



**MINUTES OF THE
REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY**

*A regular meeting of the Board of Directors was held on **October 20, 2022**, at Southern California Public Power Authority*

1160 Nicole CT
Glendora, CA 91740

The meeting of the Board of Directors was conducted in person and by teleconference pursuant to the Ralph M. Brown Act (Cal. Govt. Code sec. 54950 et seq.), as amended by AB 361, with recognition of the Governor’s proclamation of a State of Emergency related to COVID-19 and State and Local efforts to promote social distancing, which allows SCPPA Board Members, staff, and the public to participate in and conduct the meeting by teleconference.

*This meeting was called to order at **10:00 AM** by the President.*

The following Board Members (B) and Alternates (A) were present:

Dukku Lee (B), Tom Miller (B), Dawn Roth Lindell (B), Kelly Nguyen (A), Enrique B. Martinez (B), Tikan Singh (B), Todd Dusenberry (B), Mark Young (B), Brian A. Dickinson (A), Paul Schultz (A)

Staff Members present were:

SCPPA: Michael S. Webster, Aileen Ma, Richard Morillo, Armando Arballo, Randy Krager, Steven Starks, Elizabeth Naranjo, Anna Mendoza, Troy Cook, Charles Guss, John Quan, Salpi Ortiz, Francisco Cerda, Mario De Bernardo, SCPPA LA: John Equina, Peter Huynh, Matthew Curtis, Joan Ilagan, Margie Lee, Grace Mao.

Attorneys, Member Employees, Consultants, and others present were:

Chris Kearney (The Ferguson Group), Victor Hsu (Norton Rose Fulbright), Robert Laurie (Duncan Weinberg Genzer Pembroke), Keith Simovic (DWGP), Sylwia Dakowicz (DWGP), Sean Neil (DWGP), Keith Simovic (Moss Adams), Christine Godinez.

1. NOTICE/AGENDA AND OPPORTUNITY FOR THE PUBLIC TO ADDRESS THE BOARD

Mr. Miller went through the in-person and web conference protocol. Mr. Webster went through the emergency safety protocols for the in-person meeting participants. Ms. Ortiz took a roll call of the Board Members, Consultants and Attorneys, and SCPPA staff. Mr. Miller invited comments from the public. There were no public comments.

2. CONSENT CALENDAR

Mr. Miller went through the Consent Calendar. Mr. Lee asked for Item D. Resolution 2022-133 to be pulled for further discussion. Mr. Miller asked for a motion to approve the Consent Calendar less item D. Resolution 2022-133, as provided below:

A. Minutes of the Board of Directors Meeting

- Regular Meeting Minutes September 15, 2022

B. Receive and File:

1. Finance Committee Meeting Minutes: August 1, 2022
2. Finance Committee Meeting Minutes: September 12, 2022
3. Monthly Investment Report: August 2022
4. SCPPA A&G Budget Comparison Report: August 2022
5. SCPPA A&G Budget Comparison Report: Final June 2022
6. SCPPA FY 21-22 Q4 Budget-to-Actual Variance Report + Year end Billing Summary
7. Quarterly Strategic Goals Update Report
8. Palo Verde Report: September 2022
9. Magnolia Power Project Operations Report: September 2022
10. Federal Legislative Report: September 2022

C. Resolution 2022-132

- Approval of First Amendment to the Master Professional Services Agreement with DNV GL Energy Insights USA Inc., Extending the Term for an Additional Three Years and Establishing a Not to Exceed Amount

D. Resolution 2022-133

- Approval of Second Amendment to the Legal Services Agreement with Norton Rose Fulbright LLP Providing for an Increase in Hourly Rates [removed from Consent Calendar and considered as a separate item.]

E. Resolution 2022-134

- Approval of Resolution to reauthorize meetings of the Board of Directors and SCPPA Committees via teleconference or other electronic platform for the 30-day period beginning October 20, 2022, pursuant to Ralph M. Brown Act, as amended by Assembly Bill 361

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Enrique B. Martinez, *Imperial Irrigation District*

Ms. Ortiz took Roll Call vote:

	Yes	No	Present, Not Voting	Absent
Anaheim	X			
Azusa	X			
Banning	X			
Burbank	X			
Cerritos				X
Colton	X			
Glendale	X			
IID	X			
LADWP	X			
Pasadena	X			
Riverside				X
Vernon	X			

Mr. Miller asked Mr. Lee if he would like to further address Item D. Resolution 2022-133. Mr. Lee stated that he would like to approve Resolution 2022-133 with the understanding that SCPPA will conduct a review of the approval process related to legal fee rates. The Board had a lengthy discussion and agreed that moving forward, SCPPA will develop a standard approval process when increases are requested by a vendor, firm, etc. In addition, the Board discussed possibly having a rate increase schedule built-in to the agreement prior to renewal or of a new agreement so there is clarity on what to expect regarding rate increases.

D. Resolution 2022-133

- Approval of Second Amendment to the Legal Services Agreement with Norton Rose Fulbright LLP Providing for an Increase in Hourly Rates

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Dawn Roth Lindell, *Burbank Water & Power*

Ms. Ortiz took Roll Call vote:

	Yes	No	Present, Not Voting	Absent
Anaheim	X			
Azusa	X			

Banning	X			
Burbank	X			
Cerritos				X
Colton	X			
Glendale	X			
IID	X			
LADWP	X			
Pasadena	X			
Riverside				X
Vernon	X			

3. EXECUTIVE DIRECTOR'S REPORT

A. Working Group Update

Mr. Webster reported to the Board that SCPPA has been a part of the Lower Colorado Multispecies Conservation Program for numerous years due to being a part of the Hoover project. As of 2017, SCPPA is no longer a part of the Hoover project. Therefore, SCPPA does not qualify to be a part of the program any longer. SCPPA has communicated with Member staff to transition Members into the Program as it provides value to the Members. Mr. Webster anticipates that Members will be able to transition into the Program by Spring 2023.

Mr. Webster announced that the Inflation Reduction Act workshop will take place virtually on October 25, 2022, and he had invited all Members who wish to attend. Mr. Webster also announced that the Transmission and Distribution Engineering and Operation Conference will be held virtually on November 3, 2022. Mr. Webster concluded his report by asking Members if the T&D E&O conference is something SCPPA should continue to offer in the future.

4. LEGAL

A. Resolution 2022-135

- Approval of Amendments to SCPPA's Bylaws Authorizing Appointment of an Acting Executive Director during Disability or Temporary Absence of Executive Director, and (2) Authorizing the General Counsel to Approve or Disapprove Requests to Waive Conflicts of Interest.

Mr. Morillo presented Resolution 2022-135 to the Board for consideration and approval.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Dawn Roth Lindell, *Burbank Water & Power*

Ms. Ortiz took Roll Call vote:

	Yes	No	Present, Not Voting	Absent
Anaheim	X			
Azusa	X			
Banning	X			
Burbank	X			
Cerritos				X
Colton	X			
Glendale	X			
IID	X			
LADWP	X			
Pasadena	X			
Riverside				X
Vernon	X			

5. ASSET MANAGEMENT REPORT

A. SCPPA FY 21-22 Q4 Budget-to-Actual Variance Report

Mr. Guss reported to the Board Fiscal Year 21-22 Quarter 4 Budget-to-Actual Variance Report.

B. Resolution 2022-136

- Approval of Amendment No. 2 to the Master Professional Services Agreement with ASCE Analytics LLC to Extend the Term One Additional Year

Mr. Guss presented to the Board Resolution 2022-136 for consideration and approval.

Moved by: Paul Schultz, *Los Angeles Department of Water & Power*

Seconded by: Mark Young, *Glendale Water & Power*

Ms. Ortiz took Roll Call vote:

	Yes	No	Present, Not Voting	Absent
Anaheim	X			

Azusa	X			
Banning	X			
Burbank	X			
Cerritos				X
Colton	X			
Glendale	X			
IID	X			
LADWP	X			
Pasadena	X			
Riverside				X
Vernon	X			

6. CHIEF FINANCIAL & ADMINISTRATIVE OFFICER REPORT

A. Moss Adams presentation on Fiscal Year 2021-22 Annual Financial Audit

Mr. Simovic from Moss Addams presented to the Board regarding the services provided to SCPPA and the audit opinion/report for the Fiscal Year 2021-22 Annual Finance audit.

B. Procurement Process Review Update (Duncan Weinberg)

Mr. Neil from Duncan Weinberg Genzer Pembroke presented to the Board a progress report and initial recommendations for SCPPA'S Procurement Process Review. Mr. Neil shared with the Board their process to date, including interviews with SCPPA management, member staff, and legal and other staff and meetings with certain, member staff to discuss an outline of initial recommendations on Oct. 12, 2022.

Mr. Laurie briefly discussed two issues; Standard of Review of Procurements, and Conflicts of Interest. Mr. Laurie recommended that SCPPA maintain a transparent and proper process of documentation which is key to a successful new process. Mr. Laurie presented to the Board a preliminary update and discussed the next steps of the Procurement Process Review recommended for SCPPA.

Ms. Dakowicz presented to the Board an update on the recommendations for the procurement process for SCPPA with regard to transparency and proper processing of documentation.

C. Canyon Power Project Bond Refunding Update

Ms. Ma presented an update on the Canyon Power Project Bond Refunding and reported to the Board that the closing date will be October 27, 2022.

7. GOVERNMENT AFFAIRS DIRECTOR'S REPORT

A. State Regulatory Update

B. State Legislative Update

C. Federal Issues Update

Mr. De Bernardo was unable to present his report due to timing issues.

8. Board Member Comments

There were no Board Member comments.

9. Closed Session

Public Employment – General Counsel. The Board went into closed session to discuss the recruitment of General Counsel at 12:25 p.m. and resumed at 12:40. Mr. Miller reported out from closed session the Board approval of Christine Godinez as General Counsel.

10. Strategic Planning Workshop

The Strategic planning workshop resumed after lunch at 1:00 p.m. and ended at 2:36 p.m.

The regular meeting was Adjourned at 2:36 P.M

Respectfully Submitted,

DocuSigned by:

Michael S. Webster

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Michael S. Webster
Assistant Secretary