



#### **Staff Report Item 4**

**TO:** East Bay Community Energy Board of Directors

**FROM:** Inder Khalsa, Interim General Counsel

**SUBJECT:** Approval of the EBCE Executive Committee

**DATE:** September 20, 2017

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#### **Recommendations**

1. Establish an Executive Committee of the Board of Directors to provide administrative and operational support to the CEO and oversight of the East Bay Community Energy Authority.
2. Appointment by Chair of five voting members of the Board of Directors to serve on the Executive Committee, for a one-year term. The Executive Committee should have an odd number of Directors. Positions may be renewed without term limits.

#### **Background & Analysis**

Section 4.6 of the EBCE Joint Powers Agreement provides that “The Board of Directors shall establish an Executive Committee consisting of a smaller number of Directors.” The EBCE Board of Directors is comprised of 12 voting members (“Directors”) who represent unincorporated Alameda County and 11 cities in the County and one non-voting member (“Ex Officio Member”) who is the Chair of the Community Advisory Committee. The Board meets monthly to set policy and direction on a variety of matters including EBCE operations and administration.

The purpose of the Executive Committee is to provide input and support to the CEO on operational and administrative matters that need more focused discussion and vetting prior to

coming before the full Board for action. Topics discussed by the Executive Committee would include administrative matters such as staffing plans and personnel matters, legal issues, Agency finances and budgeting, and other matters related to the overall operation of the Agency.

The Executive Committee (“Committee”) will be comprised of EBCE’s Chair and up to four additional Directors, defined in the Joint Powers Agreement as voting Board members, for a total of five members. It is anticipated that the Committee will meet every month on a set schedule with additional meetings as needed. The Committee will be a standing committee of the Board of Directors and is thus subject to the Brown Act; all meetings will be noticed and open to the public. Executive Committee members should have the time flexibility to meet during the day if necessary. Committee participation may rotate over time; however, there is no set term limit for participation on the Executive Committee.

Topics that may be discussed by the Committee include, but are not limited to:

- Staffing and personnel matters
- Budgeting and agency finances
- Agency procedures and committees of the board
- Legal matters not required for closed session
- Agency contracts
- Agency planning re: operational issues as may be necessary

The Executive Committee will make recommendations to the Board of Directors. A Committee member will make a report to the Board on a regular basis to keep the Board apprised of its activities.

**Fiscal Impact:**

There may be costs associated with Committee administration, but these costs are expected to be minimal.