Consent Item 6

TO: East Bay Community Energy Board of Directors

FROM: Leah Goldberg, General Counsel

SUBJECT: Adopt Resolution authorizing EBCE staff to make minor changes to documents without Board approval (Action Item)

DATE: December 5, 2018

_________________________________________________________________

Recommendation

Adopt a resolution allowing EBCE staff, subject to the approval of the General Counsel, non-substantive editorial authority to format and make minor changes to documents to allow for the technical correction of language without Board approval.

Background and Discussion

The goal of this resolution is to allow for the staff of EBCE to perform duties related to document drafting quickly and efficiently, without having to bring nonmaterial changes before the Board.

Currently, all changes are required to be approved by the Board, which could cause unnecessary or unintended delays to the execution of documents.

It is suggested that the documents that would be included in the recommended resolution are resolutions, contracts, and contract amendments.

Such changes made by EBCE staff under this authorization will not materially change the scope or terms of the document, will not expand or decrease the scope of authority, or affect their sense, meaning, effect, or substance. Such changes would include numbering, re-lettering, capitalization, punctuation, providing new headings or catchphrases, correcting omissions, spelling, grammar, or captions.
Fiscal Impact

This will not have any fiscal impact.
RESOLUTION NO. ______________

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE EAST BAY COMMUNITY ENERGY AUTHORITY AUTHORIZING THE GENERAL COUNSEL TO MAKE NONMATERIAL CHANGES TO BOARD APPROVED DOCUMENTS

THE BOARD OF DIRECTORS OF THE EAST BAY COMMUNITY ENERGY AUTHORITY DOES HEREBY FIND, RESOLVE, AND ORDER AS FOLLOWS:

Section 1. The East Bay Community Energy Authority (“EBCE”) was formed on December 1, 2016, under the Joint Exercise of Power Act, California Government Code sections 6500 et seq., among the County of Alameda, and the Cities of Albany, Berkeley, Dublin, Emeryville, Fremont, Hayward, Livermore, Piedmont, Oakland, San Leandro, and Union City to study, promote, develop, conduct, operate, and manage energy and energy-related climate change programs in all of the member jurisdictions.

Section 2. Periodically, EBCE staff identifies typographical and other minor inconsistencies in Board approved documents following Board approval. It is inefficient and causes delays to require that each and every nonmaterial change be reviewed and approved by the Board of Directors.

Section 3. The Board of Directors hereby delegate authority to the General Counsel or his/her designee to make nonmaterial changes to documents such as contracts and resolutions that have been previously approved by the Board of Directors.

Section 4. Such changes shall not materially change the scope or terms of the document and will not expand or decrease the scope of authority, or affect their sense, meaning, effect, or substance. Examples of non-material changes include: renumbering, re-lettering, capitalizing, punctuation, dividing provisions of the code, and correcting omissions or captions.

ADOPTED AND APPROVED this 5th day of December, 2018.

__________________________________________
Scott Haggerty, Chair

ATTEST:

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Stephanie Cabrera, Clerk of the Board