



**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

Siobhan Doherty, Director of Power Resources  
TJ Carter, Marketing Associate  
David Silberman, General Counsel  
Anne Bartoletti, Board Clerk/Executive Assistant to the CEO

**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 Whirlaway 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.