



December 3, 2009

TO: Marin Energy Authority Board

FROM: Dawn Weisz, Interim Director

RE: Resolution Approving Changes to JPA Agreement
(Agenda item #C-4)

ATTACHMENTS: Resolution 2009-8

Dear Board Members:

At the November 5, 2009 regular meeting of the Board, two amendments to the MEA Joint Powers Agreement were proposed to provide further clarity to the protection of individual members from the obligations and liabilities of the Authority and establish a procedure for members to opt-out of programs not involving Community Choice Aggregation that require financial contributions from the members.

These proposed amendments make changes to Section 2.3 and add a new Section 4.11. The amendment to Section 2.3 takes existing language from Article VIII of the Operating Rules and Regulations. This additional language makes it clear that the debts, liabilities, and obligations of the Authority shall not be applied to any member unless the governing body of the member agrees in writing to assume the Authority's debt, liability or obligation.

The new Section 4.11 establishes a procedure for the approval of programs not involving CCA that require financial contributions by individual members to become operational. Such programs can only be approved by a majority vote of the full membership of the Board subject to the right of any member who votes against the program to opt-out of the program and avoid the financial contribution. The Board must provide at least 45 days prior written notice to each member before it considers the program for adoption at a Board meeting. The Board also must provide written notice of the adoption of the program to each member within 5 days after the Board adoption. These notices are required to be sent to the governing body and the chief administrative officer, city manager or town manager of each member. Any member voting against the approval of the program may elect to opt-out of participation in the program by providing written notice of this election to the Board within 30 days after the Board approves the program. By timely exercising the opt-out election, a member will not have any financial obligation or liability for the conduct of the program.

These proposed amendments have been circulated to the MEA member jurisdictions for review, as recommended by the Board.

Recommendation: Approve Resolution Approving Changes to JPA Agreement.

RESOLUTION NO. 2009-8

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MARIN ENERGY
AUTHORITY ADOPTING AMENDMENT 1 TO THE MARIN ENERGY
AUTHORITY JOINT POWERS AGREEMENT.**

WHEREAS, the Marin Energy Authority ("MEA") 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, MEA members include the following Marin communities: the County of Marin, the City of Belvedere, the Town of Fairfax, the City of Mill Valley, the Town of Ross, the Town of San Anselmo, the City of San Rafael, the City of Sausalito and the Town of Tiburon; and

WHEREAS, Amendment 1 to the Joint Powers Agreement will provide further clarity to the protection of individual members from the obligations and liabilities of the Authority and establish a procedure for members to opt-out of programs not involving Community Choice Aggregation that require financial contribution from the members; and

WHEREAS, the MEA Board of Directors reviewed the proposed Amendment 1 at the regular meeting of the Board on November 5, 2009; and

WHEREAS, Amendment 1 was circulated to the MEA member jurisdictions for review.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Marin Energy Authority that Section 2.3 and new Section 4.11 of the Joint Powers Agreement are modified and added according to Amendment 1.

PASSED AND ADOPTED at a regular meeting of the Marin Energy Authority Board of Directors on this 3rd day of December 2009, by the following vote:

AYES NOES ABSTAIN ABSENT

City of Belvedere

Town of Fairfax

County of Marin

City of Mill Valley

Town of Ross

Town of San Anselmo

City of San Rafael

City of Sausalito

Town of Tiburon



CHAIR, MARIN ENERGY AUTHORITY BOARD

