



Consent Item 6

TO: Ava Community Energy Board of Directors

FROM: Alex DiGiorgio, Public Engagement Manager

SUBJECT: **Community Advisory Committee (CAC) Member Reappointments and Guide Updates**

DATE: December 20, 2023

Recommendation

Receive staff report on member reappointments and [CAC Guide](#) updates. Consider approving the following:

- 1) **The reappointment of current, eligible CAC members who have confirmed their interest in being reconsidered to serve an additional term (please see Table 2 below), and updating eligibility qualifications to include a six-month 'grace period' for residency within Ava service area;**
- 2) **Updating the [CAC Guide](#) as follows:**
 - a) **CAC Service Area Region seat allocations:** The CAC's San Joaquin Service Area Region gains an additional, allocated seat (via the transition of Stockton's interim CAC seat), while the South Service Area Region loses one;
 - b) **At-Large appointments:** The CAC's two (2) At-Large member appointments will be administered by Ava's Board of Directors (instead of the Alameda County Mayors' Conference), with a limit of two consecutive terms per member/Service Area Region;
 - c) **Vacancy appointment timeline:** Vacancies on the CAC will be filled on an annual basis (instead of within 90 days), from the time the vacancy occurs, unless required to achieve quorum;
 - d) **Staggering CAC member terms:** CAC member terms will be staggered, so individual seat appointment cycles occur every other year; and

- e) Administrative updates: Updates corresponding to Ava staff contacts, the six-month residency 'grace period,' and previously approved Board decisions (e.g., the Ava Community Energy brand change, CAC member stipends, etc.)

Pending Board approval, approximately half of the CAC seats will be assigned to be one- or two-year terms, to stagger the Committee members' appointment timeline. Current members whose seats are assigned a one-year term will be eligible to serve for an additional two-year term.

Ava staff is presently preparing to administer a CAC application and appointment process in Q1 2024 to fill vacant seats. Additional considerations regarding the CAC structure (e.g., creating seats for specific constituencies and/or interest groups) or additional updates to the Guide can be addressed after the newly (re)appointed CAC members begin serving their new terms.

Background and Discussion

On October 21, 2020, the Board of Directors [approved updates to the CAC Guide and Appointment process](#). These updates were made to provide proper representation and engagement of the CAC, particularly given the inclusion of Ava's new communities in the cities of Newark, Pleasanton, and Tracy. The updates included the following structural changes: the addition of three seats (increasing the CAC to twelve active seats, corresponding with the concept of "voting shares" in the JPA Agreement); configuring the apportionment of CAC seats to Ava Service Area Regions; appointing one Alternate for each Ava Service Area Region, for a total of five; and engaging the Mayors' Conference to appoint two at-large Members.

Since that time, the CAC has been composed of twelve active seats (Members)—ten of which represent specific Service Area Regions, and two of which serve as At Large members representing the entire service area—and five alternate seats (Alternates).

On June 21, 2023, the Board of Directors [approved a six month term extension for all current CAC Members and an interim seat for the City of Stockton](#). The purpose for this action was to provide staff with time to help the Board consider alternative committee structures to address the challenge of shifting seat allocations created by the addition of new jurisdictions to Ava's JPA territory.

Under the CAC's current structure, seats are distributed regionally across Ava's service area in Alameda and San Joaquin counties.¹ Each region is allocated its number of

¹The one exception is the Board's recent creation of the interim seat for the City of Stockton (referenced above) at the June 21, 2023, meeting.

seats according to its approximate, cumulative electricity load. This corresponds to the JPA's allocation of Voting Shares votes among the Board of Directors (per [JPA Sec. 4.12.2 and Exhibit C](#)).

On August 30, 2023, an Ad Hoc committee of the Board was convened to consider adjusting the structure of the CAC to address the challenge of shifting seat allocations created by the addition of new jurisdictions to Ava's JPA and service area. Staff also consulted with individual Board members, who were unable to attend the Ad Hoc committee meeting. The recommendation of the Ad Hoc committee and individual Board members was to preserve the current regional CAC structure and allow the seat allocations to adjust accordingly. With the addition of Stockton to Ava's JPA, this results in the San Joaquin Service Area region gaining a CAC seat, and the South Service Area Region losing one. The Ad Hoc committee specifically recommended against restructuring the CAC to mirror the Board's structure of each jurisdiction having an individual seat/representative, as well as recommending against restructuring the CAC to be all At-Large seats. The Ad Hoc committee and individual discussions also addressed potential adjustments to the CAC's two At-Large seats. These adjustments included having the entire Ava Board make the two appointments (instead of the Alameda County Mayors' Conference, per the current CAC Guide); or to eliminate the two At-Large seats altogether, since they could undermine the balance achieved by the CAC's regional representation structure.

At the [September 20, 2023 Board meeting](#), there was general agreement among Board members to follow the recommendation of the Ad Hoc committee and maintain the CAC's current regional structure and corresponding reallocation of seats, resulting from Stockton's JPA membership. As such, staff recommends that the Board approve transitioning Stockton's Interim CAC seat to an additional allocated seat for the San Joaquin Service Area Region. This update will also serve to support representation from the City of Lathrop, which became an Ava JPA member by a unanimous vote of the Board at the same September 20th meeting. Staff is currently awaiting certification from the California Public Utilities Commission (CPUC) regarding Lathrop's JPA membership and start of Ava service. The CPUC has until December 27, 2023 to respond. Once certification is received from the CPUC, the City of Lathrop will also be entitled to a seat on Ava's Board of Directors.

At the [December 6, 2023 Executive Committee](#) meeting, there was general agreement among the members to follow the recommendations expressed at the September Board meeting and Ad Hoc committee meeting to maintain the CAC's current regional structure and corresponding reallocation of seats. The Executive Committee's additional

feedback and recommendations regarding the CAC reappointments and Guide updates are included below.

Recommendation 1: Approve reappointment of current, interested CAC members (listed on Table 2 below) and update eligibility qualifications to include six-month ‘grace period’ for residency within Ava service area

The CAC currently has eleven members serving. One member in the East Service Area Region has indicated to staff they will not seek reappointment, meaning the seat will become vacant in January 2024. One At-Large member initially declined to be considered for reappointment due to scheduling challenges but has since expressed interest (as recently as December 11, 2023) pending their ability to adjust their schedule. All five Alternate seats are currently vacant. Below is a table with the current structure, seat allocation, and membership of the CAC:

Table 1: Current CAC seat allocation and membership

Ava Service Area Region	Current CAC Seat Allocation	Current Alternate Seat Allocation
NORTH Albany, Berkeley, Oakland, Emeryville, and Piedmont	3 - Anne Olivia Eldred, Chair - Cynthia Landry - Lisa Hu	1 [Open]
EAST Dublin, Livermore, and Pleasanton	1 - Joel Liu [seat WILL become OPEN in January 2024]	1 [Open]
SOUTH Fremont, Union City, and Newark	2 - Shiva Swaminathan - Vijay Lakshman	1 [Open]
CENTRAL Hayward, San Leandro, and Alameda County Unincorporated	2 - Ernie Pacheco - Lorraine “Mickey” Souza	1 [Open]
SAN JOAQUIN COUNTY Tracy, Stockton, Lathrop	1 - Harman Ratia	1 [Open]
STOCKTON (interim)	1 [Appointment pending]	N/A
At-Large	Ed Hernandez [seat MAY become OPEN in January 2024]	N/A
At-Large	Jim Lutz	N/A

The following CAC members have confirmed to Ava staff their interest in reappointment:

Table 2: List of current CAC members seeking reappointment

CAC Member	Service Area Region	Community of Residence w/in Ava Service Area
Anne Olivia Eldred (Chair)	North	[Oakland] ²
Cynthia Landry	North	Oakland
Lisa Hu	North	Oakland
Shiva Swaminathan	South	Fremont
Vijay Lakshman	South	Fremont
Ernesto Pacheco	Central	Hayward
Lorraine “Mickey” Souza	Central	Hayward
Harman Ratia	San Joaquin	Tracy
Jim Lutz	At Large	Oakland
Ed Hernandez	At Large	San Leandro

CAC Membership Eligibility

According to the current [CAC Guide](#), qualifications for membership eligibility are defined as follows:

“Qualifications

EBCE service area resident or shall have owned or actively operated a business in [Ava’s] service area for a period of at least 5 years prior to appointment and shall do so for the entire period of appointment. Applicants will be considered with an interest in maintaining diversity of representation by geography, population, work experience and community.” (italics added)

Staff recommends the Board implement the Executive Committee’s feedback to update the CAC’s membership eligibility criteria to allow for a six-month ‘grace period’ when a member no longer resides within Ava’s service area. In effect, CAC members who move out of Ava’s service area may remain on the CAC if they return to living in the service area within six months.

Recommendation 2: CAC Guide updates

Recommendation 2(a) — Update CAC Service Area Region seat allocations: The CAC’s San Joaquin Service Area Region gains an additional, allocated seat (via the transition of Stockton’s interim CAC seat)

² Chair Eldred has informed Ava staff she currently resides outside of Ava’s service area, but has plans to return to an Oakland-based residence in late December 2023. Staff can coordinate with Chair Eldred to confirm her residency within the service area is complete within the six-month ‘grace period’ recommended by the Executive Committee at its meeting on December 6, 2023.

Pending Board approval, the CAC’s structure and seat allocations are summarized in the table below.

Table 3: Proposed CAC seat allocation w/Stockton and Lathrop included in JPA

Region	Member Jurisdictions	New JPA Vote Share	CAC Seat Allocation	Alternate Seat Allocation
North	Albany, Berkeley, Oakland, Emeryville, Piedmont	27.7%	3	1
East	Dublin, Livermore, Pleasanton	12.8%	1	1
South	Fremont, Union City, Newark	20.1%	2	1
Central	Hayward, San Leandro, Unincorporated AlCo	18.5%	2	1
San Joaquin County	Tracy, Stockton, Lathrop	20.9%	2	1
At-Large	All		1	
At-Large	All		1	
		100%	12	5

Recommendation 2(b) — At-Large member appointments: The CAC’s two (2) At-Large member appointments will be administered by Ava’s Board of Directors (instead of the Alameda County Mayors’ Conference), with a limit of two consecutive terms per member/Service Area Region in each seat

According to the current [CAC Guide](#), the CAC’s two At-Large members are to be appointed by the Alameda County Mayor’s Conference. Staff recommends changing the appointment process to be administered by Ava’s Board of Directors, like the rest of the CAC members.

The reasons behind this recommendation are both procedural and substantive. Procedurally, it has proven difficult for Ava’s staff to coordinate and align schedules with the Mayors’ Conference to make timely appointments. Substantively, with the inclusion of more San Joaquin County communities within Ava’s Joint Powers Authority and service area (e.g., the cities of Stockton and Lathrop), the Alameda County Mayors represent fewer jurisdictions served by the agency. By transitioning the CAC’s At-Large member appointments from the Mayors to the Board of Directors, the Committee’s operations and community representation will both be improved.

Alternatively, the two At-Large seats could be removed from the CAC entirely, which was a suggestion raised in previous discussions among Ava Board members, during the 8/30 Ad Hoc committee meeting and 9/20 Board of Directors meeting. Some Board members expressed concerns that the At-Large seats undermine the balance created by the CAC's regional structure (e.g. the At-Large seats would likely be filled by constituents from Oakland, since the City is larger than all other jurisdictions). However, at its December 6, 2023 meeting, the Executive Committee recommended preserving the At-Large seats, but limiting the members/Service Area Regions appointed to those seats to two (2) consecutive terms.

Recommendation 2(c) — Vacancy appointment timeline: Vacancies on the CAC will be filled on an annual basis (instead of within 90 days) from the time the vacancy occurs, unless required to achieve quorum

According to the current [CAC Guide](#), vacant CAC seats are to be filled within ninety (90) days from the time a vacancy is announced. Based on staff's experience organizing previous CAC member appointments, ninety days is an insufficient amount of time to effectively coordinate, communicate, and complete this process. Also, filling vacancies requires additional time from Board members to make the regional nominations and appointments. As such, staff recommends that vacancies be filled on an annual basis, if/when there are no longer Alternates to fill the vacant seats. If vacancies must be filled to achieve a quorum, appointments can be made sooner.

To date, all but one of the CAC's vacancies have been addressed by immediately appointing the regional alternate to fill the seat (per the CAC Guide). However, at this time, all five Alternate seats are now vacant. Ava staff is currently organizing a new appointment process to fill these seats. This process is planned for completion in February 2024.

Recommendation 2(d) — Staggering CAC member terms: CAC member terms will be staggered so that individual seat appointment cycles occur every other year

Currently, there is no provision in the [CAC Guide](#) to stagger the terms of CAC members. This risks having a complete turn-over of seats after any given term. Staff recommends staggering the terms, so approximately half of the seats' terms finish during even numbered years (e.g., 2024) and the other half in odd numbered years (e.g., 2025).

Pending Board approval, approximately half of the CAC seats will be assigned to be one- or two-year terms in 2024, to stagger the CAC members' appointment timelines. Current members, whose seats are assigned a one-year term, will be eligible to serve for an additional two-year term. It is recommended that we ask for members to volunteer for the one-year terms, then expand selection as needed.

Recommendation 2(e) — Administrative updates: Updates corresponding to staff contacts, the six-month residency ‘grace period’, and previously approved Board decisions

Lastly, staff recommends making straightforward administrative updates to the CAC Guide. These include updates related to staff contact information, as well as those needed to reflect decisions previously made by the Board since the CAC Guide was last updated (e.g. the agency name brand/name transition from EBCE to Ava Community Energy, member stipends, etc.).

Fiscal Impact

There is no new fiscal impact to approving the reappointment of eligible CAC members. The current CAC stipend budget is \$20,400, which includes the stipend to be paid to Stockton’s appointee, once their appointment is finalized. Current stipends are \$123.55 per meeting, which amounts to approximately \$1,400 per year per member, if members attend eleven meetings (i.e., one meeting per month, less the August recess).

Committee Recommendation

The Ad Hoc committee of the Board of Directors, which convened on August 30, 2023, recommended preserving the current regional CAC structure and allowing the seat allocations to adjust accordingly. With the addition of the cities of Stockton and Lathrop to Ava’s JPA, this results in the San Joaquin Service Area region gaining a CAC seat, and the South Service Area Region losing one.

On September 20th, 2023, the Board of Directors discussed the Ad Hoc committee’s recommendations, expressed general agreement with them, and asked staff to return to the Board for action on recommended next steps.

On December 6, 2023, the Executive Committee endorsed the following recommendations:

- 1) Approve the reappointment of current, interested CAC members (listed on Table 2 above) and update eligibility qualifications to include six-month ‘grace period’ for residency within Ava service area; and**
- 2) Update the [CAC Guide](#) as follows:**
 - a. CAC Service Area Region seat allocations: The CAC’s San Joaquin Service Area Region gains an additional, allocated seat (via the transition of Stockton’s interim CAC seat), while the South Service Area Region loses one (Table 3 above);
 - b. At-Large appointments: The CAC’s two (2) At-Large member appointments will be administered by Ava’s Board of Directors (instead of

- the Alameda County Mayors' Conference), with a limit of two consecutive terms per member/Service Area Region;
- c. Vacancy appointment timeline: Vacancies on the CAC will be filled on an annual basis (instead of within 90 days) from the time the vacancy occurs, unless required to achieve quorum;
 - d. Staggering CAC member terms: CAC member terms will be staggered, so individual seat appointment cycles occur every other year; and
 - e. Administrative updates: Updates corresponding to Ava staff contacts, the six-month residency 'grace period,' and previously approved Board decisions (e.g., the Ava Community Energy brand change, CAC member stipends, etc.)

Attachment

- A. A Resolution to Authorize Community Advisory Committee Reappointments and Update the Eligibility Qualifications to Include a Six-Month 'Grace Period' for Residency within Ava Service Area, and to Update the Community Advisory Committee Guide to Allocate a Seat to the San Joaquin Service Area, to Make Future At-Large Member Appointments, to Fill Vacancies Annually, to Stagger the Appointment of Seats, and Make Administrative Updates Related to Ava Staff Contacts, the Six-Month Residency 'Grace Period,' and Previously Approved Board Decisions.

RESOLUTION NO. R-2023-xx

A RESOLUTION OF THE BOARD OF DIRECTORS

OF AVA COMMUNITY ENERGY AUTHORITY TO AUTHORIZE COMMUNITY ADVISORY COMMITTEE REAPPOINTMENTS AND UPDATE ELIGIBILITY QUALIFICATIONS TO INCLUDE SIX-MONTH 'GRACE PERIOD' FOR RESIDENCY WITHIN AVA SERVICE AREA, AND TO UPDATE THE COMMUNITY ADVISORY COMMITTEE GUIDE TO ALLOCATE A SEAT TO THE SAN JOAQUIN SERVICE AREA, TO MAKE FUTURE AT-LARGE MEMBER APPOINTMENTS, TO FILL VACANCIES ANNUALLY, TO STAGGER THE APPOINTMENT OF SEATS, AND TO MAKE ADMINISTRATIVE UPDATES RELATED TO STAFF CONTACTS AND PREVIOUSLY APPROVED BOARD DECISIONS

WHEREAS The Ava Community Energy Authority ("Ava") was formed as a community choice aggregation agency ("CCA") on December 1, 2016, Under the Joint Exercise of Power Act, California Government Code sections 6500 *et seq.*, among the County of Alameda, and the Cities of Albany, Berkeley, Dublin, Emeryville, Fremont, Hayward, Livermore, Piedmont, Oakland, San Leandro, and Union City to study, promote, develop, conduct, operate, and manage energy-related climate change programs in all of the member jurisdictions. The cities of Newark and Pleasanton, located in Alameda County, along with the City of Tracy, located in San Joaquin County, were added as members of Ava and parties to the JPA in March of 2020. The city of Stockton, located in San Joaquin County was added as a member of Ava and party to the JPA in September of 2022. The city of Lathrop, located in San Joaquin County, was added as a member to Ava and party to the JPA in October of 2023. On October 24, 2023, the Authority legally adopted the name Ava Community Energy Authority, where it had previously used the name East Bay Community Energy Authority since its inception.

WHEREAS the Board of Directors approved the Community Advisory Committee ("CAC") Guide and Appointment Process ("Guide") on November 10, 2019, which outlines the committee seats, qualifications, and appointment process;

WHEREAS when the Ava service territory expanded to include the City of Tracy in San Joaquin County in 2019, staff sought direction from the Executive Committee on suggested updates to the Guide language to include the new Ava service area, committee seat qualifications, and member term lengths;

WHEREAS at the October 21, 2020, meeting, the Board of Directors approved updates to the Guide language to include the new service area, assign seats based on Ava Service Area Regions, shorten current and future member terms to two (2) years, increase the size of the Committee Advisory Committee by two (2) additional at-large seats, allocate one (1) alternate seat for each planning area, and request the Mayors' Conference fill the two (2) at-large seats;

WHEREAS at the June 21, 2023, meeting the Board of Directors approved 1) the creation of an interim CAC seat for the city of Stockton; and 2) a six-month term extension through December 2023 for all eligible and interested CAC members currently serving at that time;

WHEREAS on August 30, 2023, an Ad Hoc committee of the Board of Directors convened to consider adjusting the structure of the CAC to address the challenge of shifting seat allocations created by the addition of new jurisdictions to Ava’s JPA and service area; and the recommendation of the Ad Hoc committee was to preserve the current, regional CAC structure and allow the seat allocations to adjust accordingly;

WHEREAS on September 20, 2023, the Board of Directors expressed general agreement to follow the recommendation of the Ad Hoc committee and maintain the CAC’s current regional structure and corresponding reallocation of seats resulting from Stockton’s JPA membership; and

WHEREAS on August 30, 2023, and September 20, 2023, the Ad Hoc committee and, subsequently, the Board of Directors considered adjustments to the CAC’s two (2) At-Large seats, which included 1) direct appointment by the Board of Directors instead of by the Alameda Mayors’ Conference; or 2) removing the At-Large seats from the CAC.

WHEREAS on December 6, 2023, the Executive Committee recommended 1) preserving the CAC’s two (2) At-Large seats, while limiting the members/Service Area Regions who serve in those seats to two (2) consecutive terms; and 2) providing CAC members who move out of Ava’s service area with a six month ‘grace period’ to return to living within the service area in order to maintain membership eligibility.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF AVA COMMUNITY ENERGY AUTHORITY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. The Board of Directors hereby authorizes the reappointments of the following current Community Advisory Committee Members:

Ava Service Area Region	Current Member
NORTH Albany, Berkeley, Oakland, Emeryville, and Piedmont	- Anne Olivia Eldred, Chair - Lisa Hu - Cynthia Landry
EAST Dublin, Livermore, and Pleasanton	- [OPEN]
SOUTH	- Shiva Swaminathan

Fremont, Union City and Newark	- Vijay Lakshman
CENTRAL Hayward, San Leandro, and Alameda County Unincorporated	- Lorraine Souza - Ernesto Pacheco
SAN JOAQUIN COUNTY Tracy, Stockton, and Lathrop	- Harman Ratia - [City of Stockton's appointee - TBD]
At-Large	- Jim Lutz
At-Large	- Ed Hernandez

Section 2. CAC members who move out of Ava's service area may continue serving on the CAC if they return and reestablish residency in the service area within six (6) months.

Section 3. In accordance with the CAC's regional seat allocation structure, the Board of Directors authorize the transition of the City of Stockton's interim seat to an additional, allocated seat of the San Joaquin Service Area Region, resulting in the South Service Area losing an allocated seat.

Section 4. To facilitate the efficient appointment of the CAC's At-Large members, and to ensure they represent Ava's growing service area in San Joaquin County, the CAC Guide will be updated so At-Large member appointments will be made by Ava's Board of Directors, instead of the Alameda County Mayors' Conference; and individual members/Service Area Regions may not serve more than two (2) consecutive terms;

Section 5. To fill vacant CAC seats in a timely and efficient manner, the CAC Guide will be updated to require vacancies be filled on an annual basis, unless required to achieve a quorum;

Section 6. To stagger the CAC's appointment cycle, approximately half of the Committee's seats will be assigned to be one (1)- or two (2)-year terms. Current members whose seats are assigned a one (1)-year term will be eligible to serve for an additional two (2)-year term.

Section 7. To reflect updates to Ava staff contacts and previous decisions by the Board of Directors, such as the name/brand transition from EBCE to Ava Community Energy, corresponding administrative updates will be made to the CAC Guide.

ADOPTED AND APPROVED this 20th day of December, 2023.

Elisa Márquez, Chair

ATTEST:

Adrian Bankhead, Clerk of the Board