

**Results of Electronic Ballot of RESNET Board of Directors on
Authorizing the RESNET Executive Director to Enter Into a
Memorandum of Understanding with GAF
June 17, 2011**

Shall the RESNET Board of Directors authorize the RESNET executive director to enter into the Memorandum of Understanding with GAF (Attachment A)?

Yes (17)

No (0)

Abstain (0)

Not Voting (1)

Ben Adams
Dave Bell
Steve Byers
Dennis Creech
Brett Dillon
Philip Fairey
David Goldstein
Andy Gordon
Mark Jansen
Lee O'Neal
Bill Prindle
Javier Ruiz
Eurihea Speciale
Orlo Stitt
Greg Thomas
Daran Wastchak
Barb Yankie

Charles Eley

The RESNET Executive Director was authorized to enter into the Memorandum of Understanding with GAF.

Attachment A

Draft

MEMORANDUM OF UNDERSTANDING

Between

GAF

and

Residential Energy Services Network

1.0 Purpose

GAF and the Residential Energy Services Network (RESNET) enter into this Memorandum of Understanding (MOU) in order to promote the improvement of home energy performance in the United States. It spells out how the two organizations will cooperate to meet this goal while assisting the growth of both organizations and their membership.

2.0 Reserved

3.0 Terms and Conditions of MOU

GAF and RESNET agree as follows:

- 3.1 A GAF representative, designated by GAF, shall serve on the RESNET Technical Committee's Roofing Industry Advisory Council. The Advisory Council will recommend proposed amendments to the RESNET technical standard as well as review proposals from the Technical Committee dealing with roofing issues.

- 3.2 GAF agrees to use commercially reasonable efforts to introduce and educate its certified contractors on the RESNET Energy Smart designation and the benefits of being part of a Home Performance team. The parties agree to cooperate in marketing efforts that promote the GAF and RESNET brands to consumers.
- _3.3 GAF will work collaboratively with RESNET and its other strategic allies in educating its certified contractors on utility, local and state programs that finance and promote the energy upgrades of homes in the Energy Smart Contractor Program. RESNET has designated Laurel Elam as its point of contact. GAF will identify a point person that Ms. Elam and the other allies can coordinate their efforts with.
- 3.4 GAF, RESNET and its other strategic allies will participate in an industry coalition for the advancement of tax incentives for new energy-efficient construction and energy-efficient retrofits for both homes and commercial buildings.

4 Administration of the Agreement

- 4.1 Each **organization** agrees to identify a contact person(s) to monitor and assess implementation and application of the agreement within its **organization** and to address inquiries, disputes or questions arising from the implementation of the agreement.
- 4.2 Each **organization** agrees that this agreement is a dynamic and evolving instrument that may be amended with the consent of both **organizations** in writing. The **organizations** agree to initiate periodic reviews of this agreement every year after 2011, when such request is made by one of the **organizations**.
- 4.3 Either organization may terminate this Agreement with at least thirty (60) days written notice to the other party.

5. Signature of Organizations

GAF

Date

Steve Baden

RESNET

Date