



MARIN COUNTY | NAPA COUNTY | UNINCORPORATED CONTRA COSTA COUNTY
BENICIA | CONCORD | DANVILLE | EL CERRITO | LAFAYETTE | MARTINEZ | MORAGA
OAKLEY | PINOLE | PITTSBURG | RICHMOND | SAN PABLO | SAN RAMON | WALNUT CREEK

Board of Directors Meeting
Thursday, July 19, 2018
7:00 P.M.

The Charles F. McGlashan Board Room, 1125 Tamalpais Avenue, San Rafael, CA 94901
The Mt. Diablo Board Room, 2300 Clayton Road, Suite 1150, Concord, CA 94520

Agenda Page 1 of 2

Roll Call/Quorum

1. Board Announcements (Discussion)
2. Public Open Time (Discussion)
3. Report from Chief Executive Officer (Discussion)
4. Consent Calendar (Discussion/Action)
 - C.1 Approval of 5.17.18 Meeting Minutes
 - C.2 Approved Contracts Update
 - C.3 New Staff Position – Finance Analyst
 - C.4 New Staff Position – IT Systems Manager
 - C.5 Resolution 2018-06 Establishing the Authority Certificate and Trading Authorization for Brokerage Accounts with JP Morgan
5. CPUC Integrated Resource Plan Standard Load Serving Entity Template Submission (Discussion/Action)
6. Adjustment to Scope of Work for Technical Committee (Discussion/Action)



Agenda material can be inspected at 1125 Tamalpais Avenue, San Rafael, CA 94901 on the Mission Avenue side of the building and at One Concord Center, 2300 Clayton Road, Concord, CA 94520 at the Clayton Rd. entrance. The meeting facilities are in accessible locations. If you are a person with a disability and require this document in an alternate format (example: Braille, Large Print, Audiotape, CD-ROM), you may request it by using the contact information below. If you require accommodation (example: ASL Interpreter, reader, note taker) to participate in any MCE program, service or activity, you may request an accommodation by calling (415) 464-6032 (voice) or 711 for the California Relay Service or by e-mail at djackson@mceCleanEnergy.org not less than **four work days** in advance of the event.



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Agenda Page 2 of 2

Roll Call/Quorum

7. Resolution 2018-07 Establishing the Annual Salary for the Chief Executive Officer (Discussion/Action)
8. Energy Efficiency Business Plan Update (Discussion)
9. Policy Update on Regulatory and Legislative Items (Discussion)
10. Board Member & Staff Matters (Discussion)
11. Adjourn



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DRAFT

MCE BOARD MEETING MINUTES

Thursday, May 17, 2018

7:00 P.M.

**One Concord Center
2300 Clayton Road, Suite 1150
Concord, CA 94520**

**MCE Charles F. McGlashan Board Room
1125 Tamalpais Avenue
San Rafael, CA 94901**

Roll Call: Director Kate Sears called the regular Board meeting to order at 7:38 p.m. By roll call, an established quorum was met.

Present: Sloan Bailey, Town of Corte Madera (*San Rafael*)
Juan Banales, City of Pittsburg (*Concord*)
Tom Butt, City of Richmond (*San Rafael*)
Rich Carlston, City of Walnut Creek (*Concord*)
Barbara Coler, Town of Fairfax (*San Rafael*)
Ford Greene, Town of San Anselmo (*San Rafael*)
Kevin Haroff, City of Larkspur (*San Rafael*)
Sue Higgins, City of Oakley (*Concord*)
Greg Lyman, City of El Cerrito (*San Rafael*)
Bob McCaskill, City of Belvedere (*San Rafael*)
Sashi McEntee, City of Mill Valley (*San Rafael*)
Tim McGallian, City of Concord (*Concord*)
Scott Perkins, City of San Ramon (*Concord*)
Rob Schroder, City of Martinez (*Concord*)
Alan Schwartzman, City of Benicia (*Concord*)
Kate Sears, Chair, County of Marin (*San Rafael*)
Robert Storer, Town of Danville (*Concord*)
Maureen Toms, City of Pinole (*Concord*)
Don Tatzin, City of Lafayette (*Concord*)
Dave Trotter, Town of Moraga (*Concord*)
Brad Wagenknecht, County of Napa (*San Rafael*)
Ray Withy, City of Sausalito (*San Rafael*)

Absent: Denise Athas, City of Novato
Arturo Cruz, City of San Pablo
Federal Glover, County of Contra Costa
Andrew McCullough, City of San Rafael
Jon Welner, Town of Tiburon
P. Rupert Russell, Town of Ross

Staff: Jessica Brooks, Board Assistant (*San Rafael*)
Sherry Clark, Administrative Assistant (*Concord*)
John Dalessi, Operations and Development (*Concord*)

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Kirby Dusel, Resource Planning and Renewable Energy Programs (*Concord*)
Darlene Jackson, Board Clerk (*Concord*)
Sam Kang, Resource Planning (*Concord*)
Elizabeth Kelly, General Counsel (*San Rafael*)
David McNeil, Manager of Finance (*San Rafael*)
CC Song, Senior Policy Analyst (*San Rafael*)
Alice Stover, Director of Customer Programs (*Concord*)
Dawn Weisz, Chief Executive Officer (*Concord*)

1. Board Announcements (Discussion)

There were none.

2. Public Open Time (Discussion)

Chair Sears opened the public comment period and there were no speakers.

3. Report from Chief Executive Officer (Discussion)

CEO, Dawn Weisz, reported the following:

- Ms. Weisz introduced Vicken Kasarjian, Chief Operating Officer.
- Ms. Weisz announced that the new Concord office is now fully operational and acknowledged the efforts of our Internal Operations Team in making the transition successful.
- Ms. Weisz announced that CAISO approved MCE's application to become a Scheduling Coordinator. We are now in the process of determining timing on making this transition.
- Ms. Weisz announced MCE has achieved a credit rating. She shared that MCE is very pleased with the positive outcome and offered a huge thank you to our Board, Finance Manager, Internal Operations and Procurement teams, and Pacific Energy Advisors for all the hard work to get us here. MCE is the first CCA in the state to receive a rating, and we expect this will help pave the way for other CCA's to follow.
- Ms. Weisz announced a few CCA's are gearing up to launch in June 2018 (Valley Clean Energy, East Bay Clean Energy, Solana Beach, King City) but due to the Resolution attempting to limit CCA startup in California, a few have withdrawn their 2018 startup.
- Ms. Weisz announced that we are likely not to hold a Board meeting in June.

4. Consent Calendar (Discussion/Action)

- C.1 Approval of 4.19.18 Meeting Minutes
- C.2 Approved Contracts Update
- C.3 Proposed First Agreement with Cloud Co-Op, LLC and Proposed POWERPATH Master Services Agreement with Aiqueous
- C.4 Board of Directors Voting Shares Update

DRAFT

Chair Sears opened the public comment period and there were no speakers.

Action: It was M/S/C (Perkins/Higgins) to **approve Consent Calendar**. Motion carried by unanimous roll call vote. (Abstain on C.1: Directors Storer, McEntee)(Absent: Directors Athas, Cruz, Glover, McCullough, Welner, and Russell).

5. MCE Napa County Fire Rebuild Program in partnership with the Bay Area Air Quality Management District, Bay Area Regional Energy Network, County of Napa, and PG&E (Discussion)

Alice Stover, Director of Customer Programs, introduced this item and addressed questions from Board members.

Action: No action required.

6. MCE Greenhouse Gas Reporting and Power Supply Statistics (Discussion)

Kirby Dusel, Resource Planning and Renewable Energy Programs, introduced this item and addressed questions from Board members.

Action: No action required.

7. Update on AB1110 Proceeding and Integrated Resource Plan Proceeding (Discussion)

CC Song, Senior Policy Analyst, introduced this item and addressed questions from Board members.

Action: No action required.

8. Proposed FY 2017/18 Operating Fund Budget Amendment (Discussion/Action)

David McNeil, Manager of Finance, introduced this item and addressed questions from Board members.

Chair Sears opened the public comment period and there were no speakers.

Action: It was M/S/C (McCaskill/Bailey) to approve **proposed FY 2017/18 Operating Fund Budget Amendment**. Motion carried by unanimous roll call vote. (Absent: Directors Athas, Cruz, McCullough, Welner, and Russell).

9. Ratesetting Process Overview (Discussion)

John Dalessi, Operations and Development, introduced this item and addressed questions from Board members.

Action: No action required.

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10. Resolution No. 2018-06 Establishing the Annual Salary for the Chief Executive Officer (Discussion/Action)

Item was removed from the agenda.

Action: No action was taken.

11. Communications Update (Discussion)

Jamie Tuckey, Director of Public Affairs, introduced this item and addressed questions from Board members.

Action: No action required.

12. Policy Update on Regulatory and Legislative Items (Discussion)

Beth Kelly, General Counsel, introduced this item and addressed questions from Board members.

Action: No action required.

13. Board Member & Staff Matters (Discussion)

Rich Carlston announced that all Walnut Creek City operations opted up to Deep Green.

14. Adjournment

Chair Kate Sears adjourned the meeting at 9:50 p.m. to the next scheduled Board Meeting on June 14, 2018.

Kate Sears, Chair

Attest:

Dawn Weisz, Secretary



July 19, 2018

TO: MCE Board of Directors
 FROM: Bill Pascoe, Power Supply Resources Coordinator
 RE: Approved Contracts Update (Agenda Item #04 – C.2)

Dear Board Members:

SUMMARY: This report summarizes agreements entered into by the Chief Executive Officer and if applicable, the Chair of the Technical Committee since the last regular Board meeting in May. This summary is provided to your Board for information purposes only.

Review of Procurement Authorities

In March 2018, your Board adopted Resolution 2018-03 which included the following provisions:

The CEO and Technical Committee Chair, jointly, are hereby authorized, after consultation with the appropriate Committee of the Board of Directors, to approve and execute contracts for Energy Procurement for terms of less than or equal to five years. The CEO shall timely report to the Board of Directors all such executed contracts.

The CEO is authorized to approve and execute contracts for Energy Procurement for terms of less than or equal to 12 months, which the CEO shall timely report to the Board of Directors.

The Chief Executive Officer is required to report all such contracts and agreements to the MCE Board of Directors on a regular basis.

Summary of Agreements

Month	Purpose	Contractor	Maximum Annual Contract Amount	Term of Contract
May 2018	Feed-in Tariff Contract	Hayworth-Fabian	\$210,000	20 Years
May 2018	Purchase Resource Adequacy, July 2018	Powerex	\$100,000	1 Month
May 2018	Purchase Resource Adequacy, July 2018	Southern California Edison	\$35,000	1 Month
May 2018	Purchase Resource Adequacy, 2019	NRG	\$3,800,000	1 Year
May 2018	Purchase Resource Adequacy, October 2018	City of Lancaster	\$27,000	1 Month

May 2018	Sale Resource Adequacy, October 2018	City of Lancaster	(\$27,000)	1 Month
May 2018	Purchase Resource Adequacy, 2019-2020	High Desert Power Project	\$2,500,000	2 Years
May 2018	Purchase Resource Adequacy, August-September 2018	Town of Apple Valley	\$100,000	2 Months
May 2018	Sale Resource Adequacy, August-September 2018	Town of Apple Valley	(\$100,000)	2 Months
May 2018	Purchase Resource Adequacy, August-September 2018	California Choice Energy Authority	\$100,000	2 Months
May 2018	Sale Resource Adequacy, August-September 2018	California Choice Energy Authority	(\$100,000)	2 Months
May 2018	Purchase Resource Adequacy, September 2018	California Choice Energy Authority	\$25,000	1 Month
May 2018	Sale Resource Adequacy, September 2018	California Choice Energy Authority	(\$25,000)	1 Month
June 2018	Purchase Renewable Energy, Wind 2020-2035	Strauss Wind, LLC	\$13,100,000	15 Years
June 2018	Purchase Resource Adequacy, August, October & December 2018	PG&E	\$343,000	3 Months
June 2018	Purchase Renewable Energy	3 Phases Renewables Inc.	\$2,572,500	6 months

Fiscal Impact: Expenses associated with these Agreements that are expected to occur during FY 2017/18 are included in the FY 2017/18 Operating Fund Budget. Expenses that are expected to occur during FY 2018/19 are included in the FY 2018/19 Operating Fund Budget. Expenses associated with future years will be incorporated into budget planning as appropriate.

Recommendation: Information only. No action required.



July 19, 2018

TO: MCE Board of Directors

FROM: David McNeil, Manager of Finance
Katie Gaier, Manager of Human Resources

RE: New Staff Position – Finance Analyst (Agenda Item #04 - C.3)

ATTACHMENTS: A. Job Description – Finance Analyst
B. Salary Analysis for Finance Analyst

Dear Board of Directors:

SUMMARY:

Due to the growth of the agency, MCE requires additional in-house resources to manage the finance area and support the work of the Manager of Finance. The responsibilities of the Finance Analyst would include assistance with: the preparation and management of budgets; cash, investments and accounts payable management; data and financial analysis; and the preparation of various reports. The responsibilities of the Finance Analyst are detailed in the attached Job Description.

Based on the salary analysis for the role set forth in Attachment B, it is recommended that the salary range for the position be set at \$72,509 - \$106,732. This range is based on consideration of similar positions in the labor market in the public sector.

Fiscal Impact: Approval of the proposed job description and salary range would not have a fiscal impact. Expenses associated with filling the proposed position are included in the FY 2018/19 budget.

Recommendation: Approve the proposed Finance Analyst job description and salary range.



Job Description Finance Analyst

Summary

The Finance Analyst works under the general supervision of the Manager of Finance and has responsibility for a wide range of matters to support MCE's finance efforts, including budgeting, treasury and cash management, strategic planning, risk management, data analysis, and financial controls.

The position requires general knowledge of business, budget and accounting principles and strong organizational, interpersonal and data analysis skills.

Class Characteristics

A member of MCE's Finance team, the Finance Analyst performs assignments under the general supervision of the Manager of Finance and also works closely with MCE's external consultants and insurance, banking and broker/dealer services providers. The Finance Analyst works closely with members of MCE's departments to support the budget, finance and other strategic objectives of the agency.

Essential Duties and Responsibilities (Illustrative Only)

- Conduct and summarize comprehensive analytical studies of complex administrative, operational, financial and/or other organizational issues and perform statistical and other research as assigned
- Prepare and deliver oral and written reports based on information obtained through research and analysis
- Draft recommended administrative procedures and/or operational policies in the assigned area of responsibility
- Coordinate and assemble a variety of administrative/financial/statistical information for manager's review
- Prepare a variety of professional reports, presentations, and correspondence
- Analyze and initiate recommendations to improve and facilitate Agency programs, departmental procedures and outcomes
- Provide operational support for the Finance area

Budgeting

- Update and maintain the accuracy of department Staffing Budgets and process approval of staffing change requests
- Assist with the development and regular maintenance of Departmental Budgets and other financial reports

- Monitor monthly budget updates and work with Directors to identify potential variations from budget projections
- Implement procedures and coordinate with Staff and external consultants to update and maintain the accuracy of master budget worksheets and assist manager in preparing agency budgets and budget amendments
- Assist with developing systems to receive feedback to improve budget management
- Prepare staff reports and other presentation material for the Board and its Committees as needed under the direction of manager

Treasury and Cash Management

- Release payments via bill.com and complete wire transfers and ACH payments as needed
- Oversee bank balances to implement procedures to optimize liquidity and interest revenue
- Facilitate transfers to/from accounts with LAIF and/or broker dealer and custodian of MCE investments
- Provide periodic reporting for MCE investments
- Monitor EAL deposit requirements and make weekly payments to the CAISO for EAL deposits and regular invoices

Strategic Planning

- Support strategic planning activities as directed by manager

Risk Management

- Under the direction of manager, implement a process for reviewing and updating the Draft Enterprise Risk Management, Risk Identification and Assessment
- Provide administrative support to Risk Oversight Committee as needed
- Under the direction of the manager, develop and implement systems to track and manage credit risks and collateral requirements
- Undertake review of insurance coverage requirements as directed and process insurance claims as needed

Data Analysis and Financial Controls

- Under direction of manager, develop and implement systems that ensure that operating activities are accounted for in a timely and accurate manner including but not limited to invoicing and payment processing
- Provide periodic compliance, financial and other reports to third parties as needed
- Assist with the development and implementation of annual financial audit plans
- Participate in and/or manage special projects, as assigned

Supervisory Responsibilities

This position may have lead worker or supervisory responsibility for administrative support staff and interns.

Minimum Qualifications

Education/experience

Education and experience equivalent to a bachelor's degree from an accredited university and a minimum of 3 years of progressively responsible experience in business operations, finance or accounting. Experience in the electric utility industry and working on or for a board of

directors is preferred though not required.

Knowledge of:

- MCE's mission, vision, and goals.
- Data and statistical analyses methodologies.
- Budgets and budgeting.
- Investing and investments and treasury management and fixed income instruments in particular.
- Supervision or lead work in a public agency.
- Microsoft Office Suite, with emphasis on advanced Excel skills, Adobe software, and project management programs such as SmartSheets.

Ability to:

- Manage multiple priorities and quickly adapt to changing priorities in a fast-paced dynamic environment.
- Take responsibility and work independently, as well as coordinate team efforts.
- Be thorough and detail-oriented.
- Work accurately and swiftly under pressure.
- Demonstrate patience, tact, and courtesy.
- Establish and maintain effective working relationships with persons encountering during the performance of duties.

Language and Reasoning Skills:

- Exercise sound judgment, creative problem solving, and commercial awareness.
- Develop high-quality writing, research and communication work products.
- Deliver clear oral communications.
- Interact professionally and effectively with developers and power brokers, commercial partners, MCE staff, and Board of Directors and its committees.
- Apply strong analytical and problem-solving skills.
- Manage projects and time efficiently.

Mathematical Skills

Ability to add, subtract, multiply, and divide in all units of measure, using whole numbers, common fractions, and decimals. Ability to compute rate, ratio, and percent and to create and interpret bar graphs.

Physical Demands

The physical demands described here are representative of those that must be met by an employee to successfully perform the essential functions of this job. While performing the duties of this job, the employee is frequently required to use hands to finger, handle, or feel and reach with hands and arms.

The employee must occasionally lift and/or move up to 20 pounds.

Work Environment

The work environment characteristics described here are representative of those an employee encounters while performing the essential functions of this job.

The noise level in the work environment is usually moderate.

The incumbent must be able to travel between and work at any MCE office and to occasionally attend evening meetings.

ADA Compliance

MCE will make reasonable accommodations of the known physical or mental limitations of a qualified person with a disability upon request.

Attachment B – Salary Analysis for Finance Analyst

Finance Analyst			
Comparators at Government Agencies:			
Agency	Job Class Title	Bottom of Range (\$)	Top of Range (\$)
Sacramento Municipal Utility District	Financial Analyst I	66,216	85,162
County of Sonoma	Department Analyst	67,330	81,835
Marin Municipal Water District	Finance Analyst	80,184	98,172
Modesto Irrigation District	Financial Analyst II	72,509	92,810
San Jose Clean Energy	Financial Analyst	85,229	104,208
Median of Comparable Positions:		72,509	92,810
		Median plus 15%	106,732
Salary Range Recommendation:			
Agency	Job Class Title	Bottom of Range (\$)	Top of Range (\$)
MCE	Finance Analyst	72,509	106,732
Summary of MCE Methodology for Determining Salary Ranges:			
Bottom of the Range: Median of Comparable Positions			
Top of the Range: Median of Comparable Positions plus 15%			
Other jurisdictions reviewed:			
City of Palo Alto	No Comparable Class		
County of Marin	No Comparable Class		
City of San Rafael	No Comparable Class		
Sonoma Clean Power	No Comparable Class		
Peninsula Clean Energy	No Comparable Class		
East Bay Community Energy	No Comparable Class		
Monterey Bay Community Energy	No Comparable Class		
Clean Power SF	No Comparable Class		



July 19, 2018

TO: MCE Board of Directors

FROM: Sarah Estes-Smith, Director of Internal Operations
Katie Gaier, Manager of Human Resources

RE: New Staff Position – IT Systems Manager (Agenda Item #04 - C.4)

ATTACHMENTS: A. Job Description – Information Technology (IT) Systems Manager
B. Salary Analysis for IT Systems Manager

Dear Board of Directors:

SUMMARY:

MCE requires in-house resources to develop, implement and manage information technology systems in support of the operations of the agency. The responsibilities of the Information Technology (IT) Systems Manager include desktop support, server and application administration, and network infrastructure administration services. In addition, the position is responsible for coordinating technology contracts with external vendors and planning for and developing long-term information technology strategies. The responsibilities of the IT Systems Manager are detailed in the attached Job Description.

Based on the salary analysis for the role set forth in Attachment B, it is recommended that the salary range for the position be set at \$92,940 - \$140,719. This range is based on consideration of similar positions in the labor market in the public sector.

Fiscal Impact: Approval of the proposed job description and salary range would not have a fiscal impact. Expenses associated with filling the proposed position are included in the FY 2018/19 budget.

Recommendation: Approve the proposed IT Systems Manager job description and salary range.



JOB DESCRIPTION

Information Technology Systems Manager

Summary

Under direction of the Director of Internal Operations or Chief Operating Officer, the Information Technology (IT) Systems Manager has a wide range of responsibilities related to the development, implementation and management of information technology systems for MCE, including desktop support, server and application administration, network infrastructure administration, information systems strategy, and other duties as assigned.

Class Characteristics

The IT Systems Manager works under the direction of the Director of Internal Operations or Chief Operating Officer and is responsible for a wide range of information technology systems tasks in support of MCE business operations. Areas of focus are desktop support, server and application administration, network infrastructure, and information systems strategy. The incumbent works with all MCE departments in support of information technology needs, and closely with executive management, the Internal Operations Team, and the Legal Team in the process of establishing and ensuring on-going data security measures.

Supervisory Responsibilities

The IT Systems Manager may have supervisory and/or lead worker responsibilities.

Essential Duties and Responsibilities (Illustrative Only)

Desktop Support

- Maintain, monitor, and troubleshoot desktop and laptop computers
- Provide support for software, including Office, Adobe, anti-virus and anti-malware, and others
- Build/image machines and deploy to new employees
- Provide support for connecting mobile devices to Google Apps
- Ensure software updates are applied as required for IT security
- Maintain inventory of all hardware and software components

Server and Application Administration

- Maintain, monitor, and troubleshoot servers, both on premise and cloud-based (ex: file server, Egnyte)
- Manage Google Apps
- Ensure software updates are applied as required for IT security
- Maintain inventory of all hardware and software components

Network Infrastructure Administration

- Maintain, monitor, and troubleshoot network infrastructure (ex: routers, WIFI, switches, VPN, firewalls)
- Provide seamless data and voice connectivity (LAN/WAN) between multiple office locations
- Manage VOIP telephone systems, including handsets, voicemail, Allworx telephony software, connections to Internet and SIP provider for telephony
- Coordinate support with internet service provider, as needed
- Setup and maintain interior wiring/cablng for new users and user relocation
- Maintain inventory of all hardware components

IT Strategy

- Develop and maintain information security in conjunction with Internal Operations and Legal Teams to comply with internal policies
- Provide education on IT systems, applications, and security to employees
- Identify areas of need and develop solutions for improving systems
- Provide business continuity services and plan for emergency situations
- Coordinate contracts for external IT vendors

Education/Experience

A Bachelor's degree in computer science, information systems, electrical engineering or a closely related field from an accredited university and a minimum of five years of increasingly responsible experience providing support of computer applications, operating systems, hardware, databases, security, and end users, which included design of systems, data and communication architecture with 99.999% availability.

This position may require one or more of the following certifications or equivalent training and experience: MSCE, CCNE, CCDA, CCDP, and CCIE technology certifications from Microsoft and Cisco.

Knowledge of:

- Hardware, software and networking protocols utilized in standalone and integrated voice and data communications systems
- Design of systems, data and communication architecture with 99.999% availability
- Voice hardware and software communication systems including IP voice application integration
- The use and care of tools and equipment related to the installation, maintenance, troubleshooting, and upgrading of a variety of voice or data networks and communication hardware and software
- Basic office productivity software applications, including word processing and spreadsheets
- Techniques for explaining technical information to non-technical users
- Record keeping practices and procedures
- Standard office practices and procedures
- Installation and configuration of standard business and administrative software, including web-based application software
- Information security and data quality standards
- Parallel, secure and redundant operations between data centers

Ability to:

- Perform the installation of a variety of voice and/or data networks and related hardware and software
- Troubleshoot data networks, voice networks or voice and data networks cabling and systems and recommend appropriate solutions
- Use the tools and equipment of the trade in an effective manner
- Communicate effectively with MCE staff, clients and vendors regarding hardware and software issues
- Explain technical materials to non-technical users
- Prepare clear, accurate and concise documentation, reports and other written materials
- Maintain accurate records, files and cable management systems
- Prioritize work and complete assignments with minimum of supervision
- Establish and maintain effective working relationships with those contacted in the course of the work

Mathematical Skills

Ability to add, subtract, multiply, and divide in all units of measure, using whole numbers, common fractions, and decimals. Ability to compute rate, ratio, and percent and to draw and interpret bar graphs.

Physical demands

The physical demands described here are representative of those that must be met by an employee to successfully perform the essential functions of this job. While performing the duties of this job, the employee is frequently required to use hands to finger, handle, or feel and reach with hands and arms. The employee is occasionally required to stand.

The employee must lift and/or move up to 25 pounds on a regular basis and may occasionally move up to 50 pounds.

Work Environment

The work environment characteristics described here are representative of those an employee encounters while performing the essential functions of this job. The noise level in the office work environment is usually moderate.

The incumbent will be required to work at and travel between any MCE offices and may occasionally work evenings and/or weekends as needed in response to emergency situations.

ADA Compliance

MCE will make reasonable accommodation of the known physical or mental limitations of a qualified applicant with a disability upon request.

AI #04_C.4_Att. B: Salary Analysis for IT Systems Manager

Salary Analysis - IT Systems Manager				
Agency	Job Title	Bottom of Range	Top of Range	Top of Range + 15%
County of Marin	Senior Sytems Support Analyst	\$ 92,940	\$ 112,342	
Silicon Valley Clean Energy	Information Technology Manager	\$ 77,868	\$ 122,364	
Monterey Bay Community Energy	Information Technology Manager	\$ 75,000	\$ 120,000	
Marin Municipal Water District	Information Systems Support Supv	\$ 122,280	\$ 150,048	
San Jose Clean Energy	Supervising Applications Analyst	\$ 110,822	\$ 134,950	
Sonoma Clean Power	No Comparable Class			
City of Palo Alto	No Comparable Class			
Peninsula Clean Energy	No Comparable Class			
East Bay Community Energy	No Comparable Class			
MEDIAN		\$ 92,940	\$ 122,364	\$ 140,719



July 19, 2018

TO: MCE Board of Directors

FROM: David McNeil, Manager of Finance

RE: Resolution 2018-06 Establishing the Authority Certificate and Trading Authorization for Brokerage Accounts with JP Morgan (Agenda Item #04 – C.5)

ATTACHMENTS: A. Proposed Resolution 2018-06 Authority Certificate and Trading Authorization for Brokerage Accounts with JP Morgan
B. MCE Policy 014: Investment Policy

Dear Board Members:

SUMMARY:

In April 2016 your Board approved MCE Policy 014: Investment Policy (“Investment Policy”) to guide the investment of cash and investments. In April 2018 your Board approved an amendment to the Investment Policy that provided MCE with the authority to invest funds in US Treasury obligations. MCE has selected JP Morgan as broker/dealer in order to acquire US Treasury obligations consistent with the Investment Policy. JP Morgan requires a resolution by your Board confirming MCE has the authority to make investments.

The proposed Resolution confirms MCE is duly organized and validly existing, identifies persons authorized to purchase securities, and limits the purchase of securities to that which are approved in MCE’s Investment Policy.

The proposed Resolution does not provide MCE with additional authority beyond that specified in the Investment Policy. Staff view the Resolution as administrative in nature.

Fiscal Impact: The adoption of the proposed Resolution would not have a direct fiscal impact. MCE is free to transact with JP Morgan or not at its sole discretion.

Recommendation: Adopt proposed Resolution 2018-06 Authority Certificate and Trading Authorization for Brokerage Accounts with JP Morgan.

RESOLUTION NO. 2018-06

A RESOLUTION OF THE BOARD OF DIRECTORS OF MARIN CLEAN ENERGY ESTABLISHING THE AUTHORITY CERTIFICATE AND TRADING AUTHORIZATION FOR BROKERAGE ACCOUNTS WITH JP MORGAN

WHEREAS, Marin Clean Energy (MCE) is a joint powers authority established on December 19, 2008, and organized under the Joint Exercise of Powers Act (Government Code Section 6500 et seq.); and

WHEREAS, MCE members include the following communities: the County of Marin, the County of Napa, the City of American Canyon, the City of Belvedere, the City of Benicia, the City of Calistoga, the Town of Corte Madera, the City of El Cerrito, the Town of Fairfax, the City of Lafayette, the City of Larkspur, the City of Mill Valley, the City of Napa, the City of Novato, the City of Richmond, the Town of Ross, the Town of San Anselmo, the City of San Pablo, the City of San Rafael, the City of Sausalito, the City of St. Helena, the Town of Tiburon, the City of Walnut Creek, and the Town of Yountville; and The City of Concord, The Town of Danville, The City of Martinez, The Town of Moraga, The City of Oakley, The City of Pinole, The City of Pittsburg, The City of San Ramon and Unincorporated Contra Costa County; and

WHEREAS, your Board approved the amended MCE Investment Policy, MCE Policy 014: Investment Policy (“Investment Policy”) on April 19, 2018;

WHEREAS, pursuant to the Investment Policy, MCE sought out broker/dealer(s) to invest as authorized;

WHEREAS, MCE is interested in JP Morgan as an authorized broker/dealer to make investments pursuant to the Investment Policy and JP Morgan requires authority from your Board to make such investments, should JP Morgan be selected as a broker/dealer for MCE; and

WHEREAS, the resolved language represent required provisions from JP Morgan’s Authority Certificate and all references to the Organization shall mean MCE;

NOW, THEREFORE, BE IT RESOLVED, by the MCE Board of Directors:

- A. MCE is hereby authorized and directed to establish and maintain one or more accounts, excluding margin accounts (each, an “Account”), and to engage in any of the transactions (excluding trading in commodities and/or commodity futures contracts) hereinafter described, in each case, with or through J.P. Morgan Securities LLC, J.P. Morgan Securities plc and/or any of their now or hereafter existing affiliated entities (collectively, “JP Morgan”), through an Account or otherwise, with JP Morgan acting as principal or agent in such transactions;
- B. MCE is hereby authorized and empowered to purchase (excluding on a forward or when-issued basis or on margin) hold, finance, pledge, exercise, convert, tender, redeem, exchange, transfer, assign, sell (excluding on a short, when-issued or forward basis), enter into, write, issue, terminate, amend and otherwise

deal and trade, singly or in combination, certificates of deposit and United States Treasury obligations with a term to maturity not exceeding five years (excluding an option with respect to any of them) (each of the foregoing, an “Activity”);

- C. That each of the directors, officers, employees and agents of MCE listed below (“each, an Authorized Person”) is hereby individually authorized for and on behalf of MCE by written means (including electronic) and confirmed orally, to: (1) give to and receive from JP Morgan written (including electronic) and confirmed orally, instructions, confirmations, notices or demands with respect to any Account, Activity or transaction; (2) bind MCE to enter into and perform any transaction or agreement, amendment or modification thereof, relating to any Account, Activity or transaction involving MCE; (3) pay in cash or by check or by credit or debit card or draft drawn upon the funds of MCE any sums required to be paid in connection with any Account, Activity or transaction; (4) order the transfer of record of any securities, funds or other property to any name and to accept delivery of any securities, funds or other property; (5) direct the sale or exercise of any rights with respect to any securities or other property; (6) agree to any terms or conditions or execute or otherwise assent to any document or agreement affecting any Account, Activity or transaction; (7) endorse any securities or other property in order to pass title thereto (or any interest therein); (8) direct JP Morgan to surrender any securities or other property for the purpose of effecting any exchange or conversion thereof; (9) appoint any other person or persons to do any and all things which such director, officer, employee or agent of MCE is hereby empowered to do; and (10) generally, take all such action as such director, officer, employee or agent of MCE may deem necessary or desirable to implement or facilitate the trading activities described herein;

AUTHORIZED PERSONS

<u>Name of Director, Officer, Employee of MCE or Agent</u>	<u>Title/Position</u>	<u>Specimen Signature</u>
David McNeil	Manager of Finance Chief Executive	
Dawn Weisz	Officer	
Vicken Kasarjian	Chief Operating Officer	

- D. Each of the Authorized Persons listed above is hereby individually authorized, for and on behalf of MCE, to execute or otherwise assent to or enter into on behalf of MCE all agreements, confirmations, releases, assignments, powers of attorney or other documents in connection with any Account, Activity or transaction, including without limitation, to execute and deliver instructions to JP Morgan to receive or deliver funds or securities, whether free or versus payment, or trade or non-trade related (including to any Authorized Persons);
- E. That all actions previously taken by any director, officer, employee, Authorized Person or agent of MCE in connection with or related to the matters set forth in or reasonably contemplated or implied by the foregoing resolutions be, and each of

them hereby is, adopted, ratified, confirmed and approved in all respects as the acts and deeds of MCE;

- F. That the Authorized Person is hereby authorized, empowered and directly to certify to JP Morgan, under the seal of MCE, if any,
- a. a true copy of these resolutions;
 - b. specimen signatures of each and every person by these resolutions empowered;
 - c. a certificate (which, if required by JP Morgan, shall be supported by an opinion of the general counsel of MCE, or other counsel satisfactory to JP Morgan) that MCE is duly organized and validly existing, that its organizational and governing documents empower it to transact the business by these resolutions defined, and that no limitation has been imposed upon such powers by the organizational and governing documents or otherwise.
 - d. represent and warrant the Resolutions
 - do not authorize MCE to engage in margin transactions credited or debited to an account at JP Morgan; and
 - do not authorize MCE to engage in transactions in any and all commodities, futures contracts, or options on commodities or futures contracts, on margin or otherwise.
 - e. represent and warrant the Resolutions
 - authorize each Authorized Person to order the trade and non-trade related free delivery of funds and securities to themselves and third parties.
 - f. represent and warrant that MCE
 - has more than one officer, director or employee.
- G. That, JP Morgan may rely on the certifications, representations, warranties, and agreements contained in these resolutions until the close of business on the second business day after JP Morgan receives written notice of the modification or revocation thereof at its offices at Four MetroTech Center, Brooklyn, New York 11245-0001 marked to the attention of: (i) Global Clearing Services-New Accounts (if the Organization's account is maintained by the Global Clearing Services Department and the Organization engages in equities/prime brokerage), (ii) Fixed Income Clearing Services Managing Director (if MCE's account is maintained by the Global Clearing Services Department and the Organization engages in fixed income trading) and (iii) Documentation Department (if MCE's account is maintained by the Private Client Services Department or any other JP Morgan department) or any other address that has been provided by JP Morgan specifically for such purpose and in each case with a copy to MCE's account executive or relationship manager(s) at JP Morgan, provided, that JP Morgan may rely on such certifications, representations, warranties, covenants and agreements with respect to any transaction entered into prior to the effectiveness of such modification or revocation;
- H. That, JP Morgan, their successors and assigns and their respective affiliates, directors, officers, agents and employees (the "Released Parties") are hereby released and forever discharged from, and against, any and all liabilities, responsibilities, obligations, claims, costs, damages, expenses (including

reasonable attorneys' fees and expenses), penalties judgments or awards incurred or suffered by the Released Parties in connection with their good faith reliance on this Certificate; MCE acknowledges that the release and discharge set forth herein are in addition to, and in no way limit or restrict, any rights which any of the Released Parties may have under any other agreement(s) between MCE and any of the Released Parties or under any federal or state statutes, laws, rules or regulations; and agree that this release and discharge shall survive the revocation of this Certificate with respect to transactions entered into prior to the effectiveness of such revocation;

- I. That, in the event of any change in the office or powers of persons hereby empowered, the Authorized Person (or designated successor), shall certify such change to JP Morgan in writing in the manner hereinabove provided, which notification, when received, shall be adequate both to terminate the powers of the persons theretofore authorized, and to empower the person thereby substituted;
- J. The Board Chair, Chief Executive Officer, Chief Operating Officer, and Manager of Finance are granted full power and authority to do and perform every act which may be necessary, or convenient, in connection with any of the foregoing and in furtherance of this resolution.

PASSED AND ADOPTED at a regular meeting of the MCE Board of Directors on this 19 day of July, 2018, by the following vote:

	AYES	NOES	ABSTAIN	ABSENT
City of American Canyon				
City of Belvedere				
City of Benicia				
City of Calistoga				
City of Concord				
Unincorporated Contra Costa County				
Town of Corte Madera				
The Town of Danville				
City of El Cerrito				
Town of Fairfax				
City of Lafayette				
City of Larkspur				
County of Marin				
The City of Martinez				
City of Mill Valley				
Town of Moraga				

City of Napa				
County of Napa				
City of Novato				
City of Oakley				
City of Pinole				
City of Pittsburg				
City of Richmond				
Town of Ross				
Town of San Anselmo				
City of San Pablo				
City of San Rafael				
City of San Ramon				
City of Sausalito				
City of St. Helena				
Town of Tiburon				
City of Walnut Creek				
Town of Yountville				

CHAIR, MCE

Attest:

SECRETARY, MCE



POLICY 014: Investment Policy

This Investment Policy establishes guidelines for the management of cash, deposits and investments (together, “funds”) at MCE. When managing funds, MCE’s primary objectives, in order of importance, shall be to safeguard the principal of the funds, meet the liquidity needs of MCE and achieve a return on investment on funds in MCE’s control.

Safety: Safety of principal is the foremost objective of cash and investment management activities. The investment of funds shall be undertaken in a manner that seeks to ensure the preservation of principal.

Liquidity: The funds of the agency shall remain sufficiently liquid to meet all operating needs that may be reasonably anticipated. Since all possible cash demands cannot be anticipated, the investment of funds in deposits or instruments available on demand is recommended.

Return on Investment: The deposit and investment portfolio shall be designed with the objective of attaining a market rate of return throughout the economic cycle taking into account risk and liquidity constraints. The return on deposits and investments is of secondary importance compared to the safety and liquidity objectives described above.

Standard of Care

MCE will manage funds in accordance with the Prudent Investor Standard pursuant to California Government Code 53600.3.1: “Governing bodies of local agencies or persons authorized to make investment decisions on behalf of those local agencies investing public funds are trustees and therefore fiduciaries subject to the prudent investor standard. When investing, reinvesting, purchasing, acquiring, exchanging, selling or managing public funds, a trustee shall act with care, skill, prudence and diligence under the circumstances then prevailing, that a prudent person acting in a like capacity and familiarity with those matters would use in the conduct of funds of a like character and with like aims, to safeguard the principal and maintain the liquidity needs of the agency. Within the limitations of this section and considering individual investments as part of an overall strategy, investments may be acquired as authorized by law.”

The responsibility to manage funds is delegated to the Manager of Finance or in lieu thereof the Chief Executive Officer.

Authorized Investments

The following types of investments are permitted;

Deposits at Bank(s): Funds may be invested in non-interest bearing depository accounts to meet MCE’s operating and collateral needs and grant requirements. Funds not needed for these purposes may be invested in interest bearing depository accounts or Federal Deposit

Insurance Corporation (FDIC) insured certificates of deposit with maturities not to exceed five years.

Banks eligible to receive deposits will be federally or state chartered and will conform to Government Code 53635.2 which requires that banks "have received an overall rating of not less than "satisfactory" in its most recent evaluation by the appropriate federal financial supervisory agency of its record of meeting the credit needs of California's communities, including low- and moderate-income neighborhoods, pursuant to Section 2906 of Title 12 of the United States Code."

FDIC insurance coverage in the United States is \$250,000 per Tax ID Number. As per California Government Code 53652, banks must collateralize the deposits of public agencies in an amount equal to no less than 110% of the value of the deposits. The Manager of Finance will monitor the credit quality of eligible banks to ensure the safety of MCE deposits.

Local Agency Investment Fund (LAIF): Funds may be invested in the Local Agency Investment Fund. The LAIF was established by the California State Treasurer for the benefit of local agencies. Statutory requirements of the Local Agency Investment Fund include:

California Government Code 16429.1

- a. There is in trust in the custody of the Treasurer the Local Agency Investment Fund, which fund is hereby created. The Controller shall maintain a separate account for each governmental unit having deposits in this fund.
- e. The local governmental unit, the nonprofit corporation, or the quasi-governmental agency has the exclusive determination of the length of time its money will be on deposit with the Treasurer.
- j. Money in the fund shall be invested to achieve the objective of the fund which is to realize the maximum return consistent with safe and prudent treasury management.
- i. Immediately at the conclusion of each calendar quarter, all interest earned and other increment derived from investments shall be distributed by the Controller to the contributing governmental units or trustees.... An amount equal to the reasonable costs incurred in carrying out the provisions of this section, not to exceed a maximum of 5 percent of the earnings of this fund and not to exceed the amount appropriated in the annual Budget Act for this function, shall be deducted from the earnings prior to distribution.

California Government Code 16429.4

The right of a city, county, city and county, special district, nonprofit corporation, or qualified quasi-governmental agency to withdraw its deposited moneys from the Local Agency Investment Fund, upon demand, may not be altered, impaired, or denied, in any way, by any state official or state agency based upon the state's failure to adopt a State Budget by July 1 of each new fiscal year.

US Treasury Obligations: Funds may be invested in United States Treasury obligations with a term to maturity not exceeding 5 years subject to the limitations set forth in Sections 53601 et seq. and 53635 et seq. of the California Government Code.

Investment Portfolio Management

The average term to maturity of funds shall not exceed 36 months. The Manager of Finance will allocate funds among authorized investments consistent with the objectives and standards of care outlined in this Policy.

Bids and Purchase of Securities

Prior to the purchase of an investment pursuant to this Policy the persons authorized to make investments shall assess the market and market prices using information obtained from available sources including investment services, broker/dealers, and the media. A competitive bid process, when practical, will be used to place all investment purchases and sales transactions.

Brokers

Broker/dealers shall be selected by the Chief Executive Officer upon recommendation by the Manager of Finance. Selection of broker/dealers shall be based upon the following criteria: the reputation and financial strength of the company or financial institution and the reputation and expertise of the individuals employed. The Chief Executive Officer shall be prohibited from selecting any broker, brokerage firm, dealer, or securities firm that has, within any 48-consecutive month period following January 1, 1996, made a political contribution in an amount exceeding the limitations contained in Rule G-37 of the Municipal Securities Rulemaking Board to any member of the MCE Board, or any candidate for those offices. The broker/dealers shall be provided with and acknowledge receipt of the Investment Policy.

Losses

Losses are acceptable on a sale before maturity and may be taken if required to meet the liquidity needs of the agency or if the reinvestment proceeds will earn an income flow with a present value higher than the present value of the income flow that would have been generated by the original investment, considering any investment loss or foregoing interest on the original investment.

Delivery and Safekeeping

The delivery and safekeeping of all securities shall be made through a third party custodian when practical and cost effective as determined by the Manager of Finance. The Director of Operations or their designee shall review all transaction confirmations for conformity with the original transaction.

Conflict of Interest

In accordance with state law, staff shall not accept honoraria, gifts, and gratuities from advisors, brokers, dealers, bankers, or other person with whom the MCE conducts business.

Audits

MCE's funds shall be subject to a process of independent review by its external auditors. MCE's external auditors shall review the investment portfolio in connection with the annual audit for compliance with the statement of investment policy pursuant to Government Code Section 27134. The results of the audit shall be reported Manager of Finance and the Ad Hoc Audit Committee.

Reports

The Manager of Finance and designated staff will perform a monthly review of the investment function. The Manager of Finance shall prepare periodic reports listing all funds, the average days to maturity and yield of investments and provide such reports to the Executive Committee.

Annual Review

The Investment Policy will be reviewed annually by the Manager of Finance. Any changes to the Investment Policy will be submitted to the Board for approval.



July 19, 2018

TO: MCE Board of Directors

FROM: Elizabeth Kelly, General Counsel

RE: Adjustment to Scope of Work for Technical Committee
(Discussion/Action) (Agenda Item #06)

ATTACHMENTS: A. Draft Technical Committee Scope (Clean)
B. Draft Technical Committee Scope (Blackline)

Dear Board Members:

SUMMARY:

On April 19, 2018, your Board of Directors adopted MCE Policy 015 - Energy Risk Management Policy (ERMP). The attached revisions to the scope of MCE's Technical Committee reflect the responsibilities set forth under the Energy Risk Management Policy.

The revisions to the Technical Committee Scope also makes direct reference to Resolution 2018-03 in order to directly reference, not restate, the delegations of the Board to the Technical Committee. The revisions also allow for approvals and certifications regarding MCE's procurement for purposes of reporting.

Recommendation

Approve adjustments to the Scope of Work for Technical Committee.



MCE Technical Committee Overview and Scope

Approved: [DATE]

Maximum Membership: 8

Current Members: Kate Sears, County of Marin (Chair)
Ford Greene, Town of San Anselmo
Kevin Haroff, City of Larkspur
Greg Lyman, City of El Cerrito
Scott Perkins, City of San Ramon
Rob Schroder, City of Martinez
Don Tatzin, City of Lafayette
Ray Withy, City of Sausalito

Membership Process: MCE strives to assemble a Technical Committee comprised of at least one county representative and one city/town representative from each county in the MCE service area. Available seats on the Technical Committee are therefore first offered to any interested and applicable Board member whose county is not yet represented by one county and one city member. Interested members can be added at a meeting of the Board when "New Committee Members" is on the Agenda.

Current meeting date: First Thursday of each month at 9:00 am

Scope

The scope of the MCE Technical Committee is to explore, discuss and provide direction or approval on issues related to electricity supply, distributed generation, greenhouse gas emissions, energy efficiency, procurement risk management and other topics of a technical nature.

Frequent topics include electricity generation technology and procurement, greenhouse gas accounting and reporting, energy efficiency programs and technology, energy storage technology, net energy metering tariff, local solar rebates, electric vehicle programs and technology, Feed-in Tariff activity and other local development, Light Green, Deep Green and Local Sol power content planning, long term integrated resource planning, regulatory compliance, MCE's Energy Risk Management Policy (ERMP), procurement risk oversight, and other activity related to the energy sector.

Authority of Technical Committee

- Approval of and changes to MCE's Net Energy Metering Tariff
- Approval of and changes to MCE's Feed in Tariff
- Approval of annual GHG emissions level and related reporting
- Approval of MCE procurement pursuant to Resolution 2018-03 or its successor
- Approval of MCE procurement-related certifications and reporting, including the Power Content Label
- Approval of contracts with vendors for technical programs or services, energy efficiency program or services and procurement functions or services Approval of power purchase agreements
- Approval of adjustments to power supply product offerings
- Approval of the Integrated Resource Plan
- Approval of substantive changes to MCE's Energy Risk Management Policy (ERMP), including periodic review of the ERPM and periodic review of ERPM implementation
- Initiation of and oversight of a review of the implementation of the ERMP as necessary
- Receipt of reports from the Risk Oversight Committee (ROC) on at least a quarterly basis regarding the ROC's meetings, deliberations, and any other areas of concern



MCE Technical Committee Overview and Scope

Approved: [DATE]

Maximum Membership: 8

Current Members: Kate Sears, County of Marin (Chair)
Ford Greene, Town of San Anselmo
Kevin Haroff, City of Larkspur
Greg Lyman, City of El Cerrito
Scott Perkins, City of San Ramon
Rob Schroder, City of Martinez
Don Tatzin, City of Lafayette
Ray Withy, City of Sausalito

Membership Process: MCE strives to assemble a Technical Committee comprised of at least one county representative and one city/town representative from each county in the MCE service area. Available seats on the Technical Committee are therefore first offered to any interested and applicable Board member whose county is not yet represented by one county and one city member. Interested members can be added at a meeting of the Board when "New Committee Members" is on the Agenda.

Current meeting date: First Thursday of each month at 9:00 am

Scope

The scope of the MCE Technical Committee is to explore, discuss and provide direction or approval on issues related to electricity supply, distributed generation, greenhouse gas emissions, energy efficiency, [procurement risk management](#) and other topics of a technical nature.

Frequent topics include electricity generation technology and procurement, greenhouse gas accounting and reporting, energy efficiency programs and technology, energy storage technology, net energy metering tariff, local solar rebates, electric vehicle programs and technology, Feed-in Tariff activity and other local development, Light Green, Deep Green and Local Sol power content planning, long term integrated resource planning, regulatory compliance, [MCE's Energy Risk Management Policy \(ERMP\)](#), [procurement risk oversight](#), and other activity related to the energy sector.

Authority of Technical Committee

- ~~Review and discuss new technologies and potential application within MCE~~
- Approval of and changes to MCE's Net Energy Metering Tariff
- Approval of and changes to MCE's Feed in Tariff
- Approval of annual GHG emissions level and related reporting
- Approval of MCE procurement pursuant to Resolution 2018-03 or its successor
- Approval of MCE procurement-related certifications and reporting, including the Power Content Label
- Approval of contracts with vendors for technical programs or services, energy efficiency program or services and procurement functions or services Approval of power purchase agreements
- Approval of adjustments to power supply product offerings
- Approval of the Integrated Resource Plan
- Receipt of reports from the Risk Oversight Committee (ROC) on at least a quarterly basis regarding the ROC's meetings, deliberations, and any other areas of concern
- Initiation of and oversight of a review of the implementation of the ERMP as necessary
- Approval of substantive changes to MCE's Energy Risk Management Policy (ERMP), including periodic review of the ERPM and periodic review of ERPM implementation



July 19, 2018

TO: MCE Board of Directors

FROM: Greg Stepanicich and Inder Khalsa, Special Counsel

RE: Proposed Resolution 2018-07 Establishing the Annual Salary for the Chief Executive Officer (Agenda Item #07)

ATTACHMENT: Proposed Resolution 2018-07 Establishing the Annual Salary for the Chief Executive Officer

Dear Board Members:

SUMMARY:

Dawn Weisz has served as the CEO of MCE since its inception in 2009. The current annual salary for Ms. Weisz is \$283,872. A market salary survey for the CEO position had not been conducted since Ms. Weisz was originally hired as MCE's first CEO, when she was appointed with an annual salary of \$198,000. The Board, as indicated in a Staff Report dated February 3, 2011, approved an increase of 25% following enrollment of Phase II of service to customers. Ms. Weisz received that increase in August 2012. Since that time she has received only annual cost of living increases to her salary, as approved for all MCE employees by the Board in 2014 and beginning in 2015. The total of CPI-based increases from January 1, 2015 through January 1, 2018 has been 11.7%.

On May 4, 2018, the Executive Committee met in closed session to conduct a performance review of Ms. Weisz. Following this closed session, the Executive Committee met in a second, separate closed session to review a market salary survey for comparable executive positions, evaluate Ms. Weisz's annual salary, and provide directions to its designated representative Board Chair Kate Sears to negotiate an appropriate salary increase for the CEO. Chair Sears completed these negotiations with Ms. Weisz. Chair Sears reported the results of these negotiations with the Executive Committee and Board of Directors in closed sessions held on May 17, 2018. The Board requested additional compensation survey information and the Executive Committee met in closed session on July 6, 2018 to review the updated survey information and provide direction to staff on the closed session materials to be presented to the Board. The Board will again meet in closed session on July 19, 2018 with its designated representative Chair Sears to review the CEO's compensation.

In the event that the Board agrees with the recommendation of its designated representative on the CEO salary negotiations, the Board will consider the adoption of the attached Resolution that will establish an increased annual salary for the CEO. The actual salary amount will be inserted into the resolution at the time of the Board's consideration of this matter.

Recommendation

Adopt the attached Resolution 2018-07 Establishing the Annual Salary for the Chief Executive Officer.

RESOLUTION NO. 2018-07

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
MARIN CLEAN ENERGY ESTABLISHING THE ANNUAL SALARY
FOR THE CHIEF EXECUTIVE OFFICER**

WHEREAS, Marin Clean Energy (MCE) is a joint powers authority established on December 19, 2008, and organized under the Joint Exercise of Powers Act (Government Code Section 6500 et seq.); and

WHEREAS, MCE members include the following communities: the City of American Canyon, the City of Belvedere, the City of Benicia, the City of Calistoga, the City of Concord, the Town of Corte Madera,, the Town of Danville, the City of El Cerrito, the Town of Fairfax, the City of Lafayette, the City of Larkspur, the City of Martinez, the City of Mill Valley, the Town of Moraga, the City of Napa, the City of Novato, the City of Oakley, the City of Pinole, the City of Pittsburg, the City of Richmond, the Town of Ross, the Town of San Anselmo, the City of San Pablo, the City of San Rafael, the City of San Ramon, the City of Sausalito, the City of St. Helena, the Town of Tiburon, the City of Walnut Creek, and the Town of Yountville; and the County of Contra Costa, the County of Marin, and the County of Napa; and

WHEREAS, Dawn Weisz was hired as the first Chief Executive Officer (CEO) of MCE in 2009.

WHEREAS, a market survey has not been conducted for the position of CEO since Ms. Weisz was first hired and the only salary increases granted to Ms. Weisz have been increases related to the successful enrollment of Phase II customers and those related to the cost of living increases approved by the Board for all MCE staff.

WHEREAS, a market survey recently was completed of the annual salaries of CCA CEO's and other chief administrative officers of comparable agencies.

WHEREAS, a performance review for Ms. Weisz also was recently completed by the Executive Committee.

WHEREAS, the performance review and salary survey indicated that a market-based salary increase for Ms. Weisz was appropriate.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of MCE that the annual salary for the Chief Executive Officer shall be established in the amount of \$_____, effective _____ 2018.

PASSED AND ADOPTED at a regular meeting of the MCE Board of Directors on this 19th day of July, 2018, by the following vote:

	AYES	NOES	ABSTAIN	ABSENT
City of American Canyon				
City of Belvedere				
City of Benicia				
City of Calistoga				
City of Concord				
Town of Corte Madera				
County of Contra Costa				
Town of Danville				
City of El Cerrito				
Town of Fairfax				
City of Lafayette				
City of Larkspur				
County of Marin				
City of Martinez				
City of Mill Valley				
Town of Moraga				
City of Napa				
County of Napa				
City of Novato				
City of Oakley				
City of Pinole				
City of Pittsburg				
City of Richmond				
Town of Ross				
Town of San Anselmo				
City of San Pablo				
City of San Rafael				
City of San Ramon				
City of Sausalito				
City of St. Helena				
Town of Tiburon				
City of Walnut Creek				
Town of Yountville				

CHAIR, MCE

Attest:

SECRETARY, MCE



July 19, 2018

TO: MCE Board of Directors
FROM: Shalini Swaroop, Director of Policy
RE: Policy Update on Regulatory and Legislative Items (Agenda Item #09)

Dear Board Members:

Below is a summary of the key activities at the legislature and the California Public Utilities Commission (CPUC) impacting Community Choice Aggregation (CCA) and MCE.

I. Legislature

In addition to the regionalization, wildfire liability, and resource adequacy issues raised in the April Board meeting Policy Update, CalCCA and MCE have engaged on the following bills.

1) SB 237 (Hertzberg) – Re-opening of Direct Access

This bill would re-open Direct Access energy options for a period of three years. MCE and CalCCA have not taken any position on the bill. MCE and CalCCA are analyzing the bill in order to ensure that any energy market policy changes contribute to the state policy goals of reliability, affordability, decarbonization, and social equity.

2) SB 901 (Dodd) – Safety Planning in Response to Wildfires

The bill has been combined with several others to address wildfire and safety issues within a broad scope. This bill requires the de-electrification of certain power lines at times of risk. The bill also requires Investor-Owned Utilities (IOUs) to adopt a comprehensive safety, reliability, and resilience plan that is submitted to the CPUC with costs recovered by all ratepayers. Although the goals of the bill are laudable, MCE and CalCCA are still working with the author's office on amendments to ensure that CCA customers do not have to pay twice for reliability services (once to the IOU and once to the CCA).

II. California Public Utilities Commission (CPUC)

1) MCE Files Comments and Attends *En Banc* on Draft “Green Book” White Paper Exploring Customer Choice in California’s Electricity Sector

In 2017, the CPUC initiated the Customer Choice Project to explore issues related to customer choices around electricity use including the growth of CCAs.

On May 3, 2018, the CPUC released the draft Green Book, a white paper focused on customer choice in the California electricity market. In the white paper, the CPUC describes a tension between the centralized decision making of the past (*i.e.* a few utilities with heavy oversight by the CPUC) and the more distributed decision making today (*i.e.* CCA Boards being responsible for procurement and individual customer decisions to install solar or select Direct Access). In its current form, the paper indicates a fear from regulators that “deregulation” of the grid creates a risk of market failure with the potential to lead to another energy crisis.

On June 11, 2018, MCE filed comments on the draft Green Book. MCE clarified that diversification of electricity suppliers through CCAs is not deregulation; MCE highlighted key requirements that apply to utilities and CCAs alike as well as additional laws that apply to local government entities. MCE also explained how CCAs are achieving the state’s goals of decarbonization, reliability, and affordability in electricity service. MCE described an enduring role of utilities in operating the transmission and distribution (T&D) grid, providing data and incentives for the market to support grid operations, and collaborating on emergency response efforts. MCE also articulated an evolving role for the CPUC to: (1) set and enforce key standards across all load serving entities (LSEs); (2) protect customers through providing information and preventing anti-competitive practices; (3) advance innovation through a diverse electricity market that supports customer choice; and (4) facilitate a collaborative dialogue between stakeholders and regulators on important issues.

On June 22, 2018, the CPUC held an *en banc* (large workshop) to discuss the draft Green Book. All five CPUC Commissioners attended with three Commissioners from the California Energy Commission (CEC). The *en banc* included several panels covering topics including: (1) customer choice; (2) affordability and customer protections; (3) decarbonization; and (4) maintaining reliability. The *en banc* facilitated a broad and high-level discussion that included perspectives that were supportive of and concerned about CCAs. MCE’s Board Chair Kate Sears participated as a panelist on the customer choice topic and Director Kevin Haroff provided remarks during the public comment period. Their remarks highlighted numerous MCE achievements including prudent approaches to power procurement and innovative programs to serve communities throughout MCE’s diverse service area. They set an open and collaborative tone, calling on the CPUC to work with CCAs to address important issues. Several other CCA representatives participated as panelists and provided public comments. CPUC President Michael Picker announced that a Customer Choice Action Plan would be released in October to identify next steps for the Customer Choice Project.

There is a CPUC webpage with resources related to this effort as well as comments filed by other stakeholders (<http://www.cpuc.ca.gov/customerchoice/>).

2) CalCCA Submits Opening and Reply Briefs in the Power Charge Indifference Adjustment (PCIA) Proceeding



On June 1 and June 16, CalCCA submitted Opening and Reply Briefs, respectively, in the PCIA proceeding. The briefs emphasized the Commission’s lack of legal authority to approve the Green Allocation Mechanism (“GAM”) and Portfolio Monetization Mechanism (“PMM”) proposed by the Joint Utilities to replace the current PCIA methodology. CalCCA highlighted that the involuntary allocation of Renewable Energy Credits (“REC”) and Resource Adequacy envisioned by the GAM and PMM would (1) violate a CCA’s statutory authority to be responsible for its own procurement decisions, (2) shift costs to CCA customers, and (3) raise costs for all ratepayers. Moreover, CalCCA identified ways in which the GAM and PMM conflict with current greenhouse-gas accounting methodologies and the Commission’s efforts in the Integrated Resource Plan proceeding.

CalCCA’s briefs continued to support its proposal for reforms to the current Market Price Benchmark (“MPB”). The revised MPB would be a bridge to larger-scale market reforms aimed at redistributing excess utility supply via a Staggered Portfolio Auction. CalCCA’s proposal accounts for increasing customer load that is shifting to CCA service and provides CCAs with an opportunity to voluntarily obtain resources needed to serve their customers. CalCCA framed its auction proposal as a creative, measured, and forward-looking approach that encourages market competition, transparency, and reduced costs for all ratepayers.

The Commission remains committed to issuing a proposed decision by the end of this month (July 2018). Once the proposed decision is issued, CalCCA will have 20 days to provide comments on the Commission’s findings. The Commission also scheduled Oral Arguments for August 2, 2018 at the Commission.

3) CalCCA Files Testimony on Multi-Year Resource Adequacy Requirement and Central Buyer in the 2018 Resource Adequacy Proceeding



On June 21, the CPUC issued Decision (“D.”) 18-06-030 in the 2018 Resource Adequacy (“RA”) proceeding, and directed parties to file proposals for multi-year RA requirement and central buyer through testimonies. On July 10, CalCCA submitted its proposal that contains the two elements required by the CPUC, as well as a long-term vision that would incentivize LSEs to procure local clean capacity resources to reduce California’s collective reliance on fossil fuel resources.

CalCCA's proposal recognizes the market transitions that have caused local capacity resource deficiencies in certain areas of the state. The key transitions are 1) the adoption of Distributed Energy Resources ("DER") is constantly changing the load shape and capacity needs of each LSE, and 2) the rise of smaller LSEs has created a misalignment between the large scale of traditional capacity resources and the relatively small sizes of different LSEs.

Based on these problems, CalCCA proposes a two-phase approach. First, the CPUC would adopt the initial multi-year-forward Transition Program, beginning in 2020. The Transition Program relies on a rolling three-year forward Local RA procurement requirement for all LSEs and is designed to address the shortcomings identified with the existing Local RA program. In parallel, the CAISO would study and coordinate local needs specified in the transmission planning process to ensure that procurement by LSEs would meet their IRP and RA requirements. The long-term strategy's goal is to eliminate key local constraints by deploying preferred resources, provide an orderly transition from the present fossil fuel-based capacity fleet to a carbon-free capacity fleet that preserves reliability, and minimize costs to ratepayers.

The CPUC will hold an all-day workshop on July 19 to examine various proposals submitted by intervening parties. A pre-hearing conference has been scheduled on August 1, before the rebuttal testimony is due on August 8.