

**MINUTES OF THE REGULAR MEETING OF THE DIRECTORS OF  
CALIFORNIA COMMUNITY POWER (CC POWER)**

February 17, 2021

On this date, a Regular Meeting of the Directors of CC Power was held telephonically.

Representatives Present:

<b>Member Agency</b>	<b>Director</b>
Central Coast Community Energy (3CE)	Tom Habashi
East Bay Community Energy (EBCE)	Nick Chaset
Marin Clean Energy (MCE)	Dawn Weisz, Vice-chair
Peninsula Clean Energy (PCE)	Jan Pepper
Redwood Coast Energy Authority (RCEA)	Matthew Marshall
San José Clean Energy (SJCE)	Lori Mitchell
Silicon Valley Clean Energy (SVCE)	Girish Balachandran, Chair
Sonoma Clean Power Authority (SCP)	Geof Syphers

1. Call to Order: Mr. Tony Braun of Braun Blaising Smith Wynne, P.C. congratulated CC Power on its formation and called the meeting to order at 1:02 p.m.
2. Verification of Directors and Meeting Quorum: Roll call was taken and attendance is noted above. All present Board members participated via teleconference.
3. Selection and Appointment of Board Chair, Vice Chair, and Secretary: Director Habashi nominated Girish Balachandran of SVCE as Chair, Dawn Weisz of MCE as Vice-chair, and Tony Braun of Braun Blaising Smith Wynne, P.C. (BBSW) as Secretary. The motion was seconded by Director Syphers. A voice vote was taken and all Directors voted in favor of these selections.
4. Matters Subsequent to Posting the Agenda: None.
5. Public Comment: Chair Balachandran invited comments from the public on matters not on the agenda, noting that four letters had been received and posted to the CC Power website ([www.cacommunitypower.org](http://www.cacommunitypower.org)). No additional public comment was offered.
6. Regular Agenda Items – Discussion and Possible Action:
  - A. Chair Balachandran reviewed that CC Power has been working with Braun Blaising Smith Wynne, P.C. and Jim Shetler of Adirondack Power Consulting during its formation, and the resolution proposes continuing those relationships on an interim basis. He also noted his intention to assemble an *ad hoc* committee, made up of himself, Dawn Weisz, Lori Mitchell, and Tom Habashi to initiate a Board-driven selection process for a General manager and General Counsel, with the goal to have the selection completed in time for the Board to review at the May meeting. Mr. Braun emphasized the interim nature of the

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present GM and GC relationships and the importance of the board-driven process for selecting successors.

No public comment was received on this item, and there was no Board discussion. Director Weisz noted a correction to her organization's name, Marin Clean Energy, rather than Marin Community Energy, on this and other resolutions. Director Habashi moved, Director Marshall seconded, and a roll call vote was taken. All Directors voted unanimously in favor of Resolution 21-02-01 *Appointment of Interim General Manager and Interim General Counsel*.

- B. Mr. Shetler thanked the Board for his appointment as Interim General Manager and congratulated the members on their formation of CC Power. He then provided an overview of the formation efforts to be discussed during the meeting, an update on the process for moving forward with the Long Duration Storage (LDS) Project, and an update on the status of the LDS project RFO evaluation process.

With respect to the LDS Project, Mr. Shetler noted that it would be driven through an *ad hoc* Project Oversight Committee (POC), which is advisory to CC Power. Initial efforts will be focused on finalizing short list recommendations and working with the negotiating team on principles. Longer term the POC will advise the negotiating team on issues and recommendations. All major project approvals will be brought to the Board.

Mr. Shetler then gave an update on the RFO evaluations process for the LDS project. The goal is to have a short list of recommended projects by mid-March for participant consideration, with selection of final projects by April to allow for initiation of negotiations.

Director Marshal requested that the presentation be posted to the website, and Mr. Shetler confirmed that would be done. Chair Balachandran invited further questions or discussion from the Board and questions from the public and none were raised.

- C. Chair Balachandran clarified that only one meeting per year was required by the Joint Powers Agreement (JPA); however, a schedule including six additional meetings has been set up in the resolution. Director Syphers asked whether moving a meeting or adding a meeting would require a Special Meeting. Mr. Braun called attention to the fact that the resolution allowed for flexibility by direction of the Secretary. Chair Balachandran invited further questions or discussion from the Board and questions from the public and none were raised. Director Syphers moved, Director Pepper seconded, and a roll call vote was taken. All Directors voted unanimously in favor of Resolution 21-02-02 *Resolution Setting the Regular Meeting Dates for 2021*.
- D. Mr. Shetler introduced the next resolution and provided an overview. He noted that 3CE has offered their services as Treasurer and to provide the Authority's business address. Chair Balachandran invited further questions or discussion from the Board and questions from the public and none were raised. Director Marshall moved, Director Weisz seconded, and a roll call vote was taken. All Directors voted unanimously in favor of Resolution 21-02-03 *Appointment of Treasurer/Controller, Approval of Contract for Accounting Services, and Designation of Business Address*.
- E. Mr. Shetler provided an overview of CC Power's budget for 2021, which includes the LDS project and General expenses for start-up and routine operations of the JPA. He noted that the LDS estimates were based on initial assumptions that three projects would be pursued, and allocations were based on a percentage share for participants' estimated target capacity needs. This will be revised once participants select desired

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project participation levels. For general budget cost allocation, the assumption is that all participants will pay an equal share.

Director Weisz raised a question as to why the General Counsel costs are expected to be higher in September. Mr. Braun stated that the administrative expenses associated with that meeting are expected to be higher than typical due to preparations for that meeting, related to the potential LDS project agreement(s). He stated that this amount would be reviewed to be determined whether it would be more appropriate to allocate that amount to the LDS project. Mr. Shetler also noted that it is expected that this budget will need to be adjusted based on the expected addition of two new members and adjustments for LDS Project participants. Director Habashi asked for clarification on the current member count, and Mr. Shetler responded that Valley Clean Energy (VCE) has moved forward with internal approvals. Director Syphers asked that members consider clarifying how members would indicate their commitment to participating in CC Power, and Mr. Shetler reviewed the resolution, stating that voting for the resolution would commit members who vote for it to the cash calls indicated within. Director Weisz suggested that, due to the amount of uncertainty regarding LDS project(s), perhaps only the General budget be approved at this time. Chair Balachandran stated that LDS project work was already underway and those efforts need to be funded, and Mr. Shetler noted that funding for the negotiating process needed to be in place in the near future and suggested one possible way to address would be only authorize LDS funding for a portion of the year. Directors Weisz and Habashi supported this idea.

Chair Balachandran invited further questions or discussion from the Board and questions from the public. Director Syphers moved that the LDS project be approved through September and the General Budget be approved through December, and Director Habashi seconded that motion. Director Habashi also suggested a change to item 3 of the resolution to include the caveat 'subject to final allocation approvals.' Chair Balachandran reconfirmed the motion and second with Directors Syphers and Habashi before proceeding to a vote. Mr. Shetler read the resolution as amended, and a roll call vote was taken. All Directors voted unanimously in favor of the amended Resolution 21-02-04 *Designation of Fiscal Year and Approval of 2021 Budget and Initial Cost Allocation Methodology and Authorizing Treasurer to Make Initial Cash Call*. Ms. Pepper noted that March – September is seven months; it was clarified by Chair Balachandran that the commitment is for seven and the cash call for six (for the LDS project.)

- F. Mr. Shetler provided background on this resolution and noted that funding for these contracts assumes support through the end of the year; however, the majority of funding is expended by September. Chair Balachandran invited further questions or discussion from the Board and questions from the public. Director Syphers stated that he has been impressed with what he has seen from both of these firms and strongly supports moving forward with these contracts. He then moved, Director Chaset seconded, and a roll call vote was taken. All Directors voted unanimously in favor of Resolution 21-02-05 *Selection and Approval of Consulting Services for Negotiations of Potential Long-term Duration Storage Projects*.
- G. Mr. Shetler introduced the resolution, Chair Balachandran invited comment from the public and discussion/questions from the board and none were forthcoming. Director Marshall moved, Director Habashi seconded, and all Directors voted unanimously in favor of Resolution 21-02-06 *Selection and Approval of CC Power Website Development and Maintenance Services Provider*.

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- H. Mr. Shetler introduced the next resolution. Chair Balachandran invited questions/discussion from the Board. Director Syphers questioned CC Power's ability to make payments in a timely fashion if authority were not given to the Interim General Manager rather than the Board Chair/Vice-chair. Mr. Shetler and Mr. Braun stated that, while both options were considered, they supported giving the authority to the Chair/Vice-chair at this time due to the interim nature of the GM position and that delegations to the GM could be reconsidered once a permanent GM is selected. Mr. Syphers supported that plan.

Chair Balachandran invited comment from the public and any further discussion/questions from the board and none were forthcoming. Director Pepper moved, Director Mitchell seconded, and a roll call vote was taken. All Directors voted unanimously in favor of Resolution 21-02-07 *Delegation of Authority to Board Chair/Vice-chair for Approval of Invoices for Payment of Budgeted Items*.

- I. Mr. Shetler initiated a discussion on the development of policies for CC Power, reviewing the options discussed among potential JPA members prior to formation. The first option was to develop high-level policy principles to guide the organization and focus on policies to support the LDS project. The second option was to adopt a formal policy statement on key issues and move forward with development of detailed policy statements. The third option was a hybrid of the two, involving the adoption of a formal policy statement on key issues with a focus on policies to support the LDS project.

Chair Balachandran invited comments from the public. Tom Enslow spoke on behalf of IBEWs 6 and 617, supporting the formal adoption of CC Power policies consistent with the letter they submitted on February 17<sup>th</sup>. Rick Bonilla, a Director and member of the Executive Committee of Peninsula Clean Energy spoke in support of the letter he submitted on February 16<sup>th</sup>. Diane Bailey, with Menlo Spark, spoke in support of the letter she submitted in conjunction with other parties on February 17<sup>th</sup>. Steven Booker recommended that CC Power adopt a workforce policy similar to that of Peninsula Clean Energy and supported project labor agreements for all projects. Alex Lantsberg, Research and Advocacy Director for the San Francisco Electrical Construction Industry, echoed the comments of other commenters and underscored the importance of a strong policy adhering to these principles. Beth Vaughn congratulated CC Power on their formation and stated that CalCCA looks forward to supporting this JPA. Barbara Hale, Assistant General Manager for Power at the San Francisco Public Utilities Commission, stated that they look forward to becoming members. She noted that San Francisco's approval process has been clear in stating the values they want brought to the table in decision-making of CC Power, she has provided Mr. Shetler with the resolution language including these value statements, and she looks forward to working with the *ad hoc* committee members. Bruce Naegel stated his support for the mass purchasing power of CC Power, which will support needed large energy and storage facilities, in addition to support for the reintegration of workers who may be displaced as the result of any gas to electric transition.

Chair Balachandran invited discussion from the Board. He then reiterated the labor-friendly nature of CC Power's members and their boards. Chair Balachandran also reminded the Board of his intention to assemble an *ad hoc* policy development committee to review the options and comments received and to bring back a recommendation to the Board for consideration within a timeframe that would support expected LDS project negotiations. Director Syphers stated his appreciation for the public comment and letters submitted in advance. He also noted his support for not

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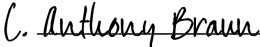
leaving workers behind when industries shift. Director Pepper thanked the public commenters and stated that she hopes this board moves toward option #2 to develop specific policies expeditiously. She also responded to comments regarding electeds and that CC Power will work to ensure they have the support of their respective Boards. Chair Balachandran also reiterated that the CC Power Board members will need to take agreements back to their own Boards for approval, and the *ad hoc* committee will work to develop CC Powers own policies. Director Marshall stated his support for good labor policies and noted the challenges of how varying priorities can be managed by CC Power. Chair Balachandran stated his appreciation for the public comments. In response to a question from William, a member of the public, he stated that the *ad hoc* committee meetings will not be open to the public, and the first meeting date has not been set, but all actions will be on the agenda at an open board meeting of CC Power. He also invited members of the public to sign up on CC Power's website to receive future agendas.

- J. There was no discussion of any additional individual member items. Director Syphers took the opportunity to thank all those who have been involved in getting CC Power to this point.

The Board of Directors adjourned at 2:41 p.m.

Minutes approved on March 17, 2021.

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C. Anthony Braun, Secretary