

RESOLUTION NO. 19-05-009

RESOLUTION OF THE BOARD OF DIRECTORS OF CLEAN POWER ALLIANCE OF SOUTHERN CALIFORNIA (CLEAN POWER ALLIANCE) AUTHORIZING AN INCREASE IN THE EXECUTIVE DIRECTOR'S NON-ENERGY EXPENDITURE AUTHORITY AND AFFIRMING THE EXECUTIVE DIRECTOR'S CONTRACTING AUTHORITY FOR NON-ENERGY CONTRACTS

THE BOARD OF DIRECTORS OF CLEAN POWER ALLIANCE OF SOUTHERN CALIFORNIA HEREBY RESOLVES AS FOLLOWS:

WHEREAS, Clean Power Alliance of Southern California (formerly known as Los Angeles Community Choice Energy Authority) ("Clean Power Alliance") was formed on June 27, 2017 under the provisions of the Joint Exercise Powers Act of the State of California, Government Code section 6500 *et seq.*;

WHEREAS, Clean Power Alliance is duly organized, validly existing, and in good standing under and by virtue of the laws of the State of California, is duly authorized to transact business, having obtained all necessary filings, governmental licenses and approvals in the State of California, and has the full power and authority to own its properties and to transact the business in which it is presently engaged or presently proposes to engage;

WHEREAS, on October 5, 2017, the CPA Board of Directors ("Board") delegated authority to the Executive Director to execute agreements without prior Board approval for non-energy goods or services for an amount not to exceed \$10,000 individually or \$50,000 in the aggregate for Fiscal Year ("FY") 2017-18;

WHEREAS, on March 1, 2018, the Board increased the Executive Director's authority from \$10,000 to \$50,000 to procure non-energy goods or services given the appointment of a permanent Executive Director;

WHEREAS, since March 1, 2018 the Board has passed a FY 2018/19 budget of \$282 million, enrolled almost 1 million Phase 2 and 3 customers, will be enrolling approximately 100,000 Phase 4 customers in May 2019;

WHEREAS, due to the upcoming launch of Phase 4 and the need to advance the Board's goal of increasing local investment and customer choice and promoting greenhouse gas emissions reduction and renewable energy expansion, it is appropriate and more efficient for the Board to increase the amount of the Executive Director's expenditure authority and to affirm the Executive Director's contracting authority for non-energy contracts;

WHEREAS, the contracting authority of Executive Directors at comparable agencies ranges from \$100,000 to \$500,000;

WHEREAS, it would be beneficial to clarify the scope of the Executive Director's authority under contracts approved by the Board or within the Executive Director's delegated contracting authority; and,

WHEREAS, this Resolution is not intended to impact or change the Executive Director's energy procurement authority granted by the Board in Resolution 18-005 on April 5, 2018 or Resolution 18-009 on July 12, 2018.

NOW, THEREFORE, IT IS DETERMINED, AFFIRMED, AND RESOLVED BY THE BOARD OF DIRECTORS OF THE CLEAN POWER ALLIANCE OF SOUTHERN CALIFORNIA THAT:

A. The Executive Director is authorized as follows without prior Board approval:

1. To enter into any contract for non-energy goods or services when the contract price or the expected contract price for any single contract or vendor is \$125,000 or less within a 12-month period;
2. To increase the aggregate contract price for any single non-energy goods or services contract by no more than 10% of the original contract price over the life of that contract; and,

B. For any contracts, whether Board approved or executed under the Executive Director's delegated authority, the Executive Director is further authorized subject to paragraph A.1. and A.2., above:

1. To reimburse contractors for direct costs or expenses incurred in the performance of a contractor's scope of work, including but not limited to postage, mailers, or advertisement or marketing fees, provided that any direct costs or expenses are included within the contract price; and,
2. To exercise all rights and powers specified under the contract as belonging to CPA, including but not limited to changes in original scope (provided that for Board approved contracts, any core programmatic changes, e.g., up to 25% change of the original scope, shall be approved by the Board), authorization of subcontractors, amendments, assignment, insurance, termination, and to perform such other acts and things related to the delivery of non-energy goods or services required in the contract.

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that a contract shall not be split into subparts or smaller similar actions to avoid the delegated limits specified above;

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that the Executive Director shall continue to provide a monthly report to the Board on any contracts executed using the authority delegated hereunder;

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that any and all acts authorized pursuant to this Resolution and performed prior to the passage of this Resolution are hereby ratified and approved. This Resolution shall be continuing, shall remain in full force and effect; and,


IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that this Resolution shall take effect upon its passage.

ADOPTED AND APPROVED this 2 day of May 2019.

By:


Chair

ATTEST:


Secretary