



Consent Item 18

TO: Ava Community Energy Authority

FROM: Diego Ponce de Leon Barido, Head of Technology & Analytics

SUBJECT: Fifth Amendment to the Agreement with AIQUEOUS, LLC

DATE: June 12, 2024

Recommendation

Adopt a Resolution authorizing the CEO to negotiate and execute an Amendment to the Consulting and Online Services Agreement with AIQUEOUS, LLC to increase the compensation by up to \$140,000 and to extend the term through June 20th 2025 for a total amount not to exceed \$570,000.

Background and Discussion

Ava entered into an Agreement with AIQUEOUS, LLC (AIQUEOUS) in November 2020 to license AIQUEOUS' POWERPATH application and receive consulting services to implement, configure, and support that application on Ava's Customer Relationship Management (CRM) platform. Ava has been pleased with both the performance of the software and the implementation and support services it has received from AIQUEOUS. In addition to receiving expert assistance in configuring its own CRM application, Ava was also able to automate the processing of five of its Local Development programs via its CRM, by working with AIQUEOUS and the POWERPATH application.

Ava's team would like to continue to license POWERPATH and continue to receive support from AIQUEOUS, as it plans to further enhance its CRM functionality and expand its portfolio of marketing activities and local programs. Therefore, Ava's team

is requesting authorization for an Amendment to the existing Agreement to add additional compensation and to extend the term of the contract to support and further the collaboration and consulting services with AIQUEOUS and the continued development of Ava's CRM platform, which is needed to support the growing marketing activities and local development programs.

Fiscal Impact

Ava staff seeks to amend and extend its existing Consulting and Online Services Agreement with AIQUEOUS to increase the total compensation by up to \$140,000 through the current term, with total compensation not to exceed \$570,000.

Attachments

- A. Resolution Authorizing the Chief Executive Officer to Negotiate and Execute an Amendment with AIQUEOUS, LLC for Software Licensing and Consulting Services

RESOLUTION NO. R-2024-XX

A RESOLUTION OF THE BOARD OF DIRECTORS

**OF AVA COMMUNITY ENERGY AUTHORITY THE CHIEF EXECUTIVE OFFICER TO
NEGOTIATE AND EXECUTE A CONTRACT AMENDMENT WITH AIQUEOUS, LLC
FOR SOFTWARE LICENSING AND CONSULTING SERVICES**

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 Ava is pursuing the continuous implementation and expansion of its marketing and local development activities using a Customer Relationship Management (“CRM”) solution; and

WHEREAS Ava executed a Consulting and Online Services Agreement with AIQUEOUS, LLC (“AIQUEOUS”) in November 2020 to provide Software Licensing and Consulting Services associated with its CRM activities (“Agreement”) with compensation not to exceed \$82,500. The Agreement was modified first on November 1, 2021, to add \$60,000 in additional compensation and to extend the term through October 31, 2022, it was next amended on July 25, 2022, to add \$117,500 in compensation and to extend the term through June 30, 2023, then again amended on July 1, 2023 to add \$100,000 in compensation and to extend the term through June 30, 2024, and most recently on December 20th 2024 to increase the compensation by \$70,000; and

WHEREAS Ava is pleased with the software and services it has received from AIQUEOUS; and

WHEREAS Ava wishes to continue licensing the software from AIQUEOUS and has identified additional configuration needs that will require additional compensation; and

WHEREAS Ava would like to amend the Agreement to add an additional \$140,000 of compensation with total compensation not to exceed \$570,000.

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

Section 1. The Board hereby authorizes the Chief Executive Officer to negotiate and execute an Amendment to the Agreement, subject to the approval of General Counsel, with AIQUEOUS for additional compensation up to the amount of \$140,000 for a total compensation amount not to exceed \$570,000, and to extend the term of the contract through June 30th 2025.

ADOPTED AND APPROVED this 12th day of June, 2024

Jack Balch, Chair

ATTEST:

Adrian Bankhead, Clerk of the Board