



Draft Minutes

Special Meeting

Board of Directors Meeting

Wednesday, September 26, 2018

6:00 pm

City of San Leandro

Council Chambers

835 E. 14th Street,

San Leandro, CA 94578

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.

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: Pilch (Albany), Arreguin (Berkeley), Martinez (Emeryville), Bacon (Fremont), Mendall (Hayward), Rood (Piedmont), Lee (San Leandro), Dutra-Vernaci (Union City), Eldred (Community Advisory), Vice -Chair Kalb (Oakland) and Chair Haggerty (Alameda County)

Excused: Hernandez (Dublin) and Spedowfski (Livermore)

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. The Board Chair may increase or decrease the time allotted to each speaker.

CONSENT AGENDA

4. Contracts entered into (Informational Item)

5. **Agreement with Troutman Sanders for Power Procurement Legal Services (Action Item)**
Approve an agreement with Troutman Sanders in the amount of \$225,000 for the term commencing September 1, 2018 through August 31, 2019.

C-2018-102

6. **Printing and Mailing Services**
Approve an agreement with FinalOption Corp, dba Pacific Printers (Principal: Andrew Goett; Location: San Jose) for Printing and Mailing Services, for the period of 9/26/18 - 12/31/19, in an amount not to exceed \$925,000.

C-2018-104

Vice-chair Kalb motioned to approve the consent calendar with the exception of Item 4. Director Martinez seconded the motion which carried 9/0; Excused: Directors: Hernandez, Rood and Spedowski

The Board requested additional information on the SMUD contract amendment. The amendment pertains to a change in the Task order associated with the agreement.

Director Pilch motioned to approve item 4. Vice-chair Kalb seconded the motion which carried 9/0; Excused: Directors: Hernandez, Rood and Spedowski

REGULAR AGENDA

7. **Approval of Minutes from July 18, 2018**

Director Dutra-Vernaci motioned to approve the minutes from July 18, 2018. Director Arreguin seconded the motion which carried 9/0; Excused: Directors Hernandez, Rood and Spedowski

8. **CEO REPORT**

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

Director Rood in at 6:22pm

Jessica Tovar - Spoke regarding East Bay Clean Power Alliance's request to provide input on the Director of Local Development job description. EBCPA is excited to hear the LDBP Director will be hired. Would like to weigh in on the job description. Interested in director to focus on equity and community partnerships, conduct reviews/evaluations and engage with community, work on distributed resources, with the public, engaging with the community

9. Community Advisory Committee Report

Director Eldred provided the Board with a report of CAC activities during the August recess:

- The CAC meet and worked with staff to develop a draft work plan. The workplan will be presented at the Friday, 9/28/18 Executive Committee meeting before being presented to the Board for approval. Met during recess and worked with staff to create a draft workplan.
- New alternate Ernie Pacheco was sworn in.
- The CAC will reopen the application for alternates on Friday, 9/28/18

10. Treasurer's Report

Receive report on EBCE Financials.

The Board requested additional information on cc use and asked staff to develop and present a CC use policy for discussion and Board approval.

Director Dutra-Vernaci motioned to accept the Treasure's report. Director Kalb seconded the motion which carried 10/0; Excused: Directors: Hernandez and Spedowski

11. Legislative and Regulatory Update (Informational Item)

Receive an update on the 2018 California Legislative session.

The Board discussed:

- Current senate bills and potential benefits/risks associated
- Accompanying Staff to visit local elected officials
- Including the CAC in advocacy efforts
- Seeking support from stakeholders

Dan Rainey - Thanked CEO, Nick Chaset for op-Ed in Utility guide regarding the Power Charge Indifference Adjustment (PCIA).

12. EBCE Co-Branding and Collaboration Policy (Action Item)

Review and approve a policy on EBCE co-branded marketing materials.

The Board discussed:

- Logo - Revisit design
- Trademark - Need to register current logo and potential new logo.

Director Martinez motioned to approve the Co-Branding and Collaboration policy as amended:

- A. **Include language to require potential partners to request permission for each instance of Co-branding use.**

Director Mendall second the motion which carried 10/0; Excused: Directors Hernandez and Spedowski.

13. Rate Setting Protocol (Action Item)

Authorize EBCE staff to ministerially modify EBCE rate schedules as needed to be consistent with the rate objectives established by the Board in setting rates, and work with the billing services vendor to implement any rate adjustments so that all EBCE customers receive the published value proposition for the service level they receive. Staff will report to the Board in advance of, and at the Board meeting immediately following, any adjustments to the rate schedules.

The Board discussed:

- Fluctuation range - Staff able to adjust rates by 2 - 3% but must seek Board approval on higher adjustments
- Potential impacts to revenue
- PCIA and PG&E influence on rates
- Establishing a public process for rate adjustments
- CAC requested a rate setting policy with review of financial impacts
- Communicating rate changes to customers that have opted out

Director Mendall to authorize EBCE staff to modify Rates as needed to be consistent with EBCE rate objectives and directed staff to include the following language in the

A. "Implement rates to maintain EBCE's value proposition, or better..."

Director Arreguin seconded the motion which passed 10/0: Excused: Directors Hernandez and Spedowski

14. Carbon emission Benchmarking and Accounting Methodology (Informational Item)

Receive information regarding EBCE's Carbon emissions benchmarking and Accounting methodologies.

The Board discussed:

- Complexity of Carbon Accounting
- Carbon Accounting Methodologies - Which are most universally used? What are EBCE customers currently using
- Supporting as many methodologies as possible to provide information to customers
- Other CCAs accounting processes
- Universal/Standardized accounting methods

15. Auditor Appointment (Action Item)

Approve the following recommendations:

1. Adopt a resolution appointing Pisenti & Brinker LLP to complete the audit of EBCE's annual financial statements for the years ending June 30, 2017 and June 30, 2018.
2. Approve an agreement with Pisenti & Brinker, LLP for audit services in the amount of \$11,250, for a term ending 6/30/19.

R-2018-33

The Board discussed:

- Auditor selection process
- Creating an RFP process for future Auditing services
- Contract with multi-year option
- Creating an RFP selection committee - Made of staff and Board members

Director Mendall motioned to adopt a resolution appointing Pisenti and Brinker as the Auditor and directed staff to:

- A. Develop an RFP process for future audit services;
- B. Present qualifying bids to the full Board for approval; and
- C. Prepare an agreement with an option to extend the contract term for 3 - 5 years.

Director Dutra-Vernaci seconded the motion which carried 10/0; Excused: Directors: Hernandez and Spedowski

16. Amendments to the Joint Powers Agreement (Action Item)

Discuss proposed amendments to the East Bay Community Energy Joint Powers Agreement (JPA) and Direct staff to bring back proposed language relating to proposed JPA amendments.

Director Dutra-Vernaci motioned to accept staff's recommendation of no proposed changes to the Joint Powers Agreement. Director Martinez seconded the motion which carried 10/0; Excused: Directors: Hernandez and Spedowski.

17. Approve EBCE application for voluntary enrollment in the California State Disability Insurance Program (Action Item)

Adopt a resolution to allow East Bay Community Energy (EBCE) to submit an application to voluntarily enroll in the California State Disability Insurance program to provide EBCE employees' access to Paid Family Leave and State Disability Insurance coverage.

R-2018-34

Vice-Chair Kalb motioned to adopt a resolution to allow EBCE to submit an application for voluntary State Disability Insurance. Director Mendall seconded the motion which carried 10/0; Excused: Directors: Hernandez and Spedowski

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

Director Thomas thanked EBCE for being a sponsor for the San Leandro Resilience event.

The Chief Executive Officer thanked the city of San Leandro (SL) for hosting the 9/26/18 Board meeting and announced that EBCE is also a sponsor of the SL Sausage and Suds event on Sunday, 10/7/18

Director Dutra-Vernaci thanked the CEO for his Op-ed on the PCIA stating that it provided a lot of information on CCAs and our program.

19. Adjourned

20.