

**MINUTES OF THE VALLEY CLEAN ENERGY ALLIANCE**  
**BOARD OF DIRECTORS**  
**July 25, 2017**

The Board of Directors of the Valley Clean Energy Alliance met in special meeting session beginning at 5:30 p.m. in the Yolo County Board of Supervisor Chambers, 625 Court Street, Room 206, Woodland, CA 95695.

Board Members Present: Angel Barajas, Duane Chamberlain, Robb Davis, Lucas Frerichs, Tom Stallard, Don Saylor

Board Members Absent: None

Approval of Agenda A. Barajas moved, seconded by R. Davis, to approve the agenda. Motion passed unanimously.

Public Comment None

Consent Calendar Minutes from June 13, 2017 Board Meeting  
Approve

Minutes from June 27, 2017 Special Board Meeting  
Approve

Summer Meeting Schedule

Approve a revised meeting schedule for August 2017, cancelling the regular VCEA Board meeting of August 8, 2017 and adding a regular VCEA Board meeting August 31, 2017

L. Frerichs moved, seconded by T. Stallard, to approve the consent calendar as listed above. Motion passed unanimously.

Approval of Interim General Manager Davis City Attorney Harriet Steiner: VCEA Board requested City of Davis designate an Interim Executive Director; summarized recommended job responsibilities, primarily focused on the near term activities related to analysis of program implementation options.

R. Davis moved, seconded by L. Frerichs, as follows:

1. Approve Interim General Manager responsibilities
2. Approve City of Davis designation of Mitch Sears to serve as VCEA Interim General Manager under the existing VCEA – City of Davis Cooperation Agreement

Motion passed unanimously.

Receive Shawn Marshall, LEAN Energy US:

Administrative/  
Organizational  
Update

- a. Banking and Credit Services Update  
Yolo County Sustainability Manager Regina Espinoza: Responsive proposals to the RFP are currently under review by evaluation panel.
- b. Community Outreach/Website Update  
Davis Sustainability Manager Mitch Sears: New website is under production.
- c. Budget Report  
M. Sears: Budget looks healthy at this point. As hours are spent by jurisdictions, a running total will be provided to the Board. At next meeting, will have operating budget for upcoming fiscal year. Payment from Woodland is in process.
- d. CEO Search Update  
R. Espinoza: Recruitment has not resulted in a selection at this time. Interim management duties will be carried out by City of Davis.

R. Espinoza will assume the staff liaison role for Community Advisory Committee. LEAN Energy will continue to provide consultant services. Staff will be looking into more admin support – coordinating schedules, etc.

Approval of  
Cooperative  
Service  
Agreement with  
City of  
Woodland

M. Sears: Woodland joined VCEA in June. Cooperative Agreement is proceeding through Woodland, authorizing obligations and commitments. Summarized provisions of agreement.

R. Davis moved, seconded by A. Barajas, to adopt resolution approving a Cooperation and Administrative Services Agreement between VCEA and the City of Woodland. Motion passed unanimously.

Discussion &  
Direction  
Regarding  
Potential  
Implementation  
& Operational  
Service Options

M. Sears: Request general direction from Board to explore options of services.

A. Barajas moved, seconded by R. Davis, as follows:

1. Direct staff to research and evaluate potential VCEA implementation and operational service options not offered in the responses to the VCEA request for proposals
2. Designate Woodland Board representatives to work with the Interim General Manager to provide a Woodland Advisory Committee representative to the existing Advisory Committee RFP Subcommittee to assist staff in the comparative analysis of service options
3. Authorize the Interim General Manager, in consultation with VCEA Legal Counsel, to finalize and enter into a short-term contract in an amount not to exceed \$15,000 with Don Dame, public utility expert, to support the development of a comparative analysis of service options

4. Designate Saylor, Frerichs and Stallard as an ad hoc subcommittee to evaluate service options for the August meeting
  5. Direct staff to return to the Board in August for discussion and direction regarding implementation and management services options
- Motion passed unanimously.

Approve  
Marketing &  
Outreach  
Vendor;  
Authorize  
Contract  
Negotiations

M. Sears: Request authorization to proceed with negotiations and contracting within the proposed scope of services, implementation plan, budget, and schedule included in written proposal. RFP subcommittee and staff recommend Circlepoint.

L. Frerichs moved, seconded by T. Stallard, as follows:

1. Approve Circlepoint as the Communications and Outreach service vendor for VCEA program launch and operations
2. Adopt resolution authorizing VCEA Interim General Manager, in consultation with VCEA Legal Counsel, to negotiate a services contract with Circlepoint for approval and signature by the VCEA Board Chair

R. Davis: Interested in consultation with Circlepoint regarding branding strategies, etc.

A. Barajas: Need accountability measures in place and options to explore in future if vendor does not meet expectations

D. Saylor: Request staff invite vendor to next meeting. Include metrics for performance.

Motion passed unanimously.

Presentation:  
Implementation  
Plan – Preview  
& Policy Issues

Shawn Marshall, LEAN Energy: Summarized plan element, to be submitted and certified by CPUC. Implementation plan sets targets to the best of ability subject to market conditions; serves as a compliance document, not business plan. If targeting May/June 2018 launch, plan needs to be adopted by VCEA and submitted to CPUC in October. Recommend Advisory Committee serve as ambassador for discussion purposes in preparing the report. Will need direction in August regarding next steps of operation and staffing.

R. Davis: Would like to know how Advisory Committee and staff will be engaged over next couple months to draft implementation plan recommendations. Want to make sure enough time is provided for Board to deliberate.

D. Saylor: Need clear and transparent process to reach policy decisions. Reach out to key stakeholders early and often.

By consensus, the Board indicated willingness to spend additional time outside of regular meeting schedule for workshops/retreat discussions.

Discussion &  
Direction  
Regarding  
Advisory  
Committee  
Charge

M. Sears: Anticipated initial meeting of the full advisory committee will be held in the next couple weeks. Recommend Board direct Committee to develop draft charge based on VCEA mission statement and launch timeline, and CPUC implementation plan policy questions.

D. Saylor: Interested in finding ways to reach out to stakeholder groups. Request strategies be developed for public interaction. Use engagement opportunities such as monthly meeting of Farm Bureau, etc.

M. Sears: Staff will reach out to Board members regarding stakeholder groups for each jurisdiction. There may be interest and opportunity for individual board member activities.

Public comments:

- Jerry Braun: Davis committee member. Purpose of committee could be interpreted more as staff implementation rather than advice. How does committee that is constrained to conduct public meetings come to an agreement to accomplish tasks, given that Board asks for consultant advice? Does the Board need advisory committee advice? Should they focus instead on near term decisions that will need to be made? Ask for clarification of purposes. Suggest representative from Board and staff meet with committee to provide direction.
- Amanda Beck: Clarksburg resident. Rates discussion is critically important, especially given the change in renewable energy pricing. Need to take time to make decisions based on understanding of market. Committee outreach—helpful that staff attended their local General Plan meeting. Clarksburg is used to formal meetings, interested in discussion.
- Yvonne Hunter: Davis committee member. Committee to serve as sounding board for staff, consultants, and Board. Work on outreach, visit with Farm Bureau, visit Capay. Details of how to accomplish that is the charge, could be evolving workplan that committee develops. Work with consultants in various areas of expertise.
- Kristine Shoemaker: Woodland committee member. Should focus on one purpose in short term to make October deadline.

L. Frerichs moved, seconded by A. Barajas, to direct the Advisory Committee to meet and develop a draft charge based on the adopted VCEA Mission and launch timeline.

R. Davis: Part of the charge should be to advance ideas that the Board is not thinking of. Should have the freedom and flexibility to bring items to the Board for consideration.

D. Saylor: Should not postpone items of community outreach and public forums for discussion. Important for committee to reflect on how best to interact with community. Broadly advertise when possible at different

locations on specific topics.

Motion passed unanimously.

Review of Long  
Range Calendar

D. Saylor: Staff should schedule retreats as necessary, possibly in October

T. Stallard moved, seconded by L. Frerichs, to adopt the long range calendar.  
Motion passed unanimously.

Board Member  
and Staff  
Announcements

M. Sears: Newsletter distributed to Board; source of information on statewide activities.

Upcoming solar eclipse: August 21, 9a-12p: One Thing for the Sun Campaign. Opportunity to raise the energy IQ of our communities. VCEA has opportunity to endorse program. Jurisdictions can promote via social media. Consider ways to reduce demand.

T. Stallard: Interim Director should take freedom and latitude to promote.  
Board consensus.

Meeting was adjourned at 7:18 p.m.

Zoe Mirabile  
Interim Board Secretary