



APPENDIX A

Brand Sublicense Agreement

TRADEMARK LICENSE

The California Public Utilities Commission (“CPUC”) and the California Energy Commission (“Energy Commission”), as joint owners of the ENERGY UPGRADE CALIFORNIA™ brand (the “Mark”) have licensed the exclusive rights to sublicense the Mark to the Center for Sustainable Energy (“CSE” or Licensor”).

Licensor grants to [company name] (“---” or “Licensee”) a non-exclusive, non-transferable, non-assignable royalty-free sub-license to use the trademark ENERGY UPGRADE CALIFORNIA in the approved form(s) provided by CSE in Exhibit A only in connection with promoting sustainable energy programs of the CPUC, CEC, Licensor, its affiliates and Licensee (the “Programs”) during the term of this Agreement.

A. Permitted Uses

Licensee may use, reproduce, display, and publish the Mark only for purposes of marketing or promoting the Programs.

B. Limitation on Uses

1. Licensee may not use the Mark in a manner that expresses or implies CPUC’s, Energy Commission’s or CSE’s endorsement, approval, favoring, or sponsorship of products, services, or websites.
2. Licensee may not use the Mark in a manner that suggests that Licensee’s products, services, or websites are CPUC’s, Energy Commission’s or CSE’s products, services, or websites.
3. Licensee may not use the Mark in a manner that damages, disparages, or diminishes the State of California, CPUC, Energy Commission, CSE or any of their programs or projects, including but not limited to uses that could be deemed obscene or that encourage unlawful activities.
4. Licensee may not sub-license or otherwise authorize any other party to use the Mark.
5. Licensee may not use the Mark as a feature or design element outside of the co-branding guidelines outlined in the ENERGY UPGRADE CALIFORNIA Home Upgrade Usage and Graphic Standards Guide.
6. Licensee may not use the Mark as a feature or design element outside of the co-branding guidelines outlined in the ENERGY UPGRADE CALIFORNIA Home Upgrade Usage and Graphic Standards Guide or in any trademark, service mark, service name or other indicia of origin.

7. Licensee may not alter the Mark in any manner, including proportions, colors, or elements, except as otherwise permitted in writing by CSE.
8. Licensee agrees that its use of the Mark will at all times be in accordance with the guidelines set out in the ENERGY UPGRADE CALIFORNIA Home Upgrade Usage and Graphic Standards Guide.
9. Licensee hereby acknowledges CPUC's and Energy Commission's exclusive right, title and interest in and to the Mark, and will not do anything to impair their exclusive rights in and to the Mark. Licensee shall not represent that Licensee has any ownership or other rights in the Mark and acknowledges that its use of the mark will not create in Licensee's favor any right, title or interest in or to the Mark.
10. Licensee will not seek to register the Mark or any confusingly similar variations in any jurisdiction without the express written permission of Licensor.
11. Licensee may not use any other CPUC, Energy Commission or CSE marks or logos without written permission.
12. Licensor may revoke Licensee's right to use the Mark at any time without prior notice and Licensee agrees that upon termination of this Agreement, Licensee shall cease and desist from all further use of the Mark.

C. Quality Control

Licensee shall maintain the distinctiveness of the Mark, the image of the brand, and the high quality of the services offered under the Mark. Licensee shall provide copies of its marketing materials displaying the Mark upon written request by CSE, or if not requested, every 6 months. The purpose of this request is to maintain the quality of the services provided under the Mark. To the extent representative material is publicly available on the Internet, providing a list of web addresses will meet this requirement.

EXHIBIT A

I. Guidelines for Proper Use of ENERGY UPGRADE CALIFORNIA™ Trademark When Promoting Home Upgrade

Please follow these guidelines whenever you use ENERGY UPGRADE CALIFORNIA™ in conjunction with Home Upgrade in internal and external marketing materials. These materials include all advertising and promotional materials, including online materials.

- A. Follow All Usage and Graphic Standards Outlined in the Document Titled ENERGY UPGRADE CALIFORNIA™ Home Upgrade Usage and Graphic Standards Guide.

(Contact Jeff Blanton at jeff.blanton@energycenter.org if you don't have copy of the guidelines.)

- B. Use ENERGY UPGRADE CALIFORNIA™ Home Upgrade when describing the home retrofit program. Never use ENERGY UPGRADE CALIFORNIA™ by itself to describe the home retrofit program.
- C. Use the ENERGY UPGRADE CALIFORNIA™ Trademark As Proper Adjective Followed by Home Upgrade. Trademarks should be used as adjectives followed by a modifier, and not as nouns or verbs. For example:
- Correct: ENERGY UPGRADE CALIFORNIA™ Home Upgrade offers homeowners incentives for energy improvements that improve the comfort of the home and lower its energy use.
 - Incorrect: ENERGY UPGRADE CALIFORNIA™ is important.
- D. Do Not Use the ENERGY UPGRADE CALIFORNIA™ Trademark in the Possessive Form. Because trademarks are not nouns they should not be used in the possessive form, unless the trademark itself is in possessive form. For example:
- Correct: We are increasing the advertising budget for ENERGY UPGRADE CALIFORNIA™ Home Upgrade's marketing.
 - Incorrect: We are increasing ENERGY UPGRADE CALIFORNIA™'s Home Upgrade advertising budget.
- E. Make the ENERGY UPGRADE CALIFORNIA™ Trademark Stand Out. Trademarks should be separate from surrounding text to emphasize their brand name significance.
- In content capitalize the first letter of the trademark and the program name (for example, Energy Upgrade California™ Home Upgrade).
 - Presenting the trademark in its logo form, for example:



- F. Do Not Alter the ENERGY UPGRADE CALIFORNIA™ Trademark. Trademarks should be used consistently and should not be altered. For example, do not:
- Abbreviate the trademarks. (i.e. EUC HU, EUC Home Upgrade, Energy Upgrade CA Home Upgrade, etc.)
 - Change the colors or typeface of the trademarks. (see Brand Usage and Graphic Standards Guide for proper trademark usage)
 - Add words or design elements to the trademarks (i.e. regional designations, organizations names, program names, etc.). Example ENERGY UPGRADE CALIFORNIA™ Home Upgrade in Alameda County.
- G. Never Tie the ENERGY UPGRADE CALIFORNIA™ Home Upgrade to Any Offering, Promotion or Organization Without Proper Consent From CSE.
- H. Use Proper Trademark Notice Symbols. Proper trademark notice symbols should be used with the ENERGY UPGRADE CALIFORNIA™ trademark. In the U.S., the proper symbol to use depends on whether the trademark is registered with the U.S. Patent and Trademark Office (“USPTO”) for the specific products or services for which the mark is used:
- The ENERGY UPGRADE CALIFORNIA™ trademark is currently in the process of being registered with the USPTO so use the symbol “TM”.
 - Use the registered trademark symbol ® once the ENERGY UPGRADE CALIFORNIA trademark is registered with the USPTO.
(Please see the ENERGY UPGRADE CALIFORNIA™ Home Upgrade branding guides for a list showing how the ENERGY UPGRADE CALIFORNIA™ Home Upgrade trademark should be displayed.)

II. Guidelines for Protecting the ENERGY UPGRADE CALIFORNIA™ Trademark Against Infringement and Misuse by Others

In addition to using the ENERGY UPGRADE CALIFORNIA™ trademark properly when promoting Home Upgrade, it is equally important that you protect the ENERGY UPGRADE CALIFORNIA™ trademark from infringement or misuse by others. Please follow these guidelines to help ensure that this brand remains protected.

- A. Report Suspected Infringements or Misuse of the ENERGY UPGRADE CALIFORNIA™ Trademark Including its use with Home Upgrade to Jeff Blanton at jeff.blanton@energycenter.org. Trademarks can be weakened or lost if a trademark owner does not take appropriate action against infringements or other misuses of his/her marks. It is important that action be taken quickly because undue delay can potentially limit legal remedies. Please immediately contact Jeff Blanton at jeff.blanton@energycenter.org if you become aware of:
- Any third-party use of the ENERGY UPGRADE CALIFORNIA™ trademark, or any similar trademarks, that you believe may violate CPUC/Energy Commission trademark rights.
 - Any third-party use of the ENERGY UPGRADE CALIFORNIA™ trademark in a generic sense, for example, by using the ENERGY UPGRADE CALIFORNIA™ trademark to refer to services generally and not services offered under the ENERGY UPGRADE CALIFORNIA™ trademark.

- B. Do Not Allow Others to Use the ENERGY UPGRADE CALIFORNIA™ Trademark Without Appropriate Internal Approval. Allowing third parties to use the ENERGY UPGRADE CALIFORNIA™ trademark when promoting Home Upgrade without proper control over the nature and quality of the use can jeopardize the marks and expose CSE and its partners to potential liability.

If a third party requests a license or permission to use the ENERGY UPGRADE CALIFORNIA™ trademark to promote Home Upgrade please have them contact Jeff Blanton at jeff.blanton@energycenter.org.

- C. Maintain Documents and Records Showing Use and Promotion of the ENERGY UPGRADE CALIFORNIA™ Trademark when Promoting Home Upgrade. Documents showing the use and promotion of the ENERGY UPGRADE CALIFORNIA™ trademark are important:
- In enforcement actions against third parties that infringe or misuse the trademarks.
 - In connection with registration and renewal of the trademarks.
 - Important documents to keep include:
 - Representative samples of product packaging displaying the ENERGY UPGRADE CALIFORNIA™ trademark when used to promote Home Upgrade.
 - Representative samples of advertising and promotional materials displaying the ENERGY UPGRADE CALIFORNIA™ trademark when used to promote Home Upgrade.

If you have any questions about the maintenance of these documents, please contact:

Jeff Blanton, Brand Manager
Center for Sustainable Energy
858-244-1177
jeff.blanton@energycenter.org

Name	Title	Signature	Date
------	-------	-----------	------

Name	Title	Signature	Date
------	-------	-----------	------

Name	Title	Signature	Date
------	-------	-----------	------

Name	Title	Signature	Date
------	-------	-----------	------