

Sample Template for Legal Review of an Energy Performance Contract

[Letterhead of Legal Counsel]

[Date]

Re: Energy Services Agreement ("ESA") between Housing Authority of **[Name of Housing Authority]** and **[Name of the Energy Services Company]** for **[Name of Development(s)]**

Dear **[Address to HUD Field Office Director]**:

As legal counsel to the **[Name of Housing Authority]** (the "Authority"), we have been asked to render the following opinions to you in conjunction with the subject ESA.

Based on a review of the **[Names of Federal, State and Local Jurisdictions]** **[Title of Federal, State and Local Statutes]** pertaining to Housing Authorities and Authority policies, documents and information provided to us by the Authority, we are of the opinion that the ESA is in compliance with state and local laws.

Further, we are of the opinion that the legal interests of the Authority are fairly represented in the ESA.

The opinions expressed herein are solely for the benefit of the Authority and of the U.S. Department of Housing and Urban Development in connection with the above-referenced document and may not be relied on in any manner or for any purpose by any other person, nor may copies be furnished to any other person without our prior written consent.

[Signature of legal counsel]

[Name of law firm or legal department]