

**Clean Energy Alliance - Board of Directors
Adjourned Meeting Minutes
November 9, 2023, 12:00 p.m.
City of Oceanside, Council Chamber
300 North Coast Hwy, Oceanside CA 92054**

CALL TO ORDER: Following the resolve of technical issues, Vice Chair Musgrove called to order the adjourned meeting of the Clean Energy Alliance at 12:11 p.m.

ROLL CALL: Board Members: Becker, Melendez, Garcia, Joyce, Bhat-Patel, Vice Chair Musgrove, Chair Druker

FLAG SALUTE: Vice Chair Musgrove led the flag salute.

Chair Druker commented on his teleconference participation and indicated that Vice Chair Musgrove will be chairing the meeting. Board member Bhat-Patel commented on her remote participation under just cause of childcare.

PUBLIC COMMENT: None.

New Business

Item 1: Consider Approval of Establishment of a Feed-in-Tariff (Community Solar) Program and Direct Staff to Return with Program Guidelines and Related Documents

RECOMMENDATION

Approve Establishment of a Feed-In-Tariff (Community Solar) Program with the criteria recommended by staff and direct staff to return with a marketing campaign, program guidelines, application, and power purchase agreement.

CEO Boswell presented the item noting that the CEA Board and Community Advisory Committee have prioritized establishment of a Feed-in-Tariff also known as Community Solar to incentivize locally situated, small scale, renewable energy projects and would be a standard offering that would include a predetermined price that CEA would pay for the energy as well as establish the delivery term, project size limitations and power purchase agreement and these items will not be negotiated as part of the process. Ms. Boswell gave an overview of the recommended offering criteria commenting that the program guidelines would be consistent with CEA's Inclusive & Sustainable Workforce Policy and that the majority of the Community Advisory Committee (CAC) support the development of the program.

Board comments and questions included inquiry regarding how proposals would be weighted; would it be a first come, first served basis; does staff know of any local companies currently making offering; unintended negative impacts. CEO Boswell responded that CEA's Bid Criteria Policy would be followed and that standard offerings are evaluated as received; no knowledge of any specific projects but the community expressed they would like to see CEA offer in order to take advantage of potential smaller scale programs; and any of these projects would be subject to normal permitting process where any negative impact would be addressed.

Motion by Joyce, second by Garcia to approve staff recommendation.

Motion carried unanimously, 7/0.

Item 2: Consider Adoption of Resolution No. 2023-011 Approving the First Amendment to Chief Executive Officer Employment Agreement with Gregory Wade to Change the Effective Date of his Employment

RECOMMENDATION

Adopt Resolution No. 2023-011 approving the First Amendment to the Chief Executive Officer Employment Agreement with Gregory Wade in substantial form as Attachment A or as presented at the meeting, with non-substantive revisions approved by the Clean Energy Alliance Board of Directors Chair and reviewed and approved as to form by Special Counsel.

Special Counsel Kevin Ennis presented the item commenting that the recommendation to approve the First Amendment to CEO Employment Agreement contains a set of changes to the version in the agenda packet indicating that the City of Solana Beach requests that the deferral date of the contract to be effective and specific to February 1, 2024.

Board member Becker noted that she is the representative from Solana Beach, and in the interest of transparency, counsel has informed that no conflict of interest is present for this issue and Special Counsel Ennis concurred.

Public Comment: None

**Motion by Bhat-Patel, second by Garcia to approve the recommended action with the changes described by Special Counsel Ennis to specify the effective date of the contract as February 1, 2024.
Motion carried unanimously, 7/0.**

Item 3: Consider Adoption of Resolution No. 2023-012 Approving the Fiscal Year 2023/24 Position Control Listing

RECOMMENDATION

Adopt Resolution No. 2023-012 approving the Fiscal Year 2023/24 Position Control Listing.

CEO Boswell gave an overview of the item noting the number of people that CEA staff anticipates hiring in the positions that have been approved by the Board and that this is a last step in preparing to hire staff.

Public Comment: None

**Motion by Becker, second by Melendez, to approve recommended action.
Motion carried unanimously, 7/0.**

BOARD MEMBER REQUESTS FOR FUTURE AGENDA ITEMS: None

ADJOURNMENT: Vice Chair Musgrove adjourned the meeting at 12:37 p.m.

DocuSigned by:

Susan Caputo

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Susan Caputo, MMC
Interim Board Secretary