

**MARIN ENERGY AUTHORITY
THURSDAY, JULY 23, 2009
7:12 P.M.**

**MARIN COUNTY EMPLOYMEE RETIREMENT ASSOCIATION,
BOARD ROOM
1 McInnis Parkway, San Rafael, California**

Roll Call

Present: Charles McGlashan, County of Marin, Chair
Shawn Marshall, City of Mill Valley, Vice-Chair
Richard Collins, Town of Tiburon
Damon Connolly, City of San Rafael (*arrived at 8:03pm*)
Jonathan Leone, City of Sausalito
Christopher Martin, Town of Ross
Lew Tremaine, Town of Fairfax
Barbara Thornton, Town of San Anselmo

Absent: Tom Cromwell, City of Belvedere

Staff: Dawn Weisz, MEA Interim Executive Director

Absent: Jamie Tuckey, MEA Planning Aide

1. Public Open Time

Barbara George, Women's Energy Matters (WEM) representative, announced a CPUC hearing where the public can speak out on energy proceedings. She noted that future programs are one year behind schedule and she asked that the Board take action on behalf of the rights of cities and towns to run their own energy efficiency programs without entering into partnership with PG&E.

2. Interim Director's Report

Interim Director Weisz reported the following:

- Each MEA member jurisdiction town or city Council, except for the Town of Fairfax which is scheduled for August 5, has been provided with an update at a regular public meeting regarding recent MEA activities and projects;
- The Community Choice Aggregation Pilot Project report, prepared for the California Energy Commission, is included in the Board packets and is an informative read;
- The Kings River Conservation District has suspended their activities on CCA temporarily due to contract and liability issues with PG&E over the 5% rate discount. Weisz explained the language used in the Frequently Asked Questions on the web site; Board member McGlashan will also address the issue.

- Twelve bid responses for the RFP were received by the Monday, July 20th deadline. Bid respondents included BP Energy Company, Cleantech American Inc, Constellation Commodities Group, Energy-Able, Kamehameha Environmental LLC, LightBeam Energy, Local Power Works, Macquarie-Cook Power, Next Era Energy Resources, Northern California Power Agency, Power Choice LLC, and Shell Energy North America.
- The timeline for the bid analysis process was reviewed via a handout and a question and answer session between Interim Director Weisz and the Board followed. Topics covered included dates for the public meetings, the three part 90 day review period, how the voting will proceed, the possible need for a closed session to give Interim Director Weisz direction for the presentation to the councils, the role of the Technical Advisory Committee, a bulleted timeline to be provided to the cities as well as for publication in the newspaper, explanation of the process of interviewing law firms on transactional experience for this task with emphasis on expertise on financial statement, the role that Navigant Consulting will play on working out the numbers, including putting the numbers in lay terms that are understandable to the public.
- Discussion on the Request for Title and Summary-Initiative Constitutional Amendment entitled “The Taxpayers Right to Vote Act.”
- Discussion and review of the Marin Energy Authority Joint Powers Agency – Critical Actions & Decision Points Matrix.

In response to questions regarding the RFP bid respondents from members of the public, Interim Director Weisz stated that there has not been enough evaluation and it was too early in the process to make an observation. Board member Thornton suggested a second person to help Interim Director Weisz.

Chair McGlashan declared the hearing open to receive public testimony.

There being no further public testimony on this item, the Chair closed the hearing and moved on to the next agenda item.

3. Consent Calendar: Approval of Minutes from Regular MEA Meeting on 6-7-09

Chair McGlashan asked for a motion.

M/s, Thornton/Leone, (passed 8-0-1) to approve the minutes from the regular MEA meeting on June 7, 2009. Motion carried unanimously. Collins abstained.

4. Procurement overview by Ruth MacDougal

Ruth MacDougall, retired SMUD senior staff, gave a PowerPoint presentation on Renewable Energy Procurement Strategies., which was followed by a question and answer period.

5. Joint Exercise of Powers Agreement

Greg Stepanicich, General Counsel, Richards, Watson, & Gershon, presented the draft Joint Exercise of Power Agreement (JEPA) which permits local agencies that are not parties to the MEA to participate in MEA approved or established energy programs, not involving Community Choice Aggregation. Discussion followed on:

- Financial requirements including indemnification and liability;
- Members locked into the agreement and contracts;
- Allowing the agreement to be amended;
- Need to establish how liabilities would be shared;
- Explanation of how the program would work and how our cost would be covered was given Chair McGlashan; and
- Each member program would have a member agency agree to participate under Section 3.02.

Chair McGlashan asked for a motion.

M/s, Connolly/McGlashan, (passed 8-0-1), to accept the Joint Exercise of Powers Agreement. Cromwell absent

6. Authorization for Director to Communicate with Non-member Jurisdictions Regarding Joint Exercise of Powers Agreement

Chair McGlashan asked for a motion.

M/s, Connolly/Thornton, (passed 8-0-1), to authorize the Interim Director to Communicate with Non-member Jurisdictions Regarding Joint Exercise of Powers Agreement. Motion carried unanimously. Cromwell absent.

7. Seed Program

A memorandum labeled Agenda item #7 was discussed regarding a new draft on the program implementation plan borrowed from Palm Desert's successful AB811 program. Recommendations from the Home Energy Retrofit Coordinating Committee have been incorporated into the draft implementation plan and grant applications have been developed and submitted to cover start-up expenses of the SEED program. Recommendations from BERST can also be incorporated into the implementation plan as appropriate.

Interim Director Weisz explained why more time was spent on solar and how they can be sure the contractors are charging the correct amount. Discussion followed on the validation action on the lien priority

8. Contract Agreement with Nixon Peabody, LLP

Interim Director Weisz explained how Nixon Peabody LLP has been assisting the Marin Energy Authority and how they are keeping to our budget limit. Discussion followed on:

- The standard short form contract form and Exhibit “B”;
- Explanation of how the rates are calculated and structured, including interest;
- Suggestion for a negotiated lower interest rate; and
- Consideration of a short term contract to lower costs and possible elimination of the middle bar.

Although we cannot agree on a contract until the next Board meeting, we can authorize an interim contract based upon the first tier rate. We will agree to pay \$445 per hour, subject to some agreement for the final rate which will be under negotiations. Interim Director Weisz can proceed with the attorneys on an interim basis.

Chair McGlashan asked for a motion.

M/s, Thornton/Marshall, (passed 8-0-1), to authorize the contract with Nixon Peabody, LLP as amended. Motion carried unanimously. Cromwell absent.

9. Resolution Approving DOE Grant Submittal

Interim Director Weisz explained how communities can use available technology and resource tools to optimize energy use. A two phase 20 million dollar grant will enable communities across the nation to make green decisions.

Interim Director Weisz previously went to Washington D.C. for this grant. The grant requires a 50 % match and is for a four year period.

Chair McGlashan asked for a motion.

M/s, Tremaine/Collins, (passed 8-0-1), to approve the resolution authorizing submittal of the grant to the Department of Energy (DOE). Motion carried unanimously. Cromwell absent.

10. Board Member & Staff Matters

Board member Marshall noted that the SEED, BERST, and other grant proposals require knowledge and understanding and are worth pursuing. She suggested that a neutral entity should provide training to the Board on these items, without politics. All agreed that it would be worth pursuing. The information cannot be biased.

9. Adjournment

By order of the Chair, the meeting adjourned at 10:01pm.

ATTEST:

Charles McGlashan, Chair

Dawn Weisz, Interim Director