

# Before the Governing Board of Pioneer Community Energy

**In the matter of: A RESOLUTION APPROVING  
AMENDMENT NO. 2 TO THE AMENDED AND  
RESTATED JOINT EXERCISE OF POWERS  
AGREEMENT FOR PIONEER COMMUNITY ENERGY  
REMOVING THE WEIGHTED VOTE PROVISIONS.**

Resolution No.: 2021-3

The following Resolution was duly passed by the Governing Board of Pioneer Community Energy at a regular meeting held January 21, 2021, by the following vote on roll call:

Ayes: Duncan, Gore, Dowdin Calvillo, Janda, Holmes.

Noes: None.

Absent: Karleskint, Mendoza.

Signed and approved by me after its passage.

  
Chair of the Governing Board

Attest:

  
Secretary

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WHEREAS, the Sierra Valley Energy Authority was established on September 9, 2015, between the County of Placer and the City of Colfax; and

WHEREAS, the Sierra Valley Energy Authority was originally created for the purpose of providing a financing conduit and program expansion platform for the mPOWER Program; and

WHEREAS, counties and cities have the power under California law to aggregate electric load, to purchase and supply electricity for themselves and customers within their jurisdictions, by providing a Community Choice Aggregation Program, pursuant to California Public Utilities Code Sections 331.1 and 366.2; and

WHEREAS, the Amended and Restated Joint Exercise of Power Agreement for the Sierra Valley Energy Authority (the "Amended and Restated JPA") became effective on February 22, 2017; and

WHEREAS, the Amended and Restated JPA allowed for the establishment of a Community Choice Aggregation Program (the "CCA") within the jurisdictions of the Voting Members and authorized the Cities of Auburn, Lincoln, Rocklin, and the Town of Loomis to become Voting Members; and

WHEREAS, on July 17, 2017 the Governing Board of the Sierra Valley Energy Authority took action to rename and brand Sierra Valley Energy Authority as Pioneer Community Energy ("Pioneer"); and

WHEREAS, an amendment to the Amended and Restated JPA requires the affirmative vote of at least two-thirds of the Board Members pursuant to Section 8.A of the Amended and Restated JPA; and

WHEREAS, the Governing Board wishes to amend the Amended and Restated JPA a second time to remove those provisions allowing for or referencing a weighted voted based on calculated voting shares.

BE IT RESOLVED, the Board of Pioneer Community Energy, State of California, hereby finds, declares, and resolves as follows:

1. The above recitals are true and correct.
2. This Amendment No. 2 to the Amended and Restated Joint Exercise of Powers Agreement for Pioneer Community Energy eliminates the provision allowing for a weighted vote based on calculated voting shares and related references to a weighted vote.
3. The Governing Board hereby approves Amendment No. 2 to the Amended and Restated Joint Powers Agreement for Pioneer Community Energy under the Joint Powers Law, in the form attached hereto as Exhibit A. The Chair is hereby authorized and directed to execute Amendment No. 2 to the Amended and Restated Joint Powers Agreement for Pioneer Community Energy in the name and on behalf of the Governing Board.
4. This Resolution shall take effect immediately upon its adoption.

Exhibit: Amendment No. 2 to the Amended and Restated JPA

**AMENDMENT NO. 2 TO THE AMENDED AND RESTATED JOINT EXERCISE  
OF POWERS AGREEMENT FOR PIONEER COMMUNITY ENERGY  
[FORMERLY SIERRA VALLEY ENERGY]**

THIS AMENDMENT (hereafter “Amendment”) amends the Amended and Restated Joint Exercise of Powers Agreement (hereafter “Amended and Restated JPA”) with the effective date of February 22, 2017 which was by and between the COUNTY OF PLACER, the CITY OF AUBURN, the CITY OF COLFAX, the CITY OF LINCOLN, the TOWN OF LOOMIS, and the CITY OF ROCKLIN, all public entities of the State of California, (the “Voting Members”), as well as those local agencies that become signatories to this Amendment as Associate Members, and related to the joint exercise of powers among all of the signatories hereto either as Voting Members or Associate Members (hereafter collectively referred to as the “Members”).

WHEREAS, on September 9, 2015 the COUNTY OF PLACER and the CITY OF COLFAX entered into a Joint Exercise of Powers Agreement (hereafter “Original JPA”) for the purpose of providing a financing conduit program expansion platform for the mPOWER Program; and

WHEREAS, the Amended and Restated JPA became effective on February 22, 2017 and authorized the Cities of Auburn, Lincoln, Rocklin, and the Town of Loomis to become Voting Members; and

WHEREAS, one of the primary purposes of the Amended and Restated JPA was to allow for the establishment of a Community Choice Aggregation Program within the jurisdictions of the Voting Members; and

WHEREAS, Resolution No. 2017-3 of the Sierra Valley Energy Authority approved a name change from Sierra Valley Energy Authority to Pioneer Community Energy, as it is known today; and

WHEREAS, the Voting Members wish to amend the Amended and Restated JPA a second time to remove those provisions allowing for or referencing a weighted vote based on calculated voting shares.

NOW, THEREFORE, IT IS MUTUALLY AGREED THAT THE FOLLOWING CHANGES AND ADDITIONS ARE HEREBY MADE IN THE AMENDED AND RESTATED JOINT POWERS AGREEMENT:

1. Section 5.C shall be replaced by the following:
  - C. Powers and Functions of the Board. The Board will exercise governance, policy guidance and oversight over the business and activities of the Authority, consistent with this Agreement and applicable law. Action by the Authority Board will be taken by majority vote of the Board Members present.


2. Section 8.D shall be removed in its entirety.
3. Section 15.D shall be replaced by the following:
- D. Disposition of Property upon Termination of Authority. Upon termination of this Agreement, any surplus money or assets in possession of the Authority for use under this Agreement, after payment of all liabilities, costs, expenses, and charges incurred under this Agreement and under any program documents, shall be returned to the then-existing Voting Members in proportion to the contributions made by each. If no such contributions have been made, then such surplus after payment of all liabilities, costs, expenses, and charges shall be distributed to each Voting Member based on Annual Energy Use Divided by Total Annual Energy, multiplied by 100. "Annual Energy Use" means the annual electricity usage, expressed in kilowatt hours ("kWh") within the Voting Member's respective jurisdiction, and "Total Annual Energy" means the sum of all the Members Annual Energy Use. All measures of kilowatt hours shall be set using the electric load forecast upon which the current annual budget was based. If a Member has more than one Board Member, the distribution will be made pursuant to the above calculation as it relates to the respective jurisdiction.

IN WITNESS WHEREOF, the Governing Board of Pioneer Community Energy has approved this Amendment No. 2 to the Amended and Restated Joint Powers Agreement for Pioneer Community Energy.

EXECUTED ON 1-27-2021

Approved as to form Elise Nelson

By   
Chair, Pioneer Community Energy  
Governing Board

ATTEST:  
  
Secretary, Pioneer Community Energy  
Governing Board