



Draft Minutes

Board of Directors Meeting
Wednesday, January 16, 2018
6:00 pm
City of Hayward
Council Chambers
777 B Street,
Hayward, CA 94544

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1. Welcome & Roll Call

Present: Directors: Pilch (Albany), Arreguin (Berkeley), Hernandez (Dublin), Martinez (Emeryville), Mei (Fremont), Mendall (Hayward), Carling (Livermore), Rood (Piedmont), Hernandez (San Leandro), Dutra-Vernaci (Union City), Eldred (Community Advisory), Vice-chair Kalb (Oakland), Chair Haggerty (Alameda County)

2. Pledge of Allegiance

3. Closed Session

Conference with Legal Counsel - Initiation of Litigation; Significant exposure to litigation pursuant to paragraph (4) of Subdivision (d) of California Government Code Section 54956.9 -- one case.

4. General Counsel Report out of Closed Session

In Closed Session the Board provided General Counsel with Direction. General Counsel will provide an updated report when the matter is filled.

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.

Dwight Turner - Spoke regarding programs for customers that have Solar installed on their homes, keeping energy Local and requested additional information on EBCE's future plans.

Al Weinrub - Spoke regarding the PCIA filings and a letter sent to the Board by East Bay Clean Power alliance regarding the importance of Board members taking action to have the PCIA decision rescinded. Mr. Weinrub would like to meet with the Board to discuss the matter and future action.

CONSENT AGENDA

6. **Approval of Minutes from December 5, 2018**
7. **Contracts entered into (Informational Item)**
8. **Approve a Consulting Services Agreement with the Weideman Group for Legislative Advocacy and Advisory Services (Action Item)**
Approve a Consulting Services Agreement with the Weideman Group for a term running January 1, 2019 through December 31, 2019, in an amount not to exceed \$125,000 to provide regulatory and legislative advocacy and advisory services.
9. **Legal Services Agreement with Hall Energy Law PC (Action Item)**
 - A. Approve a Legal Services Agreement with Hall Energy Law PC for services related to drafting and negotiating Power Purchase Agreements in the amount not to exceed \$175,000 for the term January 10, 2019 through August 31, 2019.
 - B. Direct the General Counsel to terminate the Legal Services Agreement with Troutman Sanders.

Director Dutra- Vernaci motioned to approve the Consent Agenda. Director Pilch seconded the motion which carried 12/0

REGULAR AGENDA

10. CEO REPORT

- A. Executive Committee Meeting;
- B. Marketing and Outreach update;
- C. Local Development Business Plan Update and
- D. Update on Opt-out

The Board discussed:

- Marketing plan review now that Enrollment is at 98%
- Call center information regarding PG&E Bankruptcy filing announcement

The CEO introduced new employee JP Ross who will assume the role of Sr. Director of Local Development, Electrification and Energy Innovation.

11. Community Advisory Committee Report

Director Eldred provided a summary of the 1/14/19 CAC meeting. The CAC would like to host a workshop refresher of the Local Business Development early action items prior to receiving budget information. The CAC also received a request to further discuss the PCIA, which the CAC recognizes as a threat to community choice and to EBCE mission. The committee would like to call upon the Board to take further action as individuals and advocate for Community Choice Aggregation programs in general.

The Board discussed:

- Requested additional information from the CAC regarding knowledge of actions taken by other CCAs
- Interest in following development of AB56 Statewide central electricity procurement entity

12. Regulatory and Legislative Update (Informational Item)

Accept staff regulatory and legislative update.

Presented

The Board discussed:

- Brown Power True-up and explanation of process
- Potential bills that may be of interest to EBCE
- Potential of 2018 bills returning to the legislature
- PCIA Phase 2
- Requesting Member Agencies support to amplify EBCE's position

13. Change to Administrative Procurement Policy (Action Item)

Adopt a Resolution to amend the Administrative Procurement Policy to remove section 5.iv, relating to race and gender conscious preferences.

The Board Discussed:

- Current policy and potential violation of Prop 209.
- Creating a disparity analysis to identify how bids are awarded
- Creating more awareness and more outreach in specific communities
- Advertising in specific ethnic newsletters and communications

Jessica Tovar - Requested additional information on why EBCE cannot use Small Local Emerging Business criteria used by some member agencies when contracting.

Director Arreguin motioned to adopt a resolution to amend the Administrative Procurement Policy. Director Pilch seconded the motion which carried 12/0

R-2019-1

14. Demand Response Pilot Review (Informational Item)

Accept staff review of the Demand Response Pilot.

Presented

15. EBCE Office Lease (Action Item)

- A. Authorize CEO to enter into negotiations for a sub-lease agreement of the 2nd floor 1212 Broadway in Oakland; and
- B. Delegate approval of final sub-lease agreement to EBCE Executive Committee

The Board Discussed:

- Seismic retrofit status of building. Will not proceed if building has not had improvements made
- Sub-lease negotiations
- Concerns with office location. Is it central for staff and committee members?
- Type of lease being EBCE is seeking
- Finding lease promptly to allow staff to focus on other areas. Will have a more in depth discussing when seeking a permanent location.
- Contacting member agency Economic Development Agencies
- All in services and future cost increases

Director Mendall motioned to approve staff recommendation with the following conditions:

- A. **Inquire about seismic retrofit status and present findings to the Executive Committee**

Director Martinez seconded the motion which passed 10/2; Noes: Directors: Carling and Rood

16. Audit Report (Informational Item)

Receive report on audited financial statements for Fiscal years ending June 30, 2017 and June 30, 2018.

The Board requested that the item be re-agendized to accept the audit report. The item can be placed on the consent calendar.

17. Treasurer's report (Informational Item)

Receive report on EBCE Cash position.

Presented

18. 2018/2019 East Bay Community Energy Mid-Year Budget Review (Informational Item)

Accept East Bay Community Energy's mid-year review of its 2018/2019 Budget

The Board discussed:

- County Repayment. Payment should be presented at a Regular Board of Supervisors Meeting.
- Revisiting LDBP funds once the PCIA and Rate information is available
- Requested scenarios of potential PCIA impact on rates and revenues
- Scheduling of Barclay Bank repayment.
- Prioritizing debt repayments to minimize interest fees.

19. Adopt a Resolution Authorizing the Chief Executive Officer to Execute a Credit Agreement. (Action Item)

Adopt a Resolution authorizing the Chief Executive Officer to execute a credit agreement in an amount up to \$400 million for a period of three years to be used for EBCE's operations.

This item was pulled without discussion.

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

Vice-Chair Kalb announced that he would be co-sponsoring a Blood Drive with the American Red Cross Blood Donation Center at 6230 Claremont Ave., Oakland on January 21, 2019 from 2:00 pm - 6:00 pm.

Chair Haggerty requested Board members to email interest in Sub-Committees to the Clerk and recommended that sub-committee meetings be held during the day. The Chair also directed the Executive Committee to prepare the performance review for General Counsel.

Director Mei recommended setting the sub-committee schedules once the committees are seated.

21. Adjourned