

VALLEY CLEAN ENERGY ALLIANCE

Staff Report – Item 3

TO: Board of Directors
FROM: Alisa Lembke, Board Clerk / Administrative Analyst
SUBJECT: Approval of Minutes from April 13, 2023 meeting
DATE: June 15, 2023

RECOMMENDATION

Receive, review and approve the attached April 13, 2023 meeting Minutes.



**MINUTES OF THE VALLEY CLEAN ENERGY ALLIANCE
BOARD OF DIRECTORS REGULAR MEETING
THURSDAY, APRIL 13, 2023**

The Board of Directors of the Valley Clean Energy Alliance duly noticed their regular meeting scheduled for Thursday, April 13, 2023 at 5:30 p.m., to be held at City of Davis Community Chambers located at 23 Russell Blvd., Davis, California 95616. Vice Chair Gary Sandy established that there was a quorum present and began the meeting at 5:33 p.m.

Board Members Present: Gary Sandy (departed at 5:49 p.m.), Jesse Loren, Will Arnold, Mayra Vega, Lucas Frerichs (departed at 5:49 p.m.), Albert Vallecillo (alternate Winters), Bapu Vaitla, Tania Garcia-Cadena (alternate Woodland, arrived at 5:43 p.m.)

Members Absent: Tom Stallard, Richard Casavecchia

Welcome and Board Clerk Administering the Oath of Office Vice Chair Sandy welcomed the Board and alternate member. The Board Clerk administered the Oath of Office to Albert Vallecillo (alternate – City of Winters).

Public Comment – General and Consent Vice Chair Sandy opened the floor for public comment on both the agenda and Consent agenda items. There were no written or verbal public comment.

Approval of Consent Agenda / Resolution 2023-005 Motion made by Director Frerichs to approve the consent agenda items, seconded by Director Loren. Motion passed with Stallard, Casavecchia, and Garcia-Cadena (alternate) absent. The following items were:

3. Approved February 9, 2023 Board meeting Minutes;
4. Received 2023 Long Range Calendar;
5. Received Legislative update provided by Pacific Policy Group;
6. Received March 2023 Regulatory update dated April 5, 2023 provided by Keyes & Fox;
7. Received Community Advisory Committee February 23, 2023 meeting summary;
8. Received SACOG Grant – Electrify Yolo Project update;
9. Received bi-annual Enterprise Risk Management Report;
10. Authorized VCE to request extension to comply with the California Energy Commission’s Market Informed Demand Automation Servicer (MIDAS) rates upload; and,



11. Approved amendments and task orders to the Sacramento Municipal Utilities District (SMUD) Master Service Agreement as Resolution 2023-005 the following:

- a. Amendment 1 to Master Services Agreement;
- b. Amendment 32 to Task Order 3 – reduce scope of Wholesale Energy Services (WES);
- c. Task Order 7 – Data Management and Customer Call Center Services;
- d. Task Order 8 - Consulting Services; and,
- e. Task Order 9 – Debt Collection Service.

Regular Agenda Vice Chair Gary Sandy announced that Regular Agenda Item 13 – Calendar Year 2022 Financial Audit will be taken before Item 12 – Gibson Power Purchase Agreement.

Item 13: Receive and accept audited financial statements for Calendar Year 2022 presented by James Marta & Company. (Action) VCE Staff Edward Burnham introduced this item and James Marta of James Marta & Company whose firm prepared VCE’s calendar year 2022 financial audit. Mr. Marta provided highlights of the audit. Mr. Burnham provided some additional comments about the small movement in cash flow.

Director Tania Garcia-Cadena (alternate – City of Woodland) arrived at 5:43 p.m. The Board Clerk administered the Oath of Office to Tania Garcia-Cadena.

The Board briefly discussed with Staff the causes for the revenue change. There were no verbal or written public comments.

Motion made by Director Vega to:

- 1. Accept and approve the Draft Audited Financial Statements for the period of January 1, 2022, to December 31, 2022;
- 2. Accept the Draft Communication with Governance Letter; and
- 3. Accept the Draft Internal Control Letter.

This motion was seconded by Director Frerichs. Motion passed by the following vote:

AYES: Sandy, Loren, Arnold, Vega, Frerichs, Vallecillo (Alt.), Vaitla, Garcia-Cadena (Alt.)

NOES: None

ABSENT: Stallard, Casavecchia

ABSTAIN: None

Item 12: Discuss and approve the Amended and VCE Board Members Gary Sandy and Lucas Frerichs, both Yolo County Board of Supervisors, recused themselves from Item 12 – Amended and Restated Gibson Renewables, LLC Power Purchase Agreement. Directors Sandy and



<p>Restated Renewables Power Purchase Agreement with Gibson Renewables LLC. (Discussion/Action) / Resolution 2023- 006</p>	<p>Frerichs departed the meeting at 5:49 p.m. Past Chair Jesse Loren took over chairing the Board meeting.</p> <p>Executive Officer Mitch Sears introduced this item. Mr. Sears introduced VCE Staff Gordon Samuel who introduced: Kevin Fox of Keyes & Fox (VCE’s legal counsel), Jamie Nagel (Emeren, the developer of the Gibson project), and Mac Moore (Emeren).</p> <p>Mr. Samuel provided the background and overview of the Gibson solar and battery storage project. Ms. Nagel reviewed the site details and multi-plan features. Mr. Samuel provided highlights of partnerships and labor agreements, status of development, a potential grant opportunity involving this project and the Capay Valley, and reviewed Staff’s recommendation.</p> <p>Mr. Sears commented that this project is a reflection of the nimbleness of CCAs/VCE to engage with the developer to move forward with a project. Currently, the system is weak and unreliable – this project will assist with improving transmission at the local level to historically underserved areas.</p> <p>There were no questions from the Board. Director Loren commented that they are very pleased that this project is moving forward. There were no verbal or written public comments.</p> <p>Motion made by Director Vallecillo (Alt.) to approve resolution authorizing the Executive Officer to execute an amended Power Purchase Agreement (PPA) and any necessary ancillary documents for the Gibson renewable photovoltaic (PV) plus battery storage (BESS) project, seconded by Director Arnold. Motion passed with the following vote: AYES: Loren, Arnold, Vega, Vallecillo (Alt.), Vaitla, Garcia-Cadena (Alt.) NOES: None ABSENT: Sandy, Frerichs, Stallard, Casavecchia ABSTAIN: None</p>
<p>Item 14: Receive Treasury and Finance Update (Information)</p>	<p>Mr. Burnham introduced this item and Chad Rinde, VCE Treasurer and Yolo County Chief Financial Officer. Mr. Rinde introduced himself and provided a brief background of his responsibilities as VCE’s Treasurer. He reviewed VCE’s Investment Policy, the current banking environment, and VCE’s risk assessment. Mr. Burnham reviewed the initial investment grade credit timeline; the process and interaction with VCE’s consultant, PFM Financial Advisors; and Staff’s requested action on this Board item. There were no verbal or written public comments.</p>



Motion made by Director Arnold to receive Treasury and Finance Update and ratify the County of Yolo Investment Policy for the calendar year 2023 as the Investment Policy applicable to VCE, seconded by Director Vega.

Motion passed by the following vote:

AYES: Loren, Arnold, Vega, Vallecillo (Alt.), Vaitla, Garcia-Cadena (Alt.)

NOES: None

ABSENT: Stallard, Casavecchia, Sandy, Frerichs

ABSTAIN: None

Item 15: Inflation Reduction Act (IRA): overview and items of interest to VCE Customers. (Information)

Mr. Sears introduced this item and VCE Staff Yvonne Hunter. Ms. Hunter provided an overview of the Inflation Reduction Act (IRA) and highlighted items of interest for VCE Customers. Ms. Hunter reviewed the planned VCE activities and highlighted resources available to the public. Mr. Sears informed those present that VCE is trying to be the resource for customers and member jurisdictions. There were no verbal or written public comments.

Item 16: Board Member and Staff Announcements

There were no announcements from the Board Members.

Mr. Sears reminded the Board that VCE is actively seeking applicants for appointment to the Community Advisory Committee. There are two events that Mr. Sears invited the Board Members to participate in: 1) California Honey Festival on Saturday, May 6th in downtown Woodland and 2) Celebrate Davis on Friday, May 12th.

Mr. Sears provided a brief regulatory update on several items: California Public Utilities Commission (CPUC) central procurement process on Resource Adequacy (RA); CPUC's draft resolution on limiting CCA expansion; and, Staff are tracking legislative bills on 1) the proposal to streamline the process for grid expansion and 2) regionalization (interconnection) in the western states.

Announcement and Adjournment

Director Jesse Loren announced that the Board has scheduled their next regular meeting for Thursday, May 11, 2023 at the City of Woodland Council Chambers.

Director Jesse Loren adjourned the regular Board meeting at 6:44 p.m.

Alisa M. Lembke
VCEA Board Secretary