specifically designed for schools to expand construction of sustainable and healthy schools. CHPS assigns credits for achievements in the following categories: Integration, Indoor Environmental Quality, Energy, Water, Site, Materials & Waste, and Operations. A full list of potential credits is provided in Appendix B.

Proposition Z Projects

The Series N Bond proceeds provide new money for Proposition Z, and the Series ZR-1 Bond proceeds will be used to refund portions of an outstanding bond that financed Proposition Z projects.

The Series N Bond proceeds will finance activities authorized in Proposition Z by voters in a November 6, 2012, election. The Series N Bonds are the 14th issuance in the \$2.8 billion authorized by voters. There is no distinction between the activities financed by the Series N-1 and Series N-2 Bonds. The Series ZR-1 Bonds will refund the San Diego Unified School District 2013 General Obligation Bonds (Dedicated Unlimited Ad Valorem Property Tax Bonds) (Election of 2012, Series C) (“2013C Bonds”) that was part of the first issuance under the Proposition Z authorization. Anticipated projects to be financed by the Series N Bonds and refinanced by Series ZR-1 Bonds include:

- Major campus renovations and new classroom buildings at 18 elementary schools, 5 middle schools and 6 high schools;
- Performing arts centers;
- Solar energy projects;
- Charter school projects;
- College career technical education projects;
- Classroom Technology and Technology Infrastructure; and
- Major building systems replacement.

⁴ “Research on Green Buildings,” California Air Resources Board, accessed September 16, 2021, <https://ww2.arb.ca.gov/research/research-green-buildings>

Measure YY Projects

The Series E Bond proceeds will finance activities authorized in the \$3.5 billion Measure YY approved by voters in the November 6, 2018, election. There is no distinction between activities financed by the Series E-1 and Series E-2 Bonds. Anticipated projects to be financed by the Series E Bonds include:

- Major campus renovations and new classroom buildings at 20 elementary schools, 6 middle schools and 7 high schools;
- Solar energy projects;
- Safety and security upgrades at school campuses;
- Installation of drinking water filtrations systems (hydration stations for students);
- Classroom technology and network infrastructure upgrades throughout the District;
- Charter school construction and renovation projects;
- College career technical education projects; and
- Major building systems replacement.

Process for Project Evaluation and Selection

Multiple stakeholders, procedures, and adopted planning documents inform decision-making regarding the bond-financed projects, including: the mission and strategic goals of *Vision 2020*, Board of Education priorities, and the District's primary sustainability plan (*Dream Big Solutions for a Sustainable Future*).

The Bonds support the District's *Vision 2020* community-based school reform plan, with the mission to deliver high-quality education so students graduate with the skills, motivation, curiosity and resilience to succeed in their choice of college and career in order to lead and participate in society.⁵ Developing schools as neighborhood learning centers is a primary strategic goal of *Vision 2020*, and the Bonds directly advance this goal by financing facility projects and upgrades that will enhance learning and teaching environments.

These bond-financed facilities projects and upgrades are part of the District's capital improvements authorized by voters under Proposition Z and Measure YY. The Board of Education approved and implemented a phased plan for Proposition Z bond-financed projects through the District's Facilities Planning and Construction Division. An Independent Citizens' Oversight Committee, established by the Board and comprised of 13 volunteers, ensures that taxpayer dollars are spent appropriately and monitors Proposition Z expenditures. The District prioritizes projects based on facility conditions assessments and alignment with the Board of Education's priorities which are:

- Safety and Security
- Drinking Water Quality
- Air Conditioning
- Solar Energy and Sustainability
- Provide Quality Teaching & Learning Environments.

The District's prioritization of bond-financed projects is further guided by the District's sustainability plan, *Dream Big Solutions for a Sustainable Future*, and its Climate Action Plan. Bond-financed projects advance certain goals and targets established in these in adopted planning documents, including: achieve zero net energy, pursue energy efficiency upgrades and expand renewable energy generation capacity to achieve 100% clean electricity by 2035.

Management of Proceeds

Proceeds from the Bonds will solely be allocated to finance and refinance Proposition Z and to finance Measure YY activities and to finance costs of issuance. The County will hold proceeds in separately managed Building Fund accounts. Proceeds may be temporarily invested in accordance with the County's Investment Management Agreement and investment policies.⁶ Accounting teams and budget teams within the District's Finance Department coordinate with the District's Facilities Planning and Construction Division to monitor capital expenditures, as well as to track and spend bond proceeds.

⁵ "Vision 2020/Mission," San Diego Unified School District, accessed September 16, 2021, <https://sandiegounified.org/cms/One.aspx?portalId=27732478&pageId=28006859>.

⁶ "San Diego Treasurer's Pooled Money Fund Investment Policy," San Diego County, January 1, 2021, <https://www.sdttc.com/content/dam/ttc/docs/investmentpolicy.pdf>.

Reporting

The District will submit continuing disclosures to the Municipal Securities Rulemaking Board (“MSRB”) so long as the Bonds are outstanding. The District will also provide reports in the event of material developments. This reporting will be done annually on the Electronic Municipal Market Access (“EMMA”) system operated by the MSRB.

The District tracks progress toward its Climate Action Plan goals in a semi-annual update provided to the Board of Education. The District intends to provide updates on facilities projects on the School Facilities Projects website (<https://fpcprojects.sandi.net/pages/default.aspx>) or another District website. A Citizens’ Oversight Committee oversees Proposition Z and Measure YY expenditures and manages performance and financial audits of bonds issued under each of the authorizations. The Facilities Planning and Construction Department provides periodic Construction Management Reports for the Oversight Committee that include percent completion of each project and specific funding allocated to a project from Proposition Z or Measure YY. Additionally, the state’s Division of the State Architect, which approves and certifies school construction projects, makes data on project status available on the Project Status Tracker (<https://www.apps2.dgs.ca.gov/DSA/Tracker/County.aspx>).

IMPACT AND ALIGNMENT WITH UN SDGS

The District’s bond-financed projects are helping to address UN SDGs 4, 7, and 8 by improving learning environments in K-12 education facilities through energy efficiency upgrades, solar installations, and facility construction and modernization that meets green building standards. The Bonds advance Targets 4.1 and 4.6 by financing projects that support quality education offered through San Diego Unified School District. Improvements to facilities serving students and providing technical and vocational training support Targets 4.4 and 8.6. By financing installation of solar arrays, the Bonds advance Target 7.2. The Bonds also support Target 7.3 by financing facility upgrades that advance the District’s energy efficiency goals and follow CALGreen, the mandatory green building code in the State of California.

Full text of the Targets for Goals 4, 7, 8 is available in Appendix A, with additional information available on the United Nations website: www.un.org/sustainabledevelopment



Quality Education (Target 4.1, 4.4, 4.6)

Possible Indicators

- Number of students provided access to education
- Number of students provided access to vocational and technical education



Affordable and Clean Energy (Targets 7.2, 7.3)

Possible Indicators

- Total installed solar generation capacity
- Energy use intensity reduction throughout the District
- Avoided GHG emissions (CO₂-eq) throughout the District



Decent Work and Economic Growth (Target 8.6)

Possible Indicators

- Employment rate of graduating students

CONCLUSION

Based on our independent external review, the Bonds (Green Bonds) conform, in all material respects, with the Green Bond Principles (2021) and are in complete alignment with one eligible project category: *Green Buildings*. The Facility Improvements financed and refinanced by the Bonds follow efficient and responsible building design that will conserve natural resources and help the State of California and the City of San

Diego meet ambitious greenhouse gas emission reduction goals. The District continues to demonstrate leadership in its commitments to sustainable educational facilities and zero net energy goal.

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ABOUT KESTREL VERIFIERS



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DISCLAIMER

This Opinion aims to explain how and why the discussed financing meets the ICMA Green Bond Principles based on the information which was available to us during the time of this engagement (September 2021) only. By providing this Opinion, Kestrel Verifiers is not certifying the materiality of the projects financed by the Green Bonds. It was beyond Kestrel Verifiers’ scope of work to review for regulatory compliance and no surveys or site visits were conducted. Furthermore, we are not responsible for surveillance on the project or use of proceeds. Kestrel Verifiers relied on information provided by the District and publicly available information. The Opinion delivered by Kestrel Verifiers does not address financial performance of the Green Bonds or the effectiveness of allocation of its proceeds. This Opinion does not make any assessment of the creditworthiness of the District, or its ability to pay principal and interest when due. This is not a recommendation to buy, sell or hold the Bonds. Kestrel Verifiers is not liable for consequences when third parties use this Opinion either to make investment decisions or to undertake any other business transactions. This Opinion may not be altered without the written consent of Kestrel Verifiers. Kestrel Verifiers reserves the right to revoke or withdraw this Opinion at any time. Kestrel Verifiers certifies that there is no affiliation, involvement, financial or non-financial interest in the District or the projects discussed. Language in the offering disclosure supersedes any language included in this Second Party Opinion.

Use of the United Nations Sustainable Development Goal (SDG) logo and icons does not imply United Nations endorsement of the products, services or bond-financed activities. The logo and icons are not being used for promotion or financial gain. Rather, use of the logo and icons is primarily illustrative, to communicate SDG-related activities.

Appendix A.

UN SDG TARGET DEFINITIONS

Target 4.1

By 2030, ensure that all girls and boys complete free, equitable and quality primary and secondary education leading to relevant and Goal-4 effective learning outcomes

Target 4.4

By 2030, substantially increase the number of youth and adults who have relevant skills, including technical and vocational skills, for employment, decent jobs and entrepreneurship

Target 4.6

By 2030, ensure that all youth and a substantial proportion of adults, both men and women, achieve literacy and numeracy

Target 7.2

By 2030, increase substantially the share of renewable energy in the global energy mix

Target 7.3

By 2030, double the global rate of improvement in energy efficiency

Target 8.6

By 2020, substantially reduce the proportion of youth not in employment, education or training



Appendix B.

COLLABORATIVE FOR HIGH PERFORMING SCHOOLS LIST OF POSSIBLE CREDITS

- P1.0 INTEGRATED DESIGN & ENHANCED INTEGRATED DESIGN
- P2.0 CENTRAL EDUCATIONAL DISPLAY

- C3.1 DISTRICT LEVEL COMMITMENT
- C4.1 SCHOOL MASTER PLAN & ENHANCED PLANS
- C5.1 SAFER SCHOOLS BY DESIGN
- C6.1 LOW/ZERO GHG SCHOOLS & EXISTING BUILDING DECARBONIZATION
- C7.1 DESIGN FOR ADAPTATION & RESILIENCE
- C8.1 BIOPHILIC & RESPONSIVE DESIGN
- C9.1 INNOVATION

- EQ P1.0 VENTILATION & IAQ & EQ C1.1 ENHANCED VENTILATION, FILTRATION, AND DEDICATED OUTDOOR AIR SYSTEMS
- EQ C1.2 DEMAND CONTROLLED VENTILATION
- EQ P2.0 OFF-GASSING & EQ C2.1 POLLUTANT & CHEMICAL SOURCE CONTROL
- EQ P3.0 OUTDOOR MOISTURE MANAGEMENT
- EQ C4.1 CONSTRUCTION IAQ MANAGEMENT
- EQ C5.1 POST-CONSTRUCTION INDOOR AIR QUALITY
- EQ P6.0 LOW EMITTING MATERIALS & EQ C6.1 ADDITIONAL LOW EMITTING MATERIALS
- EQ C7.1 MATERIAL HEALTH DISCLOSURES
- EQ C8.1 DRINKING WATER: TOXIN-FREE PLUMBING
- EQ C9.1 LOW RADON
- EQ P10.0 THERMAL COMFORT – ASHRAE
- EQ C11.1 CONTROLLABILITY OF INDOOR ENVIRONMENT
- EQ P12.0 DAYLIGHT: GLARE PROTECTION
- EQ C13.1 VIEWS
- EQ C14.1 ELECTRIC LIGHTING PERFORMANCE & CIRCADIAN LIGHTING
- EQ P15.0 ACOUSTICAL PERFORMANCE & EQ C15.1 ENHANCED ACOUSTICAL PERFORMANCE

- EE P1.0 ENERGY EFFICIENT DESIGN & EE C1.1 SUPERIOR ENERGY EFFICIENT DESIGN & ZERO NET ENERGY
- EE P2.0 COMMISSIONING & EE C2.1 ENHANCED COMMISSIONING
- EE P3.0 MANDATORY CONTROLS

EE C3.1 ENERGY MANAGEMENT SYSTEM & SUBMETERING

EE C4.1 ADVANCED VENTILATION STRATEGIES

EE C5.1 ELECTRIC VEHICLE CHARGING

WE P1.0 INDOOR POTABLE WATER USE REDUCTION & WE C1.1 ENHANCED INDOOR WATER USE REDUCTION

WE P2.0 OUTDOOR WATER USE BUDGET & WE C2.1 OUTDOOR WATER USE REDUCTION

WE C3.1 IRRIGATION SYSTEMS COMMISSIONING

SS P1.0 ENVIRONMENTAL SITE ASSESSMENT

SS C2.1 SUSTAINABLE SITE USE & SENSITIVE LANDS CONSERVATION

SS P3.0 EROSION & POLLUTANT CONTROL DURING CONSTRUCTION & SS C3.1 STORMWATER & SEDIMENTATION MANAGEMENT

SS C4.1 CENTRAL LOCATION & NEAR PUBLIC TRANSIT

SS C5.1 JOINT USE OF FACILITIES

SS P6.0 BICYCLE PARKING

SS C6.1 HUMAN-POWERED TRANSPORTATION

SS C7.1 REDUCE HEAT ISLANDS

SS C8.1 LIGHT POLLUTION PREVENTION

SS C8. ENHANCED LIGHT POLLUTION PREVENTION

SS C9.1 LIVING SCHOOLYARDS, OUTDOOR CLASSROOMS & GREENERY

MW P1.0 STORAGE & COLLECTION OF RECYCLABLES AND ORGANIC WASTE

MW C1.1 FOOD WASTE REDUCTION AND PREVENTION

MW P2.0 CONSTRUCTION SITE WASTE MANAGEMENT

MW C2.1 CONSTRUCTION SITE WASTE MANAGEMENT

MW C3.1 CERTIFIED WOOD & RECYCLED CONTENT MATERIALS

MW C4.1 BUILDING REUSE

MW C5.1 ENVIRONMENTAL PRODUCT DECLARATIONS

OM P1.0 FACILITY STAFF & OCCUPANT TRAINING

OM C2.1 POST-OCCUPANCY TRANSITION

OM P3.0 ENERGY & GHG PERFORMANCE BENCHMARKING

OM C4.1 HIGH PERFORMANCE OPERATIONS & SYSTEM MAINTENANCE PLAN

OM C5.1 INDOOR ENVIRONMENTAL MANAGEMENT

OM P6.0 ANTI-IDLING MEASURES & OM C6.1 ADDITIONAL ANTI-IDLING MEASURES

OM C7.1 GREEN POWER