



California Community Choice Financing Authority

**California Community Choice Financing Authority (CCCFA)
Board of Directors Meeting
Thursday, December 5, 2024
1:00 P.M.**

Via Teleconference at the Following Locations:

- Central Coast Community Energy – 70 Garden Court, Suite 300, Main Conference Room, Monterey, CA 93940
- Ava Community Energy – 1999 Harrison Street, Suite 2300, Oakland, CA 94612
- Clean Power Alliance – 801 S. Grand Ave., Ste. 400, Los Angeles, CA 90017
- Silicon Valley Clean Energy – 333 W. El Camino Real, Suite 330, Sunnyvale, CA 94087
- Marin Clean Energy - 2300 Clayton Rd 11th Floor Suite 1150, Concord, CA 94520

Members of the public who wish to observe the meeting may do so at one of the locations listed above or telephonically via the following teleconference call-in number and meeting ID:

For Viewing Access Join the Zoom Meeting:
<https://us02web.zoom.us/j/87343304744>

**Dial-in: (669) 900-6833
Webinar PIN: 873 4330 4744**

In compliance with the Brown Act, Directors may participate at one of the meeting locations listed above. In either case, please: 1) post this Agenda at a publicly accessible location at the participation location no later than 72 hours before the beginning of the meeting, and 2) have a speaker phone available for members of the public who wish to attend at your location.

Agenda

1. Call to Order & Roll Call

Agenda Page 2

2. Agenda Update and/or Changes
3. Public Comment
This item is reserved for persons wishing to address the Board of Directors on any CCCFA-related matters that are not otherwise on this meeting agenda. Public comments on matters listed on the agenda shall be heard at the time the matter is called. As with all public comment, members of the public who wish to address the Board are customarily limited to three minutes per speaker.
4. Consent Calendar (Discussion/Action)
 - A. Consider approval of 11/14/24 regular meeting minutes
5. Consider Approval of Resolution No. 2024-14: Resolution of the Board of Directors of the California Community Choice Financing Authority Establishing an Ad Hoc Advisory Committee to Research and Investigate Options on Engagement of a General Manager and/or One or More Assistant General Managers (Discussion/Action)
6. FY 2025 Budget review/approval
7. Consider approval of purchasing policy for Treasurer/Controller
8. Treasurer/Controller Working Group Project List: The Board will receive an update on the Treasurer/Controller Working Group's current and planned projects (Discussion/Action)
9. Board Member Announcements (Discussion)
10. Adjourn

Next CCCFA Board meeting is scheduled for January 23, 2025 at 1:00 pm

DISABLED ACCOMMODATION: If you are a person with a disability which requires an accommodation, or an alternative format, please contact the Clerk of the Board at (510) 906-0491, 72 hours prior to the scheduled meeting to ensure reasonable accommodations are provided.

Materials related to an item on this agenda submitted to the Board of Directors, or a majority of the Board, after distribution of the agenda are available for public inspection at the Clerk's Office, Ava Community Energy (formally East Bay Community Energy), 1999 Harrison St. Ste 2300, Oakland CA, 94612, during normal business hours.



California Community Choice Financing Authority

Draft Minutes

**California Community Choice Financing Authority (CCCFA)
Board of Directors Meeting
Thursday, November 14, 2024
1:00 P.M.**

In-Person Meeting at the Following Location:

- Ava Community Energy – 1999 Harrison Street, Suite 2300, Oakland, CA 94612

Members of the public who wish to observe the meeting may do so at one of the locations listed above or telephonically via the following teleconference call-in number and meeting ID:

For Viewing Access Join the Zoom Meeting:

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Agenda

1. Call to Order & Roll Call

Present

Robert Shaw – Central Coast Community Energy (CCCE)

Monica Padilla – Silicon Valley Clean Energy (SVCE)

Howard Chang – Ava Community Energy (Ava)

Vicken Kasarjian – Marin Clean Energy (MCE)

Ted Bardacke (Chair) – Clean Power Alliance (CPA)

Staff and Others:

Adrian Bankhead – Board Clerk

David Ruderman – General Counsel

Garth Salisbury – Treasurer/Controller

Juan Lopez – Director of Finance – CCCE

Niels Zellers – Director, Clean Energy Structured Finance - Ava

Brad Koehn – Director of Finance – Pioneer Community Energy

Douglas Bird – Partner, Chapman and Cutler

James Burr – Partner, Chapman and Cutler

Agenda Page 2

2. Agenda Update and/or Changes

There were no changes or updates to the agenda.

3. Public Comment

This item is reserved for persons wishing to address the Board of Directors on any CCCFA-related matters that are not otherwise on this meeting agenda. Public comments on matters listed on the agenda shall be heard at the time the matter is called. As with all public comment, members of the public who wish to address the Board are customarily limited to three minutes per speaker.

There was no public comment.

4. Consent Calendar (Discussion/Action)

A. Consider approval of 10/24/24 regular meeting minutes

Action: It was M/S/C (Shaw/Padilla) to approve the Consent Calendar. The motion carried 4/0/1/0/0 (yes/no/abstain/recuse/not present):

Approval of Consent Calendar Vote:

CCCE – Yes

SVCE – Yes

MCE – Abstain

CPA – Yes

Ava – Yes

5. SEC Rule 15c2-12 Continuing Disclosure Training

Jim Burr and Doug Bird provided Continuing Disclosure training to the Board and those present at the meeting.

6. Strategic Planning/Organizational Development (Discussion)

A. The Board will review CCCFA's operations and discuss strategies for improving organizational effectiveness

- **Chair Bardacke introduced this item and addressed questions from Board members.**
- **Comments were made by Directors Shaw, Padilla, Chang and Kasarjian.**
- **Chair Bardacke opened the public comment period and there were no comments.**

7. Update on CCCFA Issuances (Informational Item)

A. The Board will receive an update of prepayment transactions it has previously authorized

Agenda Page 3

- **Garth Salisbury introduced this item and addressed questions from Board members.**
 - **Comments were made by Directors Shaw, Padilla, Chang, Kasarjian and Chair Bardacke.**
 - **Garth Salisbury opened the public comment period and there were no comments.**
8. **Board Member Announcements (Discussion)**
Garth Salisbury and David Ruderman provided clarifications regarding timelines and statutory requirements for the 2025 CCCFA financial audit.
9. **Adjourned at 3:40pm.**

Next CCCFA Board meeting is scheduled for December 5, 2024 at 1:00 pm

DISABLED ACCOMMODATION: If you are a person with a disability which requires an accommodation, or an alternative format, please contact the Clerk of the Board at (510) 906-0491, 72 hours prior to the scheduled meeting to ensure reasonable accommodations are provided.

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California Community Choice Financing Authority

Staff Report – Item 5

Item 5: Board of Directors

From: Garth Salisbury, Treasurer/Controller

Date: December 5, 2024

Attachments: Board Resolution No. 2024-14 establishing an ad hoc advisory committee to research and investigate options on engagement of a general manager and/or one or more assistant general managers

RECOMMENDATION

Adopt the attached resolution establishing an ad hoc advisory committee (the “GM Research Committee”) to investigate and provide recommendations to the Board on options for engaging a General Manager and/or one or more Assistant General Managers for CCCFA.

BACKGROUND

Under CCCFA’s JPA Agreement and Bylaws, the Board of Directors has the authority to appoint a General Manager and/or one or more Assistant General Managers to oversee day-to-day operations, enter into contracts, and perform other duties as delegated by the Board.

To date, the Treasurer/Controller has fulfilled the General Manager’s operational responsibilities. Given CCCFA’s growth and evolving operational needs, the Board recognizes the importance of exploring whether engagement of such a role could better support CCCFA’s mission. At CCCFA’s last Board meeting in November, the Board

directed staff to agendize the creation of an ad hoc advisory subcommittee of the Board to assist with researching and providing recommendations to the Board concerning engaging a General Manager and/or Assistant General Managers.

DISCUSSION

The proposed GM Research Committee will be tasked with:

- Researching options for engaging a General Manager or Assistant General Managers, including evaluating CCCFA's current and future operational needs.
- Defining the potential scope of work for such roles and assessing their feasibility and benefits to CCCFA.
- Advising the Board on available options and providing recommendations.

The GM Research Committee is proposed to be composed of Board Member Vicken Kasarjian and Vice Chair Robert Shaw. The Committee will not have decision-making authority.

This resolution aligns with CCCFA's existing policies under the JPA Agreement, Bylaws, and state law, including the Ralph M. Brown Act. As an ad hoc advisory body with a limited purpose and membership of fewer than a quorum of the Board, the Committee will not be subject to open meeting requirements.

FISCAL IMPACT

The Committee's work will leverage existing resources, including support from the Treasurer/Controller, Treasurer/Controller's Working Group and General Counsel, as needed. No additional funding is required at this time.

RESOLUTION NO. 2024-14

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY ESTABLISHING AN AD HOC ADVISORY COMMITTEE TO RESEARCH AND INVESTIGATE OPTIONS ON ENGAGEMENT OF A GENERAL MANAGER AND/OR ONE OR MORE ASSISTANT GENERAL MANAGERS

WHEREAS, the California Community Choice Financing Authority (“CCCFA”) is a joint powers authority established on June 25, 2021, and organized under the Joint Exercise of Powers Act, constituting Chapter 5 of Division 7 of Title 1 (commencing with section 6500) of the California Government Code, as amended and supplemented;

WHEREAS, CCCFA was established pursuant to a Joint Powers Agreement, as amended from time to time (“JPA”);

WHEREAS, CCCFA members include the following community choice aggregators: Ava Community Energy Authority, Central Coast Community Energy, City of San José, Clean Power Alliance of Southern California, Marin Clean Energy, Peninsula Clean Energy Authority, Pioneer Community Energy, San Diego Community Power, Silicon Valley Clean Energy, Sonoma Clean Power, and Valley Clean Energy Alliance;

WHEREAS, Section 4.07 of the JPA and Section 2.3 of CCCFA’s Bylaws provide that the Board of Directors of CCCFA (the “Board”) may appoint a General Manager and one or more Assistant General Managers;

WHEREAS, Section 4.07 of the JPA further provides that an appointed General Manager or Assistant General Manager(s) will serve at the pleasure of the Board and undertake responsibility for the day-to-day operation and management of CCCFA;

WHEREAS, Section 4.07 of the JPA and Section 2.3 of CCCFA’s Bylaws provide further details on the powers of a General Manager, if appointed, including authority to enter into and execute contracts in accordance with the policies established and direction provided by the Board, to direct employees and certain staff and consultants in implementing policy set by the Board, to perform all duties incident to the office or delegated by the Board, and to appoint a designee;

WHEREAS, pursuant to Section 4.07 of the JPA, the Treasurer/Controller has been responsible for day-to-day operation and management of CCCFA, as neither a General Manager nor Assistant General manager has been appointed;

WHEREAS, Section 4.04 of the JPA provides that the Board may create committees to provide advice to the Board or conduct the business of CCCFA subject to delegation of authority from the Board as permitted in the Bylaws and any applicable laws;

WHEREAS, the Board wishes to form an ad hoc advisory committee to research

and investigate the available options for CCCFA to engage a General Manager or one or more Assistant General Managers as authorized under the JPA, to advise the Board on those options, and provide a recommendation concerning the same (the “GM Research Committee”).

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of CCCFA as follows:

1. The Recitals above are true and correct and fully incorporated herein by this reference.
2. The GM Research Committee is hereby established and charged with the following responsibilities:
 - Research and investigate the available options for CCCFA to engage a General Manager or one or more Assistant General Managers as authorized under CCCFA’s JPA and Bylaws;
 - Determine CCCFA’s overall needs and the scope of work for a General Manager or one or more Assistant General Managers based on CCCFA’s work load, current available staffing, and projected future needs;
 - Advise the Board of its options for engagement of a General Manager or one or more Assistant General Managers, and recommend to the Board the manner and nature of such engagement, if any; and
 - Provide such other support to the Board in service of or incident to these responsibilities as directed by the Board.

The GM Research Committee has no decision-making authority regarding appointment of a General Manager or Assistant General Manager(s). The Board reserves and retains all decision-making authority regarding appointment of a General Manager or Assistant General Manager(s).

3. The following Board members are hereby appointed to the GM Research Committee: (1) Vicken Kasarjian; and (2) Robert Shaw.
4. The GM Research Committee shall have such support from the Treasurer/Controller Working Group and General Counsel as directed by the Treasurer/Controller may direct.
5. The GM Research Committee shall exist only until it has fulfilled its responsibilities listed above, and upon provision of its final recommendation to the Board, it shall automatically be disestablished.
6. The GM Research Committee shall be an ad hoc advisory committee to serve the limited purposes stated above, and shall be comprised of two Board members who comprise less than a quorum of the Board, and

therefore shall not be subject to the open meetings requirement under the Ralph M. Brown Act, Government Code sections 54950 *et seq.*

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 5th day of December, 2024, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Theodore Bardacke				
Howard Chang				
Vicken Kasarjian				
Monica Padilla				
Robert Shaw				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA



California Community Choice Financing Authority

December 5, 2024

TO: CCCFA Board of Directors

FROM: Garth Salisbury, Treasurer/Controller

RE: Fiscal Year 2025 Operating Fund Budget (Agenda Item #6)

ATTACHMENT: Proposed FY 2025 Operating Budget

Dear CCCFA Board of Directors:

SUMMARY:

Pursuant to Section 4.09 of the CCCFA Joint Powers Agreement, the CCCFA Board must approve the budget for the ensuing fiscal year. CCCFA's fiscal year runs from January 1 through December 31 (calendar year basis). CCCFA will need to adopt a budget for the 2025 fiscal year before the start of the ensuing fiscal year that begins on January 1, 2025. The Board may revise the budget from time-to-time as necessary to address contingencies and unexpected expenses. Approval of the Budget by the Board authorizes the expenditures of amounts within each budget line item and for the Treasurer/Controller to:

1. Spend funds within the limits and contingencies set forth in each budget line item; and
2. Invoice the Founding and Associate Members ("Members") to fund the budget if necessary.

CCCFA has been operating with a single Operating Budget which will be funded by the Members annually by 1) amounts remaining in reserves from the previous fiscal year, 2) any new member fees and 3) the \$20,000 fee assessed to members for each new prepayment transaction. If the balance in the account from the previous year, new member fees and new deal fees are estimated to be insufficient to fund the budget, the Treasurer/Controller will invoice a cash call to each member to fund the budget. The Treasurer/Controller will determine, after consultation with the Board, if additional funding will be required to fund the operating expenses of the Authority during the fiscal year.



California Community Choice Financing Authority

Funding Sources in the 2024 Fiscal Year:

CCCFA saw the following sources of funding during 2024:

Source	Number	Amount (\$)	Total (\$)
New Member Fees	5	50,000	250,000
New Deal Fees*	8	20,000	160,000
Member Cash Calls	6	30,000	180,000
Total	-	-	590,000

*Estimated

CCCFA collected \$250,000 in new member fees and \$140,000 in new deal fees in 2024 with the possibility of one additional new deal fee for a total of \$160,000. Member cash calls of \$30,000 to the six members of CCCFA in January of 2024 totaled \$180,000.

Proposed CCCFA 2025 Budget:

The attached proposed budget was prepared after reviewing contracts in place for various products and services, conversations with possible vendors of necessary services to CCCFA and estimates of costs for staff time provided by the Members to CCCFA in accordance with the memorandums of understanding (MOUs) executed by each Member. Additionally, the Board is considering retaining the services of a General Manager to come on board at some point in 2025. Staff has estimated a partial year cost for this person in the amount of \$100,000 assuming a start date sometime in the middle of the year. The proposed budget to fund the operations of CCCFA for the 2025 fiscal year totals \$455,000.

However, there will be an anticipated surplus of approximately \$541,000 that will remain in the Operating Fund at the end of the current fiscal year. Additionally, we are projecting five new deals in 2024 that will generate \$100,000 in new deal fees. The \$100,000 in new deal fees and an estimated \$10,500 in interest earnings added to the surplus from the current fiscal year totals a projected total income of \$641,000. It is recommended that CCCFA maintain an Operating Fund Reserve in 2025 of approximately \$186,000. CCCFA does not need to request additional funding from the members for the 2025 budget at this time.

Ongoing Transaction Specific Costs:

Since the 2022 budget was approved by the Board, it has been determined that costs incurred for each prepayment transaction will be paid exclusively by those Members directly involved in each transaction. Initial costs related to structuring, pricing and closing the transaction will be paid at closing from bond proceeds. Ongoing transaction-specific costs such as rating agency surveillance fees, trustee fees, accounting fees, arbitrage rebate, dissemination agent fees, etc. are to be paid by the participating CCA in each transaction through amounts paid to the Trustee and collected in an Administrative Fee Account or



California Community Choice Financing Authority

other such account in each respective Trust Indenture. Any ongoing transaction specific expenses that are invoiced to CCCFA will be paid through requisitions by the CCA to the Trustee and paid from the monies collected in the Administrative Fee Account or other such account. Members that are not participating in a specific prepayment transaction will not be responsible for any transaction-specific costs arising therefrom either at closing or on an ongoing basis.

Operating Fund Budget Highlights:

Attached at the end of this staff report is the proposed 2025 Operating Fund Budget designed to cover estimated costs through the end of 2025. The following descriptions provide detail into how the budget line items were derived:

Accounting: CCCFA has engaged Maher Accountancy to provide ongoing accounting, billing and reconciliation services to CCCFA for ongoing operations. Maher Accountancy provides these services to a number of the Members in their day-to-day operations. Maher Accountancy charges a \$2,000 monthly fee for these services to CCCFA including the necessary work to complete the annual audit for an annual total of \$24,000. Maher Accountancy will also absorb the costs of the ongoing use of Bill.com for invoice approvals and of QuickBooks accounting software in the \$2,000 monthly fee.

Financial Audit: CCCFA has a contract with Baker Tilly to perform the annual financial audit at a cost of \$10,000/year plus other incidental expenses. Given that audit expenses in 2024 came in at around \$15,000, reflective of the number of transactions completed in 2023 (7), we expect that Baker Tilly will require additional amounts for the 2024 audit. We have budgeted a total of \$20,000 for any additional costs incurred by Baker Tilly to complete the 2024 audit.

Insurance: Liability Insurance including Directors and Officers Liability/Errors and Omissions, Crime and Fiduciary (Treasurer/Controller Bond) coverage: CCCFA has engaged an insurance consultant, the risk management firm of Arthur J. Gallagher to assist again this year in securing insurance quotes from carriers. After consulting with Gallagher on estimates of costs for 2025 plus adding Crime and Fiduciary insurance, staff was given an estimate of \$150,000. The cost for \$3 million in coverage for the D & O is approximately \$145,000 plus an additional \$5,000 for Crime and Fiduciary Insurance. The 2025 budget includes an amount of \$150,000 as an estimate of the cost of insurance for the year.

Professional Services (Outside Counsel) \$75,000: CCCFA's General Counsel, David Ruderman of Colantuono, Highsmith & Whatley, PC, provides his services through a contract that expires at the end of 2025. It was originally anticipated that the cost for General Counsel services would cost approximately \$50,000/year. However, given the increased volume of prepayment transactions and additional legal services required for the potential on-boarding of a General Manager, this amount will likely need to be increased. In addition, the contract with Colantuono, Highsmith & Whatley will likely need to be amended



California Community Choice Financing Authority

to increase the “not-to-exceed” amount to facilitate this annual cost and the increased legal service charges expended to date.

Additionally, CCCFA has entered into a contract with Chapman and Cutler to provide various services for the Authority related to member education, resolution templates, continuing disclosure education and other services. The contract is for a not-to-exceed amount of \$25,000. A portion of these amounts have been expended for an onboarding package and continuing disclosure education in 2024. CCCFA has not yet been invoiced for these services. Staff anticipates that the full amounts that were not expended in 2024 are to be carried over into 2025 as additional Outside Counsel Costs.

CCA Staff Reimbursements: Staff Reimbursements refers to Members’ professional staff time provided to CCCFA subject to reimbursement by CCCFA in accordance with the Member MOUs. This amount has been estimated based upon a combination of working group staff time needed to prepare for Board meetings and other general Authority business, processing hours per month for each month there is a Board meeting at fully loaded reimbursable staff time. Based upon member estimates of staff time needed for the 2024 Fiscal Year, the budgeted amount totals \$25,000. Regarding staff time for the Treasure/Controller see Other Budget Line Items below.

Note that the JPA Agreement does not contemplate reimbursing the CCCFA Board Members for time/hours utilized to participate in Board meetings. Consequently, the assumed CCA staff time reimbursement does not assume hours related to Board member participation in monthly meetings.

Other Budget Line Items: Other anticipated budget items include \$50,000 for Other Administrative costs including the costs for the Treasurer/ Controller to process and facilitate the prepayment bond issues, securities and ISDA membership and filing fees, website maintenance, domain name and CCCFA phone number and voicemail, \$1,000 for bank fees to maintain bank accounts, and \$10,000 for Contingencies. The Treasurer/Controller will allocate previously appropriated contingency dollars as needed to satisfy expenditure requirements of the individual budget items.

Fiscal Impact: The total cost of the 2025 Operating Budget as proposed is \$455,000. The 2025 fiscal budget will be funded by carryover amounts from the 2024 budget, and estimated deal fees of \$100,000 in 2025. With the anticipated carry-over from the 2024 budget in the amount of \$541,427, and estimated deal fees of \$100,000 there will be no need for additional funding from the members and will result in an estimated Reserve of \$186,000.



CCCFA Fiscal 2025 Operating Fund Budget

Fiscal Year: January 1 to December 31.

	Proposed Budget FY 2025	Budget Update Dec 1, 2024	Approved Budget FY 2024
Income			
Estimated Opening Balance	\$ 541,427	\$ 224,496	\$ 107,479
Member Contributions and Fees*	100,000	590,000	240,000
Interest Income	10,500	2,250	-
Total Income	641,427	814,496	347,479
Expenses			
Accounting	24,000	24,000	24,000
Audit	20,000	15,343	15,000
Bank Fees	1,000	180	1,479
Insurance (O&D, Crime & Fiduciary)	150,000	110,690	150,000
Professional Services (Outside Counsels)	75,000	70,856	75,000
CCA Staff Reimbursement	25,000	20,000	25,000
Admin/Current Treasurer Costs	50,000	30,000	25,000
Future General Manager/Treasurer	100,000	-	-
Contingency	10,000	2,000	2,000
Total Expenses	455,000	273,069	317,479
Estimated Remaining Balance (Reserves)	\$ 186,427	\$ 541,427	\$ 30,000

*FY 2025 figures are estimated



California Community Choice Financing Authority

Staff Report – Item 7

Item 7: CCCFA Treasurer/Controller’s Working Group Project List Report

From: David J. Ruderman, General Counsel

Date: 12/5/2024

Attachments: Resolution of the Board of Directors of the California Community Choice Financing Authority Adopting a Policy Pursuant to Government Code Sections 54201 et seq. Delegating Authority to its Treasurer/Controller to Enter Into Contracts Valued at \$30,000 or Less
Exhibit A – CCCFA Purchasing Policy

RECOMMENDATION

Adopt the attached resolution adopting a purchasing policy and delegating authority to enter into contracts valued at \$30,000 or less to the Treasurer/Controller where consistent with the adopted budget.

DISCUSSION

Under section 2.5 of CCCFA’s Bylaws, the Treasurer/Controller has the power to sign all contracts, deeds, and other instruments executed by CCCFA when approved by the Board of Directors. Accordingly, the Board currently either approves contracts on its own or delegates authority to the Treasurer/Controller or other authorized officers to sign contracts regarding specific transactions.

If approved by the Board, the proposed purchasing policy would delegate to CCCFA’s Treasurer/Controller the authority to enter into contracts valued at \$30,000 or less provided the contract is consistent with CCCFA’s approved budget. This would allow for greater flexibility for day-to-day operations by avoiding the need to seek Board approval for smaller contracts that are contemplated by the budget. The Board would still be required to approve contracts valued at more than \$30,000. By delegating such contracting authority to the Treasurer/Controller, the

Board shall not be divested of any such authority, but shall retain and may exercise such contracting authority at such times as it may deem necessary and proper, at its sole direction.

The proposed purchasing policy would also provide guidance and direction regarding the procurement of supplies, equipment, and services, as required by Government Code section 54201 et seq. It provides for an informal bidding procedure for contracts valued at \$50,000 or less and competitive bidding with requests for proposals for contracts exceeding \$50,000. Finally, the proposed procurement policy allows for piggyback purchasing, special provisions for professional service contracts, and an exemption for small-value contracts of \$5,000 or less.

The intent of the proposed purchasing policy is to exercise positive financial control over contracting; to clearly define the authority for such contracts; and to reduce the administrative demands imposed on the Board of Directors for such contracts.

BOARD OPTIONS

Board could seek revisions to the proposed policy.

Board could deny approval of the proposed policy.

Board could provide other direction.

FISCAL IMPACT

N/A

RECOMMENDED MOTION

Move to approve the attached resolution adopting a purchasing policy and delegating authority to its treasurer/controller to enter into contracts valued at \$30,000 or less.

RESOLUTION NO. 2024-15

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY ADOPTING A PURCHASING POLICY AND DELEGATING AUTHORITY TO ITS TREASURER/CONTROLLER TO ENTER INTO CONTRACTS VALUED AT \$30,000 OR LESS

WHEREAS, the California Community Choice Financing Authority (“CCCFA”) is a joint powers authority established on June 25, 2021, and organized under the Joint Exercise of Powers Act, constituting Chapter 5 of Division 7 of Title 1 (commencing with section 6500) of the California Government Code, as amended and supplemented;

WHEREAS, CCCFA was established pursuant to a Joint Powers Agreement, as amended from time to time (“JPA”);

WHEREAS, CCCFA members include the following community choice aggregators: Ava Community Energy Authority, Central Coast Community Energy, City of San José, Clean Power Alliance of Southern California, Marin Clean Energy, Peninsula Clean Energy Authority, Pioneer Community Energy, San Diego Community Power, Silicon Valley Clean Energy, Sonoma Clean Power, and Valley Clean Energy Alliance;

WHEREAS, pursuant to Government Code section 6509 and designated in CCCFA’s JPA, CCCFA’s powers are subject to the restrictions upon the manner of exercising such power as imposed upon Silicon Valley Clean Energy, a contracting party;

WHEREAS, pursuant to Government Code section 6509 and designated in Silicon Valley Clean Energy’s Joint Powers Agreement, Silicon Valley Clean Energy Authority’s powers are subject to the restrictions upon the manner of exercising such power as imposed upon the City of Cupertino and any other restrictions on exercising its powers that may be adopted by its Board of Directors;

WHEREAS, Government Code sections 54201 et seq. require local agencies to adopt policies and procedures governing purchases of supplies and equipment;

WHEREAS, Section 2.03 of the JPA provides that CCCFA in its own name has the power to make and enter into contracts;

WHEREAS, Section 2.5 of CCCFA’s Bylaws provides that CCCFA’s Treasurer/Controller has the power to sign all contracts, deeds, and other instruments executed by CCCFA, and has the power to perform all duties incident to the office or delegated by CCCFA’s board of directors (“Board of Directors”), except as otherwise specified by resolution of the Board of Directors;

WHEREAS, the Board of Directors desires to delegate to CCCFA’s Treasurer/Controller the authority to enter into contracts valued at \$30,000 or less;

WHEREAS, the Board of Directors, by delegating such contracting authority to the Treasurer/Controller as described herein, shall not be divested of any such authority, but shall retain and may exercise such authority at such times as it may deem necessary and proper, at its sole direction; and

WHEREAS, the Board of Directors shall retain contracting authority over all contracts required by law to be approved by the Board.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the California Community Choice Financing Authority that the Purchasing Policy which is attached as Exhibit A to this Resolution and incorporated herein by this reference is hereby approved.

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 5th day of December, 2024, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Theodore Bardacke				
Howard Chang				
Vicken Kasarjian				
Monica Padilla				
Robert Shaw				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA

Exhibit A

**CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY
PURCHASING POLICY**

1. Purpose

This policy is adopted pursuant to Government Code section 54201 et seq. to provide guidance and direction regarding the procurement of supplies, equipment, and services pursuant to contract, including contracts valued at \$30,000 or less; to exercise positive financial control over such contracts; to clearly define the authority for such contracts; and to reduce the administrative demands imposed on the Board of Directors of the California Community Choice Financing Authority (“CCCFA”) for such contracts.

The policies and procedures stated herein are not intended to conflict with CCCFA’s Joint Powers Agreement (“JPA”) or Bylaws; Government Code section 6509; or Public Contract Code section 20160 et seq., Public Contract Code section 22030 et seq., or any other applicable law governing the solicitation of bids or award of contracts for public projects or public works projects, as defined therein.

2. Delegation of Authority

The Board of Directors of CCCFA hereby delegates to CCCFA’s Treasurer/Controller the authority to enter into contracts on behalf of CCCFA valued at \$30,000 or less, as consistent with an approved budget, including contracts consistent with the current fiscal year’s budget but extending beyond the current fiscal year. As consistent with this delegation, the Board of Directors hereby authorizes the Treasurer/Controller to approve and enter into:

- a. contracts with a not-to-exceed maximum dollar amount of \$30,000 per vendor for a given scope of work, per fiscal year; and
- b. amendments or addenda to existing contracts, regardless of the existing contract's price or total amount, which improves the terms of the contract to CCCFA’s benefit without increasing the contract's not-to-exceed maximum dollar amount.

Contracts valued at more than \$30,000 require approval by the Board of Directors unless specifically delegated otherwise.

3. Bidding Procedure

- a. Purchases of supplies, equipment, or services for amounts valued at \$50,000 or less are subject to the informal bidding process described below unless otherwise exempted under this policy. When the informal bid procedure is required, purchases shall be made in compliance with the following:

- i. CCCFA shall specifically identify the goods and/or services it wishes to purchase and determine the estimated cost of the good and/or service from at least three different providers whenever possible.
 - ii. Informal bids received must be documented in writing.
 - iii. Unless otherwise provided by any existing law, rule, regulation, or policy, the purchase of supplies, equipment and non-professional services shall be awarded to the provider with the lowest responsive estimated cost.
- b. Purchases of supplies, equipment, or services for amounts valued at more than \$50,000 shall be competitively bid and will require a request for proposal process unless waived by the Board of Directors.
- c. The following purchases are exempt from the informal bid procedure and competitive bidding:
- i. Purchases of five thousand dollars (\$5,000.00) or less.
 - ii. Intergovernmental orders by which CCCFA has contracted with another governmental entity to purchase particular supplies, equipment or services on a cooperative basis or where CCCFA contracts with suppliers who have been awarded contracts by the state or other local agencies for the purchase of supplies, equipment, and/or services under a competitive process and are able to have the bid prices they received extended to CCCFA.
 - iii. Purchases of professional services in accordance with the following.
 - (1) "Professional services" means those services governed by Government Code section 4525 et seq., including architectural, landscape architectural, engineering, environmental, and land surveying services, as well as other services provided by licensed professionals, including financial advisors and legal service providers.
 - (2) CCCFA shall secure professional services based upon demonstrated competence, professional qualifications, and suitability for the project in general and needs to comply with the informal bid procedures set forth in this policy. CCCFA should also consider the cost of the professional service, and in the event that a vendor is selected that does not offer the lowest price, a rationale must be provided to and approved by the Treasurer/Controller prior to final selection being made.



California Community Choice Financing Authority

Staff Report – Item 8

Item 8: CCCFA Treasurer/Controller’s Working Group Project List Report

From: Garth Salisbury, Treasurer/Controller
David J. Ruderman, General Counsel

Date: 12/5/2024

1. New Business

- a. To-do's from November Board meeting:
 - i. Prepare GM/AGM job description
 - ii. Consider different ways to engage a GM/AGM
 - iii. Further Rule 15c2-12 training for members and staff
 - (1) We should look at training from BLX (to assign to WG member in January)
 - (2) Should include WG and associate member staff
 - (3) One page due diligence summary sheet for Board/WG?—To ask BLX
- b. Audited financial statements
 - i. Filed with member agencies; need to file with Marin County auditor?
 - ii. Posted on EMMA
 - iii. Garth to put together timeline with Mike Maher for next year so this is timely
 - iv. David R. reported on 270 days and 200 day requirement for audited financials and basis for same.
- c. Update on CCCFA issuances
- d. December meeting agenda:

- i. 2025 Budget (Garth and Efren)
- ii. Resolution to create a Board ad hoc committee to prepare job description for GM and provide recommendations re same. (DJR will prep reso)
- iii. Purchasing policy (DJR)
- iv. Minutes

2. Old Business

- a. Update of interim debt management policy. (Garth sent around to WG and to PFM to see if they would review it) In process.
- b. Purchasing policy for treasurer/controller? (Ruderman to draft to give Garth signing authority for \$50k) In process.
- c. MOU clean up with founding members—need to re-sign with 3CE (Adrian-to prepare MOU for 3CE to have it re-signed)
 - i. Garth will come up with a hourly blended reimbursement rate. If different, then we need to come to board and members and update exhibit A
- d. New Member On-Boarding Packet (Salisbury)
 - i. Doug Bird has provided draft; Salisbury/Ruderman to review. (sent to WG to review and consider-MCE responded and need others to respond)
- e. Insurance (McNeil)
 - i. Renewing insurance policy and explore additional insurance product options other than D&O, e.g., cyber, etc. (insurance call on Friday with Garth and D. McNeil)
 - ii. Had a call with broker. Looking at bond for Garth and will add crime insurance.
 - iii. We should get our 2025 invoice for insurance soon.
- f. CC Power deal potential (Singh)
- g. Deal congestion issues—on-going discussions with WG (Salisbury/all)
- h. Add San Diego representative to WG in advance of San Diego seeking Founding Member status? Garth to ask Eric Washington for someone to propose after they do their deal.

BOARD OPTIONS

Board discretion.

FISCAL IMPACT

N/A

RECOMMENDED MOTION

None. Information only.