MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING (“Memorandum”) is made and entered into this 30th day of March, 2010 (the “Effective Date”) by and between Portland State University (“PSU”) and Portland General Electric (“PGE”). Portland State University and Portland General Electric may collectively be referred to herein as the Parties and individually as the Party.

RECITALS

Whereas, Portland State University is the largest urban university in Oregon and provides quality accessible higher education; and

Whereas, Portland General Electric is Oregon’s largest locally based electric utility and provides the majority of electric power delivered in the Portland metro area; and

Whereas, Portland State University and Portland General Electric share a joint interest in ensuring the economic vitality of the Portland metro region, improving the quality of life for all residents, advancing the education, research and service mission of Portland State University, and addressing the long-term energy-related opportunities facing Portland General Electric and its customers; and

Whereas, Portland State University and Portland General Electric share a joint interest (“Joint Mission Statement”) in engaging in a long-term strategic collaboration to enhance the economic, social, and environmental sustainability of the Portland metro region; and

Whereas, Portland State University and Portland General Electric recognize that the Portland region is a leader in developing and implementing urban sustainability practices, and that leadership can be used not only to improve the quality of life in the region, but also to leverage resources into this area from a variety of national and international entities (“Common Vision”); and
Now, THEREFORE,

Portland State University and Portland General Electric agree to the following:

1. Portland State University and Portland General Electric will collaborate in a few, highly focused areas of engagement (“Engagement Area”) with the intention of providing maximum opportunity for long-term benefits to both Parties and the broader Portland metro region.
   a. Activities in each Engagement Area may include research, economic development, community projects and workforce/academic training, as appropriate.
   b. Excellence in each Engagement Area must contribute directly to achieving the Common Vision,

2. The initial Engagement Areas will be Urban Mobility and Integration of Energy and Sustainable Design.

3. This collaboration will be led by the Presidents of both Portland State University and Portland General Electric, assisted by a joint Governance Committee.
   a. Activities in this collaboration will be governed by a 6-member executive-level Governance Committee, three appointed by the President of Portland State University, and three appointed by the President of Portland General Electric.
   b. The Governance Committee shall report directly to the Presidents of both Parties.
   c. Decisions on the Governance Committee shall be made on a consensus basis, and lead towards achieving the Common Vision and the mutual (“win-win”) benefit of both Parties.
   d. Members of the Governance Committee will be respectively and collectively responsible for regular updates to their organization’s leadership on the status of activities in the Engagement Areas, and the continuing alignment of those Engagement Areas with the organizational priorities of each Party.
e. The scope of the Governance Committee is strategic, and will meet at least quarterly to ensure progress towards annual operating plans, resolve policy matters and provide strategic and policy direction to activities in each Engagement Area.

4. Day-to-day activities that implement specific initiatives in each Engagement Area will be organized and coordinated by Operating Groups.
   a. Operating Groups will be comprised of leaders from both organizations who manage resources within each organization, and can make decisions to implement specific initiatives.
   b. An Operating Group is generally envisioned for each Engagement Area.

5. For activities of mutual interest between the Parties outside of the Engagement Areas, the Governance Committee will act in a clearinghouse capacity to manage those areas of interaction and to ensure institutional knowledge of the full range of interactions between Portland State University and Portland General Electric, as well as to ensure that to the extent feasible, those other activities are driven by the Common Vision.

Portland State University and Portland General Electric recognize that these activities are important to their respective organizations, and to the future of the Portland metro region. As such, the provisions of this memorandum become effective upon the signatures below.

By:

_______________________________  _________________________
Wim Wiewel, President          James Piro, President & CEO
Portland State University       Portland General Electric

Dated: _________________________  Dated: _________________________