



Draft Minutes

Board of Directors Meeting

Wednesday, December 18, 2019

6:00 pm

City of Hayward

Council Chambers

777 B Street,

Hayward, CA 94544

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1. Welcome & Roll Call

Present: Directors: Haggerty (Alameda County), Pilch (Albany), Arreguin (Berkeley), Hernandez (Dublin), Bacon (Fremont), Mendall (Hayward), Munro (Livermore), Rood (Piedmont), Hernandez (San Leandro), Patino (Union City), Sutter (Community Advisory), Vice-Chair Martinez (Emeryville), Chair Kalb (Oakland)

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.

Tom Kelly - Requested information on EBCE's IRP and timeline for release to the public.

4. Closed Session

- A. Conference with Legal Counsel - Anticipated Litigation pursuant to Government Code section 54956.9(b): One case
- B. **PUBLIC EMPLOYEE PERFORMANCE EVALUATION** under California Government Code Section 54957: Performance Evaluation of Chief Executive Officer Nicolas Chaset
- C. **CONFERENCE WITH LABOR NEGOTIATORS** under California Government Code section 54957.6, EBCE Designated Representatives: Jesse Arreguin, Scott Haggerty, Dan Kalb, Diane Martinez, and Al Mendall Unrepresented Employee: Chief Executive Officer

5. General Counsel Report out of Closed Session

No Reportable action was taken in Closed Session

CONSENT AGENDA

6. Approval of Minutes from November 20, 2019

7. Contracts entered into (Informational Item)

8. Amendment to Task Order 1 of Master Services Agreement with Sacramento Municipal Utility District and Amend Rate Setting Protocol

- A. Approve an amendment to Task Order 1 of the Master Services Agreement with Sacramento Municipal Utility District (SMUD),
- B. Authorize the Chief Executive Officer (CEO) to approve and sign amendments to Task Order 1 up to the total approved fiscal year budget for Data Manager, and
- C. Amend Rate Setting Protocol

R-2019-35

C-2020-03

Tom Kelly - Requested additional information on the Rate setting protocol

Director Bacon motioned to approve the Consent Calendar. Director Hernandez (Dublin) seconded the motion which carried 11/0 Excused: Director Patino

REGULAR AGENDA

9. CEO REPORT

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

Tom Kelly - Requested status information on the LDBP and Marketing reports.

10. Community Advisory Committee Report

The Chair Sutter reported on the CAC 12/16/19 meeting stating that the CAC discussion will be shared when each item is presented.

11. Chief Executive Officer Employment Agreement Amendment (Action Item)

Director Munro motioned to approve the Chief Executive Officer Employment Agreement. Seconded by Director Bacon excused Alameda County

12. Amendment to Barclays Revolving Credit Agreement (Action Item)

Adopt a Resolution authorizing the Chief Executive Officer to execute an amendment to the Revolving Credit Agreement with Barclays Bank PLC to increase the cash borrowing capacity and increase the letter of credit capacity.

R-2019-36
C-2020-01

Director Hernandez (San Leandro) motioned to adopt a Resolution Authorizing the CEO to execute an amendment to the Revolving credit agreement. Director Mendall seconded the motion which carried 11/0. Excused: Director Haggerty

13. Extension of Accountant Contract (Action Item)

Authorize the CEO to extend the Maher Accountancy contract for an additional year through December 31, 2020 adding an amount of \$200,000 for services in 2020.

R-2019-37

Director Mendall motioned to Authorize the CEO to extend the Maher Accountancy Contract. Director Hernandez (San Leandro) seconded the motion which carried 9/0 Excused: Directors Haggerty, Pilch and Munro

14. Reserve Fund Allocations from 2018-19 Fiscal Year Net Revenues (Informational Item)

Review the proposed contributions to the reserve funds.

Presented

15. Regulatory Update (Informational Item)

Receive Update on PCIA

Presented

The Board Discussed:

- PG&E Contract terms
- EBCE Rate Structure
- Diablo Canyon generation and effect on PCIA

16. Carbon Free Allocation (Informational Item)

Receive an update regarding potential carbon free energy allocation and associated timeline

The Board Discussed:

- PG&E and EBCE product portfolios
- Diablo Canyon plant decommissioning
- EBCE's definition of carbon-free
- Future renewables mix and comparison to IOU
- Public feedback on carbon allotment
- Potential scenarios if allotment is taken
 - Potential to allow allotment to go unused
- Selection of carbon-free allotment products

14 members of the public spoke against accepting nuclear allotment stating:

- Potential risk of extending Diablo Canyon generation
- Reputation risk to CCA programs
- RECs and attributes to accepting Allotment
- Alliance for Nuclear Responsibility (A4NR) Plan to decommission Diablo Canyon ahead of 5 year scheduled close
- Member cities that are nuclear free
- PCIA Justification
- Other product options to satisfy allotment requirements

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

There were no requests.

18. Adjourned

Key:

R - Resolution
C - Contract