



Regular Meeting of the Executive Committee of the Peninsula Clean Energy Authority (PCEA) Minutes

Monday, January 9, 2023 10:00 a.m.
Zoom Video Conference and Teleconference

CALL TO ORDER

Meeting was called to order at 10:02 a.m. in virtual teleconference.

ROLL CALL

Participating Remotely:

- Dave Pine, San Mateo County
- Rick DeGolia, Atherton, *Chair*
- Julia Mates, Belmont
- Donna Colson, Burlingame, *Vice Chair*
- Carlos Romero, East Palo Alto
- Anders Fung, Millbrae
- Marty Medina, San Bruno
- Jeff Aalfs, Portola Valley, arrived at 10:04 a.m.

- Pradeep Gupta, Director Emeritus
- John Keener, Director Emeritus

A quorum was established.

PUBLIC COMMENT

None

ACTION TO SET AGENDA AND TO APPROVE CONSENT AGENDA ITEMS

MOTION: Director Romero moved, seconded by Director Medina to set the Agenda and approve Agenda Item Number 1.

1. Adopt Findings Pursuant to AB 361 to Continue Fully Teleconferenced Committee Meetings Due to Health Risks Posed by In-Person Meetings

MOTION PASSED: 7-0 (Absent: Portola Valley)

JURISDICTION	BOARD MEMBER	YES	NO	ABSTAIN	ABSENT
San Mateo County	Director Pine	X			
Atherton	Director DeGolia	X			
Belmont	Director Mates	X			
Burlingame	Director Colson	X			
East Palo Alto	Director Romero	X			
Millbrae	Director Fung	X			

San Bruno	Director Medina	X			
Portola Valley	Director Aalfs				X
	Totals	7			1

REGULAR AGENDA

2. Chair Report

Chair DeGolia welcomed Director Anders Fung for joining the Executive Committee.

3. CEO Report

Jan Pepper, Chief Executive Officer, provided a report that covered the following topics:

- Staffing update on open positions;
- White paper on achieving 24/7 renewable energy by 2025 will be published tomorrow, with a press release;
- An update on new PG&E rates from December 29, 2023
- An update on cohorts 1 and 2 of the Solar and Storage on Public Buildings program
- Quarterly All Staff in-person meeting will be held on January 24th at Allied Arts in Menlo Park; and`
- An update on credit rating agencies

Director Pine asked for more information on cohort 2 for Solar and Storage on Public Buildings. Jan explained that Staff is reaching out to cities and the school districts for behind the meter solar or behind the meter solar and storage. If there is a site you believe could be a good site, she asked to let Staff know as soon as possible.

Chair DeGolia referred to the April 15th deadline and encouraged decision-makers with public agencies to get in front of Peninsula Clean Energy as quickly as possible.

Public Comments: Rick Bonilla

Director Pine asked if solar and storage installations need to be installed by April 15th? Chair DeGolia explained that the interconnection application would need to be filed by that date.

4. Reconstitution of Peninsula Clean Energy's Ex-Officio Board of Director Seat and Alumni Engagement (Action)

Vice Chair Colson explained that a subcommittee was formed to determine a process by which they could move through transition on the Director Emeritus ex-officio Board positions. After discussion with the attorneys and team many options were considered such as: 1) A status quo which is to re-elect 2 people every 2 years; or 2) dissolve the seats altogether. Both options did not seem appropriate given the large number of graduates from the board who want to remain involved.

They came up with a combination of ideas which is to create a Director Emeritus advisory pool where former Directors and their alternates would be able to sign up on a list of Emeritus volunteers willing to serve on subcommittees, or at farmers' markets, advocacy events, and advise staff and the Citizens Advisory Committee on topics germane to their

skill set. Someone would only be eligible once their public office term concluded. They would receive agendas and newsletters, attend meetings, and they called for outreach, legislative advocacy, technical assistance, teaching, review of staff work product, enthusiasm and passion around clean energy and advancing the mission of Peninsula Clean Energy. They would dissolve the Emeritus seats and they would be more organized like a pool where participation was more voluntary.

Director Emeritus Keener added that he supports this proposal despite this bringing his tenure as an Emeritus to an end. He noted that Emeritus members have never been voting members on any committee. Vice Chair Colson said they are on their roll call list and if expanded, the work would become unmanageable.

Director Mates voiced support of the recommendation, thanked the subcommittee for their work and thinks it is a thoughtful way to have their experts continue to help out. She also thanked both Emeritus's for their work over the last few years.

Chair DeGolia commented that the Director Emeritus position is referenced in the JPA and he did not think they need to remove that and can choose they will not fill it. In terms of the engagement, he wants to be sure they can serve on subcommittees. Vice Chair Colson confirmed this is the intention, for subcommittee involvement and she thinks expressly pointing this out in a revised memo to the Board would be appropriate.

Director Pine stated this makes a lot of sense and thinks the onus would be on Staff and existing Board Members to avail themselves of talent they have. He suggested amending the agreement at a Board meeting and remove 3.1.1.

Chair DeGolia said for it to be amended it has to go back to the cities. Director Pine said he did not believe this would need to and said he did not think this ever went to the cities, but he agrees not to bother if it does need to go to the cities.

Jennifer Stalzer, Assistant General Counsel, said she can circle back on whether or not these need to go back to the cities.

Vice Chair Colson suggested leaving it 3.1.1 Directors Emeritus or changing it to the Talent Bank but revise the paragraph to describe the subcommittee.

Public Comments: None

5. Diversity, Equity, Accessibility, and Inclusion (DEAI) Strategic Plan Amendments and Proposed Amendments to Policies 9 and 10 (Action)

Shayna Barnes, Operations Specialist, gave a presentation on the DEAI Strategic Plan Amendments, background, Proposed Amendments to the Strategic Plan, and edits to Policies 9 and 10.

Public Comments: Rick Bonilla, David Mauro

Vice Chair Colson said this seems like a good process and thinks staff can manage this. She appreciates the comments but not every business will necessarily be unionized. There might be women, minority, LGBTQ, and smaller businesses so she wants to ensure that they get the perspective of sourcing the businesses so they do not exclude

businesses that might meet some of their other objectives just because they are not unionized.

Public Comments: Rick Bonilla, David Mauro

Chair DeGolia said this is an action item and thinks the suggested changes to the Strategic Plan and Policy 9 are non-controversial. There are 3 issues in Policy 10 which would be helpful to comment on as to why those changes were made. The first is the change from getting information on suppliers and contractors, members of their workforces versus business owners so they will know the ownership of the firms they are engaging with.

The second change states for every renewable project Peninsula Clean Energy will require its regular workforce to be at least 50% journey level employees from an apprenticeship program and the changes would be to state “shall use best efforts” to require that.

The third change is the final language in Item e, which is deleting the parenthetical clause, “including proper assignment of work to crafts that traditionally perform that work.”

Shawn Marshall, Chief Operating Officer, said what they had in mind was thinking through their GovPV program and making sure they can get the work done expeditiously while still complying with values and policies around their workforce and labor agreements.

Director Romero referred to the union exclusivity piece, noting that they can return on this piece after Staff meetings with the unions. He believes there are many small businesses that are not signatories to various union agreements in the county, and to the extent that we want those small diverse businesses to thrive and eventually get to a place where they can have larger workforces, it behooves them to move to the next level to get into the union.

Director Pine asked where this policy currently applies. Item 3.d talks about Peninsula Clean Energy owned renewable development projects, and he asked if this encompasses the GovPV program.

Jan Pepper, Chief Executive Officer, explained that Peninsula Clean Energy has not owned any projects up until now, but the Inflation Reduction Act (IRA) allows direct pay provision where they can utilize the 30% investment tax credit directly. For those projects they are planning to own those projects and they expect the same for cohort 2. These are smaller ones, and it just happens that for this first cohort of programs the contractor they are recommending to use is a union contractor, but they would not want to be restricted in the future if they have many more projects to do and they need more than one contractor and to try to have some diversity in the makeup of those contractors. They are suggesting using “best efforts” rather than require it so they have the ability to receive bids from multiple contractors.

Director Pine explained that if it is the intent that this whole thing is supposed to be best efforts, he does not think it says that currently.

Jan suggested then in the first sentence they should be saying “shall use best efforts to use local businesses, union labor....” Director Pine agreed.

Chair DeGolia said the fact is they have had best efforts language in the kind of deals they have done, not ones they have owned, and this is referenced in the PCE programs in Item e which uses the “best efforts” language. That has not been an inhibitor for them and have used union labor at every opportunity when available and should continue to do that.

Vice Chair Colson thinks staff has worked hard on this and has come up with a very balanced and inclusive language.

MOTION: Vice Chair Colson moved, seconded by Director Mates to recommend to the Board of Directors to recommend approval to the Board of Directors of Diversity, Equity, Accessibility, and Inclusion (DEAI)-related amendments to the Strategic Plan and Policies 9 and 10, with requested changes (3.d. “shall use best efforts...” and in 3.e. “including proper assignment...”) and recommendation to check in with the labor council and the Unions around Policy 10.

Director Pine said this paragraph was intended to cover a situation where the Peninsula Clean Energy built a solar farm or installed wind turbines. He does not think it was envisioned for a GovPV type of program and wondered if they could distinguish between those things. They could approve and leave the labor language as is, and return with the labor language separately after the meeting with the labor unions.

Shayna asked if the proposal is to make the edits as stated, and then bring that version to labor. Director Pine said he did not think the proposal as just summarized should be voted on today. They should sit down with labor and talk about it as described.

Chair DeGolia agreed and thinks the meeting with labor showing them the revised language should be held before the Board finally approves this because it makes it more inclusive.

Director Aalfs said he agrees it is worth talking with labor before it goes to the Board and supported all of the items be done at once. But, if Directors want to move Policy 9 and the Strategic Plan forward, he was comfortable with those two, and thinks other Directors felt the same.

Director Mates said she was fine with holding off approving anything before they go to labor. She would like to recognize how much work has gone into this already, how long it has taken, and she is nervous about dragging it out any further. She thinks the 30 days is a good one and asked to stick to that.

Director Fung echoed Director Mates’ comments, and asked to see some statistics in terms of minority-owned and women-owned business and the opportunities given in the past.

AMENDMENT: Vice Chair Colson amended, seconded by Director Mates to continue the item to the Executive Committee at the February 13, 2023 meeting after staff meets with Labor.

Chair DeGolia said they can vote to continue this but wondered if this is necessary as Directors have given direction to staff on both changing the language, meeting with labor, and bringing it back in 30 days.

Vice Chair Colson withdrew her motion and said they will wait for 30 days, incorporate changes in Policy 10, and confirmed that Policy 9 and the Strategic Plan are okay as is. Directors agreed.

Public Comment: Rick Bonilla, David Mauro

6. Operational Amendments to Policy 14, “Delegation of Authority Policy” (Action)

Shawn Marshall, Chief Operating Officer, gave a presentation on an operational amendment to Policy 14 as well as an update to the title of the policy.

Public Comments: None

MOTION: Vice Chair Colson moved, seconded by Director Romero to recommend to the Board of Directors to Recommend approval to the Board of Directors of operational amendments to Policy 14.

MOTION PASSED: 8-0

JURISDICTION	BOARD MEMBER	YES	NO	ABSTAIN	ABSENT
San Mateo County	Director Pine	X			
Atherton	Director DeGolia	X			
Belmont	Director Mates	X			
Burlingame	Director Colson	X			
East Palo Alto	Director Romero	X			
Millbrae	Director Fung	X			
San Bruno	Director Medina	X			
Portola Valley	Director Aalfs	X			
	Totals	8			

7. Amendments to Policy 1, “Delegation of Authority to Chief Executive Officer Regarding the Legislative Platform” (Action)

Marc Hershman, Director of Government Affairs, gave a presentation on updates to Policy 1.

Public Comments: None

MOTION: Director Fung moved, seconded by Director Aalfs to recommend to the Board of Directors to recommend approval to the Board of Directors of updates to Policy 1, “Delegation of Authority to Chief Executive Officer Regarding the Legislative Platform”.

MOTION PASSED: 8-0 (Absent: 0)

JURISDICTION	BOARD MEMBER	YES	NO	ABSTAIN	ABSENT
San Mateo County	Director Pine	X			
Atherton	Director DeGolia	X			
Belmont	Director Mates	X			
Burlingame	Director Colson	X			
East Palo Alto	Director Romero	X			

Millbrae	Director Fung	X			
San Bruno	Director Medina	X			
Portola Valley	Director Aalfs	X			
	Totals	8			

Jennifer Stalzer, Deputy County Attorney, referred to the earlier Agenda Item Number 4. She has reviewed the JPA and there is no need to return to constituent cities. It is covered by Section 7.4 which requires a vote of the Board Members and added the following "7.4 Amendment of this Agreement. This Agreement may not be amended except by a written amendment approved by a vote of Board members as provided in Section 3.7.5. The Authority shall provide written notice to all Parties of amendments to this Agreement, including the effective date of such amendments, at least 30 days prior to the date upon which the Board votes on such amendments."

Chair DeGolia asked Staff to revise the language based on the discussion today and propose an amendment.

8. Committee Members' Reports

None

ADJOURNMENT

Meeting was adjourned at 11:41 p.m.