



Minutes
BOARD OF DIRECTORS MEETING
THURSDAY, August 2, 2018 at 8:45 A.M.

50 Santa Rosa Avenue, Fifth Floor, Santa Rosa, California

I. CALL TO ORDER

The meeting was called to order by Chair Hamburg at 8:46 A.M.

Present: Chair Hamburg, Director Bagby, Director Tibbets, Director Belforte, Director Harrington, Director Okrepkie, Director Slayter, Director Landman

Staff: Geof Syphers, Chief Executive Officer, Stephanie Reynolds, Director of Internal Operations, Jessica Mullan, General Counsel

The Board moved to closed session at 8:47 AM

II. CLOSED SESSION

1. The Board of Directors of the Sonoma Clean Power Authority will consider the following in closed session: Public Employee Performance Evaluation - Chief Executive Officer (Gov't Code Section 54957); Public Employee Labor Negotiations - Chief Executive Officer Position. Authority negotiators: Vice-Chair, Mark Landman, Past Chair, Patrick Slayter, Director Melanie Bagby and General Counsel, Jessica Mullan (Govt. Code Section 54957.6)

Director Tibbets arrived at 8:50 AM

The Board returned from closed session at 10:14 AM.

Jessica Mullan, General Counsel reported out of closed session and stated that the Board unanimously approved a performance based 3% increase in salary for CEO Geof Syphers, and provided direction to staff to return to the Board with performance goals for the upcoming year.

III. BOARD OF DIRECTORS CONSENT CALENDAR

2. Approve July 12, 2018 minutes of the SCPA Board of Directors meeting

Public Comment: None

Motion to approve July 12, 2018 minutes of the SCPA Board of Directors meeting by Director Okrepkie

Second: Director Landman

Motion Passed: (7-0-0) (Director Bagby was not present at the moment)

IV. BOARD OF DIRECTORS REGULAR CALENDAR

3. Adopt Resolution 18-01 of the Board of Directors of the SCPA Urging the United States Congress to Enact a Revenue-Neutral Carbon Fee and Dividend Program

General Counsel Mullan provided background on the resolution, including that there was a presentation given by the Citizens Climate Lobby at the previous Board Meeting and student CAC member Kai Guthrie helped set up the presentation.

Public Comment:

Linda Padgett, Citizens Climate Lobby, stated this is the first time a bill was introduced by two Republicans for carbon pricing and stated appreciation and importance towards resolution.

Motion to adopt Resolution 18-01 of the Board of Directors of the SCPA Urging the United States Congress to Enact a Revenue-Neutral Carbon Fee and Dividend Program by Director Belforte.

Second: Director Landman

Motion Passed: Unanimous (8-0-0)

4. Receive Internal Operations and Monthly Financial Reports and provide direction as appropriate

Director Reynolds introduced new General Counsel Jessica Mullan. She gave an update on Drive EV, Advanced Energy Rebuild and Lead Locally Grant.

CEO Syphers stated the proposed PCIA decision has been released and thanked Neal Reardon for working on it and CB Hall for spearheading the IRP work.

Program Manager, Nelson Lomeli stated Drive EV has 94 applicants as of August 1, 2018.

Director of Marketing and Public Affairs Kate Kelly gave updates on marketing, she stated SCP is a stage sponsor for Sonoma City party, a sponsor for the Fort Bragg coastal celebration and Cloverdale Friday Night Live Concert series. She followed up on brand release and stated that we are now working with a Spanish marketing firm. Also, SCP's mission statement will need to be updated and staff would like a board and/or CAC ad hoc committee to work on the update.

Director Slayter stated he would like SCP to support a nonbinding Bay Area Air Quality Management District initiative to decrease diesel emissions and would like to see Board review in the October meeting and Board members take it back to their cities.

CEO stated General Counsel clarification that an Ad Hoc must be either of the Board or CAC but not both to comply with Brown Act.

Director Harrington stated support for an Ad Hoc to update mission statement and will volunteer to be on it.

Director Tibbetts will also be part of the Ad Hoc to update the mission statement

Direction to staff to bring back draft resolution for discussion of the Diesel free by 2030 campaign and possible support.

Director Reynolds stated there are no monthly financials attached and they will be presented at the October meeting.

Public Comment: None

5. Receive Legislative and Regulatory Updates and provide direction as appropriate

Katherine Brandenburg gave an update on legislative activities, including that there has been a conference committee created on the wildfires, and bills will start being heard on Monday.

CEO Syphers reviewed SB 237, AB 33, SB 901, and SB 1088. He highlighted some key points on the proposed decision on PCIA, and that it finds CCA customers will be hurt from the IOUs proposal.

Public Comment: None

6. Approve contract with EHDD for Architectural and Engineering services

Director of Programs Cordel Stillman gave background on the solicitation for a design team, the selection of EHDD for the full design process through construction, and reviewed the proposed contract. He stated CAC voted unanimous support to recommend approval of the contract.

Director Okrepkie stated that Appendix C for this item contained an error; the "Board of Supervisors" should be changed to "Board of Directors." He also asked who will review insurance certificates for compliance with the agreement terms.

General Counsel Mullan responded changes will be reviewed and General Counsel and SCP's insurance broker will determine insurance compliance.

Public Comment: None

Motion to approve contract with EHDD for Architectural and Engineering services by Director Okrepkie

Second: Director Tibbetts

Motion Approved: Unanimous (8-0-0)

Director Belforte and Director Tibbetts left 10:55 AM

7. Approve Commercial Terms for Lease of Energy Marketplace Space and Authorize the CEO to Negotiate, Execute and Administer Final Lease Agreement

Programs Manager Chad Asay introduced contract and reviewed specification. RFQ and RFP will go out this month, approximate April 2019 opening.

Public Comment: None

Motion to approve commercial terms for lease of energy marketplace space and authorize the CEO to negotiate, execute and administer final lease agreement by Director Landman

Second: Director Harrington

Motion Approved: Unanimous (6-0-0)

8. Approve contract between SCP and the Sonoma County Water Agency for energy education programs

Director Stillman introduced the contract with Sonoma Water and background. Contract will be retroactive to July 1.

Director Slayter asked if Sebastopol schools can also benefit from the program, even though the municipality does not receive direct services from Sonoma Water.

Director Stillman responded he will tell them that Sebastopol needs to be included and more Sonoma schools as well.

Director Landman asked if cities not in our service area are part of program.

Director Stillman stated he directed Sonoma Water to focus on our service area.

Motion to approve contract between SCP and the Sonoma County Water Agency for energy education programs by Director Okrepkie

Second: Director Landman

Motion Approved: unanimously (6-0-0)

Public Comment: None

9. Review and provide feedback on the draft 2018 Integrated Resource Plan

Rachel Kuykendall, Programs Manager, Rebecca Simonson, Power Services Manager, and Compliance Analyst, CB Hall introduced the draft Integrated Resource Plan ("IRP"). CB Hall gave a review of the main highlights. CEO Syphers explained that this IRP is the culmination of four years of work by the Business Operations Committee and later the Community Advisory Committee, working together with staff. CEO Syphers said the IRP will be updated every two years to coincide with the CPUC's schedule.

Director Landman stated support for the draft IRP. Director Okrepkie agreed with the CAC that it is an excellent report. Director Bagby stated it would be helpful to include the IRP for the new board member binders and supports this IRP.

Director Slayter asked for clarification on the use of document and if the executive summary should include SCP progress.

CEO Syphers stated the document does not have deadlines this time because the CPUC compliance filing was already made. He reminded the Board that the CPUC compliance filing did not allow SCP to report its actual generation and load data accurately because of requirements to use various standard profiles and assumptions, and noted this full IRP has all of SCP's most accurate information.

Public Comment:

Dick Dowd, CAC Chair, stated support for the draft IRP as presented.

CM Mattison stated support for the draft IRP and that the document covers goals and data.

CM Brophy stated support for the IRP and informed the Board that the CAC he will submit detailed comments on the draft IRP through email to the appropriate staff.

CM Wells asked if there is a schedule of how often the IRP will be reviewed once it is finalized.

CB Hall stated the plan is to review every other year, in even-numbered years, to stay aligned with CPUC timeline process.

Gerry Glaser, stated confusion on whether the draft IRP was available to review online. CEO Syphers stated that the draft IRP is available for review in the meeting packet materials which are also posted online, and once the IRP is finalized, it will be posted to the SCP website as a standalone item.

V. BOARD MEMBER ANNOUNCEMENTS

None

VI. PUBLIC COMMENT ON MATTERS NOT LISTED ON THE AGENDA

None

VII. ADJOURN

Chair Hamburg adjourned the meeting at 11:38 AM.

Respectfully submitted,



Beau Anderson