

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

MINUTES

June 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 meeting to order at 9:05 a.m.

2. PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Chair Carroll

3. ROLL CALL

Present: 5 Members

Director Khan (Irvine)
Director Posey (Huntington Beach)
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. 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 was so inclined.

**4.1 AWARD OF CONTRACT TO THE ENERGY AUTHORITY FOR
SCHEDULE COORDINATION AND DISPATCH SERVICES**

CEO Brian Probolsky introduced the agenda item. Chair Carroll provided background information on the start-up activities of the Authority. COO Antonia Castro-Graham presented the report, reviewing the Request for Proposal (“RFP”) process. She noted that the original proposals solicited by the Authority were rejected, and the RFP re-advertised, in an effort to obtain additional proposals from which to select the contractors. She further noted that the costs for these services were already included in the proposed FY 2021/22 budget, which will be presented to the Board at a future meeting.

Authority Counsel Ryan Baron discussed the services included in the category of “Scheduling and Dispatch” and commented that the services were regulated by Federal Energy Regulatory Commission (“FERC”). He noted scheduling and dispatch services were data intensive, and a highly technical and important function.

Director Posey inquired about the selection process, noting that the recommended consultant, The Energy Authority (“TEA”), had also submitted a proposal for Power Supply Portfolio Management (Agenda Item 4.2) but was not selected. He asked about economies of scale if they were to receive both contracts.

CEO Probolsky explained that the services were very different, utilizing different staff, so there were no economies of scale. He stated that while the first-year costs for Scheduling and Dispatch were higher with TEA, they provided much greater staff support than the other proposed consultants and that their remaining years cost was lower.

The following members of the public offered comment:

Kathleen Treseder, Irvine, expressed support for the recommended consultant.

Jose Trinidad Castaneda, Fullerton, expressed support for the recommended consultant.

MOTION: On motion by Director Posey, second by Director Sonne, the Board: 1. Selected TEA to provide schedule coordination and dispatch services; 2. Authorized the Chief Executive Officer, the Chief Operating Officer, and General Counsel to negotiate, finalize, and execute a Professional Services Agreement with TEA in a not-to-exceed amount of \$1,087,693, consistent with the staff report as reviewed and approved by the General Counsel. **MOTION CARRIED BY THE FOLLOWING VOTE:**

AYES: Directors Khan, Posey, and Sonne
Vice Chair Jung
Chair Carroll

NOES: None

ABSTAIN: None

ABSENT: None

4.2 AWARD OF CONTRACT FOR POWER SUPPLY PORTFOLIO MANAGEMENT

CEO Brian Probolsky introduced the agenda item. General Counsel Ryan Baron reviewed the scope of services in detail. CEO Probolsky reviewed the list of proposals received, noting the

extensive California experience of Pacific Energy Advisors (“PEA”) and that the firm provides portfolio management for over ½ of the CCA’s in the state. He reported the firm’s staff operates entirely from California and their offices are adjacent to the California Independent System Operator (“CAISO”) facility. He stated the level of staff support proposed during start-up was almost equivalent to a full-time employee and their pricing in the years following start-up was very competitive.

Director Posey inquired as to strength of their staff and the length of time PEA had been in business compared to the other proposers. CEO Probolsky reported that while the consultant had fewer staff members, they were all highly experienced, and that because the firm operates entirely in California, their time in business reflects the nature of community choice aggregation in California. However, their team experience and depth in the utility industry is much greater and goes beyond their time with PEA.

Director Posey inquired about the relationship between PEA and TEA, chosen to provide scheduling coordination and dispatch services. Since TEA also proposed for portfolio management and was not selected, would there be any challenges with the two firms working together. CEO Probolsky stated that he had spoken with both firms, and that the number of consultants serving CCA’s is few, almost like a small family, and that the two firms respect each other. He did not anticipate any issues or have concern over their working relationship. CEO Probolsky further noted that while TEA provides both scheduling coordination/dispatch services AND portfolio management, PEA only provides portfolio management services.

The following members of the public offered comment:

Kathleen Treseder, Irvine, expressed appreciation for the Authority taking this important step in hiring a portfolio manager, and stated her support for the proposed consultant.

Jose Trinidad Castaneda, Fullerton, stated his support for the proposed consultant.

Ayn Craciun, Irvine, Climate Action Campaign, expressed her support for the proposed consultant, noting that PEA provides portfolio management for Marin Power, the first CCA in California.

MOTION: On motion by Director Posey, second by Director Sonne, the Board:

1. Selected PEA to provide power supply portfolio management services; 2. Authorized the Chief Executive Officer, the Chief Operating Officer, and General Counsel to negotiate, finalize, and execute a Professional Services Agreement with PEA in a not-to-exceed amount of \$2,388,000, consistent with the staff report as reviewed and approved by the General Counsel. MOTION CARRIED BY THE FOLLOWING VOTE:

AYES: Directors Khan, Posey, and Sonne
Vice Chair Jung
Chair Carroll

NOES: None

ABSTAIN: None

ABSENT: None

5. PUBLIC COMMENTS

The following members of the public offered comment:

Kathleen Treseder, Irvine, thanked the Board for initiating recording of their meetings, stating she was in favor of increased transparency. She requested as much notice as possible in advance of special meetings. She further commented her concern over Question #4 on the application for Community Advisory Committee members, which suggests the members were to be “mouth pieces” for the Board, rather than providing advice. She concluded by stating she was excited for the data center, citing her positive experience in other areas.

Ayn Craciun, Irvine, echoed the comments of Dr. Treseder regarding the application, which could give committee members the idea they could not disagree with the Board. She further commented that special meetings should be kept to a minimum.

Sylvia Walker expressed appreciation for recording the meetings.

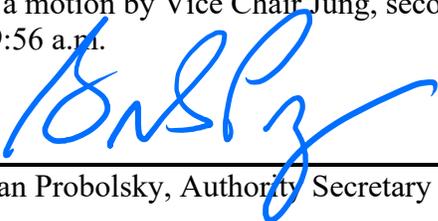
Linda Kramer, Climate Reality OC, announced an upcoming webinar on Clean Energy to be held June 23rd and invited anyone who was interested in attending to contact her at lkteamtalk@gmail.com. She also commented that there is a lot of misinformation and false rate information being circulated in the communities.

Jose Trinidad Castaneda, Fullerton, stated he had recently reviewed the implementing timeline as presented at the January 12, 2021, Board Meeting, and noted that things will be moving very quickly in the third quarter of 2021.

6. ADJOURNMENT

Chair Carroll thanked everyone for their participation and comments. He noted recordings of the Board Meetings was another resource the community can use to access information on CCA and the Authority. He also noted there may be a need for more frequent meetings in the future.

On a motion by Vice Chair Jung, second by Director Posey, Chair Carroll adjourned the meeting at 9:56 a.m.



Brian Probolsky, Authority Secretary