

**ORANGE COUNTY POWER AUTHORITY
MEETING OF THE BOARD OF DIRECTORS**

MINUTES

February 23, 2020

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 meeting to order at 10:02 a.m.

2. PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Vice Chair Jung.

3. ROLL CALL

Present: 5 Members

Director Khan (Irvine)

Director Posey (Huntington Beach)

In the absence of Director Posey, Alternate Director Kalmick

Director Sonne (Buena Park)

Vice Chair Jung (Fullerton)

Chair Carroll (Irvine)

Also present: CEO Brian Probolsky

COO Antonia Castro-Graham

Ryan Baron, General Counsel (Best Best and Krieger, LLP)

4. CONSENT CALENDAR

All items listed under the Consent Calendar were considered to be routine and enacted by one motion. Prior to the motion to consider any action by the Board of Directors, any public comments on any of the Consent Items was heard. There was no separate action and no members of the Board of Directors requested specific items be removed from the Consent Calendar.

MOTION: Motioned by Vice Chair Jung, second by Alternate Director Kalmick, to approve the Consent Calendar as submitted.

MOTION CARRIED BY THE FOLLOWING VOTE:

Ayes: Alternate Director Kalmick, Director Khan, Director Sonne, Vice Chair Jung, Chair Carroll

Noes: None

Abstained: None

Absent: None

A. MINUTES FOR FEBRUARY 9, 2021 BOARD OF DIRECTORS' MEETING

Action: Approve as submitted.

5. REGULAR CALENDAR

The following items call 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.

A. CITIZEN'S ADVISORY COMMITTEE UPDATE

Chief Operating Officer Castro-Graham ("COO") presented the report, noting a Citizens Advisory Committee ("CAC") was permitted under the terms of the Authority's Joint Powers Agreement. She stated advisory in nature, the parameters of the Committee may be set by the Board. Ms. Castro-Graham reviewed the role of a Citizens Advisory Committee.

Board discussion ensued, with Director Khan and Vice Chair Jung stating the importance of having advocates in the community and the need to recruit members that support the mission of the Authority. Vice Chair Jung stated Directors should be allowed to make direct appointments.

Responding to Board questions, COO Castro-Graham stated she agreed that Directors know their communities the best, and that direct appointees, supplemented with applicants from a diverse group of stakeholders, such as the business, education, and home owner association communities make for strong CACs.

Further responding to Board questions, Ms. Castro-Graham recommended the Board conduct its strategic planning session, and discuss projects for the CAC to work on. She also recommended having the CAC members participate in an Energy 101 workshop, that the CAC meetings included guest speakers, interesting topics, and exciting projects to keep the members engaged.

The following members of the public provided comment:

Jose Castaneda, Fullerton, supported the idea of direct appointments by the Board Members, plus business and other stakeholders. He also requested that CAC members be empowered and encouraged to provide education about the Authority in their communities.

Ayn Cracium, Irvine, Clean Energy Advocate with the Climate Action Campaign, supported the CAC.

Board discussion continued with Alternate Director Kalmick supporting direct appointments and maintaining the virtual (Zoom) option for attendance. Director Sonne expressed support for both direct appointments and applicants from stakeholder groups.

Responding to Board inquiry, CEO Brian Probolsky stated the Authority's current leased offices could support up to 15 people for in person meetings with COVID social distancing measures. COO Castro-Graham stated her belief the CAC could be in place by late April.

Chair Carroll inquired about Sustain SoCal, and whether it was reasonable to include a representative on the CAC. For disclosure purposes General Counsel Baron reported he serves as the Chair of Sustain SoCal. Mr. Baron noted having a representative from the organization, and perhaps someone from the building community, serve on the CAC could be helpful.

CEO Probolsky noted the agenda item was a receive and file, with no Board action required. He summarized the direction provided and stated staff would review the information before returning the item to the agenda in March for a final discussion on policy and action by the Board.

Action: The Board received and filed the item.

B. ENERGY 101 WORKSHOP UPDATE

CEO Probolsky presented the report, stating the benefit of providing the workshop training as soon after the Authority's start up as possible. He stated the workshop would last approximately three hours and may include outside speakers. He provided the dates of March 9th and March 23rd for the Board's consideration.

Responding to Board inquiry, General Counsel Baron stated the workshop would be a high level overview of Community Choice Aggregation ("CCA"), the energy community, the California Public Utilities Commission, what is the role of the Authority, and the key differences between CCA and investor-owned utilities. Mr. Baron further responded that the workshop would be a Brown Act regulated meeting of the Board, and as such would be open to the public, with attendees having an opportunity to provide public comment.

The following members of the public provided comment:

Andrea Alexander, Lake Forest, stated her disappointment that the City of Lake Forest had withdrew from the Authority, and inquired as to whether the workshop would be open to residents from non-member cities. Mr. Baron replied yes.

Senait Forthal, Irvine, welcomed COO Castro-Graham to the staff, and suggested Board Members reach out to the cities and Council Members that might be struggling with understanding CCA.

MOTION: Motioned by Chair Carroll, second by Vice Chair Jung, to schedule the Energy 101 Workshop on March 9th.

MOTION CARRIED BY THE FOLLOWING VOTE:

Ayes: Alternate Director Kalmick, Director Khan, Director Sonne, 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, thanked Lake Forest Mayor Scott Voigts for his leadership in CCA and expressed hope that the City of Lake Forest would return to the Authority.

Jose Castaneda, Fullerton, spoke regarding an upcoming Stanton City Council study session on CCA and suggested someone from the Authority attend and participate.

7. DIRECTOR COMMENTS

Director Sonne noted the Authority was moving quickly in an exciting direction, and she looked forward to what can be accomplished in the next few months. She referenced the recent tragedy in Texas due to inclement weather, and requested staff be prepared to dispel any claims that clean energy models were responsible.

8. REPORT BY CHIEF EXECUTIVE OFFICER

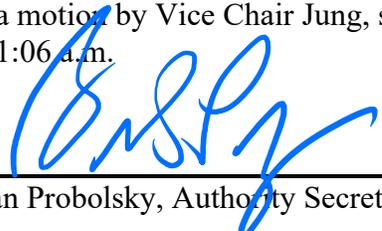
CEO Probolsky reported on procurement efforts, stating the results of recent RFPs will be coming to the board soon. He reported entering into a six month lease for office and meeting space in Irvine, however noted they will be maintaining the PO Box for all official correspondence. Mr. Probolsky stated that Ms. Castro-Graham's official first day will be March 8th. He concluded by stating staff is conducting a lot of outreach with cities and he anticipates growing the Authority's membership as a result.

9. REPORT BY GENERAL COUNSEL

General Counsel Baron presented no formal report, however he noted for the record that there is zero correlation between CCA, renewable energy, and the Texas energy failure during the recent weather crisis. He cited Texas' deregulated energy market as a key contributing factor.

10. ADJOURNMENT

On a motion by Vice Chair Jung, second by Director Khan, Chair Carroll adjourned the meeting at 11:06 a.m.



Brian Probolsky, Authority Secretary