

MCE BOARD MEETING MINUTES
Thursday, March 19, 2020
7:00 P.M.

The Board of Directors' Meeting was conducted pursuant to the provisions of the Governor's [Executive Order](#) N-29-20 (March 17, 2020) which suspends certain requirements of the Ralph M. Brown Act. Board Members, staff and members of the public were able to participate in the Board Meeting via teleconference.

Called to Order: Chair Kate Sears called Closed Session to order at 7:01 p.m. with quorum established by roll call.

Present: Mike Anderson, City of Lafayette
Denise Athas, City of Novato
Sloan Bailey, Town of Corte Madera
Lisa Blackwell, Town of Danville
Tom Butt, City of Richmond
Barbara Coler, Town of Fairfax
John Gioia, Contra Costa County
Ford Greene, Town of San Anselmo
Kevin Haroff, City of Larkspur
Sue Higgins, City of Oakley
Greg Lyman, City of El Cerrito
Bob McCaskill, City of Belvedere
Elizabeth Patterson, City of Benicia
Scott Perkins, City of San Ramon
Vincent Salimi, City of Pinole
Shanelle Scales-Preston, City of Pittsburg
Kate Sears, County of Marin
Brad Wagenknecht, County of Napa
Justin Wedel, City of Walnut Creek
Ray Withy, City of Sausalito and City of Mill Valley

Absent: Edi Birsan, City of Concord

Andrew McCullough, City of San Rafael
Elizabeth Pabon-Alvarado, City of San Pablo
Rupert Russell, Town of Ross
Rob Schroder, City of Martinez
Renata Sos, Town of Moraga
John Vasquez, County of Solano
Jon Welner, Town of Tiburon

**Staff
& Others:** Mike Callahan, Senior Policy Counsel
John Dalessi, Pacific Energy Associates (*Open Session only*)
Kirby Dusel, Pacific Energy Associates (*Open Session only*)
Darlene Jackson, Board Clerk
Vicken Kasarjian, Chief Operating Officer
Justin Kudo, Strategic Analysis and Rates Manager (*Open Session only*)

Abby O'Brien, External Counsel (*Closed Session only*)
Garth Salisbury, Director of Finance (*Open Session only*)
Maira Strauss, Senior Finance Analyst (*Open Session only*)
Shalini Swaroop, General Counsel
Dawn Weisz, Chief Executive Officer

CLOSED SESSION MATTERS

Note: Closed Session was not available using the public teleconferencing information. Separate dial-in information was made available to Board members for the Closed Session

Conference with Legal Counsel – Existing Litigation (Paragraph (1) of subdivision (d) of Section 54956.9) Name of Case: PG&E Bankruptcy Petition #: 19-30089, MCE as an Interested Party and Creditor

Closed Session was adjourned to regular Open Session at 7:43 p.m.

1. Roll Call/Quorum:

Director Kate Sears called the regular open session to order at 7:46 p.m. with quorum established by roll call.

2. Board Announcements (Discussion)

Director Sears reported out that the Closed Session was conducted as a discussion item and no action was taken.

3. Public Open Time (Discussion)

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

4. Report from Chief Executive Officer (Discussion)

CEO Dawn Weisz, reported the following:

- Reminder to unmute, use your name when you speak, and mute when you are done speaking. You may use the “raise hand” feature if you are able. If not, the Chair will pause for input regularly during the meeting.
- MCE COVID-19 responses:
 - MCE shifted to remote work for all staff, effective 3/16. It is going smoothly and workflow has transitioned well.
 - MCE has suspended non-paying customer transfers to PG&E and has suspended all collection activity until further notice.
 - All community meetings have been transitioned to remote access. MCE held our first virtual/remote community meeting for Solano County. A small but engaged audience participated and were able to ask questions through Facebook live and Zoom. We will continue a virtual option for upcoming events for foreseeable future.

- MCE sent out press release today highlighting:
 - i. Suspension of collections and customer return to PG&E for non-payment
 - ii. MCE remote work status
- MCE received a \$750,000 grant from the Marin Community Foundation to retrofit nonprofit critical facilities with resiliency measures and support affordable housing in Marin County.
- MCE is a recipient of a 2020 Acterra Business Environmental Award in the Environmental Project category for our work on MCE Solar One. We are co-awarded with the City of Richmond and RichmondBUILD for our leadership on this project.
- MCE was invited to move to the next stage of potential funding by the CEC's California EV Infrastructure Project (CALeVIP). If our full proposal is accepted in June, MCE would attract \$15.5 Million in state funding for EV charging projects across our 4-county region.
- MCE has established a Technology and Analytics department to set up platforms for data analytics, a new CRM (customer relations management) platform, and to shift in-house, massive amounts of data that have been managed by an external vendor. This will allow MCE to control, mine and leverage the data for operational needs.
- MCE received 18 bids on our RFO for resiliency and storage, has identified the top four bidders, and has begun negotiating a contract with our top bidder. We will expect to bring a contract to April Executive Committee for consideration.
- MCE's 2020 Open Season Request for Offers has just wrapped up with bids due on March 2. MCE received 85 offers from 32 unique counterparties. Short listed bids will be presented to Ad Hoc Contracts Committee in the spring.
- Transaction-related update:
 - Good news: MCE will be able to maintain 90% carbon-free content in 2020 despite the new AB1110 regulations. Some additional purchasing is underway to ensure that we meet this goal.
 - MCE has strongly engaged with the PG&E RFO process regarding the upcoming PSPS events this year, coordinating with impacted counties, while participating at the CPUC regarding PG&E's intent to install gas fired generation resources at or near some of their substations in our footprint, and policy developments for microgrids. Update: PG&E is not pursuing the 2020 RFO for long-term resources, but is still considering temporary generation bids for 2021 and beyond.
 - MCE participated in CalCCA lobby day on March 9-10, and between this and our in-district meetings, we have had great contact points with our delegation this session. Big thanks to our Board members for participating in many of these meetings.

5. Consent Calendar (Discussion/Action)

- C.1 Approval of 11.21.19 Meeting Minutes
- C.2 Approved Contracts Update
- C.3 Resolution 2020-01 Amending MCE's Conflict of Interest Code

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

Action: It was M/S/C (Patterson/Bailey) to **approve Consent Calendar items: C.1-C.3.** Motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

6. Charles F. McGlashan Advocacy Awards 2019 (Discussion/Action)

Due to the Governor's Executive Order as it relates to the COVID-19 virus, this item was deferred and awards will be presented to recipients at a later date.

Action: Deferred

7. Addition of Board Members to Committees (Discussion/Action)

CEO Dawn Weisz, presented this item and addressed questions from Board members.

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

Action: It was M/S/C (Wagenknecht/Higgins) to **add the following Board Members to the following committees: Executive Committee – Edi Birsan; Ad Hoc Contracts 2020 – Mike Anderson, Kevin Haroff, Scott Perkins, Vincent Salimi and Greg Lyman; Ad Hoc Audit 2020 – Bob McCaskill, Kevin Haroff and Ray Withy; Ad Hoc Bonding 2020 – Renata Sos, Ford Greene, Kevin Haroff, Bob McCaskill, Greg Lyman and Ray Withy.** The motion carried by unanimous roll call vote. (Absent: Directors Birsan, Butt, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

8. Resolution 2020-02 Appointing Director of Finance as Treasurer (Discussion/Action)

CEO Dawn Weisz, introduced this item and addressed questions from Board members.

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

Action: It was M/S/C (Patterson/Lyman) to **adopt Resolution 2020-02 Appointing Director of Finance as Treasurer.** The motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

9. Amendment to MCE Policy 014: Investment Policy (Discussion/Action)

Director of Finance Garth Salisbury introduced this item and addressed questions from Board members.

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

Action: It was M/S/C (Greene/Haroff) to **approve Amendment to MCE Policy 014: Investment Policy.** The motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

10. Budget for Fiscal Year 2020/21 (Discussion/Action)

CEO Dawn Weisz introduced the item by providing an overview. Director of Finance Garth Salisbury and Senior Finance Analyst, discussed the item and addressed questions from Board members.

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

Action: It was M/S/C (Perkins/Withy) to **approve the proposed FY 2020/21 Operating Fund, Local Renewable Energy and Program Development Fund, Resiliency Fund, and Energy Efficiency Program Fund Budgets.** The motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

11. Dynamic Rates for Upcoming Solano Inclusion (Discussion/Action)

Strategic Analysis and Rates Manager Justin Kudo, introduced this item and addressed questions from Board members.

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

Action: It was M/S/C (Patterson/Athas) to **direct staff to implement dynamic rates for new customers in Solano County by adjusting rates for these customers as necessary to maintain cost parity or cost savings compared to PG&E customer costs.** The motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

12. Steps and Considerations for MCE to Access the Tax-Exempt Capital Markets (Discussion/Action)

Director of Finance Garth Salisbury, introduced this item and addressed questions from Board members.

Action: It was M/S/C (Haroff/Lyman) to 1) Authorize staff to secure a Financial Advisor, Bond Counsel and potentially Underwriters to take the initial steps to get ready to access the tax-exempt capital markets, and 2) Establish an Ad Hoc Committee on Bonding to assist in developing a Debt Policy and to be engaged to report back to the full Board as MCE staff and advisors develop a Bond Indenture for Board consideration. The motion carried by unanimous roll call vote. (Absent: Directors Birsan, McCullough, Pabon-Alvarado, Russell, Schroder, Sos, Vasquez and Welner).

13. Board Matters & Staff Matters (Discussion)

There were no announcements.

14. Adjournment

Chair Kate Sears adjourned the meeting at 9:48 p.m. to the next scheduled Board Meeting on April 16, 2020.

DocuSigned by:

Kate Sears

Kate Sears, Chair

Attest:

DocuSigned by:

Dawn Weisz

Dawn Weisz, Secretary