

## **RESOLUTION NO. 2024-04**

### **RESOLUTION OF THE BOARD OF DIRECTORS OF SILICON VALLEY CLEAN ENERGY AUTHORITY DELEGATING AUTHORITY TO THE CHIEF EXECUTIVE OFFICER TO EXECUTE A MASTER AGREEMENT WITH CITY OF PALO ALTO**

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

**WHEREAS**, the Silicon Valley Clean Energy Authority (“Silicon Valley Clean Energy”) was formed on March 31, 2016;

**WHEREAS**, Silicon Valley Clean Energy launched service under a community choice aggregation program on April 3, 2017;

**WHEREAS**, to provide such service, Silicon Valley Clean Energy purchases energy, renewable energy, carbon free energy, resource adequacy and related products and services (the “Product”) from energy generating sources that are cleaner and have a higher percentage of renewable energy than that provided by the incumbent utility and at competitive prices;

**WHEREAS**, the EEI Master Agreement (“Master Agreement”) is an industry standard framework agreement used for the purchase of Product that establishes certain terms and conditions for the contractual relationship between an energy purchaser and energy supplier, but which does not require a purchaser to purchase or a supplier to supply the Product without further written agreements executed in accordance with the terms and conditions of a Master Agreement (“Confirmations”);

**WHEREAS**, Silicon Valley Clean Energy Board of Directors (“Board”) pursuant to Resolution No. 2016-09 delegated authority to the Chief Executive Officer to negotiate and execute separate Master Agreements with certain energy suppliers (“Suppliers”), (such agreements, the “Approved Master Agreements”);

**WHEREAS**, the Board continues to reserve to itself the authority to authorize new Approved Master Agreements; and

**WHEREAS**, Silicon Valley Clean Energy desires to enter into a Master Agreement with City of Palo Alto to transact Product and has agreed to terms and conditions consistent with Approved Master Agreements.

**NOW, THEREFORE, IT IS HEREBY DETERMINED AND ORDERED**  
that the Board delegates authority to the Chief Executive Officer to:

1. Execute a Master Agreement with City of Palo Alto with terms consistent with the form of agreement presented to the Board of Directors, with any non-material changes, additions, variations or deletions (“Changes”) which following such execution by both parties, shall become an Approved Master Agreement.

**ADOPTED AND APPROVED this 13<sup>th</sup> day of March 2024, by the following vote:**

JURISDICTION	NAME	AYE	NO	ABSTAIN	ABSENT
City of Campbell	Director Scozzola	✓			
City of Cupertino	Director Mohan	✓			
City of Gilroy	Director Hilton	✓			
City of Los Altos	Director Meadows	✓			
Town of Los Altos Hills	Director Tyson	✓			
Town of Los Gatos	Alternate Director Ristow	✓			
City of Milpitas	Director Chua	✓			
City of Monte Sereno	Alternate Director Craig	✓			
City of Morgan Hill	Alternate Director Carothers	✓			
City of Mountain View	Alternate Director Abe-Koga	✓			
County of Santa Clara	Director Lee	✓			
City of Saratoga	Director Walia	✓			
City of Sunnyvale	Director Klein	✓			

DocuSigned by:  
*Tina Walia*  
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Chair

**ATTEST:**

DocuSigned by:  
*Andrea Pizano*  
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Secretary