



California Community Choice Financing Authority

**California Community Choice Financing Authority (CCCFA)
Board of Directors Meeting
Thursday, February 23, 2023
1:00 P.M.**

This Meeting will be conducted via teleconference pursuant to the requirements of [Assembly Bill No. 361](#). By using teleconference for this meeting, CCCFA continues to promote social distancing measures recommended by local officials.

Members of the public who wish to observe the meeting may do so 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**

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1. Roll Call/Quorum
2. Public Open Time (Discussion)
3. Consent Calendar (Discussion/Action)
 - C.1 Approval of 1/13/23 Meeting Minutes
 - C.2 Resolution No. 2023-1: Resolution of the Board of Directors of the California Community Choice Financing Authority Authorizing Remote Teleconferencing Meetings for the Board of Directors Pursuant to Government Code Section 54953, Subdivision (e)
4. Resolution No. 2023-2: Resolution of the Board of Directors of the California Community Choice Financing Authority Ratifying the Appointment of David McNeil to the Board of Directors of Aron Energy Prepay 14 LLC (Discussion/Action)

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- 5.** Resolution 2023-3: Resolution of the Board of Directors of the California Community Choice Financing Authority Ratifying the Appointment of Donald Eckert Jr. to the Board of Directors of Aron Energy Prepay 15 LLC (Discussion/Action)
- 6.** Resolution 2023-4: Resolution of the Board of Directors of the California Community Choice Financing Authority Ratifying the Appointment of Garth Salisbury to the Board of Directors of Aron Energy Prepay 5 LLC (Discussion/Action)
- 7.** Discussion concerning change to CCCFA Board regular meeting date (Action/Discussion)
- 8.** Board Member Announcements (Discussion)
- 9.** Adjourn

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 as soon as possible to ensure arrangements for accommodation.

California Community Choice Financing Authority (CCCFA)
Board of Directors Meeting
Friday, January 13, 2023
1:00 P.M.
Draft Minutes

1. Roll Call/Quorum:

Michael Callahan, General Counsel, CCCFA called the regular meeting to order at 1:00pm with quorum established by roll call:

Present:

Garth Salisbury, Marin Clean Energy (MCE)

Jaya Bajpai, alternate to Tom Habashi, Central Coast Community Energy (CCCE)

David McNeil, Clean Power Alliance (CPA)

Excused:

Girish Balachandran, Silicon Valley Clean Energy (SVCE)

Chair Nick Chaset, East Bay Community Energy (EBCE)

Staff and Others:

Michael Callahan – General Counsel, CCCFA

Adrian Bankhead – Board Clerk, EBCE

2. Public Open Time (Discussion):

- Michael Callahan, General Counsel, CCCFA opened the public comment period. There were no comments.

3. Consent Calendar (Discussion/Action):

C.1 Approval of 12/16/22 Meeting Minutes

C.2 Resolution No. 2022-21: Resolution of the Board of Directors of the California Community Choice Financing Authority Authorizing Continued Remote Teleconferencing Meetings for the Board of Directors Pursuant to Government Code Section 54953(e)

C.3 Second Agreement By and Between the California Community Choice Financing Authority and Colantuono, Highsmith & Whatley, PC

- Action: It was M/S/C (Bajpai/Salisbury) to approve the Consent Calendar. The motion carried:

Consent Calendar Vote:

SVCE – Excused

MCE – Yes

CCCE – Yes

CPA – Yes
EBCE – Excused

4. Board Member Announcements (Discussion):

Michael Callahan, CCCFA General Counsel, reminded the body that with the approval of the Consent Calendar, the CCCFA Board selected David Rutterman to serve as the new general counsel. Michael Callahan also stated that it has been an honor and a privilege to work with the Board to set up the CCCFA.

Jaya Bajpai, CCCE, expressed the Board's appreciation to Michael Callahan for his service and contribution to the CCCFA.

5. Adjourned at 1:07pm

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 as soon as possible to ensure arrangements for accommodation.

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA

RESOLUTION NO. 2023-1

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY AUTHORIZING REMOTE TELECONFERENCE MEETINGS FOR THE BOARD OF DIRECTORS PURSUANT TO GOVERNMENT CODE SECTION 54953, SUBDIVISION (e)

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 (the “Act”);

WHEREAS, CCCFA Founding Members include the following Community Choice Aggregators: Central Coast Community Energy, Clean Power Alliance of Southern California, East Bay Community Energy, Marin Clean Energy, and Silicon Valley Clean Energy;

WHEREAS, Government Code section 54953, as amended by Assembly Bill No. 361, allows legislative bodies to hold open meetings by teleconference without reference to otherwise applicable requirements in Government Code section 54953, subdivision (b)(3), so long as the legislative body complies with certain requirements set forth in Government Code section 54953, subdivision (e), finding there exists a declared state of emergency, and one of the following circumstances is met:

1. State or local officials have imposed or recommended measures to promote social distancing.
2. The legislative body is holding the meeting for the purpose of determining, by majority vote, whether as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees.
3. The legislative body has determined, by majority vote, pursuant to option 2, that, as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees;

WHEREAS, the Governor of California proclaimed a state of emergency pursuant to Government Code section 8625 on March 4, 2020, which emergency remains in effect as of February 23, 2023;

WHEREAS, the CCCFA Board of Directors previously adopted Resolution No. 2021-5 finding that the requisite conditions exist for the CCCFA Board of Directors to conduct teleconference meetings under Government Code section 54953, subdivision (e);

WHEREAS, the CCCFA Board of Directors subsequently adopted resolutions at least every 30 days finding conditions exist to continue conducting meetings by teleconference, but more than thirty days have passed since the last such resolution, Resolution No. 2022-21, was adopted; and

WHEREAS, the CCCFA Board of Directors desires to hold the CCCFA Board of Directors public meetings by teleconference consistent with Government Code section 54953, subdivision (e).

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

A. **Recitals.** The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

B. **Conditions for Initial Teleconferencing Meeting are Met.** The CCCFA Board of Directors hereby finds and declares the following, as required by Government Code section 54953, subdivision (e)(3):

1. The Governor of California proclaimed a state of emergency on March 4, 2020, pursuant to Government Code section 8625, which remains in effect.
2. The CCCFA Board of Directors has determined that, as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees.

C. **Conditions for Continued Teleconferencing Meeting are Met.** Although more than thirty days have passed since the CCCFA Board of Directors adopted Resolution No. 2022-21 on January 13, 2023, this Resolution is adopted in the spirit of continuing the findings made in Resolution No. 2022-21. In keeping with Resolution No. 2022-21, the CCCFA Board of Directors hereby finds and declares the following, as required by Government Code section 54953, subdivision (e)(3):

1. The CCCFA Board of Directors has reconsidered the circumstances of the state of emergency declared by the Governor pursuant to his or her authority under Government Code section 8625; and
2. The state of emergency continues to directly impact the ability of members of the CCCFA Board of Directors to meet safely in person.

D. **Meeting Requirements.** All meetings held pursuant to Government Code section 54953, subdivision (e) shall comply with the requirements of that section and all other applicable provisions of the Ralph M. Brown Act (Government Code section 54950 et seq.).

E. **Effective Date.** This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 23th day of February 2023, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Jaya Bajpai, alternate for Tom Habashi				

Nick Chaset				
Garth Salisbury				
Girish Balachandran				
Ted Bardacke				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA

RESOLUTION NO. 2023-2

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY RATIFYING THE APPOINTMENT OF DAVID MCNEIL TO THE BOARD OF DIRECTORS OF ARON ENERGY PREPAY 14 LLC

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 (the “Act”); and

WHEREAS, CCCFA Founding Members include the following Community Choice Aggregators: Central Coast Community Energy, Clean Power Alliance of Southern California, East Bay Community Energy, Marin Clean Energy, and Silicon Valley Clean Energy; and

WHEREAS, on October 27, 2022, the CCCFA Board of Directors adopted Resolution No. 2022-16, authorizing the issuance of one or more series of clean energy project revenue bonds to finance the acquisition of a long-term supply of electricity for Clean Power Alliance of Southern California and other matters relating thereto (“CPA Authorizing Resolution”);

WHEREAS, under the section 9 of the Authorizing Resolution, CCCFA’s Board of Directors delegated authority to its Authorized Officers, including CCCFA’s Treasurer/Controller, Garth Salisbury, on behalf of CCCFA, to take all actions deemed necessary or advisable, in their discretion, to consummate all transactions contemplated by the documents the Authorizing Resolution approved;

WHEREAS, among the documents of which the Authorizing Resolution contemplated approval, the Amended and Restated Limited Liability Agreement of Aron Energy Prepay 14 LLC provides in section 9(a) that CCCFA, as the Municipal Issuer, shall have the right to appoint one Director to the Board of Directors of Aron Energy Prepay 14 LLC (the “Company”);

WHEREAS, on February 10, 2023, Garth Salisbury, in his capacity as an Authorized Officer under the Authorizing Resolution, appointed David McNeil, Chief Financial Officer of Clean Power Alliance of Southern California and alternate member of the CCCFA Board of Directors, to the Board of Directors of the Company on behalf of CCCFA; and

WHEREAS, the CCCFA Board of Directors wishes to ratify, confirm and approve the appointment of David McNeil to the Board of Directors of the Company.

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

- A. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.
- B. The Board of Directors of CCCFA hereby ratifies, confirms, and approves the appointment of David McNeil, Chief Financial Officer of Clean Power Alliance of Southern California and alternate member of the CCCFA Board of Directors, to the Board of Directors of Aron Energy Prepay 14 LLC.
- C. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 23th day of February 2023, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Jaya Bajpai, alternate for Tom Habashi				
Nick Chaset				
Garth Salisbury				
Girish Balachandran				
Ted Bardacke				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA

RESOLUTION NO. 2023-3

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA COMMUNITY CHOICE FINANCING AUTHORITY RATIFYING THE APPOINTMENT OF DONALD ECKERT JR. TO THE BOARD OF DIRECTORS OF ARON ENERGY PREPAY 15 LLC

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 (the “Act”);

WHEREAS, CCCFA Founding Members include the following Community Choice Aggregators: Central Coast Community Energy, Clean Power Alliance of Southern California, East Bay Community Energy, Marin Clean Energy, and Silicon Valley Clean Energy; and further CCCFA includes the following Community Choice Aggregator as an Associate Member: Pioneer Community Energy;

WHEREAS, on October 27, 2022, the CCCFA Board of Directors adopted Resolution No. 2022-17, authorizing the issuance of one or more series of clean energy project revenue bonds to finance the acquisition of a long-term supply of electricity for Pioneer Community Energy and other matters relating thereto (“PCE Authorizing Resolution”);

WHEREAS, under the section 9 of the PCE Authorizing Resolution, CCCFA’s Board of Directors delegated authority to its Authorized Officers to take all actions deemed necessary or advisable, in their discretion, to consummate all transactions contemplated by the documents the PCE Authorizing Resolution approved;

WHEREAS, among the documents of which the PCE Authorizing Resolution contemplated approval, the Amended and Restated Limited Liability Agreement of Aron Energy Prepay 15 LLC provides in section 9(a) that CCCFA, as the Municipal Issuer, shall have the right to appoint one Director to the Board of Directors of Aron Energy Prepay 15 LLC (the “Company”);

WHEREAS, a CCCFA Authorized Officer, in his/her capacity under the PCE Authorizing Resolution, appointed Donald Eckert Jr., Executive Director of Pioneer Community Energy, to the Board of Directors of the Company on behalf of CCCFA; and

WHEREAS, the CCCFA Board of Directors wishes to ratify, confirm and approve the appointment of Donald Eckert Jr. to the Board of Directors of the Company.

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

- A. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

B. The Board of Directors of CCCFA hereby ratifies, confirms, and approves the appointment of Donald Eckert Jr., Executive Director of Pioneer Community Energy, to the Board of Directors of Aron Energy Prepay 15 LLC.

C. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 23th day of February 2023, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Jaya Bajpai, alternate for Tom Habashi				
Nick Chaset				
Garth Salisbury				
Girish Balachandran				
Ted Bardacke				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA

RESOLUTION NO. 2023-4

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE CALIFORNIA
COMMUNITY CHOICE FINANCING AUTHORITY RATIFYING THE
APPOINTMENT OF GARTH SALISBURY TO THE BOARD OF DIRECTORS
OF ARON ENERGY PREPAY 5 LLC**

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 (the “Act”);

WHEREAS, CCCFA Founding Members include the following Community Choice Aggregators: Central Coast Community Energy, Clean Power Alliance of Southern California, East Bay Community Energy, Marin Clean Energy, and Silicon Valley Clean Energy;

WHEREAS, on July 22, 2021, the CCCFA Board of Directors adopted Resolution No. 2021-2, authorizing the issuance of one or more series of clean energy purchase revenue bonds to finance the acquisition of a long-term supply of electricity for Marin Clean Energy (“MCE”) and other matters relating thereto (“Authorizing Resolution”);

WHEREAS, under the section 9 of the Authorizing Resolution, CCCFA’s Board of Directors delegated authority to its Authorized Officers on behalf of CCCFA, to take all actions deemed necessary or advisable, in their discretion, to consummate all transactions contemplated by the documents the Authorizing Resolution approved;

WHEREAS, among the documents of which the Authorizing Resolution contemplated approval, the Amended and Restated Limited Liability Agreement of Aron Energy Prepay 5 LLC provides in section 9(a) that CCCFA, as the Municipal Issuer, shall have the right to appoint one Director to the Board of Directors of Aron Energy Prepay 5 LLC (the “Company”);

WHEREAS, a CCCFA Authorized Officer, in his/her capacity under the Authorizing Resolution, appointed Garth Salisbury, Chief Financial Officer and Treasurer of MCE, and member of the CCCFA Board of Directors and CCCFA Treasurer/Controller, to the Board of Directors of the Company on behalf of CCCFA; and

WHEREAS, the CCCFA Board of Directors wishes to ratify, confirm and approve the appointment of Garth Salisbury to the Board of Directors of the Company.

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

- A. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

B. The Board of Directors of CCCFA hereby ratifies, confirms, and approves the appointment of Garth Salisbury, Chief Financial Officer and Treasurer of MCE, and member of the CCCFA Board of Directors and CCCFA Treasurer/Controller, to the Board of Directors of Aron Energy Prepay 5 LLC.

C. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED at a regular meeting of the CCCFA Board of Directors on this 23th day of February 2023, by the following vote:

	YES	NO	ABSTAIN	ABSENT
Jaya Bajpai, alternate for Tom Habashi				
Nick Chaset				
Garth Salisbury				
Girish Balachandran				
Ted Bardacke				

CHAIR, CCCFA

Attest:

SECRETARY, CCCFA