SPECIAL MEETING of the Board of Directors of the Peninsula Clean Energy Authority (PCEA)
Thursday, November 26, 2018
MINUTES

Peninsula Clean Energy
2075 Woodside Road, Redwood City, CA 94061
12:00 p.m.

CALL TO ORDER

Meeting was called to order at 12:04 p.m.

ROLL CALL

Present:        Dave Pine, County of San Mateo
                Jeff Aalfs, Town of Portola Valley, Chair
                Bill Widmer, Town of Atherton
                Charles Stone, City of Belmont
                Madison Davis, City of Brisbane
                Donna Colson, City of Burlingame
                Raymond Buenaventura, City of Daly City
                Carlos Romero, City of East Palo Alto
                Catherine Mahanpour, City of Foster City
                Harvey Rarback, City of Half Moon Bay
                Elizabeth Cullinan, Town of Hillsborough
                Catherine Carlton, City of Menlo Park
                Wayne Lee, City of Millbrae
                John Keener, City of Pacifica
                Pradeep Gupta, City of South San Francisco

Absent:        County of San Mateo
                Town of Colma
                City of Redwood City
                City of San Bruno
                City of San Carlos
                City of San Mateo
                Town of Woodside

Staff:          Jan Pepper, Chief Executive Officer
                Andy Stern, Chief Financial Officer
A quorum was established.

PUBLIC COMMENT:
None

ACTION TO SET THE AGENDA

Motion Made / Seconded: Stone / Lee

Motion passed unanimously 13-0 (Absent: Dave Pine-County of San Mateo, Carole Groom-County of San Mateo, Colma, East Palo Alto, Redwood City, San Bruno, San Carlos, San Mateo, Woodside)

SPECIAL MEETING AGENDA

1. a. AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO EXECUTE AN AMENDMENT TO THE POWER PURCHASE AGREEMENT (PPA) FOR RENEWABLE SUPPLY WITH MUSTANG TWO WHIRLAWAY LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND ANY NECESSARY ANCILLARY DOCUMENTS.

   Siobhan Doherty—Director of Power Resources—reported that the PPA with Mustang Two Whirllaway LLC allows for an extension of the Guaranteed Dates if there are tariffs imposed on solar panels under Section 201 of the Trade Act of 1974. She reported that the Section 201 Tariff was signed by President Trump on January 23, 2018 placing a tariff on imported solar cells and modules for a period of four years starting February 7, 2018. The developer is asking for an extension of the Guaranteed Dates.

   Siobhan announced that, under Article 14 of the PPA, any Change of Control of the Seller requires the prior written consent of the Buyer. She announced that the Mustang Two team notified PCE that they are seeking PCE’s consent on a sale to Solar Frontier Americas. She reported that Solar Frontier Americas is an IPP (Independent Power Producer) and is the U.S. arm of Japanese solar developer Showa Shell Sekiyu.

PUBLIC COMMENT:
None

Motion Made / Seconded: Lee / Stone

Motion passed unanimously 15-0 (Absent: County of San Mateo, Colma, Redwood City, San Bruno, San Carlos, San Mateo, Woodside)
b. AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO EXECUTE A LETTER CONSENTING TO A
CHANGE OF CONTROL OF THE POWER PURCHASE AGREEMENT (PPA) FOR RENEWABLE SUPPLY
WITH MUSTANG TWO WHIRLAWAY LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND ANY
NECESSARY ANCILLARY DOCUMENTS.

PUBLIC COMMENT:

None

Motion Made / Seconded: Stone / Lee

Motion passed unanimously 15-0 (Absent: County of San Mateo, Colma, Redwood City, San Bruno, San
Carlos, San Mateo, Woodside)

Prior to adjourning, Board members thanked John Keener and Pradeep Gupta for their tremendous
contribution to the formation and success of Peninsula Clean Energy. The entire Board and PCE staff
gave them a standing ovation.

ADJOURNMENT

Meeting was adjourned at 12:38 p.m.