



Consent Item 6

To:	Ava Community Energy Authority
From:	Karen Lee, Senior Manager, Power Resources and VPP
Subject:	Approving a Resolution Authorizing the Chief Executive Officer to Negotiate and Execute a Second Amendment to the Behind the Meter Energy Storage Agreement for Resilience with Sunrun, Inc.
Date:	July 16, 2025

Summary/Recommendation

This memorandum proposes amending the Behind the Meter Energy Storage Agreement for Resilience to reduce the minimum contract capacity and clarify the calculation of monthly payment and damages.

Analysis and Context

Ava executed a Behind the Meter Energy Storage Agreement for Resilience with Sunrun, Inc. ("Seller") on July 1, 2020, as amended by the First Amendment dated May 9, 2024 ("Agreement").

The Agreement is for 1.35 Mega-watt ("MW") / 5.4 Mega-watt hour ("MWh") of load modification from behind-the-meter solar plus storage resources located in Ava's service territory ("Project"). The Project has been operational since January 1, 2023.

The original Project was evaluated during the East Bay Community Energy, Peninsula Clean Energy, Silicon Valley Clean Energy & Silicon Valley Power Request for Proposals ("RFP") for Bay Area Distributed Resource Adequacy Capacity. The RFP was launched in November 2019, and the Agreement was approved for execution during Ava's Board of Directors meeting on June 17, 2020.

The Project has experienced challenges with meeting the minimum contract capacity in certain months, resulting in under-deliveries. In addition, Ava and Sunrun have been in dispute regarding the calculation of monthly invoices and damages. This Second Amendment reduces the minimum contract capacity and clarifies the calculation of monthly invoices and damages.

Ava is requesting the Board to authorize the Chief Executive Officer (“CEO”) to continue to negotiate and execute a Second Amendment.

Attachments

- A. Resolution Authorizing the Chief Executive Officer to Negotiate and Execute a Second Amendment to the Behind the Meter Energy Storage Agreement for Resilience with Sunrun, Inc.

RESOLUTION NO. R-2025-XX

**A RESOLUTION OF THE BOARD OF DIRECTORS
OF AVA COMMUNITY ENERGY AUTHORITY AUTHORIZING THE CHIEF
EXECUTIVE OFFICER TO NEGOTIATE AND EXECUTE A SECOND
AMENDMENT TO THE BEHIND THE METER ENERGY STORAGE
AGREEMENT FOR RESILIENCE WITH SUNRUN, INC.**

WHEREAS Ava Community Energy Authority (“Ava”) was formed as a community choice aggregation agency (“CCA”) on December 1, 2016, under the Joint Exercise of Powers 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 Joint Powers Agreement (“JPA”) in March of 2020. The City of Stockton was added as a member to Ava in September of 2022. The City of Lathrop was added as a member to Ava in October of 2023. San Joaquin County was added as a member to Ava in July 2024. On October 24, 2023, Ava 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 executed a Behind the Meter Energy Storage Agreement for Resilience with the Sunrun, Inc. (“Seller”) on July 1, 2020, as amended by the First Amendment dated May 9, 2024, collectively the “Agreement”; and

WHEREAS The Agreement is for a minimum of 1.35-Megawatts (“MW”) and 5.4-Megawatt hours (“MWh”) of load modification from behind-the-meter solar plus storage resources located in Ava’s service territory, with operations having started January 1, 2023; and

WHEREAS Ava has negotiated with the Seller to reduce the contract minimum to 1.00 MW and 4.0 MWh of load modification and clarify the calculation of monthly invoices and damages.

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

Section 1. The Chief Executive Officer, in consultation with staff and legal counsel, is hereby authorized to negotiate and execute a Second Amendment to the Behind the Meter Energy Storage Agreement for Resilience with Sunrun, Inc.

ADOPTED AND APPROVED this 16th day of July, 2025.

Jack Balch, Chair

ATTEST:

Adrian Bankhead, Clerk of the Board