



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 **May 16, 2024**, at Southern California Public Power Authority, 1160 Nicole Court, Glendora, CA 91740. The meeting was called to order at **10:00 AM** by the President.*

Tikan Singh, Board President, went through the in-person and web conference protocol. Daniel E Garcia, Executive Director, went through the emergency safety protocols for the in-person meeting participants. Ms. Salpi Ortiz took roll.

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

Anaheim: Dukku Lee (B)
Azusa: Tikan Singh (B)
Banning: Jim Steffens (B)
Burbank: Mandip Samra (A)
Cerritos: Mike O' Grady (A)
Colton: Charles Berry (B)
Glendale: Mark Young (B)
IID:
LADWP: Ashkan Nassiri (A)
Pasadena: Kelly Nguyen (A)
Riverside: Scott Lesch (B)
Vernon: Todd Dusenberry (B)

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

Mr. Singh noted that the meeting was noticed and posted as required under the Brown Act. He stated that Item 7A has been pulled from the Agenda at the request of SCPPA staff and will not be considered during this meeting. Mr. Singh invited comments from the public. There were no public comments.

2. CONSENT CALENDAR

A. Minutes of the Board of Directors Meeting

- Regular Meeting Minutes: April 18, 2024

B. Receive and File:

1. Finance Committee Meeting Minutes: April 4, 2024
2. Monthly Investment Report: March 2024
3. SCPPA A&G Budget Comparison Report: March 2024
4. Quarterly Investment Report: March 2024
5. Investment Committee Meeting Minutes: April 4, 2024
6. San Juan Reclamation Annual Funding Status Report for 2023

- 7. San Juan Decommissioning Annual Funding Status Report for 2023
- 8. CY 2024 Q1 Renewables Operating Report
- 9. Palo Verde Report: March 2024
- 10. Magnolia Power Project Operations Report: April 2024
- 11. Federal Legislative Report: April 2024

C. Resolution 2024-068

Approve Amendment No. 2 to the Master Professional Services Agreement with Tinker, LLC to increase the Not-to-Exceed Amount provided in the Agreement

D. Resolution 2024-069

Approve Funding Agreement between the California Municipal Utilities Association and SCPPA for Costs associated with an Energy Efficiency Program Reporting Platform and providing for Additional Contributions to the Authority’s Revolving General Fund

E. Resolution 2024-070

Approve Two Change Orders to a Purchase Order with GE Packaged Power, LLC for the Repair of Canyon Power Plant Unit No. 1

F. Resolution 2024-071

Approval and Adoption of Revised Investment Policy for the Authority

Resolution 2024-072

Designating Authorized Authority Representatives

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Todd Dusenberry, *Vernon Public Utilities*

Ms. Ortiz took a Roll Call vote:

	Yes	No	Present, Not Voting	Absent
Anaheim	X			
Azusa	X			
Banning	X			
Burbank	X*		*Abstained from Item 2(A)	
Cerritos	X*		*Abstained from Item 2(A)	
Colton	X			
Glendale	X			
IID				X
LADWP	X			
Pasadena	X			
Riverside	X			

Vernon	X			
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3. EXECUTIVE DIRECTOR REPORT

A. Working Group Update

The Board welcomed Mr. Daniel E Garcia, SCPPA’s new Executive Director. Mr. Garcia thanked the Board. He announced that Ms. Nicole Solano, Principal Utility Analyst, has accepted a new position and will be leaving SCPPA. He wished her well and thanked her for all her contributions to SCPPA.

4. LEGAL

A. Resolutions 2024-075 through 2024-081

Award of Legal Services Agreements for Renewable and Conventional Energy Transaction Counsel Services, each for a term of three years with an option to extend for three additional years, to: Cameron-Daniel, P.C.; Dentons US, LLP; Duncan & Allen LLP; Duncan, Weinberg, Genzer, & Pembroke P.C.; Holland & Hart LLP; Meyers Nave, A Professional Corporation; and Van Ness Feldman LLP

Mr. Armando Arballo, Assistant General Counsel, presented Resolutions 2024-075 through 2024-081 to the Board for consideration and approval. Mr. Arballo and Ms. Godinez responded to questions from the Board. Mr. Lee moved to approve Resolutions 2024-075 through 2024-081 with the stipulation that SCPPA’s General Counsel explore the possibility of a “mini-bid” process, or other such method to objectively select from among the law firms for specific engagements. Mr. Young seconded the motion.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Mark Young, *Glendale Water & Power*

Ms. Ortiz took a 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. CHIEF FINANCIAL & ADMINISTRATIVE OFFICER REPORT

A. Southern Transmission System Renewal Project, Revenue Bonds Update

Ms. Aileen Ma, Chief Financial & Administrative Officer, presented an update on the revenue bonds for the Southern Transmission System Renewal project. She introduced Mr. Michael Berwanger, Financial Advisor from PFM, and Mr. Victor Hsu from Norton Rose Fulbright, Bond Counsel. Both, along with their teams, have assisted SCPPA with project financing, including the STS Renewal project that closed last week. Ms. Ma expressed gratitude to the project participants, LADWP, Burbank Water & Power, and Glendale Water & Power, for their efforts.

B. Clean Energy Project Revenue Bonds, Series 2024A

Resolution 2024-082

Establishing Clean Energy Project (Prepaid PPA) and authorizing the Officers of the Authority to do all things deemed necessary or appropriate

Ms. Ma presented Resolution 2024-082 to the Board for consideration and approval.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Kelly Nguyen, *Pasadena Water & Power*

Ms. Ortiz took a 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			

Resolution No. 2024-083

Resolution relating to the Clean Energy Project (Prepaid PPA): (I) Authorizing the Execution and Delivery of (A) a Trust Indenture Authorizing the Issuance of the Clean Energy Project Revenue Bonds, Series 2024A, (B) a Bond Purchase Contract, (C) a Master Power Supply Agreement, (D) a Clean Energy Purchase Contract, (E) a Re-Pricing Agreement, (F) Limited Assignment Agreement, (G) an SPE Master Custodial Agreement, (H) a Commodity Swap Agreement, (I) a Commodity Swap Custodial Agreement, (J) a Continuing Disclosure Undertaking, (K) a Financial Guaranty Agreement and (L) Investment Agreements and Guaranteed Investment Contracts; (II) Authorizing the Delivery of a Preliminary Official Statement and the Execution and Delivery of an Official Statement; and (III) Authorizing the Officers of the Authority to do all other things deemed necessary or advisable

Ms. Ma presented Resolution 2024-083 to the Board for consideration and approval.

Moved by: Dukku Lee, *Anaheim Public Utilities*
Seconded: Tikan Singh, *Azusa Light & Water*

Ms. Ortiz took a Roll Call vote (Clean Energy Project 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			

C. Resolution 2024-084

Approve Administrative and General Expense Budget for FY 2024-2025

Ms. Ma presented Resolution 2024-084 to the Board for consideration and approval.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Mark Young, *Glendale Water & Power*

Ms. Ortiz took a 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			

D. Resolution 2024-085

Approve Revised SCPA Classification and Salary Schedule

Ms. Ma presented Resolution 2024-085 to the Board for consideration and approval.

Moved by: Scott Lesch, *Riverside Public Utilities*

Seconded: Dukku Lee, *Anaheim Public Utilities*

Ms. Ortiz took a 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. ASSET MANAGEMENT REPORT

A. Resolution 2024-021 through 2024-067

Approve Fiscal Year 2024-25 Project Budgets for SCPPA Projects

Mr. Charles Guss, Senior Asset Manager, presented Resolutions 2024-021 through 2024-067 to the Board for approval, excluding Resolution 2024-038 (Fiscal Year 2024-25 Project Budget for the Heber 1 Geothermal Project) because project participant Imperial Irrigation District was not present, and their vote was required.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Kelly Nguyen, *Pasadena Water & Power*

Ms. Ortiz took a Roll Call vote (Project Votes):

	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			

B. Resolution 2024-086

Resolution Expressing the Authority’s Intent to Transition the Lower Colorado River Multi-Species Conservation Program Agreements and Permits to Participating Authority Members

Mr. Guss presented Resolution 2024-018 to the Board for consideration and approval.

Moved by: Todd Dusenberry, *Vernon Public Utilities*

Seconded: Dukku Lee, *Anaheim Public Utilities*

Ms. Ortiz took a 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			

7. Item 7, the Program Development Report and Item 7A, Resolution 2024-087, were pulled from the Agenda and not considered.

8. GOVERNMENT AFFAIRS REPORT

A. State Regulatory Update

Ms. Elisabeth de Jong, Government Affairs Manager, presented a State Regulatory Update, including regarding the California Air Resources Board (CARB): Cap and Trade, and Joint Utility Group & CARB meetings.

B. State Legislative Update, including Energy Bills and Policy Committee Action

Mr. Mario De Bernardo, Government Affairs Director, presented a state legislative update, including California energy bills and policy committee action.

C. Federal Issues Update

Mr. De Bernardo presented a federal update and update on the upcoming SCPPA Legislative & Regulatory tour.

9. CLOSED SESSION

The Board went into closed session at 11:55 a.m.

A. Conference with Legal Counsel – Anticipated Litigation. Significant Exposure to Litigation Pursuant to Paragraphs d(2) and (e)(3) of Govt. Code §54956.9: One potential case

B. Performance Evaluation – General Counsel

C. Conference with Labor Negotiators; Govt. Code §54957.6: Agency Designated Representative: Tikan Singh. Unrepresented employee position: General Counsel

10. NEW BUSINESS & REPORT OUT OF CLOSED SESSION

The Board reconvened in Open Session at 12:00 p.m. Ms. Godinez stated that there was nothing to report from the Closed Session on Item 9A. Mr. Singh stated that there was nothing to report out of Closed Session regarding Items 9B and 9C.

Ms. Godinez stated that Item 6A, Resolution 2024-057 regarding the approval of the Fiscal Year 2024-25 Project Budget for the San Juan Unit 3 Project, should have been pulled from the agenda and not considered, and the vote taken on Resolution 2024-057 was not sufficient for passage, due to insufficient project votes present at the meeting. Ms. Godinez stated that SCPPA staff will call a special meeting in June to consider Resolution 2024-038 (Fiscal Year

2024-25 Budget for Heber 1 Geothermal Project) and Resolution 2024-057 Fiscal Year 2024-25 Budget for San Juan Unit 3 Project).

11. BOARD MEMBER COMMENTS

A. Opportunity for Board Members to bring up informational items or request that an item be added to a future Board Agenda.

Mr. Singh invited Board members to bring up informational items or request that items be added to a future Board Agenda. There were no items raised.

12. ADJOURNMENT

Mr. Singh adjourned the meeting at 12:05 p.m.

Respectfully Submitted,

Signed by:



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Daniel E Garcia
Executive Director