



**SAN DIEGO COMMUNITY POWER (SDCP)  
BOARD OF DIRECTORS**  
San Diego City Administration Building, 12th Floor  
202 "C" Street  
San Diego, CA 92101

**MINUTES**

June 24, 2021

---

This meeting was conducted utilizing teleconferencing and electronic means consistent with State of California Executive Order N-29-20 dated March 17, 2020, regarding the COVID-19 pandemic.

The Board minutes are prepared and ordered to correspond to the Board Agenda. Agenda Items can be taken out of order during the meeting.

The Agenda Items were considered in the order presented.

**WELCOME**

**CALL TO ORDER**

Chair Mosca (Encinitas) called the SDCP Board of Directors meeting to order at 5:00 p.m.

**PLEDGE OF ALLEGIANCE**

Chair Mosca (Encinitas) led the Pledge of Allegiance.

**ROLL CALL**

PRESENT: Chair Mosca (Encinitas), Vice Chair Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

ABSENT: None

*Also Present: Interim Chief Executive Officer ("CEO") Carnahan, Chief Operating Officer ("COO") Hooven, General Counsel Baron, Interim Board Clerk Wiegelman*

**ITEMS TO BE ADDED, WITHDRAWN, OR REORDERED ON THE AGENDA**

There were no additions or deletions to the agenda.

**PUBLIC COMMENTS**

There were no comments.

### **CONSENT CALENDAR**

(Items 1 through 2)

#### **1. Approval of Cooperation and Administrative Services Agreement with the City of Encinitas for Continued SDCP Human Resources Services**

Approved.

#### **2. Treasurer's Report – Financial Results for 2020/21 Period ended 4/30/21**

Received and filed.

**ACTION:** Motioned by Director Baber (La Mesa) and seconded by Director Dedina (Imperial Beach) to approve Consent Calendar Items 1 through 2. The motion carried by the following vote:

**Vote:** 5-0

**Yes:** Chair Mosca (Encinitas), Director Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

**No:** None

**Abstained:** None

**Absent:** None

### **REGULAR AGENDA**

#### **3. Operations and Administration Report from the Interim Chief Executive Officer**

Interim CEO Carnahan reported on the bankruptcy of Western Community Energy (“WCE”) and stated the agenda packet items provided an analysis of the differences between SDCP and WCE.

Interim CEO Carnahan updated the Board on the SDCP Strategic Planning efforts and announced the first session was planned for September 17<sup>th</sup>.

COO Hooven provided an update on SDCP’s efforts to secure short-term and long-term office space and reported on the reopening plan and returning to in-person meetings.

Board questions and comments ensued.

Matthew Vasilakis, Climate Action Campaign, spoke regarding the bankruptcy of WCE and suggested SDCP review the reasons for the bankruptcy to prevent a similar outcome.

COO Hooven requested the Board advise staff on which month would be best for a legislative break.

**ACTION:** Following discussion, it was the consensus of the Board to cancel all meetings (SDCP Board of Directors, Finance and Risk Management Committee, and Community Advisory Committee) for the month of July.

Power Services Director Vosburg provided an update on hiring and recruitment efforts and announced there would be two new employees joining the Power Services Division and the next hires would be an External Affairs Director and a Finance Department staff member.

Power Services Director Vosburg stated three long-term power agreements had been signed.

Board questions and comments ensued.

Data Analytics and Account Services Director Utouh reported on efforts with Calpine to create a reporting dashboard of customer actions to opt-out or opt-up to Power100.

Following Board questions and comments, no action was taken.

#### **4. Update on Regulatory and Legislative Affairs**

Regulatory and Legislative Affairs Director Fernandez provided an update on SB 612 (Ratepayer Equity Act), AB 1139 (Net Energy Metering), the Development of Rates and Infrastructure for Vehicle Electrification Order Instituting Rulemaking, integrated resource planning, and the Net Energy Metering (“NEM”) 3.0 tariff rulemaking.

Community Advisory Committee (“CAC”) Chair Price provided the CAC’s thoughts on the NEM rulemaking.

CAC Vice Chair Hammond spoke regarding NEM fees and how NEM effects the future of roof top solar.

Following Board questions and comments, no action was taken.

#### **5. Review and Provide Direction to Staff on Update of Analysis of County Membership**

Interim CEO Carnahan explained the purpose for the analysis and provided an overview of the process for San Diego County (“County”) membership.

Kirby Dusel, Pacific Energy Advisors (“PEA”), reviewed the analysis of the impacts of adding the County as a member, highlighting resource impacts and needs, fiscal impacts, and the impact on Board voting.

Matthew Vasilakis, Climate Action Campaign, spoke in support of the County joining SDCP in 2021.

Board questions and comments ensued.

ACTION: Following discussion, it was the consensus of the Board to forward the analysis to the County.

#### **6. Review and Approve Policy for Adding New Members to SDCP**

COO Hooven reviewed the proposed policy for adding new members to SDCP, highlighting costs, timeline, and voting.

Matthew Vasilakis, Climate Action Campaign, spoke in support of a policy for adding new members to SDCP.

Board questions and comments ensued.

**ACTION:** Motioned by Vice Chair Padilla (Chula Vista) and seconded by Director Baber (La Mesa) to create an ad hoc subcommittee comprising of Chair Mosca (Encinitas) and Director Baber (La Mesa) for the purpose of working with staff to review the Joint Powers Authority Agreement for required changes to reflect the potential for new members and report back to the Board in August with their findings. The motion carried by the following vote:

Vote: 5-0

Yes: Chair Mosca (Encinitas), Vice Chair Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

No: None

Abstained: None

Absent: None

## **7. Review and Approve FY21 Financial Audit Preparation**

Chief Financial Officer (“CFO”) Washington stated Pisenti & Brinker conducted SDCP’s June 30, 2020 fiscal year end audit and independent auditor report and provided an overview of the proposed contract with Pisenti & Brinker for FY21 independent financial statement auditing services.

Board questions and comments ensued.

**ACTION:** Motioned by Director Dedina (Imperial Beach) and seconded by Director Montgomery Steppe (San Diego) to approve the Professional Services Agreement with auditor Pisenti & Brinker, LLP for a 1-year term with two 1-year renewal options, fees of \$21,000/year (not-to-exceed \$63,000 total), and authorize the Interim Chief Executive Officer, or his designee, to execute the Agreement. The motion carried by the following vote:

Vote: 5-0

Yes: Chair Mosca (Encinitas), Vice Chair Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

No: None

Abstained: None

Absent: None

## **8. Review and Approve FY22 Budget**

CFO Washington provided an overview of the FY22 Budget, highlighting operating revenues and expenditures, and the change in net position from FY21 to FY22.

Matthew Vasilakis, Climate Action Campaign, spoke in support of the funding of a local business development plan.

CAC Chair Price spoke to request a budget of \$5,000 to \$10,000 per fiscal year for the CAC.

Board questions and comments ensued.

**ACTION:** Motioned by Director Baber (La Mesa) and seconded by Director Dedina (Imperial Beach) to approve the Fiscal Year 2022 Budget. The motion carried by the following vote:

Vote: 5-0

Yes: Chair Mosca (Encinitas), Vice Chair Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

No: None

Abstained: None

Absent: None

## **9. Review and Approve Financial Reserves Policy**

CFO Washington provided an overview of the proposed Financial Reserves Policy.

**ACTION:** Motioned by Director Baber (La Mesa) and seconded by Director Padilla (Chula Vista) to approve the Financial Reserves Policy. The motion carried by the following vote:

Vote: 5-0

Yes: Chair Mosca (Encinitas), Vice Chair Padilla (Chula Vista), Director Baber (La Mesa), Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

No: None

Abstained: None

Absent: None

## **10. Review and Adopt a Resolution for a Retirement Plan**

CFO Washington explained the proposed agreements were needed to establish and implement the retirement plan.

**ACTION:** Motioned by Director Dedina (Imperial Beach) and seconded by Vice Chair Padilla (Chula Vista) to: (1) approve Plan Advice and Consulting Program Services Agreements with PWA Financial for 457(b) and 401(a) Plans; (2) approve Service Agreement for Plan Administration with Benefit Resources Inc. for third-party administrator services associated with the 457(b) and 401(a) Plans; (3) approve the agreements associated with the retirement plan with Empower Retirement for recordkeeping services associated with the 457(b) and 401(a) Plans; (4) authorize the Interim Chief Executive Officer or his designee to execute the approved agreements and plan documents, with such changes as are approved by the Interim Chief Executive Officer and approved as to form by the General Counsel; and (5) authorize the Interim Chief Executive

Officer, or his designee, to sign and file such other documents as are necessary to establish the approved plans. The motion carried by the following vote:

Vote: 5-0

Yes: Chair Mosca (Encinitas), Director Padilla (Chula Vista), Director Baber (La Mesa),  
Director Dedina (Imperial Beach), and Director Montgomery Steppe (San Diego)

No: None

Abstained: None

Absent: None

Please note that although the agenda title for Item 10 refers to the adoption of a resolution, a resolution was not required and therefore, one was not adopted.

### **DIRECTOR COMMENTS**

There were no comments.

### **REPORTS BY MANAGEMENT AND GENERAL COUNSEL**

There were no reports.

### **ADJOURNMENT**

Chair Mosca (Encinitas) adjourned the meeting at 7:36 p.m.

Megan Wiegelman, CMC  
Interim Board Clerk

Prepared by:  
Kimberly Isley, Executive Assistant