

RESOLUTION 2025-04

A RESOLUTION OF THE BOARD OF DIRECTORS OF MARIN CLEAN ENERGY AUTHORIZING THE CEO TO NEGOTIATE AND EXECUTE VENDOR SERVICES AGREEMENTS WITH COMMUNITY ENERGY AND EQUITY RESOURCES LLC, SERIOUS CONTROLS LLC, AND LAWRENCE BERKELEY NATIONAL LABORATORY FOR MCE'S VIRTUAL POWER PLANT PROGRAM SUPPORTED BY FUNDING FROM THE CALIFORNIA ENERGY COMMISSION

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 Fairfield, the City of Hercules, 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 and project partners submitted a project proposal to the California Energy Commission ("CEC") to expand the Virtual Power Plant (VPP) pilot from the City of Richmond to all MCE member communities; and

WHEREAS, the project partners submitted in the project proposal included Community Energy Equity Resources LLC ("CEER"), Serious Controls LLC ("SC"), and Lawrence Berkeley National Laboratory ("LBNL"), (collectively "Grant Partners"); and

WHEREAS, MCE's project proposal was approved by the CEC and MCE was awarded a grant in the amount for \$5,000,000 ("MCE Awarded Funds") with a required cost share by MCE in the amount of \$5,000,000 ("MCE Match Funds"), for a project total of \$10,000,000, to perform the work required to expand the Virtual Power Plant to all MCE member communities ("the Grant"); and

WHEREAS, In February 2025, your Board accepted the awarded Grant and authorized the CEO to enter into the Grant agreement with the CEC. Since your Board accepted the Grant, MCE desires to enter into agreements with the Grant Partners to continue the efforts under the Grant within the budget parameters as listed in the approved Grant;

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

1. The Board of Directors finds that the aforementioned recitals are true and correct, and are herein incorporated into this Resolution.
2. CEO is hereby authorized to negotiate and execute Vendor Services Agreements with the Grant Partners, subject to approval by MCE’s General Counsel, for the provision of services to implement the Grant to scale the VPP pilot phase from the City of Richmond to all of MCE’s service area, which may include the following deal points:

• Compliance with all applicable federal, state, and local laws.

• Compliance with the terms and conditions of the Grant.

• The agreement with CEER will have a not-to-exceed payment by MCE of up to **\$600,000**. As part of their scope, CEER will provide services responsible for ensuring management of the workplan and efforts of other subcontractors, ensure a VPP toolkit is developed with customer settlement procedures, and ensure the DERMS platform is built out and tested for scale of customer use.


• The agreement with SC will have a not-to-exceed payment by MCE of up to **\$2,250,000**. As part of their scope, SC will develop an updated DERMS platform that is Open ADR 3.0 certified, integrate the expanded VPP with California Independent System Operator (CAISO) markets so that MCE can bid into CAISO markets for future revenue benefits, and achieve load shifting through strategic deployment and optimization of installed devices.

• The agreement with LBNL will have a not-to-exceed payment by MCE of up to **\$600,000**. As part of their scope, LBNL will provide analysis and value forecasting methodologies to assess the VPP value streams including revenues gainable by having the VPP participate in CAISO markets. LBNL services will help calculate the value distribution among participating customers and help inform incentive designs for participating and potential customers.

• The agreements with the Grant Partners will have a term of **5 years**.

• Payments made to the Grant Partners under these agreements will be subject to the terms and conditions of the Grant ensuring that allowable expenses are captured and MCE receives applicable reimbursements under the Grant.
- PASSED AND ADOPTED** at a regular meeting of the MCE Board of Directors on this 17th day of July, 2025, 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 Fairfield				X
City of Hercules	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			

Signed by:

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CHAIR, MCE

Attest:

Signed by:

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SECRETARY, MCE