

APPROVED

SEP 22 2017

MCE BOARD MEETING MINUTES
Thursday, July 20, 2017
7:00 P.M.
THE CHARLES F. MCGLASHAN BOARD ROOM
1125 TAMALPAIS AVENUE, SAN RAFAEL, CA 94901

MARIN CLEAN ENERGY

Roll Call: Director Kate Sears called the regular Board meeting to order at 7:04 p.m. An established quorum was met.

Present: Denise Athas, City of Novato
Sloan Bailey, Town of Corte Madera
Tom Butt, City of Richmond
Barbara Coler, Town of Fairfax
Arturo Cruz, City of San Pablo
Paul Fadelli, Alternate, City of El Cerrito
Kevin Haroff, City of Larkspur
Bob McCaskill, City of Belvedere
Andrew McCullough, City of San Rafael
Sashi McEntee, City of Mill Valley
Emmett O'Donnell, Town of Tiburon
Elizabeth Patterson, Alternate, City of Benicia
P. Rupert Russell, Town of Ross
Kate Sears, Chair, County of Marin
Mike Anderson, Alternate, City of Lafayette (Lafayette Location)
Kevin Wilk, City of Walnut Creek
Ray Withy, City of Sausalito

Absent: Ford Greene, Town of San Anselmo
Brad Wagenknecht, County of Napa

Staff: Greg Brehm, Director of Power Resources
Nicole Busto, Deputy Director, Marketing Communications
John Dalessi, Operations and Development
Alex DiGiorgio, Deputy Director, Community Development
Carol Dorsett, Operations Associate
Kirby Dusel, Resource Planning & Renewable Energy Programs
Sarah Estes-Smith, Director of Internal Operations
Jenna Famular, Community Affairs Coordinator (Lafayette Location)
Noel Voskuil, Public Affairs Assistant
Brian Goldstein, Resource Planning & Implementation
David McNeil, Finance Manager
Justine Parmelee, Operations Associate (Lafayette Location)
Dawn Weisz, Chief Executive Officer

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1. Board Announcements (Discussion)

2. Public Open Time (Discussion)

Chair Sears opened the public comment period and there were no speakers.

3. Report from Chief Executive Officer (Discussion)

CEO Dawn Weisz reported on the following:

- Reminder of microphone use
- Remote participation and video conferencing from Lafayette
- Press release went out today regarding 11 municipalities opting up to Deep Green
- Shared 3 brief videos regarding status of MCE Solar One, overview of renewable projects (underway and completed) throughout MCE territory, and The Rising Loafer Café owner testimonial
- MCE 2017 Fall Board Retreat will take place on Friday, September 22

4. Consent Calendar (Discussion/Action)

- C.1 5.18.17 Meeting Minutes
- C.2 Approved Contracts Update
- C.3 Proposed First Agreement with Czarnecki-Yester Consulting Group, LLC
- C.4 New MCE Staff Position
- C.5 Proposed First Amendment to the First Agreement with Cypher Group
- C.6 Proposed Second Agreement with Open Energy Efficiency, LLC
- C.7 Proposed New Advertising Agreement with Comcast

Chair Sears opened the public comment period and there were no speakers.

ACTION: It was M/S/C (Butt/Wilk) to **approve Consent Calendar items C.1.** Motion carried by unanimous vote. (Abstain on C.1: Directors Patterson and O'Donnell). It was M/S/C (Bailey/Wilk) to **approve Consent Calendar items C.2-C.7.** (Absent: Directors Greene and Wagenknecht).

5. Receive Applicant Analysis and Consider 1. Resolution 2017-06 of the Board of Directors of MCE approving Contra Costa County (unincorporated); the Cities of Concord, Martinez, Oakley, Pinole, Pittsburg and San Ramon; and the Towns of Danville and Moraga as members of MCE; 2. Amendment 12 to the MCE JPA Agreement; and 3. Resolution 2017-07 Delegating Energy Procurement Authorities for New Member Communities (Discussion/Action)

John Dalessi, Operations and Development, presented this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: It was M/S/C (Bailey/Athas) to **approve the following: 1. Resolution 2017-06 of the Board of Directors of MCE approving Contra Costa County (unincorporated); the Cities of Concord, Martinez, Oakley, Pinole, Pittsburg and San Ramon; and the Towns of Danville and Moraga as members of MCE; 2. Amendment 12 to the MCE JPA Agreement; and 3. Resolution 2017-07 Delegating Procurement Authorities for New Member Communities.** Motion carried by unanimous vote. (Absent: Directors Greene and Wagenknecht).

6. Resolution 2017-08 Approving Third Amendment to Credit Agreement with River City Bank in the Principal Amount of \$25,000,000; and 2. Resolution 2017-09 Regarding Authority to Execute Third Amendment to Credit Agreement with River City Bank (Discussion/Action)

David McNeil, Finance Manager, presented this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: It was M/S/C (Patterson/Haroff) to **1. adopt proposed Resolution 2017-08 Approving the Third Amendment to Credit Agreement with River City Bank; and 2. adopt Proposed Resolution 2017-09 Regarding Authority to Execute Third Amendment to Credit Agreement with River City Bank.** Motion carried by unanimous vote. (Absent: Directors Greene and Wagenknecht).

7. Resolution 2017-10 Delegating Authority for Destruction of Non-Judicial Public Records (Discussion/Action)

Emily Fisher, Legal Counsel, introduced this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: It was M/S/C (Athas/Coler) to **approve proposed Resolution No. 2017-10 Delegating Authority for Destruction of Non-Judicial Public Records.** Motion carried by unanimous vote. (Absent: Directors Greene and Wagenknecht).

8. Update on MCE Naming Considerations (Discussion)

Nicole Busto, Deputy Director, Marketing Communications, presented this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: No action required.

9. Customer Programs Update (Discussion)

Alice Stover, Manager of Customer Programs, Policy and Planning, introduced this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: No action required.

10. FY 2016/17 Financial Statement Presentation (Discussion)

David McNeil, Finance Manager, presented this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers

ACTION: No action required.

11. MCE Contra Costa Office (Discussion)

Sarah Estes-Smith, Director of Internal Operations, presented this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

ACTION: No action required.

12. Policy Update on Regulatory and Legislative Items (Information Only)

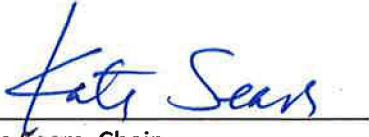
ACTION: No action required.

13. Board Member & Staff Matters (Discussion)

There were none.

14. Adjournment

The Board of Directors adjourned the meeting at 9:25 p.m. to the Board Retreat on September 22, 2017.



Kate Sears, Chair

Attest:



Dawn Weisz, Secretary

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