

Board of Directors Adjourned Regular Meeting Agenda

January 13, 2022, 2:00 p.m.
City of Solana Beach | Virtual Meeting

Pursuant to Government Code Section 54953(3) (Assembly Bill 361), and in the interest of public health and safety, Clean Energy Alliance (CEA) is temporarily taking actions to prevent and mitigate the effects of the COVID-19 pandemic by holding CEA Joint Powers Authority meetings electronically or by teleconferencing. All public meetings will comply with public noticing requirements in the Brown Act and will be made accessible electronically to all members of the public seeking to observe and address the CEA Joint Powers Authority Board of Directors.

Members of the public can watch the meeting live through the You Tube Live Stream Link at:

<https://thecleanenergyalliance.org/agendas-minutes/>

or

<https://www.youtube.com/channel/UCGXJlZlTUJOCZwVGpYoC8Q>

This is a view-only live stream. If the You Tube live stream experiences difficulties members of the public should access the meeting via the Zoom link below.

Members of the public can observe and participate in the meeting via Zoom by clicking:

<https://us06web.zoom.us/j/81376410530>

or telephonically by dialing:

(253) 215-8782

Meeting ID: 813 7641 0530

Members of the public can provide public comment in writing or orally as follows:

Written Comments: If you are unable to connect by Zoom or phone and you wish to make a comment, you may submit written comments prior to and during the meeting via email to: Secretary@thecleanenergyalliance.org. Written comments received up to an hour prior to the commencement of the meeting will be announced at the meeting and become part of the meeting record. Public comments received in writing will not be read aloud at the meeting.

Oral Comments: You can participate in the meeting by providing oral comments either: (1) online by using the raise hand function and speaking when called upon or (2) using your telephone by pressing *9 to raise your hand and speaking when called upon.

If you are an individual with a disability and need a reasonable modification or accommodation pursuant to the Americans with Disabilities Act ("ADA"), please contact Secretary@thecleanenergyalliance.org prior to the meeting for assistance.

CALL TO ORDER: 2:02 p.m.

ROLL CALL: Board Members: Druker, Inscoc, Musgrove, Acosta, Chair Becker

FLAG SALUTE: Chair Becker led the flag salute.

BOARD COMMENTS & ANNOUNCEMENTS: Board Member Acosta commented that she is now the primary representative to the CEA Board and shared her excitement on working with the Board.

PRESENTATIONS: None

PUBLIC COMMENT: None

New Business

Item 1: Consideration of Adoption of Resolution No. 2022-001 Approving Credit Agreement Amendment and Fee Agreement with JPMorgan Increasing the Line of Credit from \$6MM to \$15MM

RECOMMENDATION

1) Adopt Resolution No. 2022-001 approving credit agreement amendment with JPMorgan, in a form substantially as attached, increasing the line of credit from \$6MM to \$15MM and authorize the Chief Executive Officer to execute all documents, subject to Special and General Counsel approval; and

2) Approve related Fee Agreement with JPMorgan and authorize the Chief Executive Officer to execute all documents, subject to Special and General Counsel approval.

Board Member Druker recused himself from participating on this item due to a conflict of interest – the company he works with has a financial relationship with JPMorgan/Chase. Member Druker left the virtual dias by muting his mic and exiting video.

Alternate Board Member Worden recused himself from participating on this item due to a conflict of interest – owning stock in JPMorgan and left the virtual dias by muting his mic and exiting video.

ACTION: Approved unanimously, 4/0



BOARD MEMBER REQUESTS FOR FUTURE AGENDA ITEMS: Chair Becker requested that election of a new Vice Chair be placed on the next agenda.

Member Musgrove requested that the term of service for Chair and Vice Chair be added to CEA JPA bylaws.

ADJOURN: Chair Becker adjourned the meeting at 2:47 p.m.