

SILICON VALLEY CLEAN ENERGY AUTHORITY

RESOLUTION NO. 2020-04

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SILICON VALLEY CLEAN ENERGY AUTHORITY DELEGATING AUTHORITY TO THE CHIEF EXECUTIVE OFFICER TO EXECUTE AN AMENDED AND RESTATED POWER PURCHASE AGREEMENT WITH RE Slate 1, LLC TO INCREASE THE SOLAR AND BATTERY STORAGE CAPACITY AND EXTEND THE POWER PURCHASE AGREEMENT TERM, AND TO EXECUTE SUCH OTHER ANCILLARY DOCUMENTS AS MAY BE NECESSARY

THE BOARD OF DIRECTORS OF THE SILICON VALLEY CLEAN ENERGY AUTHORITY HEREBY RESOLVES AS FOLLOWS:

WHEREAS, the Silicon Valley Clean Energy Authority (“SVCE”) was formed on March 31, 2016, pursuant to a Joint Powers Agreement to promote, develop, conduct, operate, and manage energy programs in Santa Clara County;

WHEREAS, launch of service for Phase I occurred in April 2017, and launch of service for the remaining Phases occurred in July 2017;

WHEREAS, SVCE is purchasing energy, renewable energy, carbon free energy, and related products and services (the “Products”);

WHEREAS, in Fall 2017, consistent with its mission of reducing greenhouse gas emissions and offering customer choice at competitive rates, SVCE administered a competitive process to select one or more power supply providers;

WHEREAS, one of the providers selected by SVCE through this competitive process is RE Slate 1, LLC, based on its desirable offering of Products, pricing, and terms;

WHEREAS, in Fall 2018, Staff presented to the Board, and the Board reviewed, the negotiated form of a Power Purchase Agreement between SVCE and RE Slate 1, LLC and approved Resolution 2018-11 authorizing the Chief Executive Officer to execute the Power Purchase Agreement with RE Slate 1, LLC and to execute such other ancillary documents as may be necessary;

WHEREAS, Staff received an offer to increase the solar and battery storage capacity and extend the power purchase agreement term and has presented to the Board, and the Board has reviewed, the negotiated form of an amended and restated Power Purchase Agreement between SVCE and RE Slate 1, LLC;

WHEREAS, because of the timing of the execution of the amended and restated Power Purchase Agreement with RE Slate 1, LLC, the Board recognizes that it may be impractical to bring such agreement back to the Board prior to execution. Accordingly, the Board wishes to delegate to the Chief Executive Officer the authority to approve any non-material changes, additions, variations or deletions (“Changes”) to the form of the amended and restated Power Purchase Agreement between SVCE and RE Slate 1, LLC;

WHEREAS, the Board also wishes to delegate to the Chief Executive Officer authority to execute the aforementioned amended and restated Power Purchase Agreement and to do

all things necessary or appropriate for the execution and delivery of, and the performance of SVCE's obligations under, the amended and restated Power Purchase Agreement and any other ancillary documents required for said purchase of power from RE Slate 1, LLC.


NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE SILICON VALLEY CLEAN ENERGY AUTHORITY DOES HEREBY RESOLVE, DETERMINE, AND ORDER AS FOLLOWS:

Section 1. The Board hereby delegates authority to the Chief Executive Officer to execute the amended and restated Power Purchase Agreement with RE Slate 1, LLC with terms consistent with those presented to the Board, in a form approved by the General Counsel, subject to Changes that the Chief Executive Officer may deem necessary or appropriate. The total contract cost shall not exceed one hundred ninety-eight million five hundred thousand dollars (\$198,500,000.00) over the seventeen-year term.

Section 2. The Board hereby delegates authority to the Chief Executive Officer to negotiate, enter into and deliver, and to do all things necessary or appropriate for the execution and delivery of, and the performance of SVCE's obligations under, the amended and restated Power Purchase Agreement (including any other instruments, documents, certificates and agreements executed by SVCE in connection therewith) and such other ancillary documents, in a form approved by General Counsel, as may be necessary to effectuate purchase of such power from RE Slate 1, LLC.

ADOPTED AND APPROVED this 12th day of February, 2020 by the following vote:

JURISDICTION	NAME	AYE	NO	ABSTAIN	ABSENT
City of Campbell	Director Gibbons	✓			
City of Cupertino	Director Sinks	✓			
City of Gilroy	Director Tovar	✓			
City of Los Altos	Alternate Director Bruins	✓			
Town of Los Altos Hills	Director Tyson	✓			
Town of Los Gatos	Director Rennie	✓			
City of Milpitas	Director Montano	✓			
City of Monte Sereno	Director Ellahie	✓			
City of Morgan Hill	Alternate Director Eulo	✓			
City of Mountain View	Director Abe-Koga	✓			
County of Santa Clara	Director Ellenberg				✓
City of Saratoga	Director Miller	✓			
City of Sunnyvale	Director Smith	✓			



Chair

ATTEST:



Clerk