



**SAN DIEGO COMMUNITY POWER (COMMUNITY POWER)
BOARD OF DIRECTORS**

Don L. Nay Port Administration Boardroom
3165 Pacific Hwy.
San Diego, CA 92101

**REGULAR MEETING MINUTES
May 22, 2025**

WELCOME

CALL TO ORDER

Chair Aguirre called the Community Power Board of Directors regular meeting to order at 5 p.m.

ROLL CALL

PRESENT: Chair Aguirre, City of Imperial Beach; Director Elo-Rivera, City of San Diego (arrived at 5:02 p.m.); Director Inzunza, City of Chula Vista; Director San Antonio, City of Encinitas; Director Suzuki, City of La Mesa; and Director Yamane, City of National City

ABSENT: Vice Chair Lawson-Remer, County of San Diego

Staff Present: Chief Executive Officer Burns; General Counsel Tyagi; Director of Finance Manglicmot; Finance Manager Alfaro; Senior Financial Analyst Do; Financial Analysts Mercedes and Bateman; Director of Power Contracts Key; Director of Origination Torres; Clerk of the Board Hernandez; and Assistant Clerk of the Board Vences

PLEDGE OF ALLEGIANCE

Chair Aguirre led the Pledge of Allegiance.

SPECIAL PRESENTATIONS AND INTRODUCTIONS

- **Introduction of New Community Power Staff**

Chair Aguirre welcomed new employee Krystal Carranza, Procurement Analyst, to introduce herself.

ITEMS TO BE ADDED, WITHDRAWN, OR REORDERED ON THE AGENDA

There were no items added, withdrawn, or reordered on the agenda.

PUBLIC COMMENTS

There were no public comments.

CONSENT CALENDAR

- 1. Approve April 24, 2025, Meeting Minutes**
- 2. Receive and File Treasurer's Report for Period Ending March 31, 2025**
- 3. Receive and File Update on Programs**
- 4. Receive and File Update on Power Services**
- 5. Receive and File Update on Customer Operations**
- 6. Receive and File Update on Human Resources**
- 7. Receive and File Update on Marketing, Public Relations, and Local Government Affairs**
- 8. Receive and File Update on Regulatory and Legislative Affairs**
- 9. Receive and File Community Advisory Committee Monthly Report**

There were no public comments on Consent Item Nos. 1-9.

Motioned by Director Inzunza and seconded by Director Yamane to approve Consent Calendar Item Nos. 1 through 9. The motion carried 6/0 as follows:

AYES:	Chair Aguirre, Directors Elo-Rivera, Inzunza, San Antonio, Suzuki, and Yamane
NOES:	None
ABSTAINED:	None
ABSENT:	Vice Chair Lawson-Remer

REGULAR AGENDA

10. Community Advisory Committee Report

Community Advisory Committee (CAC) Chair Vasilakis provided a quarterly report on CAC's activities.

There were no public comments on Item No. 10.

Board members expressed appreciation to Mr. Vasilakis for his continued work and efforts on the CAC.

After Board member discussion and comments, the CAC quarterly report was received and filed.

11. Presentation of Draft of FY 2025-2026 Operating Budget, FY 2025-2026 Capital Budget, and FY 2026-2030 Capital Investment Plan

Mr. Manglicmot presented an overview of the draft FY 2025-2026 Operating Budget, FY 2025-2026 Capital Budget, and FY 2026-2030 Capital Investment Plan.

Jake Marshall, Operations Manager at Greentech Renewables San Diego, provided a public comment.

After Board member questions, discussion and comments, the draft FY 2025-2026 Operating Budget, FY 2025-2026 Capital Budget, and FY 2026-2030 Capital Investment Plan was received and filed.

12. Approve Amended and Restated Renewable Power Purchase Agreement with Pelicans Jaw Solar, LLC

Mr. Key presented the proposed Amended and Restated Renewable Power Purchase Agreement with Pelicans Jaw Solar, LLC.

There were no public comments on Item No. 12.

After Board member questions, discussion and comments, motioned by Chair Aguirre and seconded by Director Yamane to approve the proposed Second Amended and Restated Power Purchase Agreement with Pelicans Jaw Solar, LLC to modify the Commercial Operation Date ("COD"), adjust pricing based on COD, and make additional minor amendments, and authorize the Chief Executive Officer to execute the agreement. The motioned carried 6/0 as follows:

AYES: Chair Aguirre, Directors Elo-Rivera, Inzunza, San Antonio, Suzuki, and Yamane

NOES: None
ABSTAINED: None
ABSENT: Vice Chair Lawson-Remer

13. Approve Amended and Restated Power Purchase Agreement with Noble Solar, LLC

Mr. Key presented the proposed Amended and Restated Power Purchase Agreement with Noble Solar, LLC.

There were no public comments on Item No. 13.

After Board member questions, discussion and comments, motioned by Director Yamane and seconded by Director Suzuki to approve the proposed Second Amended and Restated Power Purchase Agreement with Noble Solar, LLC to amend the Commercial Operation Date (“COD”), increase the security and pre-COD liabilities, and make additional minor amendments, and authorize the Chief Executive Officer to execute the agreement. The motioned carried 6/0 as follows:

AYES: Chair Aguirre, Directors Elo-Rivera, Inzunza, San Antonio, Suzuki, and Yamane
NOES: None
ABSTAINED: None
ABSENT: Vice Chair Lawson-Remer

14. Approve EEI Master Agreement, Confirmation and Collateral Annex with Clean Power Alliance of Southern California

Ms. Torres presented the proposed EEI Master Agreement, Confirmation and Collateral Annex with Clean Power Alliance of Southern California.

There were no public comments on No. 14.

After Board member questions, discussion and comments, motioned by Chair Aguirre and seconded by Director Inzunza to approve the proposed Edison Electric Institute (EEI) Master Power Purchase and Sale Agreement (Master Agreement), 10-year EEI Confirmation, and associated Paragraph 10 Collateral Annex with Clean Power Alliance of Southern California (CPA), referred to herein collectively as “VAMO Swap Agreements” or “VAMO Swap”, in substantially final form for California RPS-eligible electric energy and associate Green Attributes, and authorize the Chief Executive Officer to execute the agreements. The motioned carried 6/0 as follows:

AYES: Chair Aguirre, Directors Elo-Rivera, Inzunza, San Antonio, Suzuki, and Yamane
NOES: None

ABSTAINED: None
ABSENT: Vice Chair Lawson-Remer

CHIEF EXECUTIVE OFFICER REPORT

Ms. Burns reported on Community Power's recent activities and events.

DIRECTOR COMMENTS

There were no Director comments.

CLOSED SESSION:

There were no public comments on Closed Session Item Nos. 1 and 2.

The Board recessed into Closed Session at 6:29 p.m. to hear item Nos. 1 and 2.

1. PUBLIC EMPLOYEE PERFORMANCE EVALUATION PURSUANT TO GOVERNMENT CODE SECTION 54957

Title: Chief Executive Officer
Title: General Counsel

2. CONFERENCE WITH LABOR NEGOTIATORS PURSUANT TO GOVERNMENT CODE SECTION 54957.6

Agency designated representative(s): Paula de Sousa, Best Best & Krieger
Unrepresented employee: Chief Executive Officer and General Counsel

OPEN SESSION

The Board reconvened in Open Session with a quorum present at 7:49 p.m.

PRESENT: Chair Aguirre, City of Imperial Beach; Director Elo-Rivera, City of San Diego; Director Inzunza, City of Chula Vista; Director San Antonio, City of Encinitas; Director Suzuki, City of La Mesa; and Director Yamane, City of National City

ABSENT: Vice Chair Lawson-Remer, County of San Diego

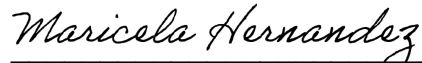
Staff Present: General Counsel Tyagi; BBK Counsel de Sousa; Clerk of the Board Hernandez; and Assistant Clerk of the Board Vences

REPORT ON CLOSED SESSION:

Legal Counsel de Sousa reported that the Closed Session commenced at 7:35 p.m. and there were no reportable actions.

ADJOURNMENT

Community Power Board meeting adjourned at 7:49 p.m. to the next regular meeting scheduled for Thursday, June 26, 2025, at 5 p.m.

A handwritten signature in cursive script that reads "Maricela Hernandez".

Maricela Hernandez, MMC, CPMC
Clerk of the Board