

RESOLUTION 2021-03

A RESOLUTION OF THE BOARD OF DIRECTORS OF MARIN CLEAN ENERGY TO APPROVE FORMATION OF CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY

WHEREAS, Marin Clean Energy (MCE) is a joint powers authority established on December 19, 2008, and organized under the Joint Exercise of Powers Act (Government Code Section 6500 et seq.); and

WHEREAS, MCE members include the following communities: the County of Marin, the County of Contra Costa, the County of Napa, the County of Solano, the City of American Canyon, the City of Belvedere, the City of Benicia, the City of Calistoga, the City of Concord, the Town of Corte Madera, the Town of Danville, the City of El Cerrito, the Town of Fairfax, the City of Lafayette, the City of Larkspur, the City of Martinez, the City of Mill Valley, the Town of Moraga, the City of Napa, the City of Novato, the City of Oakley, the City of Pinole, the City of Pittsburg, the City of Pleasant Hill, the City of San Ramon, the City of Richmond, the Town of Ross, the Town of San Anselmo, the City of San Pablo, the City of San Rafael, the City of Sausalito, the City of St. Helena, the Town of Tiburon, the City of Vallejo, the City of Walnut Creek, and the Town of Yountville; and

WHEREAS, MCE, acting pursuant to Article I (commencing with Section 6500) of Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (the "JPA Law"), may enter into a joint exercise of powers agreement with one or more other public agencies pursuant to which such contracting parties may jointly exercise any power common to them and, pursuant to Government Code Section 6588, to exercise certain additional powers; and

WHEREAS, MCE and Central Coast Community Energy, East Bay Community Energy, and Silicon Valley Clean Energy desire to create and establish a joint exercise of powers agency pursuant to the JPA Law, such joint exercise of powers agency to be known as the California Community Choice Financing Authority (the "CCCFA") or by such other name as specified in the JPA Agreement (defined below) as executed and delivered, for the purpose of establishing an entity to undertake the financing or refinancing of energy prepayments that can be financed with tax advantaged bonds on behalf of one or more of its members by, among other things, issuing or incurring bonds and entering into related contracts with its members; and

WHEREAS, MCE is a community choice aggregator, as such term is defined in Section 331.1 of the Public Utilities Code of the State of California (the "Public Utilities Code"), that is a public agency, as such term is defined in the JPA Law, which has implemented a CCA program pursuant to Section 366.2 of the Public Utilities Code, and possesses the power to purchase and sell electric energy and enter into related contracts for such purposes; and

WHEREAS, there has been prepared and submitted to this meeting a form of Joint Powers Agreement (such Joint Powers Agreement, in the form presented to this

meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being referred to herein as the “JPA Agreement”), which JPA Agreement creates and establishes the CCCFA; and

WHEREAS, under California law and the JPA Agreement, the CCCFA will be a public entity separate and apart from the parties to the JPA Agreement, and the debts, liabilities and obligations of the CCCFA will not constitute debts, liabilities or obligations of MCE or any representative of MCE serving on the governing body of MCE; and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of MCE as follows:

Section 1. The form of JPA Agreement on file with the Board Clerk of MCE is hereby approved. The Chief Executive Officer of MCE (an “Authorized Officer”) is hereby authorized and directed, on behalf of MCE, to execute and deliver the JPA Agreement substantially in the approved form, with such changes as the Authorized Officer executing such document may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 2. The formation of the CCCFA pursuant to the JPA Agreement is hereby authorized and approved.

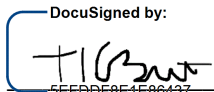
Section 3. The officers, employees and agents of MCE are hereby authorized and directed, jointly and severally, to execute and deliver any and all documents, agreements and instruments and to do any and all things which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of the JPA Agreement and this Resolution.

Section 4. All actions heretofore taken by the officers, employees and agents of MCE with respect to the matters set forth above are hereby approved, confirmed and ratified.

PASSED AND ADOPTED at a regular meeting of the MCE Board of Directors on this 15th day of April, 2021, by the following vote:

	AYES	NOES	ABSTAIN	ABSENT
County of Marin	X			
Contra Costa County				X
County of Napa	X			
County of Solano	X			
City of American Canyon	X			
City of Belvedere		X		
City of Benicia				X
City of Calistoga	X			

City of Concord	X			
Town of Corte Madera	X			
Town of Danville	X			
City of El Cerrito	X			
Town of Fairfax	X			
City of Lafayette	X			
City of Larkspur	X			
City of Martinez	X			
City of Mill Valley		X		
Town of Moraga				X
City of Napa	X			
City of Novato	X			
City of Oakley	X			
City of Pinole	X			
City of Pittsburg	X			
City of Pleasant Hill	X			
City of San Ramon	X			
City of Richmond	X			
Town of Ross				X
Town of San Anselmo	X			
City of San Pablo	X			
City of San Rafael				X
City of Sausalito	X			
City of St. Helena	X			
Town of Tiburon	X			
City of Vallejo	X			
City of Walnut Creek	X			
Town of Yountville	X			

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 CHAIR, MCE

Attest:

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 SECRETARY, MCE