



BOARD OF DIRECTORS

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

REGULAR MEETING MINUTES

June 26, 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; Vice Chair Lawson-Remer, County of San Diego; 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; Alternate Director Cazares, City of La Mesa; and Director Yamane, City of National City

ABSENT: None

Staff Present: Chief Executive Officer Burns; Chief Financial Officer Washington; Chief Operating Officer Clark, General Counsel Tyagi; Associate Director of Legislative Affairs Welch; Director of Origination Torres (via Zoom Teleconference); Senior Director of People Operations and Administration Pugh; Director of Finance Manglicmot; Director of Portfolio Management Camara; Director of Power Contracts Key; Strategic Finance Manager Spengler; Senior Manager Community Engagement Crespo; Clerk of the Board Hernandez; and Assistant Clerk of the Board Vences

Chair Aguirre announced that the previously scheduled Closed Session would not be required:

PLEDGE OF ALLEGIANCE

Chair Aguirre led the Pledge of Allegiance.

LAND ACKNOWLEDGEMENT

Chair Aguirre acknowledged the Kumeyaay Nation and all the original stewards of the land.

SPECIAL PRESENTATIONS AND INTRODUCTIONS

- **Proclamation recognizing outgoing Community Advisory Committee member Gary Jahns**

Chair Aguirre recognized outgoing Community Advisory Committee Member, Gary Jahns, for his contributions and years of dedicated service and presented him with a Proclamation.

- **Introduction of New Community Power Staff**

Chair Aguirre welcomed new employees Sara Saragosa, Executive Assistant and Nadeem Bahou, Data Analyst to introduce themselves.

ITEMS TO BE ADDED, WITHDRAWN, OR REORDERED ON THE AGENDA

There were no items added, withdrawn, or reordered on the agenda.

PUBLIC COMMENTS

Cristina Marquez from IBEW Local 569 and Jim Whalen from J. Whalen Associates provided public comments.

CONSENT CALENDAR

1. **Approve May 22, 2025, Meeting Minutes**
2. **Receive and File Treasurer's Report for Period Ending April 30, 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 Marketing, Public Relations, and Local Government Affairs**
7. **Receive and File Community Advisory Committee Monthly Report**
8. **Receive and File Update on Regulatory and Legislative Affairs**

There were no public comments on Consent Item Nos. 1-8.

Motioned by Director Inzunza and seconded by Director Yamane to approve Consent Calendar Item Nos. 1 through 8. The motion carried 7/0 as follows:

AYES: Chair Aguirre, Vice Chair Lawson-Remer, Directors Elo-Rivera, Inzunza, San Antonio, Yamane, and Alternate Director Cazares
NOES: None

ABSTAINED: None
ABSENT: None

REGULAR AGENDA

9. Approve Community Advisory Committee Member for City of Chula Vista

Ms. Crespo presented the member criteria and selection process, followed by a brief overview of candidate Alonso Gonzalez for appointment to the Community Advisory Committee for the City of Chula Vista.

There were no public comments on Item No. 9.

After Board member comments, motioned by Director Inzunza and seconded by Director Yamane to approve the appointment of Alonso Gonzalez to the Community Advisory Committee for the City of Chula Vista. The motion carried 7/0 as follows:

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

10. Consider Amendments to Executive Employment Agreements

- a. Approve Amended and Restated Employment Agreement for Chief Executive Officer**
- b. Approve First Amendment to Employment Agreement for General Counsel**

Nicholas Norvell, Special Legal Counsel from Best Best & Krieger noted that under the Brown Act before taking final action on an executive's salary or benefits a verbal summary is required.

Mr. Norvell reported that at the regular meeting of May 22, 2025, the Board conducted its annual performance evaluations and compensation review for both the Chief Executive Officer (CEO) and the General Counsel. Based upon those discussions and successful completion of negotiations there are two items before the Board this evening, the first is an Amended and Restated Employment Agreement for the CEO. The amended agreement incorporates language from the previous three amendments to the CEO's employment agreement; it corrects and clarifies items from the original agreement and provides for the following changes to salary and benefits:

- Under the amended employment agreement, the CEO would receive a merit increase of 3.5% bringing the salary to \$486,772.82.
- In addition, the CEO would receive an additional 40 hours of vacation time per year which would supplement the amount she receives under Community Power's standard benefits.

The second item for approval this evening is the First Amendment to the General Counsel's Employment Agreement. The first amendment corrects and clarifies items from the original agreement, removes the specific term from the employment period and provides the following change to salary:

- A market adjustment as well as a 4% merit increase bringing her total salary to \$408,241.60.

There were no public comments on Items 10 (a) or 10 (b).

Motioned by Director Yamane and seconded by Director Elo-Rivera to approve the Amended and Restated Employment Agreement for the CEO and the First Amendment to Employment Agreement for the General Counsel. The motion carried 7/0 as follows:

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

11. Tariffs, Tax Credits and Executive Orders: New-Build Market Outlook Update

Mr. Welch and Ms. Torres provided an update on Tariffs, Tax Credits and Executive Orders: New-Build Market Outlook.

There were no public comments on Item No. 11.

After Board member questions, discussion and comments, the status report on federal policy and budget as it relates to clean energy procurement was received and filed.

12. Public Hearing - AB 2561 - Status of vacancies, recruitment and retention efforts

Chair Aguirre declared the public hearing open.

Ms. Pugh summarized the requirements of Assembly Bill (AB) 2561 and presented Community Power's report on status of vacancies, recruitment, and retention efforts.

There were no public comments on Item No. 12.

Chair Aguirre declared the public hearing closed.

Motioned by Director Yamane and seconded by Director Inzunza to hold a public hearing, receive comments, and accept report on the status of Community Power employee vacancy rates and recruitment and retention efforts. The motion carried 7/0 as follows:

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

ABSENT: None

13. Approve the FY 2025-2026 Operating Budget, the FY 2025-2026 Capital Budget, and the FY 2026-2030 Capital Investment Plan

Ms. Burns introduced the proposed FY 2025-2026 Operating Budget, the FY 2025-2026 Capital Budget, and the FY 2026-2030 Capital Investment Plan. Followed by Dr. Washington, Mr. Manglicmot, Ms. Camara, and Mr. Clark presented their corresponding budget sections.

There were no public comments on Item No. 13.

After Board member comments, motioned by Director Yamane and seconded by Director Inzunza to adopt Resolution No. 2025-06, approving the FY 2025-2026 Operating Budget, the FY 2025-2026 Capital Budget, and the FY 2026-2030 Capital Investment Plan. The motion carried 7/0 as follows:

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

14. Approve Update to San Diego Community Power’s Energy Risk Management Policy: California Carbon Allowance and Carbon Offset Transactions and Obligations

Ms. Camara provided an update on San Diego Community Power’s Energy Risk Management Policy: California Carbon Allowance and Carbon Offset Transactions and Obligations.

Director Elo-Rivera left the meeting at 6:29 p.m.

There were no public comments on Item No. 14.

Motioned by Director Yamane and seconded by Alternate Director Cazares to adopt Resolution No. 2025-05 approving Addendum 2 to San Diego Community Power’s Energy Risk Management Policy: California Carbon Allowance and Carbon Offset Transactions and Obligations, to allow the CEO to approve procurement of California Carbon Allowance (CCA) and Carbon Offset (CO) to meet San Diego Community Power compliance obligations under California’s Cap-and-Trade Program. The motion carried 6/0 as follows:

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

15. Adoption of Resolution No. 2025-07, Authorizing Execution of an Energy Prepayment Transaction, Related Documents, and ‘Form of’ Documents Subject to Maximum Issuance Amount, Limitation on Fees, and Minimum Required Savings

Mr. Washington introduced the goals and benefits of Energy Prepayment Transactions and turned it over to Mr. Spengler to provide an overview of the process for the Execution of an Energy Prepayment Transaction, Related Documents, and ‘Form of’ Documents Subject to Maximum Issuance Amount, Limitation on Fees, and Minimum Required Savings.

Vice Chair Lawson-Remer left the meeting at 6:37 p.m.

There were no public comments on Item No. 15.

Motioned by Director Yamane and seconded by Director Inzunza to adopt Resolution No. 2025-07, approving parameters under which an energy prepayment transaction can be completed; authorizing and approving documents or “form of” documents supporting the prepay transaction; and directing California Community Choice Financing Authority (CCCFA) to make payments to service providers for issuance costs from prepay bond proceeds. The motion carried 5/0 as follows:

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

16. Approve Amended and Restated Energy Storage Service Agreement with Yellow Pine Solar III, LLC

Mr. Key provided an overview of the Amended and Restated Energy Storage Service Agreement with Yellow Pine Solar III, LLC.

There were no public comments on Item No. 16.

After Board member comments, motioned by Alternate Director Cazares and seconded by Director San Antonio to approve the proposed Amended and Restated Renewable Energy Storage Service Agreement with Yellow Pine Solar III, LLC to move the capacity between project sites, reduce the fixed capacity price, and make additional minor amendments, and authorize the Chief Executive Officer to execute the agreement. The motion carried 5/0 as follows:

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

17. Approve Energy Storage Service Agreement for the North Johnson Energy Center

Mr. Key presented the proposed Energy Storage Service Agreement for the North Johnson Energy Center.

Director Elo-Rivera rejoined the meeting at 6:53 p.m.

There were no public comments on Item No. 17.

Motioned by Director Yamane and seconded by Alternate Director Cazares to approve the proposed 15-year Energy Storage Service Agreement with North Johnson Energy Center, LLC for a 50 MW/200 MWh, 4-hour battery energy storage facility 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, Yamane and Alternate Director Cazares
NOES: None
ABSTAINED: None
ABSENT: Vice Chair Lawson-Remer

CHIEF EXECUTIVE OFFICER REPORT

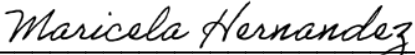
Ms. Burns reported on Community Power's recent activities and events.

DIRECTOR COMMENTS

There were no Director comments.

ADJOURNMENT

Chair Aguirre announced that the Board will be dark in July. The meeting was adjourned at 7:03 p.m. to the next regular meeting scheduled for Thursday, August 28, 2025, at 5 p.m.



Maricela Hernandez, MMC, CPMC
Clerk of the Board