



**MINUTES OF THE VALLEY CLEAN ENERGY ALLIANCE
BOARD OF DIRECTORS SPECIAL MEETING
THURSDAY, APRIL 9, 2020**

The Board of Directors of the Valley Clean Energy Alliance duly noticed their special meeting scheduled for Thursday, April 9, 2020 at 4:00 p.m. via teleconference. Chairperson Don Saylor established that there was a quorum present and began the meeting at 4:06 p.m.

Board Members Present: Don Saylor, Dan Carson, Lucas Frerichs, Gary Sandy, Tom Stallard
Wade Cowan, Jesse Loren, Angel Barajas

Associate Members Present: Beverly Sandeen, Christopher Cabaldon

Members Absent: None

Associate Members Absent: None

Item 2: Approval of Agenda Motion made by Director Sandy to approve the April 9, 2020 agenda tabling items 13 (Rugged Power Purchase Agreement) and 17.B. (Public Employee Performance Evaluation), seconded by Director Stallard. Motion passed.

Item 3: Public Comment Chairperson Saylor opened the floor for public comment. Christine Shewmaker provided verbal public comment thanking the Board for allowing verbal public comment during VCE's first telephonic meeting. There were no written public comments received.

Items 4-11: Approval of Consent Agenda Motion made by Director Loren to approve the consent agenda items, seconded by Director Barajas. Motion passed. The following items were approved and/or received:

4. March 12 ,2020 Board Meeting Minutes;
5. 2020 Long Range Calendar;
6. Financial Updated – February 29, 2020 (unaudited) financial statement;
7. April 1, 2020 Regulatory update from Keyes & Fox;
8. Legislative Update;
9. April 1, 2020 Customer Update;
10. Update on Fiscal Year 2020-2021 operating Budget; and,
11. River City Bank Revolving Line of Credit Extension ratification.

There was no written or verbal public comment.



Item 12: Report on VCE Adjustments to COVID-19 crisis

VCE Interim General Manager Mitch Sears provided an update on the COVID-19 crisis and those adjustments that have been made by VCE Staff. SMUD is working, including their Customer Service Team with some of their staff working remotely. VCE has temporarily suspended collections for past due accounts.

Director Carson asked if there have been any impacts on the load demand with so many people at home? Mr. Sears reported that the energy market is seeing across the board significant changes in energy load and in which sectors are using the energy. It is anticipated that there will be a 5-10% reduction in load over the next few months. These factors and others are being folded into VCE's budget and work that is being done with SMUD. Currently, VCE is gathering information from CalCCA and other Community Choice Aggregates (CCAs).

There was no written or verbal public comment.

Item 13: PPA – Rugged Solar

This item was tabled. Two (2) written public comments were received; however, they were not read into the record.

Item 14: Approve Local / Regional Renewable Energy Request for Offers (RFO) Solicitation (Informational)

Mr. Sears introduced this item and turned over the presentation to VCE Assistant General Manager and Director of Power Services Gordon Samuel. Mr. Samuel reminded the Board that VCE is asking the Board to approve the release of a local/regional long term renewable energy request for offers (RFO) solicitation. Once approved, Staff anticipating posting/advertising the RFO in mid-April 2020. Mr. Samuel informed those present that input has been received and incorporated into the solicitation from VCE's Community Advisory Committee (CAC), Defenders of Wildlife, Nature Conservancy, and the Board from their March meeting.

Motion made by Director Frerichs to approve the release of a local/regional long term renewable energy request for offers (RFO) solicitation, seconded by Director Stallard. There was no written or verbal public comment.

Motion passed by the following vote:

- AYES: Saylor, Carson, Stallard, Cowan, Frerichs, Barajas, Sandy, Loren
- NOES: None
- ABSENT: None
- ABSTAIN: None



Item 15: Status update and next steps on the potential acquisition of PG&E's local electricity distribution system (Informational)

Mr. Sears informed those present of the current status of the PG&E bankruptcy reporting that VCE Staff are monitoring the activities within the court. Part of the process is asking parties that are impacted to vote. The Committee that represents the fire victims have expressed their concerns that the deal structure of PG&E using half cash and half stock may not be the most prudent way to fund the fire victims due to the volatility of PG&E's stock. However, the Governor's Office has signed off on the overall structure of the deal. Activities are concluding at bankruptcy court. Mr. Sears reported that the joint letter submitted by VCE, County of San Francisco, Nevada Irrigation District and South San Joaquin Irrigation District in December 2019 to the CPUC has been responded to by the CPUC, wherein the CPUC has invited the four (4) entities to participate in the CPUC process. A response to the CPUC is being drafted. Staff continue to monitor bankruptcy and has submitted a filing to the court informing them that VCE is still interested in pursuing acquisition.

There was no written or verbal public comment.

Board Member and Staff Announcements

Chairperson Saylor informed those present that VCE staff are tracking opt ups and outs where there are little bubbles of opting out. The opt outs are not forgotten and hope to get those customers to come back to VCE. He has heard from several Agriculture Customers regarding time of use (TOU) pros and cons.

Christine Shewmaker provided a verbal comment asking if the CPUC has responded to PG&E's offer of GHG attributes. Chairperson Saylor asked that Mr. Sears respond to Ms. Shewmaker outside of this meeting since this subject matter was not on the agenda.

There was no written public comment.

Chairperson Saylor announced that the Board will be going into Closed Session and there will be no reporting out after Closed Session. Chairperson Saylor asked if there was any written or verbal comment from the public on any of the items listed for Closed Session. There was no written or verbal public comment on the Closed Session items.



**Public Comment
on Closed
Session Items**

Chairperson Saylor announced that the Board will be going into Closed Session and there will be no reporting out after Closed Session.

Chairperson Saylor asked if there was any written or verbal comment from the public on any of the Closed Session items. There were no written or verbal public comments on the Closed Session items.

Adjournment

Chairperson Saylor adjourned the meeting at 4:49 p.m. to go into Closed Session.

**CLOSED SESSION:
Conference with
Legal Counsel –
Anticipated
Litigation**

The Board began Closed Session at 5:00 p.m. and adjourned their Closed Session at 5:30 p.m. There was nothing to report out.

Alisa M. Lembke
VCEA Board Secretary