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

MEETING MINUTES

SONOMA CLEAN POWER AUTHORITY BOARD OF DIRECTORS THURSDAY, OCTOBER 2, 2014 575 Administration Drive, Room 102A, Santa Rosa, California

I. CALL TO ORDER

8:47 A.M. Chair Gorin called the meeting to order.

8:53 A.M. Director Bob Cox of Cloverdale was sworn in by General Counsel Foley.

The Board of Directors of the Sonoma Clean Power Authority met this date in adjourned session with the following members present: Susan Gorin, Mark Landman, Patrick Slayter, Steve Barbose, Bob Cox, and Bruce Okrepkie. Director Combs, absent.

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

II. CLOSED SESSION CALENDAR

1. The Board of Directors of the Sonoma Clean Power Authority considered the following in closed session: Evaluation of personnel performance pursuant to Govt. Code Section 54957(b)(1). Review of CEO performance as specified in the December 20, 2013 *Agreement for Personal Services Chief Executive Officer for the Sonoma Clean Power Authority*.

Public Comment: None

Enter Closed Session: 8:55 A.M. Return from Closed Session: 9:51 A.M.

Counsel Foley reported on closed session. Previously undefined metrics were determined in the CEO's contract related to future adjustments to compensation based on performance.

III. BOARD OF DIRECTORS CONSENT CALENDAR

2. Approve the August 7, 2014 meeting minutes of the Sonoma Clean Power Authority Board of Directors.

9:52 A.M.



Motion to approve minutes as presented by Director Okrepkie.
Second by Director Landman

Motion to approve carried: 5-0-2 (Cox abstained, Combs absent)

3. Approve appointment of Ratepayer Advisory Committee member, filling the vacant seat on the Committee (for the remainder of a 4-year term).
Recommendations from Board to staff on process to fill one additional commercial/industrial vacancy.

9:53 A.M.

Present: CEO Syphers

Chair Gorin requested input from the Directors on whether to open up both RAC vacancies, or to fill the first vacancy by Board action at the meeting. CEO Syphers recommended filling the first position and recruiting for the second vacancy, due to the upcoming need for the RAC to meet with a quorum by the end of 2014.

Staff directed to perform outreach for the remaining vacancy in under-represented areas and also the City of Cloverdale.

Motion by Director Slayter to appoint Art Deicke to the Ratepayer Advisory Committee.

Seconded: Director Cox

Motion carried: 6-0-1 (Combs absent)

Art Deicke was welcomed to the podium by Chair Gorin for an introduction.

4. Approve the appointment of John Parry as the new Chair of the Ratepayer Advisory Committee to fill vacancy left by Dick Dowd.

10:03 A.M.

Present: CEO Syphers

Director Okrepkie recused himself due to a business conflict of interest.

Recommendation by CEO Syphers to appoint current Vice Chair John Parry to the position of Committee Chair vacated by Dick Dowd.

Public Comment: None

Motion by Director Cox to approve appointment of John Parry as Chair of the RAC for the remainder of his current two-year term.



Seconded by Director Barbose

Motion carried: 5-0-2 (Okrepkie abstained, Combs absent)

IV. BOARD OF DIRECTORS REGULAR CALENDAR

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

10:07 A.M.

Present: CEO Syphers, Director of Power and Procurement Miksis

Milestones:

- City of Cloverdale joined SCP
- First mailer of Phase II out to public
- ProFIT Program – Two applications for 1MW each have been received
- AB2145 defeated
- Draft Resource Plan in the works, Ad Hoc of BOC formed to assist
- Stopped use of unbundled RECs for greenhouse gas purposes
- Report on Procurement of power and Resource Adequacy (RA)
- Financial report, net position

Public Comment: None

6. As required by California law (PUC Section 396.5) Adopt Policy 12 regarding dissemination of information.

11:02 A.M.

Present: Counsel Foley

Public Comment: None

Motion by Director Landman to adopt Policy 12

Seconded: Director Barbose

Motion carried: 6-0-1 (Combs absent)

V. BOARD MEMBER ANNOUNCEMENTS

11:06 A.M.

Director Gorin noted that she will not be present at the November meeting. Vice Chair Landman will chair the meeting.



VI. PUBLIC COMMENT ON MATTERS NOT LISTED ON THE AGENDA

11:07 A.M.

John Lloyd – Discussion on labor issue and the lack of use of apprenticeships for photovoltaic projects in Sonoma County. Raised concern that SRJC training does not qualify for ProFIT bonus.

Woody Hastings – Noted an upcoming symposium, The Business of Local Energy.

VII. ADJOURN

11:14 A.M.

The Board adjourned the meeting to November 6, 2014 at 8:45 A.M. in the County of Sonoma Board Chambers, 575 Administration Drive, Room 102A, Santa Rosa, California.

Stephanie Reynolds

Respectfully submitted,

Stephanie Reynolds
Executive Assistant