

**ORANGE COUNTY POWER AUTHORITY
BOARD OF DIRECTORS**

MINUTES

February 9, 2021

This meeting was conducted utilizing teleconference and electronic means consistent with public health orders and guidelines in California and in accordance with the Governor’s Executive Orders N-25-20 and N-29-20. There was no location for in-person attendance. Due to the nature of the teleconference, all votes were cast via roll call.

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

The Agenda Items were considered in the order presented.

1. CALL TO ORDER

Chair Carroll called the Orange County Power Authority (“OCPA”) Board of Directors meeting to order at 10:02 a.m.

2. PLEDGE OF ALLEGIANCE

Chair Carroll led the Pledge of Allegiance.

3. ROLL CALL

Present: 6 Members

Board Member Khan (Irvine)
Board Member Posey (Huntington Beach)
Board Member Sonne (Buena Park)
Board Member Voigts (Lake Forest)
Vice Chair Jung (Fullerton)
Chair Carroll (Irvine)

Also present: Ryan Baron, General Counsel (Best, Best and Krieger, LLP)

4. CONSENT CALENDAR

ACTION: Motioned by Director Voigts, seconded by Director Sonne, to approve the Consent Calendar as submitted. MOTION CARRIED BY THE FOLLOWING VOTE:

Ayes: Director Khan, Director Posey, Director Sonne, Director Voigts, Vice Chair Jung, Chair Carroll.

Noes: None

Abstained: Director Posey for Agenda Item 4A only.

Absent: None

A. MINUTES FOR JANUARY 26, 2021 BOARD OF DIRECTORS' MEETING

Action: Approved as submitted.

B. ADOPTION OF ADMINISTRATIVE POLICIES

Action: 1. Adopted Orange County Power Authority Policy Number 003: Customer Information Confidentiality Policy; 2. Adopted Orange County Power Authority Policy Number 004: Prohibition of Disseminating Untrue or Misleading Information Policy; and 3. Adopted Orange County Power Authority Policy Number 005: Compensation and Expense Reimbursement Policy as submitted.

5. REGULAR CALENDAR

The following items called for discussion or action by the Board of Directors. The Board may discuss and/or take action on any item listed below if the Board is so inclined. Staff presentations for the Regular Calendar were made sequentially before a single roll call vote was taken.

A. ADOPT AUTHORITY'S FISCAL YEAR 2020-2021 BUDGET

CEO Probolsky presented the report, indicating the proposed current year budget is considered a high-level overview, reflective of the Authority's formation stage. He stated some items in the current year budget may be carried over to the following fiscal year, and noted the FY 2021/22 fiscal year budget will be more detailed.

Responding to Director questions, CEO Probolsky stated a future strategic planning workshop was already in the planning stages and no changes in the proposed budget were necessary to accommodate that. He further responded to Director inquiry stating that he is viewing potential office space in Irvine and confirmed the space is ADA accessible.

There was no public comment received.

ACTION: Motioned by Director Posey, seconded by Director Voigts, to adopt the Orange County Power Authority Fiscal Year 2020-2021 Budget. MOTION CARRIED BY THE FOLLOWING VOTE:

Ayes: Director Khan, Director Posey, Director Sonne, Director Voigts, Vice Chair Jung, Chair Carroll.

Noes: None

Abstained: None

Absent: None

B. ADOPT CONFLICT OF INTEREST CODE

Authority Counsel Baron presented the report, indicating the Conflict of Interest Code was a requirement of the Political Reform Act.

There was no discussion or public comment on this item.

ACTION: Motioned by Director Posey, seconded by Director Voigts, to 1. Adopt Resolution No. 2021-04: Resolution of the Board of Directors of Orange County Power Authority Adopting a Conflict of Interest Code Pursuant to the Political Reform Act of 1974; and 2. Authorize staff to execute the appropriate documents and submit the adopted Code to the Board of Supervisors of Orange County, which serves as the Authority’s code-reviewing body (Gov. Code § 82011), requesting approval of the Code as required under Government Code section 87303. MOTION CARRIED BY THE FOLLOWING VOTE:

Ayes: Director Khan, Director Posey, Director Sonne, Director Voigts, Vice Chair Jung, Chair Carroll.

Noes: None

Abstained: None

Absent: None

C. APPROVE AMENDMENT TO THE JOINT POWERS AGREEMENT REGARDING MEMBER WITHDRAWAL

Authority Counsel Baron presented the report, stating adjusting the withdrawal date for member agencies to April 1st would allow agencies additional time for their own due diligence, and not negatively impact the binding load forecast to secure power capacity which will be brought before the Board in mid-April.

The following member of the public offered comment:

Jose Castaneda, Fullerton, commented on the significance of the proposed amendment, noting the Authority’s willingness to work with local agencies, and asked for the Board’s approval.

Board Member discussion ensued, with Directors Posey, Sonne, and Voigts all noting the thirty day extension was a good faith effort on the part of the Authority to allow member agencies to complete their due diligence.

ACTION: Motioned by Director Posey, seconded by Director Voigts, to approve the amendment to the Joint Powers Agreement regarding member withdrawal. **MOTION CARRIED BY THE FOLLOWING VOTE:**

Ayes: Director Khan, Director Posey, Director Sonne, Director Voigts, Vice Chair Jung, Chair Carroll.

Noes: None

Abstained: None

Absent: None

6. PUBLIC COMMENTS

The following members of the public offered comment:

Ayn Cracium, Irvine, congratulated the City of Huntington Beach on its recent decision to affirm membership in the Authority.

Senait Forthal, Irvine, requested the Board create a Community Advisory Council at their earliest convenience.

Kathleen Treseder, Irvine, requested the Board create a Community Advisory Council.

Andrea Alexander, Lake Forest, expressed support for the Authority and requested the Board act quickly to respond to questions received from the Lake Forest City Council.

7. DIRECTOR COMMENTS

Director Khan expressed support for the Community Advisory Council and requested it be discussed at the next meeting of the Board.

Director Sonne expressed support for the Community Advisory Council. She also requested a future discussion on the roles of the Executive Board, to establish policy not only for the current Board Members but also future members.

Director Posey complimented staff on their presentation at a recent Huntington Beach Town Hall meeting, stating it was available to view on the City's YouTube channel.

Director Voigts commented on the terms for Director representation and requested that the length of term be similar to Orange County Vector Control, where members could be appointed for two or four years, at the appointing agency's discretion.

Vice Chair Jung stated his support for the current terms as outlined in the Joint Powers Agreement and commented any future changes should wait until after the membership withdrawal deadline.

Chair Carroll spoke regarding the benefits of Community Choice Aggregation.

8. REPORT BY CHIEF EXECUTIVE OFFICER

CEO Probolsky reported viewing potential office space, ongoing conversations with other cities regarding potential membership, and discussions with Southern California Edison and state regulators. He stated the current Form 700 filings would need to be manually filed in paper, however future year filings would be online using the County's automated system. He announced the City of Huntington Beach had reaffirmed membership in the Authority at its meeting of February 1st and that the City of Lake Forest was discussing membership at its upcoming meeting. He further reported staff was reviewing the letter received from the City of Lake Forest and would be providing a response. He stated he would be attending upcoming Council Meetings in both Buena Park and Fullerton to discuss the Authority, and noted he would agendaize a discussion regarding the Community Advisory Council at an upcoming meeting.

9. REPORT BY GENERAL COUNSEL

Mr. Baron had nothing to report, however he did speak to the request to allow member agencies to appoint Directors for two years instead of the current four, pointing out that would require an amendment to the Joint Powers Agreement. He further stated the discussion was not listed on the agenda and any further discussion should be avoided until such time as it appeared on the Board's agenda.

10. ADJOURNMENT

Chair Carroll adjourned the meeting at 11:10 a.m.



Brian Probolsky, Secretary