



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

**MINUTES**

January 28, 2021

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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 5:03 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**ITEMS TO BE ADDED, WITHDRAWN, OR REORDERED ON THE AGENDA**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**

Jim Whalen spoke on helping to make local projects cost competitive and the County of San Diego's Climate Action Plan.

## **CONSENT CALENDAR**

(Item 1)

### **1. Approval of the minutes of the Regular Meeting of the Board of Directors of San Diego Community Power held on December 17, 2020.**

Approved.

ACTION: Motioned by Director Baber (La Mesa) and seconded by Director Montgomery Steppe (San Diego) to approve Consent Calendar Item 1. 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

## **REGULAR AGENDA**

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

Interim CEO Carnahan provided an update on the status of the various vendor requests for proposals ("RFP") and other solicitations, the implementation of the organization plan, the hiring and recruitment efforts, and staff discussions with San Diego Gas and Electric (SDG&E).

Board questions and comments ensued.

COO Hooven introduced Laura Fernandez, Director of Regulatory and Legislative Affairs.

Ty Tosdal, Tosdal APC, provided a PowerPoint presentation on SDG&E's 2021 Energy Resource Recovery Account ("ERRA") forecasting application, SDG&E's 2020 ERRA Trigger application, the 2020 Renewables Portfolio Standard ("RPS") Procurement Plans, the Percentage of Income Payment Plan program, the Financial Security Requirements for CCAs, and other energy regulatory affairs as they relate to the interests of SDCP.

Following Board questions and comments, no action was taken.

### **3. Committee Reports**

Community Advisory Committee (“CAC”) Chair Price provided an update on the proceedings of the CAC.

Following Board questions and comments, no action was taken.

### **4. Treasurer’s Report**

Michael Maher, Maher Accountancy, provided a report on the financial statements and budgetary comparison statement for Fiscal Year 2020-2021 period ending November 30, 2020. Michael Maher, Maher Accountancy, stated a budget amendment to incorporate new information pertaining to rates and energy costs and to reformat the budget report to a condensed and easier to read format would be brought to the Board for consideration at a future meeting.

Following Board questions and comments, no action was taken.

### **5. Receive FY2020 Audited Financial Statements from Pisenti & Brinker**

Michael Maher, Maher Accountancy, explained that the SDCP Joint Powers Agreement required an annual financial statement audit by an independent auditor, and the audit report being presented was for the financial statements for Fiscal Year ended June 30, 2020.

Brett Bradford and Andrea Lifo, Pisenti & Brinker LLP, provided a PowerPoint presentation regarding the audit of the financial statements for Fiscal Year ended June 30, 2020, highlighting the relative roles and responsibilities of management and the auditor, the significant areas of focus for the audit, and the findings of the audit.

Brett Bradford and Andrea Lifo, Pisenti & Brinker LLP, reported the following required information to the SDCP Board of Directors:

- The significant accounting policies adopted by SDCP throughout the period audited appeared appropriate and consistently applied;
- No alternative treatments of accounting principles for material items in the financial statements were discussed with management;
- There were no proposed adjustments made to the financial statements;
- No significant or unusual transactions or applications of accounting principles where a lack of authoritative guidance exists were identified;
- There were no disagreements with management concerning the scope of the audit, the application of accounting principles, or the basis for management’s judgments on any significant matters; and
- There were no difficulties in dealing with management during the performance of the audit.

Following Board questions and comments, no action was taken.

**6. Adopt Resolution Granting the Interim Chief Executive Officer the Authority to Execute an Amendment with River City Bank**

Interim CEO Carnahan provided an overview of the amendment with River City Bank and explained the purpose for granting the Interim CEO the authority to execute an amendment with River City Bank.

Board questions and comments ensued.

ACTION: Motioned by Director Baber (La Mesa) and seconded by Vice Chair Padilla (Chula Vista) to adopt Resolution No. 2021-01 granting the Interim CEO authority to execute an amendment with River City Bank regarding technical modifications to the Credit Agreement to address changes to SDCP's fiscal year, pro-forma and phasing schedule. 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. Adopt Resolution Approving SDG&E Master Power Purchase and Sales Agreement**

Interim CEO Carnahan and General Counsel Baron provided an overview of the purpose and content of the SDG&E Master Power Purchase and Sale Agreement.

Board questions and comments ensued.

ACTION: Motioned by Director Montgomery Steppe (San Diego) and seconded by Director Dedina (Imperial Beach) to adopt Resolution No. 2021-02 approving a Master Power Purchase and Sale Agreement ("Master Agreement") with SDG&E for the purchase of renewable energy and authorizing the Interim CEO to execute the Master Agreement, Confirmation and related documents. 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. Adoption of a Feed-In Tariff Schedule, Application, and Update to Inclusive and Sustainable Workforce Policy

Interim CEO Carnahan provided a brief overview of the review process of the Feed-In Tariff (“FIT”) program and the Inclusive and Sustainable Workforce Policy.

Kirby Dusel, Pacific Energy Advisors (“PEA”), provided an overview of the FIT schedule and application, highlighting the eligibility criteria, the term of the FIT Purchase Power Agreement (“PPA”), the FIT PPA initial base price, the FIT bonus incentives, the FIT capacity limit, the requirements for FIT participants, the FIT application fee, and the prohibition of FIT participants participating in other SDCP programs.

Board questions and comments ensued.

Program and Policy Coordinator Sarria provided a recap of the development of the Inclusive and Sustainable Workforce Policy and reviewed the connection between the FIT program and the Inclusive and Sustainable Workforce Policy.

Board questions and comments continued.

Interim Board Clerk Wiegelman read aloud the first 400 words of the emailed public comments submitted prior to the start of the Board meeting.

Jason Anderson, Cleantech San Diego, submitted a comment in support of the proposed FIT schedule and application and update to the Inclusive and Sustainable Workforce Policy.

Micah Mitrosky, IBEW Local 569, spoke regarding proposed language to help ensure SDCP’s FIT program creates quality local green jobs and supports high-road career opportunities in renewable energy construction and requested the SDCP Board of Directors incorporate the proposed language into SDCP’s FIT program documents.

Board discussion ensued regarding the public comment policy for the SDCP Board of Directors meetings.

The Board unanimously directed staff to update the public comment policy to allow members of the public to address the Board during the meeting without requiring them to have signed up to speak prior to the start of the meeting.

Lane Sharman, San Diego Energy District, spoke regarding concerns with the proposed FIT capacity limit of three megawatts.

Board questions and comments continued.

**ACTION:** Motioned by Director Baber (La Mesa) and seconded by Vice Chair Padilla (Chula Vista) to: (1) adopt the initial FIT schedule and the related FIT application; (2) adopt the update to the Inclusive and Sustainable Workforce Policy, as amended, adding “SDCP will further encourage the use of a skilled and trained workforce” to the first paragraph of Subsection 2(c) and replacing the first sentence of the second paragraph of Subsection 2(c) with, “Moreover, SDCP will require contractors and

subcontractors performing work on an SDCP Feed-In Tariff project to pay at least the prevailing rate of wages.”; and (3) authorize staff to work with transactional counsel in developing a FIT PPA to be reviewed and approved at a future SDCP Board of Directors meeting. 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

**Director Comments**

There were no comments.

**Reports by Management and General Counsel**

There were no reports.

**ADJOURNMENT**

Chair Mosca (Encinitas) adjourned the meeting at 8:10 p.m.

Megan Wiegelman, CMC  
Interim Board Clerk