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50 Old Courthouse Square, Suite 605  
Santa Rosa, CA 95404

## MEETING MINUTES

### SONOMA CLEAN POWER AUTHORITY BOARD OF DIRECTORS THURSDAY, JANUARY 8, 2015 575 Administration Drive, Room 102A, Santa Rosa, California

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Directors Dave King from Petaluma and Don Schwartz from Rohnert Park were sworn in by Counsel Kelly Foley prior to the Call to Order.

#### **I. CALL TO ORDER**

8:50 A.M. Chair Gorin called the meeting to order.

The Board of Directors of the Sonoma Clean Power Authority met this date in adjourned session with the following members present: Chair Susan Gorin, Vice Chair Mark Landman, Director Dave King, Director Don Schwartz, Director Patrick Slayter, Director Dave Cook, Director Bob Cox, and Director Bruce Okrepkie. Director Julie Combs was absent.

Staff Present: CEO Geof Syphers, General Counsel Kelly Foley, Director of Power and Procurement Nathanael Miksis, and Executive Assistant Stephanie Reynolds.

#### **II. BOARD OF DIRECTORS REGULAR CALENDAR**

1. Elect new SCPA Chair and Vice Chair.

Motion by Director Cox to nominate Director Landman as Chair for 2015.  
Seconded by Director Slayter  
Public Comment: None  
Motion Carried: 8-0-1 (Combs absent)

Motion by Director Cook to nominate Director Slayter as Vice Chair for 2015.  
Seconded by Director Cox  
Public Comment: None  
Motion carried: 8-0-1 (Combs absent)

#### **III. BOARD OF DIRECTORS CONSENT CALENDAR**

2. Approve the November 6, 2014 meeting minutes of the Sonoma Clean Power Authority Board of Directors.
3. Approve amendment to Appendix A of SCP Resolution 2013-0002 Conflict of Interest Code.



9:04 A.M.

Motion to approve minutes by Director Okrepkie

Seconded by Director Cox

Public Comment: None

Motion carried: 6-2 (King and Schwartz abstained)-1(Combs absent)

Motion to approve amendment to Appendix A of Resolution 2013-0002 by Director Okrepkie.

Seconded by Director Cox

Public Comment: None

Motion carried: 8-0-1 (Combs absent)

#### **IV. BOARD OF DIRECTORS REGULAR CALENDAR (continued)**

4. Chief Executive Officer's Report (information only)

9:08 A.M.

Present: CEO Syphers, General Counsel Foley

Report on schedule for office move, Phase 3 planning, scheduled workshops in Cloverdale, Petaluma and Rohnert Park.

5. Approve agreement for Services with the Regional Climate Protection Authority (RCPA).

9:20 A.M.

Present: CEO Syphers

Clarification on what services would be received through the RCPA. An annual report was requested in lieu of an automatic renewal each year.

Public Comment: Suzanne Smith, John Rosenblum.

Motion by Director Gorin to approve agreement for services with SCTA, with an annual report back to Board prior to renewal.

Seconded by Director Cox

Motion approved: 8-0-1 (Combs absent)

6. Adopt updated Board policies on all aspects of SCP business, including financial reserves, customer terms and conditions, bill collections, procurement, and other business matters.

9:35 A.M.

Present: General Counsel Foley, Vice Chair of the Business Operations Committee Dick Dowd



Explanation for the updated and clarified policies by General Counsel Foley

Public Comment: Woody Hastings

Motion to adopt Board policies, as presented, by Director Gorin.  
Seconded by Director Okrepkie

Motion carried 8-0-1 (Combs absent)

***Recess for Break: 10:01 A.M.***

***Reconvene from Break: 10:20 A.M.***

7. Authorize Power ad hoc Committee of the SCPA Board of Directors and select two Directors to serve through December 31, 2015.

10:20 A.M.

Present: CEO Syphers, General Counsel Foley, Procurement Director Nathanael Miksis

Public Comment: None

Motion by Director Gorin to appoint Director Cook as Chair and Director King as Vice Chair and Director Slayter to the Procurement ad hoc Committee.  
Seconded by Director Cox.

Motion carried: 8-0-1 (Combs absent)

8. Appoint member to serve on the Business Operations Committee

10:43 A.M.

Present: CEO Syphers

CEO Syphers recommended tabling the item until February, due to the need for review of additional candidates. Director Gorin requested staff move forward with recruitment as soon as possible for vacancies on both committees. CEO Syphers stated he would have a recommendation on an appointee for the BOC to the Chair and Vice Chair before the February Board meeting.

Public Comment: Terri Shore, Art Deicke

No action taken, item tabled until February.

9. Adopt updated Implementation Plan to include Cloverdale, Rohnert Park and Petaluma for submission to the California Public Utilities Commission.

11:00 A.M.



Present: CEO Syphers, Procurement Director Nathanael Miksis

Discussion on the differences between the Implementation Plan and the Resource Plan. Correction to a table in the materials provided by Director Miksis. Staff Direction by Director Schwartz to receive updated plans in advance of meetings where a vote is to be taken.

Public Comment: Bob Williamson, John Rosenblum

Motion by Director Okrepkie to adopt updated Implementation Plan to include Cloverdale, Rohnert Park and Petaluma for submission to the CPUC, with correction to table by N. Miksis.

Seconded by Director Cox

Motion approved 8-0-1 (Combs absent)

#### **V. BOARD MEMBER ANNOUNCEMENTS**

11:17 A.M.

Director Okrepkie reflected on successes since inception of SCP. Director Cook welcomed the newest cities to join SCP, thanked CEO Syphers and outgoing Chair Gorin for their hard work during the first year.

#### **VI. PUBLIC COMMENT ON MATTERS NOT ON THE AGENDA**

11:20 A.M.

Art Deicke commented on overdue website updates.

Chair Landman requested that an item be added to the February agenda regarding formation of an Executive Committee

#### **VII. ADJOURN**

11:23 A.M.

Respectfully submitted,

Stephanie Reynolds  
Executive Assistant