



## **DRAFT**

### **Summary Minutes Board of Directors Meeting**

Wednesday, January 17, 2018

6:00 pm

City of Hayward Council Chambers

777 B Street, Hayward, CA

*Meetings are accessible to people with disabilities. Individuals who need special assistance or a disability-related modification or accommodation to participate in this meeting, or who have a disability and wish to request an alternative format for the meeting materials, should contact the Clerk of the Board at least 2 working days before the meeting at (510) 736-4981 or [Scabrera@ebce.org](mailto:Scabrera@ebce.org).*

*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*

- 1. Welcome & Roll Call**
- 2. Pledge of Allegiance**
- 3. 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.*

**Jessica Tovar** – Spoke regarding the agenda process and requested items be identified as action or informational.

### **CLOSED SESSION**

#### **A. Appointment of General Counsel**

**GENERAL COUNSEL: Report on action taken in Closed Session**

**In Closed session the Board provided staff with direction.**

**CONSENT AGENDA**

**4. Approval of Minutes from December 6, 2017**

**5. Approval of Amendment to Legal Services Agreement with Richards, Watson & Gershon**

Approve six-month extension and increase of contract amount of the Agreement for Legal Services with Richards, Watson & Gershon to provide general/special counsel services to East Bay Community Energy until June 30, 2018

**C-2018-4**

**6. Amended Employment Agreement with Chief Executive Officer**

Adopt a Resolution authorizing the Chair to execute an amended Employment Agreement for Chief Executive Officer (“CEO”) between EBCE and Nicolas Chaset to allow the CEO to remain on COBRA medical insurance until January 1, 2019.

**C-2015-5  
R-2018-1**

**7. Approval of Contract with Weideman Group for Legislative Advocacy and Advisory Services**

Approve selection of Weideman Group to provide legislative advocacy and advisory services and delegate to Chief Executive Officer to negotiate and execute a one-year contract not to exceed \$120,000.

**C-2018-6**

**8. Designation of the CEO as Personnel Officer and Authorization to Approve and Adopt Employee Handbook**

Adopt a Resolution designating the Chief Executive Officer as Personnel Officer for EBCE and authorizing him to approve and adopt the EBCE Employee Handbook.

**R-2018-6**

**9. Amend the Conflict of Interest Code**

Adopt a Resolution amending the EBCE Conflict of Interest Code to add the positions of Chief Operating Officer, Vice President of Marketing and Customer Accounts, Director of Power Resources, and Director of Regulatory and Legislative Affairs.

**Barbara Stebbins** – Spoke regarding Board policy oversight, delinquent account policy, proposed RFP scoring, and concerns regarding amending the JPA.

**Director Mendall motioned to move items 4, 5, 6, 8, 9 & 10 to consent and approve. Director Biddle seconded the motion which carried 10/0 Excused: Directors: Bacon and Spedowski.**

**R-2018-7**

## **REGULAR AGENDA**

### **10. CEO Report**

Accept CEO report on:

- A. Workflow Priorities
- B. Staff Additions; and
- C. Contracts entered into

The Board discussed:

- Early adopter options
- Direct Access customers

**Jessica Tovar** – Spoke regarding resolution E-4907.

### **11. Approval of Administrative and Operational Policies**

Approve the following recommendations:

- A. Approve policies relating to: Customer Confidentiality and Process for Considering Policy or JPA Agreement Amendments;
- B. Discuss Policies relating to: Administrative Procurement Practices and Delinquent Accounts and Collections; and
- C. Adopt two Resolutions regarding: Delegation of Authority to the CEO for Regulatory and Legislative Matters, and Records Retention Policy

The Board discussed:

- Placing Administrative items on the Consent calendar
- The Community Advisory Committee's scope
- Delinquent accounts
- Care Customers

**Director Arreguin motioned to approve Items A and C as amended:**

**C: # 4 “The Chief Executive Officer has conferred with the Chair of the Board and the Chair of the Community Advisory Committee (or Vice Chair in the Chair’s absence) ...” and add d) The CEO will distribute the information to Board in compliance with the Brown act.**

**Director Mendall seconded the motion which carried 10/0: Excused: Directors: Bacon and Spedowski**

R-2018-4 P-2018-2  
R-2018-5 P-2018-3

### **12. Discuss Energy Risk Management Policies and Regulations**

Receive update and provide feedback on EBCE Risk Policy and Risk Guidelines

The Board discussed:

- Composition of Risk Oversight Committee

### **13. Power Supply Procurement and Hedging Options**

Receive update and provide feedback on EBCE Energy Supply and Hedging Options

The Board discussed:

- Phase 2 timing
- Procurement options

**Tom Kelly** – Spoke regarding EBCE energy mix, need to meet JPA criteria and pricing.

**Barbara Stebbins** – Spoke regarding the procurement process and recommended that the LDBP guide the process.

#### 14. EBCE Rate Options

Receive update and provide feedback on EBCE Rate Options

The Board discussed:

- Discount rates
- EBCE Program goals: Less expensive, meet or exceed PG&E green efforts, and local.
- Product options
- Customer opt-up rates

**Barbara Stebbins** – Spoke regarding the LDBP tasks and importance of prioritizing the local development of projects.

#### 15. Alameda County Local Clean Energy Projects Request for Proposals

Receive update, provide feedback on EBCE's planned Local Clean Energy Project Request for Proposals

The Board discussed:

- Local project contract term options
- Affect, if any, of delaying RFP until the LDBP is completed
- Benefits of issuing RFP early; and
- Integrating LDBP

**Jessica Tovar** – Spoke regarding letter sent from EBCPA requesting procurement process be included in LDBP and RFP state a union preference.

**Barbara Stebbins** - Spoke regarding the importance of the LDBP being part of the RFP process and RFP scoring.

**Rick Sherman** – Spoke regarding the importance of community programs and in support of starting the RFP process early.

#### 16. Discussion of Brilliant 100 and Offering a Third Energy Product

Receive update and provide feedback on *Brilliant 100* and potential third energy product.

**Tom Kelly** – Spoke regarding the relationship between product cost and premium products.

**17. Standard Power Purchase Agreements and Confirms**

Receive update and provide feedback on Standard Power Purchase Agreements and Confirms

**18. Formation of EBCE Executive Committee**

Appoint an Executive Committee of the Board of Directors to provide in-depth review of certain operational and policy matters of the EBCE, as directed by the Board from time to time. The Executive Committee will be comprised of 5 Board members who can serve the anticipated term of at least one year.

**Director Martinez motioned to approve the formation of an Executive Committee. Director Arreguin seconded the motion which carried 10/0; Excused: Directors: Bacon and Spedowski.**

**19. Board Member and Staff Announcements**

Chair Haggerty introduced Union City Director, Mayor Dutra-Vernaci.

Director Martinez invited EBCE Vice-President of Technology and Analytics, Taj Ait-Laoussine to introduce himself.

Director Eldred thanked the community for attending the Community Advisory Committee meetings and invited community to email comments to the Clerk to be distributed.

**20. Adjourned** – to Wednesday, February 7, 2018. Location: Castro Valley Library  
3600 Norbridge Ave.,  
Chabot Room  
Castro Valley CA

Key:

R – Resolution

C – Contract

P – Policy