



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 **December 21, 2023**, at Southern California Public Power Authority Training Center, 1172 Nicole Court, Glendora, CA 91740. The meeting was called to order at **10:00 AM** by the President.

REMOTE PARTICIPATION DUE TO JUST CAUSE OR EMERGENCY

Prior to commencing the meeting, the Board conducted a vote in accordance with the Brown Act (Government Code Section 54953, subsections (f)(2) and (j)(2)(B)) to determine if just cause exists to permit Mr. Jim Steffens from Banning and Mr. Ashkan Nassiri from LADWP to participate remotely due to contagious illness. Messrs. Steffens and Nassiri each confirmed that no one over the age of 18 was present at their respective remote locations.

Moved by: Tikan Singh, *Azusa Light & Water*

Seconded: Charles Berry, *Colton Electric Utility*

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			

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) (remote participation)
Burbank: Dawn Roth Lindell (B)
Cerritos:
Colton: Charles Berry (B)
Glendale: Mark Young (B)
IID: Sabrina Barber (A)
LADWP: Ashkan Nassiri (A) (remote participation)
Pasadena: Sidney Jackson (B)
Riverside: Todd Corbin (B)
Vernon: Todd Dusenberry (B)

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

Ms. Roth Lindell went through the in-person and web conference protocol. Mr. Steven Starks, Acting Executive Director, went through the emergency safety protocols for the in-person meeting participants. Ms. Roth Lindell invited comments from the public. There were no public comments.

2. CONSENT CALENDAR

A. Minutes of the Board of Directors Meeting

- Regular Meeting Minutes: November 16, 2023

B. Receive and File:

1. Finance Committee Meeting Minutes November 6, 2023
2. Monthly Investment Report: October 2023
3. SCPA A&G Budget Comparison Report: October 2023
4. Q3 Renewables Operating Report
5. Palo Verde Report: November 2023
6. Magnolia Power Project Operations Report: November 2023
7. Federal Legislative Report: November 2023

C. Resolution 2023-137

Legal Services Agreement with Hanna & Morton LLP (3- year term starting 1/1/24, with option to extend for 3 years)

D. Resolution 2023-138

Amendment No. 2 to Legal Services Agreement with Law Offices of Carrie A. Downey (3-year extension)

E. Resolution 2023-139

Amended and Restated Arizona Nuclear Power Project Hassayampa Switchyard Interconnection Agreement; finding such action exempt under the California Environmental Quality Act

F. Resolution 2023-140

Amendment No. 3 to the Master Professional Services Agreement with Cohen Ventures, Inc. doing business as Energy Solutions to increase the Not-to-Exceed amount to \$15,000,000

G. Resolution 2023-141

Ratification of Award of Contract of Urgent Necessity to Courts Construction Company, Inc. for the Repair and Renovation of SCPPA's Office Building at 1160 Nicole Court; designating the funds to be used, and authorizing a 10% contingency

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Sabrina Barber, *Imperial Irrigation District*

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			

3. CLOSED SESSION

The Board went into closed session at 10:12 a.m.

A. Public Employment – Executive Director

B. Public Employee Performance Evaluation – Executive Director

- C. Conference with Labor Negotiators; Govt. Code §54957.6: Agency Designated Representative: Dawn Roth Lindell. Unrepresented employee position: Executive Director
- D. Pending Litigation; Govt. Code §54956.9(d)(1): *In Re American Renewable Power, LLC, et al.*, U.S. Bankruptcy Court Case Nos. 8:20-bk=1-533-SC and 8:20-bk-10535-SC

4. NEW BUSINESS AND REPORTING OUT RE: Closed Session

The Board returned to open session at 11:00 am. Ms. Roth Lindell stated that the Board had no items to report out of closed session regarding items 3A, 3B, or 3C. Ms. Godinez reported on item 4D that all Board members present held a Project Vote (Loyalton Biogas Project) and voted unanimously to authorize a settlement and release agreement with the bankruptcy trustee and the estates of American Renewable Power LLC and ARP-Loyalton Co-Gen, LLC, and other parties, with respect to the matter *In Re American Renewable Power, LLC, et al.*, U.S. Bankruptcy Court Case Nos. 8:20-bk=1-533-SC and 8:20-bk-10535-SC. Ms. Godinez stated that the settlement agreement once final, is available for review upon request under the Brown Act and California Public Records Act.

5. EXECUTIVE DIRECTOR REPORT

A. Working Group Update

Mr. Starks, Acting Executive Director, provided the Board with an update, announcing that SCPPA 2024 Annual Conference will take place in October 2024. SCPPA is currently in the process of identifying suitable locations within the Pasadena area to host the conference. Mr. Starks provided an update on the progress of the reconstruction of the main building and concluded his remarks by letting the Board know there will be a special lunch for the holidays.

6. LEGAL

A. Award of Legal Services Agreement for Bond, Disclosure, and Tax Counsel Services Resolution 2023-142

Legal Services Agreement with Norton Rose Fulbright LLP for Bond and Disclosure Counsel Services (3-year term with option to extend for 3 years)

Resolution 2023-143

Legal Services Agreement with Nixon Peabody LLP for Tax Counsel Services (3-year term with option to extend for 3 years)

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

7. CHIEF FINANCIAL & ADMINISTRATIVE OFFICER REPORT

A. Magnolia Power Project A; Basis Swap Suspension or Termination Authorization Resolution 2023-144

Authorizing suspension or termination (in whole or in part) of existing Interest Rate Swap Agreement with Barclays Bank PLC

Resolution 2023-145

Authorizing suspension or termination (in whole or in part) of existing Interest Rate Swap Agreement with Royal Bank of Canada

Ms. Ma presented resolutions 2023-144 and 2023-145 to the Board for consideration and approval.

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Charles Berry, *Colton Electric Utility*

Ms. Ortiz took a Roll Call vote (Project Vote – Magnolia Power Project A):

	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			

8. PROGRAM DEVELOPMENT REPORT

A. Resolution 2023-146

Establishing the Power from the Prairie Study Project; Authorizing a Proof of Concept Stage 2 Study Participant Agreement with Power From the Prairie LLC and Study Project Agreements; and finding such action exempt from the California Environmental Quality Act

Mr. Krager presented Resolution 2023-146 for consideration and approval.

Moved by: Dawn Roth Lindell, *Burbank Water & Power*

Seconded: Sidney Jackson, *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			

B. Resolution 2023-147

Amendment No. 4 to the Master Goods and Services Agreement with Richard Heath and Associates, Inc to extend the agreement for one year

Mr. Czworniak presented Resolution 2023-147 for consideration and approval.

Moved by: Sabrina Barber, *Imperial Irrigation District*

Seconded: Tikan Singh, *Azusa Light & Water*

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			

9. ASSET MANAGEMENT REPORT

A. Resolution 2023-148

Energy Exchange Agreement with Powerex Corp. for the Windy Point/Windy Flats Wind Project

B. Resolution 2023-149

Energy Exchange Agreement with Powerex Corp. for the Linden Wind Project

Mr. Guss presented Resolutions 2023-148 and 2023-149 to the Board for consideration and approval.

Moved by: Ashkan Nassiri, *Los Angeles Department of Water & Power*

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

Ms. Ortiz took a Roll Call vote (Project Votes – Windy Project and Linden Project):

	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 2023-150

Amendment No. 2 to the Professional Services Agreement with Moss Adams LLP to increase the contract amount by \$150,000; approval of Statement of Work for Auditing Services pertaining to the Magnolia Power Project and the Tieton Hydropower Project

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

Seconded: Dukku Lee, *Anaheim Public Utilities*

Ms. Ortiz took a Roll Call vote (Project Vote – Magnolia Project and Tieton Project):

	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			

10. GOVERNMENT AFFAIRS DIRECTOR'S REPORT

A. Resolution 2023-151

Professional Services Agreement with the Weideman Group, Inc for Regulatory Consulting Services

Moved by: Dukku Lee, *Anaheim Public Utilities*

Seconded: Charles Berry, *Colton Electric Utility*

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			

B. State Regulatory Update

Ms. Seitzman presented an update on the Wildfire Safety Advisory Board's Advisory opinion including the next steps and upcoming meetings. Mr. De Bernardo presented a state regulatory update.

C. Federal Issues Update

Mr. De Bernardo presented a federal issues update including supply chain issues.

D. Recap of December Activities

Mr. De Bernardo presented a recap of December activities, including a California Energy Commission Roundtable, a transformer presentation for legislative staff, Southern California Gas' Hydrogen Tour, and SCPPA Government Affairs' Strategic Planning Meeting

E. Upcoming Events

Mr. De Bernardo presented an update on upcoming events, including Capitol Day and the APPA Legislative Rally/SCPPA Fly-In.

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.

Ms. Roth Lindell announced to the Board that she has accepted a new job offer and will be leaving Burbank Water and Power in early February, 2024.

B. City of Cerritos Presentation

The Cerritos presentation was deferred to a future meeting.

12. ADJOURNMENT

Ms. Roth Lindell adjourned the meeting at 12:10 p.m.

Respectfully Submitted,



Michael S. Webster
Executive Director