

RESOLUTION NO. 25-04-082

RESOLUTION OF THE BOARD OF DIRECTORS OF CLEAN POWER ALLIANCE OF SOUTHERN CALIFORNIA ADOPTING AND APPROVING THE AMENDED BOARD DIRECTOR EXPENSE REIMBURSEMENT POLICY

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" or "CPA") was formed on June 27, 2017;

WHEREAS, on May 2, 2018, the CPA Board of Directors ("Board") adopted Policy Number CPA 2018-05, CPA Reimbursements for Board of Directors ("Policy") to establish the standard procedures relative to expenses incurred by members of the Clean Power Alliance (CPA) Board of Directors in the performance of their duties;

WHEREAS, as of July 2018, CPA was providing service only to the County of Los Angeles's municipal accounts and the non-residential accounts for the cities of Rolling Hills Estates and South Pasadena. The remainder of CPA's (then-current) 31 member agencies' residential and non-residential accounts were scheduled to enroll for CPA service in February and May of 2019, respectively;

WHEREAS, on March 7, 2019, the Board adopted its Financial Reserves Policy ("Reserves Policy"), setting CPA's minimum reserve target equal to 30% of total operating budget expenditures with a goal of increasing the reserve to a maximum reserve target of 50% of total operating budget expenditures;

WHEREAS, on September 27, 2023, CPA received an 'A-' credit rating from Standard & Poor's Global Ratings agency;

WHEREAS, in 2024, CPA was named the #1 green power provider in the nation by the US Department of Energy's National Renewable Energy Lab for the second year in a row;

WHEREAS, currently, CPA's reserves are approximately 40% of its operating budget expenses, and CPA has 35 member agencies, with 3 additional member cities joining CPA's service in October 2025;

WHEREAS, given the evolution of CPA's business conditions, on March 6, 2025, the Board voted to implement the provision of stipends for the Board of Directors and the Community Advisory Committee and directed staff to bring an amendment to the Policy for the Board's consideration;

WHEREAS, the Board provided feedback about the amount of the stipend, attendance requirements, the option to opt out of the stipend, and the need to set maximum limits on the amount of the stipend; and,

WHEREAS, the Board has considered CPA's prevailing business conditions and needs and determined that the amendments to the Policy proposed in Exhibit A, attached hereto, are reasonable, necessary, or beneficial;

NOW, THEREFORE, BE IT DETERMINED, AFFIRMED, AND ORDERED BY THE BOARD OF DIRECTORS OF THE CLEAN POWER ALLIANCE OF SOUTHERN CALIFORNIA that the attached amendments to the Policy, attached hereto as Exhibit A, are hereby approved effective July 1, 2025;

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that the Policy is renamed "CPA Stipend and Expense Reimbursements" Policy;

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that if any provision of this Resolution, the attached Policy or the application thereof to any person or circumstances is held invalid, such invalidity shall not affect other provisions or applications of the Resolution or Policy which can be given effect without the invalid provision or application, and to this end the provision of this Resolution and the Policy are severable acts; and

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; and

IT IS FURTHER DETERMINED, AFFIRMED, AND ORDERED that this Resolution or Policy shall be continuing and remain in full force and effect until such time as the Board amends or revises the Resolution or the Policy.

ADOPTED AND APPROVED this 3rd day of April 2025.



Deborah Klein Lopez, Chair

ATTEST:



Gabriela Monzon, Secretary

EXHIBIT A

CPA STIPEND AND EXPENSE REIMBURSEMENTS FOR BOARD OF DIRECTORS POLICY

(see attached)



Policy Title	CPA Stipend and Expense Reimbursements	
Policy Number	CPA 2018-05	Original Date: 05/02/2018 Amendment One: 03/07/2024 Amendment Two: 04/03/2025

I. PURPOSE

To establish the terms, conditions, and standard procedures for (A) members of the Clean Power Alliance (CPA) Board of Directors (individually referred to as a "Director") and members of the Community Advisory Committee (individually referred to as "CAC Member") to receive stipend compensation and (B) members of the Board of Directors to receive reimbursement for expenses incurred in the performance of their duties.

II. Stipends for Members of CPA Board of Directors and the Community Advisory Committee

A. **Eligibility.** The following individuals shall be eligible to receive a stipend from CPA.

1. A regular Director who attends a "Meeting". A "Meeting" is a CPA meeting noticed and conducted in accordance with the provisions of the "Brown Act" (California Government Code Section 54950, *et seq.*)
2. An alternate Director, except an alternate Director who is not a member of the governing body and is employed by a member city or county of CPA, when the alternate Director attends a Meeting in the place of a regular Director.
3. A Board-appointed CAC Member.

B. Board of Directors Meeting

1. **Attendance.** To receive a stipend specified in Section II.B.2, a Director must be present for all Action Item votes unless the approval of the Consent Agenda is the only Action Item vote, in which case a Director must be present until the conclusion of all items on the Regular Agenda. An "Action Item" is any item on the agenda requiring a vote by the members present, provided that the vote is registered at any point prior to the adjournment of that meeting.
2. **Stipend Amount.** A Director is entitled to receive \$150 for each Meeting that a Director is in Attendance.

C. Committee Meetings

1. Eligible Committee Meetings are the Executive Committee, Standing Committees as specified in Article VII of the Bylaws, and the Community Advisory Committee.

2. **Attendance**. To receive a stipend specified in Section II.C.3., a Director or CAC Member must be present for all Action Item votes unless the approval of the Consent Agenda is the only Action Item vote, in which case a Director or CAC Member must be present until the conclusion of all items on the Regular Agenda.
3. **Stipend Amount**. A Director or CAC member is entitled to receive \$100 for each Committee Meeting that the member is in Attendance.

D. Limitations.

1. Directors shall not receive more than three (3) stipend payments in any single calendar month. CAC Members shall not receive more than one (1) stipend payment in any single calendar month.
2. **Opt Out/Opt In**.
 - a. A Director or CAC Member may opt out of receiving a stipend by notifying the Board Clerk in writing. Requests to opt out of receiving a stipend will be processed immediately.
 - b. A Director or CAC Member who has opted out of receiving a stipend may opt back into receiving a stipend by notifying the Board Clerk in writing. Requests to opt back into receiving a stipend will be processed at the end of each calendar month.

E. Stipend Payment Procedures.

1. A Director or CAC Member shall be entitled to receive a stipend payment for Attendance at a Meeting after the Minutes of that Meeting are approved at a following Meeting.
2. The Board Clerk shall verify Attendance for each Meeting and report the Attendance to the CEO for the processing of the stipend payment.

III. REIMBURSABLE EXPENSES FOR BOARD OF DIRECTORS

A. TRAVEL TO AND FROM BOARD AND COMMITTEE MEETINGS AND COMMUNITY EVENTS

The primary costs incurred related to participation in Board and Committee meetings and CPA-sponsored community events are travel, mileage or public mass transit expenses, and parking. Consistent with other government bodies, these costs will be reimbursed upon request and at cost. For mileage, CPA will reimburse personal vehicle mileage based on the IRS's latest standard mileage rates. Receipts for parking are required for reimbursement. Receipts are not required for the use of public mass transit as receipts are generally not available for such travel.

B. CONFERENCES, LEGISLATIVE & REGULATORY PROCEEDINGS, AND RELATED MEETINGS

From time to time, Directors, who are representing CPA, may travel (i) outside of Southern California to represent the Clean Power Alliance at a conference, (ii) to a legislative or regulatory proceeding, or (iii) to a meeting for educational, training, or CPA related program or policy purposes (e.g., at events hosted by the California Community Choice Association, etc.) (“CPA Travel”).

1. TRAVEL & REGISTRATION

All such CPA Travel must first be approved by the Chair of the Board in consultation with the Chief Executive Officer (CEO). The cost of travel to conferences, including conference registration costs, will be reimbursed if the Director is a speaker on behalf of CPA. If a Director is at a conference as an attendee of the conference, such costs may be reimbursed at the discretion of the Chair of the Board in consultation with the CEO. In general, Directors are expected to keep such travel costs to a minimum by booking economy class airfare or train fare well in advance and avoiding overnight stays whenever possible. Receipts for travel and registration are required for reimbursement, except when using public mass transit.

2. ACCOMMODATIONS, MEALS, & INCIDENTALS

The expenses for accommodation, meals, or incidentals will be reimbursed if the Director is a speaker on behalf of CPA. If a Director is attending a conference as an attendee of the conference, such costs for accommodation, meals, or incidentals may be reimbursed if such CPA Travel was approved pursuant to Section III.B.1.

Consistent with the majority of government agencies, per diem expenses for accommodations, meals, and incidentals shall be reimbursed at GSA rates, which are city-specific, vary by travel season, and are adjusted annually. Higher rates than those provided by GSA are permissible for accommodation when attending a conference and staying at the conference hotel. Further, the Chair may approve a higher reimbursement amount on a case-by-case basis, as may be requested in advance. Receipts for accommodations and meals are required for reimbursement.

C. REIMBURSEMENT PROCEDURES FOR EXPENSES

All claims for reimbursement requests shall be prepared on a CPA Expense Claim Form, which may be updated from time to time, and shall be submitted no longer than 30 days after the event.

All claims for reimbursement shall include an itemization of expenses, provide a brief explanation of the purpose of the event, and shall include original receipts or vouchers for all expenses incurred with the exception of public transit receipts. If a receipt cannot be obtained or

has been lost, a written justification shall be made on the expense form and the reason given. In the absence of an explanation satisfactory to the applicable approving authority, the amount involved shall not be allowed.

All claims for reimbursement of expenses shall be submitted to the CEO or the CEO's designee for approval.

IV. ATTACHMENTS:

1. Sample Expense Claim Form

By submitting this form for reimbursement, I certify that this claim is a true record of expenses incurred

Clean Power Alliance of Southern California
Board of Directors - Expense Reimbursement Claim Form
Updated: 1/1/2025

Name:																			
Purpose of																			
To:																			
DATE	FROM	TO	FROM	TO	NO. OF MILEAGE	AMOUNT \$/Mile	CPA STAFF TO COMPLETE			PURPOSE									
						\$0.70	DEPT. NO.	PROJ. NO.	GL. NO.										
						\$ -													
						\$ -													
						\$ -													
						\$ -													
						\$ -													
TOTAL AMOUNT -						\$0.00													
SCHEDULE A																			
SCHEDULE																			
DATE	EXPLANATION OF EXPENSE					AMOUNT	CPA STAFF TO COMPLETE			PURPOSE									
							DEPT. NO.	PROJ. NO.	GL. NO.										
TOTAL AMOUNT -						\$0.00													
SCHEDULE B																			

TOTAL AMOUNT CLAIMED \$0.00