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50 Old Courthouse Square, Suite 605  
Santa Rosa, CA 95404

## MEETING MINUTES

### SONOMA CLEAN POWER AUTHORITY BOARD OF DIRECTORS THURSDAY, DECEMBER 19, 2013 575 Administration Drive, Room 102A, Santa Rosa, California

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The Board of Directors of the Sonoma Clean Power Authority met this date in adjourned session with the following members present: Susan Gorin, Mark Landman, Jake Ours, Shirlee Zane, Robin Swinth, Bruce Okrepkie, Michael Kyes, and Steve Barbose.

Staff Present: Geof Syphers, Interim CEO, Steve Shupe, Authority Counsel and Stephanie Reynolds, Executive Assistant

#### **I. CALL TO ORDER**

8:47 A.M. Chair Gorin called the meeting to order

#### **II. BOARD OF DIRECTORS CLOSED SESSION**

1. The Board of Directors of the Sonoma Clean Power Authority will consider the following in closed session: Public Employee Labor Negotiations - Chief Executive Officer Position. Authority negotiators: Chair Susan Gorin, Vice-Chair Mark Landman, Counsel Steve Shupe (Govt. Code Section 54957.6)

8:49 A.M.

Return from closed session, no action to report.

9:52 A.M.

#### **III. REGULAR CALENDAR**

2. Chief Executive Officer's Report and schedule update (information only).

9:53 A.M.

Geof Syphers, Interim Chief Executive Officer reported on the following:

- Milestones:
  - Introduction of Kelly Foley, Regulatory Director and Legal Counsel



- Calpine agreement fully negotiated and executed with a ten-year fixed price
  - Initiated data access and billing set-up with Noble and PG&E.
  - Executed \$7.5 million line of credit with First Community Bank.
  - Released recommended power rates below PG&E's proposed rates for 2014.
- Upcoming Board Meeting Schedule:
    - February 6, 2014 Regular Board meeting
    - March 20, 2014 (Tentative, Revised Full Board meeting (replaces March 6, 2014))
  - Staffing:
    - Kelly Foley was introduced as SCP's Regulatory Director and Legal Counsel. The interview and screening process for the next two positions, Project Assistant and Program Manager, will be starting over the holidays and the positions should be filled in January or February 2014.
  - Rates and Power Contracts:
    - Release of draft 2014 customer rates.
    - Discussion on factors that led to proposed savings to ratepayers and rate stability.
  - Financials
    - Executed the line of credit from First Community Bank for use in providing a minimum deposit for power purchases with Exelon/Constellation and for covering timing gaps between power purchases and receipt of income from customers. No additional lines of credit will be needed to launch Phase 2 and Phase 3.
  - Other:
    - Ratepayer Advisory Committee member June Brashares stepped down from her position. Staff will request direction from the Board on the procedure for appointing a new candidate. Item to be agendaized for 01/09/14 Board of Directors' meeting.
3. Approve First Amendment to Legal Services Agreement with Troutman Sanders, LLP.

10:16 A.M.



Present: Interim CEO Geof Syphers, Counsel Steve Shupe  
Staff given direction to return at a later meeting with options on how the Board can be involved further in the amendment process prior to work beyond the scope of original contracts being completed.

Board Action: Approve and authorize SCP CEO to execute First Amendment to Legal Services Agreement with Troutman Sanders, LLP

Motion: Director Landman  
Second: Director Zane.

UNANIMOUS Vote to approve

4. Presentation on the rate setting process in community choice programs, the basis for establishing SCP rates and review of draft retail customer rates.

10:27 A.M.

Present: Interim CEO Syphers; John Dalessi, DMC; Kirby Dusel, Paradigm Energy Consulting

Recess for Break: 11:19 A.M.  
Reconvene from Break: 11:31 A.M.  
Director Zane left meeting: 11:31 A.M.

Public Comment/Speakers:  
Woody Hastings, Sunny Galbraith, Henry DeNicola, Bob Williamson, John Rosenblum, June Brashares

Discussion on the clarification of Net Energy Metering (NEM) Plans and the differences between SCP and PG&E's benefits to NEM Plan participants.

Director Okrepkie left meeting: 12:04 P.M.

5. Presentation of the statutory noticing requirements and review draft enrollment letter content.

12:28 P.M.

Present: Interim CEO Syphers

Speaker: Bob Williamson



Recommendations to staff to make notices as reader-friendly as possible, to use large format postcards for some and letters for others, and to provide letters in English and Spanish. Board also requested staff research the possible use of informational videos on the website in both English and Spanish language versions in the future.

6. Approve the November 21, 2013 meeting minutes of the Sonoma Clean Power Authority Board of Directors

12:43 A.M.

Board Action: Approved as Recommended

Motion: Director Landman

Second: Director Barbose

UNANIMOUS VOTE to approve

#### **IV. BOARD MEMBER ANNOUNCEMENTS**

12:45 P.M.

Chair Gorin wished a Happy Holidays to all.

#### **V. PUBLIC COMMENT ON MATTERS NOT LISTED ON THE AGENDA**

12:45 P.M.

None

#### **VI. ADJOURN**

12:45 P.M.

The Board adjourned the meeting to January 9, 2014 at 8:45 A.M. in the County of Sonoma Board Chambers, 575 Administration Drive, Room 102A, Santa Rosa, California.

Respectfully Submitted,

Stephanie Reynolds  
Executive Assistant, SCPA