



**Silicon Valley Clean Energy Authority**

**Board of Directors Meeting**

Wednesday, September 12, 2018

7:00 pm

Cupertino Community Hall  
10350 Torre Avenue  
Cupertino, CA

**MEETING MINUTES**

**Call to Order**

Chair Corrigan called the meeting to order at 7:00 p.m.

Chair Corrigan announced Director Smith would be participating in the meeting by teleconference.

**Roll Call**

**Present:**

Chair Courtenay C. Corrigan, Town of Los Altos Hills  
Vice Chair Margaret Abe-Koga, City of Mountain View (arrived at 7:03 p.m.)  
Alternate Director Tony Ndah, City of Milpitas  
Alternate Director Anthony Eulo, City of Morgan Hill  
Director Nancy Smith, City of Sunnyvale (participating by teleconference from Renaissance Long Beach Hotel, 111 E. Ocean Blvd., Long Beach, CA 90802)  
Director Howard Miller, City of Saratoga  
Director Rod Sinks, City of Cupertino  
Director Rob Rennie, Town of Los Gatos  
Director Liz Gibbons, City of Campbell  
Director Jeannie Bruins, City of Los Altos  
Director Burton Craig, City of Monte Sereno

**Absent:**

Director Dave Cortese, County of Santa Clara  
Director Daniel Harney, City of Gilroy

**Public Comment on Matters Not Listed on the Agenda**

No speakers.

Chair Corrigan requested to hear Item 4 prior to Item 3 on the regular calendar; there were no objections from the Board.

**Consent Calendar**

Director Sinks noted the rate schedule for Item 1k) *Authorize CEO to Execute Amended Agreement with Pacific Energy Advisors, Inc., for Power Management and Technical Consulting Services, October 2018-September 2019* was inaccurate in the distributed packet and the corrected rate schedule for Pacific Energy Advisors (PEA) was provided as a desk item.

Director Bruins commented on Item 1h) *Authorize CEO to Execute Agreement with Mail R Us dba Ad-Vantage Marketing, Inc. for Printing and Mailing Services*, the word “contractor” is interchanged with “consultant” and should be consistent with “consultant” throughout the agreement.

MOTION: Alternate Director Eulo moved and Director Miller seconded the motion to approve the Consent Calendar.

The motion carried unanimously by roll call vote with Directors Cortese and Harney absent.

- 1a) Approve Minutes of the July 11, 2018, Board of Directors Meeting**
- 1b) Receive Customer Program Advisory Group Report**
- 1c) Approve Extension of Customer Program Advisory Group Term Length**
- 1d) Receive June 2018 Treasurer Report**
- 1e) Receive July 2018 Treasurer Report**
- 1f) Approve Amendment to Smartphone Stipend Policy**
- 1g) Authorize CEO to Execute Agreement with Richards, Watson, and Gershon for Legal Services**
- 1h) Authorize CEO to Execute Agreement with Mail R Us dba Ad-Vantage Marketing, Inc. for Printing and Mailing Services**
- 1i) Approve Time Extension, Addition of Funds and Authorize CEO to Execute Second Amendment to Agreement with Above the Fold Designs for Graphic Design and Web Design Services**
- 1j) Approve Time Extension and Authorize CEO to Execute Amendment to Agreement with Pacific Printing for Printing Services**
- 1k) Authorize CEO to Execute an Amended Agreement with Pacific Energy Advisors, Inc., for Power Management and Technical Consulting Services, October 2018 – September 2019**
- 1l) Approve Credit Agreement and Other Related Documents with River City Bank to Establish \$20 million Revolving Line of Credit, and Adopt Resolution Certifying Representatives on River City Bank Loans**
- 1m) Approve Access to Public Records – Request and Fees Policy**
- 1n) SVCE 2017 Annual Power Source Disclosure Report Attestation**
- 1o) Authorize CEO to Execute an Amended Engagement Letter Increasing the Not-to-Exceed Amount for Services Related to the 2017 Renewables RFO, with Troutman Sanders LLP**

## **Regular Calendar**

### **2) CEO Report (Discussion)**

CEO Girish Balachandran provided a CEO report which introduced new SVCE staff, and an update on the renewable power request for offers (RFO). Manager of Regulatory and Legislative Affairs Hilary Staver provided a Regulatory/Legislative Update and PowerPoint presentation. Manager of Regulatory and Legislative Affairs Staver responded to Board questions.

Without objection, the Board considered Item 4 following Item 2.

### **4) Approve Amendments to SVCE Benefits Package (Action)**

Director Craig provided introductory comments regarding Items 3 and 4. Director of Finance and Administration Don Eckert presented the item and a PowerPoint presentation. Director of Finance and Administration Eckert responded to Board questions regarding the proposed and current benefits; CEO Girish Balachandran provided additional information on the development of the proposed benefits and clarified the health reimbursement account (HRA) was not associated with any retirement benefits.

Director Sinks noted it could have been useful for the Board to view details of a total compensation package in comparison to other Community Choice Aggregators prior to the meeting.

CEO Balachandran commented a comprehensive review of compensation and benefits could be performed every two years.

Director Gibbons inquired if an employee is able to take flexible spending account (FSA) funds with them if they leave the agency; staff noted they would clarify and get back to the Board.

Chair Corrigan opened public comment.

No speakers.

Chair Corrigan closed public comment.

The Board discussed the timing of an assessment and report back from staff on the benefits package; the Board directed staff to provide a staff report in one year. If the Board deems there are problems based on the report, the Board may ask staff to provide a deep dive in two years.

MOTION: Director Miller moved and Director Rennie seconded the motion to approve amendments to the employee handbook and other benefits policies to include:

- a. Establish specific days during the week between Christmas and New Years as Agency paid holidays for 2018 and 2019;
- b. Amendment to Employee Handbook to establish Management Leave for exempt employees;
- c. Volunteer Time Off Policy;
- d. Unpaid Personal Leave Policy;
- e. Expansion of benefits to include coverage for dependents, employer paid vision premiums and dental enhancements; and
- f. Establish SVCE funding of Health Reimbursement Account and Flexible Spending Account
- g. Establish specific days

With an amendment to d. *Unpaid Personal Leave Policy*, to include absence without pay at the CEO's discretion without a limit.

Following discussion, Director Miller included direction to staff to come back to the Board with a policy that splits unpaid leave into two categories: defined and unexpected extended time off.

The motion carried unanimously with Directors Cortese and Harney absent.

### **3) Adopt Fiscal Year 2018-19 Operating Budget and Adopt Resolution Amending the Organization Chart, Job Classifications, and Salary Schedule (Action)**

The Board considered Item 3 following Item 4.

Director of Finance and Administration Eckert introduced the item and presented a PowerPoint presentation. Director of Finance and Administration Eckert and CEO Balachandran responded to Board questions.

Chair Corrigan opened public comment.

No speakers.

Chair Corrigan closed public comment.

MOTION: Alternate Director Eulo moved and Director Bruins seconded the motion to adopt the recommended Fiscal Year 2018-19 Operating Budget and Resolution 2018-10 amending the organizational chart, job classifications and salary schedule.

The motion carried with Directors Cortese and Harney absent.

Director Bruins requested future Board packets include a still shot of the scenario that reflects the budget assumptions being presented.

#### **5) SVCE High-level Roadmap Draft (Discussion)**

CEO Balachandran introduced the item; Director of Decarbonization and Grid Innovation Programs Aimee Bailey presented a PowerPoint presentation and responded to Board questions. CEO Balachandran provided additional information regarding electric building projects and SVCE grants for green building.

Director Bruins noted the Los Altos City Council took action to approve moving forward with a 24,500 square foot all-electric Community Center which could potentially be a model for SVCE.

Director Gibbons suggested an award could be offered at the American Institute of Architecture (AIA) Silicon Valley Design Awards, and provided additional agencies for SVCE to connect and partner with including the Construction Specification Institute (CSI), U.S. Green Building Council (USGBC), State Energy Commission, and the League of California Cities.

Alternate Director Ndah commented on his belief that buildings are a huge opportunity for cities to set an example for what businesses and residents should look for.

Chair Corrigan opened public comment.

James Tuleya, Sunnyvale resident and Chair of Carbon Free Silicon Valley, thanked the Board and staff for their efforts in developing programs to decarbonize. Tuleya requested staff and the Board's assistance in the City of Sunnyvale's Green Building Code update.

Alternate Director Eulo noted the challenges ahead and responded to Tuleya the City of Sunnyvale's staff has indicated an interest in moving forward on ordinances.

Chair Corrigan closed public comment.

#### **6) Executive Committee Report (Discussion)**

Chair Corrigan reported there was no report as the Executive Committee had not met since June. Chair Corrigan announced the next meeting would be September 25, 2018 at the SVCE office.

#### **7) Finance and Administration Committee Report (Discussion)**

Director Craig reported the Finance and Administration Committee met July 23 and September 4 and discussed SVCE benefits and compensation options, contracts, and provided feedback on the operating budget.

#### **8) Legislative Ad Hoc Committee Report (Discussion)**

Director Sinks reported the Legislative Ad Hoc Committee last met July 18, 2018 and discussed ongoing regulatory and legislative issues, developed messaging around SB 237 and made plans to outreach to legislators, and noted the Legislative group met with the offices of Assemblymembers Stone, Caballero, Berman, Kalra, Low, and Chu and Senators Hill, Wieckowski, and Monning.

**Board Member Announcements and Direction on Future Agenda Items**

Director Miller inquired if the Board should be writing letters to Governor Brown regarding SB 237; CEO Balachandran noted staff would send an email to member agency staff with a draft letter attached.

**Public Comment on Closed Session**

No speakers.

The Board adjourned to Closed Session in the Community Hall Kitchen at 9:37 p.m.

**Convene to Closed Session**

Public Employee Performance Evaluation

Title: Chief Executive Officer

Conference with Labor Negotiator

Agency Representative: Courtenay Corrigan, Chair, Board of Directors

Unrepresented Employee: Chief Executive Officer

The Board returned to Community Hall at 10:38 p.m. with Directors Cortese and Harney absent, and Director Smith participating by teleconference.

**Report from Closed Session**

Chair Corrigan stated the Board met in Closed Session and there was nothing to report.

**Adjourn**

Chair Corrigan adjourned the meeting at 10:38 p.m.

ATTEST:



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SECRETARY