*Draft Minutes*

**Board of Directors Meeting**

**Wednesday, July 19, 2019**

6:00 pm

City of Hayward
Council Chambers
777 B Street,
Hayward, CA 94544

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**If you have anything that you wish to be distributed to the Board, please hand it to the clerk who will distribute the information to the Board members and other staff. Please bring at least 25 copies.**

1. **Welcome & Roll Call**

   **Present:** Haggerty (Alameda County), Pilch (Albany) Hernandez (Dublin), Mei (Fremont), Mendall (Hayward), Munro (Livermore), Rood (Piedmont), Hernandez (San Leandro), Dutra-Vernaci (Union City) Sutter (Community Advisory), Vice-chair Martinez (Emeryville), and Chair Kalb (Oakland)

   **Excused:** Arreguin (Berkeley)

2. **Pledge of Allegiance**

   **Excused:** Director Arreguin (Berkeley)

3. **Closed Session**

   A. **CONFERENCE WITH LEGAL COUNSEL - Anticipated Litigation:** Initiation of litigation pursuant to paragraph (4) of subdivision (d) of Section 54956.9: one case.

   B. **CONFERENCE WITH LEGAL COUNSEL--EXISTING LITIGATION (under Paragraph (1) of subdivision (d) of Section 54956.9) in Re PG&E corporation and Pacific Gas and Electric Company, Debtors, Bankruptcy Case No. 19-30088(DM), United States Bankruptcy Court, Northern District of California.
Director Mendall motioned to adjourn into closed session. Director Dutra-Vernaci seconded the motion which passed 11/0; Excused: Director Arreguin

4. General Counsel Report out of Closed Session

There were no reportable actions taken in closed session

5. Public Comment

This item is reserved for persons wishing to address the Board on any EBCE-related matters that are not otherwise on this meeting agenda. Public comments on matters listed on the agenda shall be heard at the time the matter is called. As with all public comment, members of the public who wish to address the Board are customarily limited to three minutes per speaker. The Board Chair may increase or decrease the time allotted to each speaker.

There were no speakers for Public Comment

CONSENT AGENDA

6. Approval of Minutes:
   - June 5, 2019
   - June 19, 2019

7. Contracts entered into (Informational Item)

8. Consulting Services Agreement for Graphic and Web Design Services with Celery Design Collaborative
   Adopt a resolution authorizing the Chief Executive Officer to sign an agreement for graphic and web design services with Celery Design Collaborative for the purpose of providing graphic and web design services to EBCE for the contract period of 7/17/19 to 7/31/20, in the amount of $100,000.

9. Legal Services Approval
   Adopt a resolution authorizing the Chief Executive Officer, or a designee to negotiate and execute contracts with select legal firms in accordance with the board approved legal budget, totaling $1,076,000 for fiscal year 2019-2020.
   Selected law firms include:
   - Richards Watson & Gershon - General Counsel Services
   - Davis Wright Tremaine - Policy
   - Keyes & Fox - Policy/Compliance/Power procurement
   - Hall Energy Law - Power Procurement
   - Wilson Sonsini Goodrich & Rosati - Power Procurement
   - Liebert Cassidy & Whitmore - Employment/HR
   - Nixon Peabody - Finance

Director Munro motioned to approve the consent agenda. As amended:
   A. move item 9 PG&E Time-of-Use Rate Transition to the regular agenda.
Director Hernandez (SL) seconded the motion which carried 10/0; Excused: Directors Arreguin and Dutra-Vernaci

REGULAR AGENDA

10. CEO REPORT
   A. Executive Committee Meeting;
   B. Marketing and Outreach update; and
   C. Regulatory and Legislative update.

   The Board Discussed:
   • SB520 - Request member cities support EBCE legislative positions
   • Medical baseline and upcoming wildfire prevention power/gas shut offs
   • When do new policies go into effect.

11. PG&E Time-Of-Use Rate Transition (Action Item)
   Receive report on planned PG&E Time-of-Use (TOU) rate transition, and adopt a resolution for EBCE participation in a transition of residential and non-residential customers to a default TOU rate in concert with the efforts of PG&E.

   The Board discussed:
   • large number of IOU Customers declining Time of Use billing
   • How Customers can enroll in the rate plan
   • Smart meter customer participation requirements
   • Bill protection for rate payers
   • Incentivizing customers to join program

   Director Mendall motioned to adopt a resolution for EBCE participation in the Time-of-use rate. Director Pilch seconded the motion which passed 11/0

12. Community Advisory Committee Report

   Chair Sutter reported on the Monday, 7/15/19 CAC meeting where the committee held Chair Elections, electing Mary Sutter as the Chair and Jane Franch as the Vice-Chair. The CAC also learned more about the Legislative strategy and discussed making a request to the Board to direct EBCE staff to create unaudited quarterly financial budget information reports.

13. Sacramento Municipal Utility District (SMUD) Presentation (Informational Item)

   Receive a presentation from Director of Community Energy Services at SMUD regarding their services to EBCE

   The Board discussed:
   • How averages are calculated for customer retention
   • Languages available through the Call Center
   • Thanked SMUD and the Call Center representatives for their work
14. Treasurer’s Report (Informational Item)
Receive quarterly report on EBCE Cash position.

The Board discussed:
- Requested that Future reports include additional information on budgets
- Creating a report standard with the next budget cycle
- How to manage delinquency billing
- Identifying low-income ratepayers
- Ability to add collection services to SMUD agreement

15. Amended and Restated Barclays Revolving Credit Agreement (Action Item)
Adopt a Resolution approving an amended and restated revolving credit agreement with Barclays Bank PLC and authorizing the Chief Executive Officer to execute the same, to allow for issuance of Letters of Credit as well as reduce the interest cost of the facility.

Director Pilch motioned to adopt a resolution approving an amended and restated credit agreement. Director Dutra-Vernaci seconded the motion which carried 11/0; Excused: Director Arreguin.

16. EBCE Rate Modifications (Informational Item)
Receive an update from staff regarding EBCE rate modifications.

Presented

17. Clearway, esVolta, and SunRun Contract Approvals (Action Item)
Adopt three resolutions authorizing the CEO to:
A. Execute a 13-year 7MW/28MWh Local Greater Bay Area Resource Adequacy contract (“esVolta contract”) with esVolta/Tierra Robles Energy Storage, LLC;
B. Complete negotiations and execute a 10-year 0.5MW Local Greater Bay Area Resource Adequacy contract (“SunRun contract”) associated with behind the meter low income multi-family housing with SunRun; and
C. Execute a 15-year 112MWac Solar PV Power Purchase Agreement (“Clearway PPA”) with Clearway Energy Group/Golden Fields Solar III, LLC.

The Board Discussed:
- Thanked Staff and General Counsel for their guidance and direction with the PPAs
- How development sites are identified
- Storage types included with projects
- CAC support of the Alameda based projects
- Right of First Refusal agreement
- Local Hire
Director Hernandez motioned to adopt three resolution authorizing the CEO, or his
designee negotiate and execute agreements with:
1. esVolta/Tierra Robles Energy Storage LLC;
2. SunRun, LLC; and
3. Golden Fields Solar III, LLC.
Director Mendall seconded the motion which passed 11/0; Excused: Director Arreguin

18. Board Member and Staff Announcements including requests to place items on future Board
   Agendas

Staff polled the Board for availability to hold an August meeting if desired. The Board will keep
the August recess due to no urgent pending items.

Director Hernandez (SL) informed the Board that his alternate Councilmember Corina Lopez will
attend the September and October meetings in his absence.

Chair Kalb announced that Director Mendall and Director Arreguin were selected as the Chair
and Vice-Chair of the Executive Committee and the current committee membership will remain
the same.

19. Adjourned