

## **Board Meeting Minutes—227th Meeting**

August 14, 2024

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**Board members present:** Susan Brodahl, Thelma Fleming, Ellsworth Lang, Henry Lorenzen, Jane Peters, Anne Root, Roland Risser, Ruchi Sadhir (ODOE ex-officio), Silvia Tanner, Letha Tawney (OPUC ex-officio), Bill Tovey, Ellen Zuckerman

**Board members absent:** Melissa Cribbins, Eric Hayes, Peter Therkelsen

**Staff attending:** Kathleen Belkhat, Melanie Bissonette, Scott Clark, Amber Cole, Michael Colgrove, Jonathan Cresson, Hannah Cruz, Elaine Dado, Gemma DiMatteo, Chris Dunning, Emily Estrada, Matt Getchell, Jeni Hall, Betsy Kauffman, Lori Lull, Chris Lyons, Alyson Mckay, Julie McMorine, Debbie Menashe, Barbara Miller, Spencer Moersfelder, Alex Novie, Natalia Ojeda, Maddy Otto, Noemi Ortiz, Chip Polito, Elaine Prause, Akanksha Rawal, Danielle Rhodes, Carolyn Rice, Eric Roach-Alberts, Thad Roth, Amanda Sales, Laura Schaefer, Tracy Scott, Leila Shokat, Jess Siegel, Abby Spegman, Nicole Stolarik, Greg Stokes, Julianne Thacher, Bayoan Ware, Ezell Watson

**Others attending:** Ashnie Butler (Inner Work, Outer Play), Sarah Hall (OPUC), Kari Greer (Pacific Corp), Randy Hastings (DThree), Brooke Landon (CLEAResult), Virginia Mersereau, Laney Ralph (NW Natural), Cayla Wardenburg, Tyler Weber (AESC)

### **Business Meeting**

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President Henry Lorenzen called the meeting to order at 9:03 a.m. and explained the format of the in-person/virtual hybrid meeting.

Henry acknowledged that Susan Brodahl will be returning from her leave of absence on the board, and the board welcome Susan back. Henry also welcomed Les Perkins, new OPUC commissioner. Les has a long history with Energy Trust, having served on the Renewable Energy Advisory Council and is a founder of Farmers Conservation Alliance.

At the end of the year, Les will replace Letha Tawney as the ex-officio member of the board for the OPUC. Les will attend board meetings with Letha through the end of the year. Letha thanked the staff and noted that we have accomplished so much, moving through legislative changes to Energy Trust's funding and work and finalizing a new agreement with the OPUC. Letha also called out Energy Trust's work on DEI as profound and demonstrative of an area of growth for Energy Trust and board. Letha also expressed her appreciation for collaborating with colleagues on the board to update board governance structures. Letha expressed her great pride for the work of the entire board and the work of the organization." Letha then expressed her confidence in her successor on the board, Les Perkins.

Les Perkins then introduced himself, noting that he will have big shoes to fill in his role as OPUC ex officio board member. Les explained that he has worked with and knows Energy Trust and is still glad to have a glide path over the next few months to learn more about the organization and the board.



Vote: In favor: 7 Abstained: 0  
Opposed: 0

**RESOLUTION 1041  
RETIRING THE REVIEW PROCESS FOR OTHER RENEWABLE ENERGY  
PROJECTS POLICY  
4.13.0001-P**

**WHEREAS:**

- 1. The Review Process for Other Renewable Energy Projects Policy (the “Renewables Projects Review Process”) requires Energy Trust staff to provide information to the Energy Trust Board of Directors and obtain the board’s approval at various approvals that differ from the board’s delegated authority level in its Contract Oversight and Execution Policy;**
- 2. The current Renewables Projects Review Process also is outdated in terms of terminology and renewables program structure;**
- 3. The Renewables Project Review Process, even if updated, describes parameters that are incorporated into regular program design and operations by Energy Trust staff and not board-level governance considerations;**
- 4. Additionally, large renewables projects that include incentive funding amounts of more than \$750,000 will be reviewed, and must be approved, by the Energy Trust Board of Directors in accordance with the board’s Contract Execution and Oversight Policy;**
- 5. Energy Trust staff supports a retirement by the board of directors of the Renewables Project Review Process as a board governance policy with an understanding that large renewables projects that would authorize incentive funding of more than\$750,000 will be subject to board approval;**
- 6. Energy Trust’s board of directors desires and expects to receive ongoing updates and information regarding market trends in renewables technologies and program design through the Renewables Advisory Council and staff reports and**
- 7. The Nominating & Governance Committee discussed the reasons for retiring the Renewables Project Review Process and supports the suggested policy retirement.**

**It is therefore RESOLVED that the Board of Directors hereby approves the retirement of the Renewables Project Review Process.**

Moved by: Jane Peters

Seconded by: Roland Risser

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**Vote:**

In favor: 7                      Abstained: 0

Opposed: 0

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**Review of Draft Strategic Plan**

Holly Valkama of 1961 Consulting led the board on a review of the draft Strategic Plan. Holly thanked Abby Spegman, Amber Cole, and the entire communications team for their great work in drafting a document that reflects all the development work of the plan over the last year.

Amber walked through the draft plan section by section to review with the board before it is presented for stakeholder feedback. After today, an approved draft plan will be out for public comment until September 20. The board will then integrate that feedback to vote on the plan in December, as well as discuss signposts for plan management which will lead us into the 2025 year.

Jane Peters, chair of the ad hoc Strategic Planning Committee, introduced the draft plan and kicked off the discussion of the words of the plan to make sure it accurately reflects what the board is trying to convey to the communities it serves. The board will also discuss what aspects of the plan they are excited to lead on and will be given an opportunity to provide more in-depth feedback.

Board members asked questions about the content of the plan, specifically around some of the overarching metrics to inform goals and focus areas. Amber noted that some of the short form titles could be unclear and expressed appreciation for board input to provide more specificity in the language for clarity.

The board provided feedback on seeing the plan in its totality and expressed appreciation for the robust process and the way in which staff incorporated board input into the draft plan. Board members expressed special appreciation for the way the group invited various viewpoints to continue to improve the plan. The board expressed excitement about the draft plan, noting especially the board and organizational growth in focus on equity, which is core to the plan and Energy Trust's work. The board thanked staff for their support, especially Holly Valkama and Amber Cole and Abby Spegman. Amber and Holly thanked all the staff who supported this work.

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**Break**

The board recessed and reconvened at 10:45

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**Strategic Planning: Stakeholder Engagement and Next Steps**

Amber Cole then presented information to the board on the next steps for the draft strategic plan. The plan will be released August 19<sup>th</sup>, with an invite for stakeholder feedback until September 20<sup>th</sup>. After September 20<sup>th</sup>, the Strategic Planning Committee will process the stakeholder input and present it to the board in December. The committee will also provide information on targets and metrics development, and there will be a recommendation to amend the plan with those recommendations in 2025.

There will be multiple avenues for stakeholders to engage on the draft plan, including web comments, letter comments, and a public webinar. There will also be appointments with utilities, commissioners, utility staff, advisory councils and a robust list of stakeholders that we will connect with directly. There is also time set aside with Energy Trust staff and channels for them to comment as well. Regional outreach managers are also talking about the plan and doing specific outreach to communities and organizations who may be interested.

Amber reviewed the engagement questions that are going to stakeholders, which are aimed at being both specific and general, and asking stakeholders about how to measure our progress. Board members provided suggestions for these questions to solicit more information, and Amber expressed appreciation for the ideas.

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### **2025 Calendar Planning**

Board Services Administration Manager Danielle Rhodes presented thoughts to the board on next year's planning. To incorporate multiyear planning, two regional board meetings in 2025, and to accommodate checking in on the strategic plan, the 2025 calendar proposes nine board meetings a year on the 4<sup>th</sup> Wednesday, making no distinction between workshops versus meetings. The board expressed their desire for flexibility on in-person meetings.

Danielle then asked for feedback on locations for hosting the regional board meetings in 2025, and the board discussed options where Energy Trust has not yet hosted regional meetings, including NW Oregon, SE Oregon, Wallowa County, Lakeview and Woodburn. Staff will return with refined suggested after considering board feedback.

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### **Recess for Lunch**

The board recessed for lunch at 11:40 and reconvened at 12:50.

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### **Business Meeting**

Henry Lorenzen called the meeting to order at 12:51 p.m.

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### **General Public Comments**

There were no public comments.

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### **Multiyear Planning Update**

Executive Director Michael Colgrove and Senior Manager Melanie Bissonette briefed the board on the multiyear plan, its development process, stakeholder engagement, logic model development, the connection to the strategic plan, and its metrics, targets, and resources.

Mike discussed how logic models will be utilized and offered the board an information session on logic models if they have not yet had training or information on logic models.

Mike also discussed how logic models will be used and that there will be further training offered to the staff and board to assist in implementing metrics and processes for the multiyear plan.

Board members asked several questions, including how the framework of multiyear planning will coordinate with the annual tariff filing process. Mike noted that his preference is to propose a five-year rate adjustment at the beginning of the multiyear planning period, and this process will be discussed and explored with funding utilities. Board members also asked how multi-year planning can advance Energy Trust's work, and Mike answered that a longer time planning and financial plan will support Energy Trust's longer-term goals.

Mike discussed the elements of the multiyear plan, including a 5-year financial plan informed by six quarter rolling forecasts (every quarter would examine the next six quarters to investigate what our pipelines are showing). Board members expressed some reservations about achieving this, but pointed to experience with multiyear plan frameworks, which were beneficial in other organizations in which they participated.

The board also asked for more detail on the rolling forecast models, and how this multiyear process will enable the board to track their oversight of the budget and progress towards goals in the strategic plan and in other arenas in which the board is to guide the organizations. Henry asked how this will improve the work, and Mike provided that because our goals are longer term,

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**Break**

The board recessed and reconvened at 2:20 p.m.

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**Committee Reports*****Compensation & Human Resources Committee (Amanda Sales)***

Amanda Sales reported on the Compensation & HR Committee. In joint meeting on July 30, 2024, of the Finance and Audit Committee and Compensation and Human Resources Committee, Moss Adams provided a review of the 2023 401K audit, advising the board that the 401k plan audit resulted in an unmodified opinion. The board accepted the 401K audit as follows.

**RESOLUTION R1038  
ACCEPTANCE OF AUDIT REPORT OF  
ENERGY TRUST RETIREMENT INVESTMENT  
PLAN**

**BE IT RESOLVED: That Energy Trust of Oregon, Inc., Board of Directors accepts the auditor's report on the financial statements and retirement investment plans, including an unmodified opinion, submitted by Moss Adams LLP for the calendar year ended December 31, 2023.**

Moved by: Bill Tovey

Seconded by: Jane Peters

Vote: In favor: 8

Abstained: 0

Opposed: 0

***Finance & Audit Committee (Thelma Fleming)***

Thelma noted that the Finance & Audit Committee reviewed two contract proposals and recommends both for approval. Thelma presented two resolutions to the board: one for authorizing a contract for solar verifier services and one for our new building lease.

Lori Lull, Solar Program Manager, provided background on the contract for solar verifier services and referred to the briefing paper in the board packet. Board members asked about the RFP process, and Lori explained the results, which were only one firm responded. Lori explained that the work is specialized and that verifying solar projects conflicts with installation services, so the pool of potential respondents is very small.

Director of People Services Amanda Sales then presented an overview of the proposed lease for Energy Trust's new office space at the Power + Light Building in downtown Portland. Board members approved both resolutions as follows:

**RESOLUTION 1039**

**AUTHORIZING THE EXECUTIVE DIRECTOR  
TO EXECUTE A CONTRACT WITH  
ENERGY ASSURANCE COMPANY FOR SOLAR DESIGN REVIEW AND VERIFICATION  
SERVICES**

**WHEREAS:**

- 1. Following a competitive solicitation process conducted in June 2024, Energy Assurance Company is recommended for a contract to conduct solar design review and verification services for Energy Trust’s Solar program, covering September 2024 through September 2026.**
- 2. Energy Assurance Company has continued to conduct design review and verification services for Energy Trust’s Solar program.**
- 3. During the term of the recommended new contract, it is expected that Energy Assurance Company will provide continued design review and verification services for Energy Trust’s Solar program funded by public purpose charges and for additional solar program offerings that may be offered and funded with external grant funding.**
- 4. The expected not-to-exceed maximum budget for completion of the anticipated volume of services under the contract with Energy Assurance Company is \$1,200,000, including up to \$300,000 funded by external grant funded solar programs with the remainder funded by the public purpose charge.**
- 5. The proposed maximum contract budget is consistent with the board approved budget and action plan for the remainder of 2024, and planned budgets for 2025 and 2026.**

**It is therefore RESOLVED that the Board of Directors of Energy Trust of Oregon, Inc., hereby authorizes the executive director to sign a contract for solar design review and verification services with Energy Assurance Company authorizing a total maximum budget cap of \$1,200,000.**

Moved by: Roland Risser                      Seconded by: Jane Peters

Vote:                      In favor: 8                      Abstained: 0  
                                    Opposed: 0





**Ad hoc Diversity Equity and Inclusion Committee (Alicia Moore)**

Alicia reported on ad hoc DEI committee and highlighted the DEIB workshops for the board on September 18<sup>th</sup>, October 8<sup>th</sup>, and November 20<sup>th</sup>. More details will be coming to the board in the coming weeks after the committee meets again on August 21<sup>st</sup>.

**Ad hoc Strategic Planning Committee (Jane Peters)**

Jane Peters reported on the draft strategic plan and referred to the meetings notes in the board packet, and the work of obtaining feedback on the draft plan in the morning.

**Conservation Advisory Council (Alex Novie)**

Alex reported out on CAC, noting that he is taking over for Hannah Cruz as staff liaison, and reporting out for Peter Therkelsen, board liaison to CAC. Alex referred to the notes in the packet and highlighted that the CAC the draft strategic plan, learned about the new OPUC agreement, and discussed the recent New Homes/EPS program evaluation.

**Diversity Advisory Council (Alicia Moore)**

Alicia, staff liaison to the DAC, reported on the DAC’s discussion of the new structure of the Energy Trust DEI Services group and the upcoming work to develop Energy Trust’s Equity Plan. Alicia also reported on DAC member Christopher Banks and his July presentation from the Urban League on a journeyman trade apprenticeship program.

Alicia noted that the DAC currently has four vacancies, and staff is working to fill those vacancies, with focus on southeast and northeast Oregon. Debbie Menashe pointed out that Susan Badger-Jones and Oswaldo Bernal were foundational members to the DAC and thanked them for their valuable contributions from its beginning.

**Renewable Energy Advisory Council (Bayoan Ware)**

Bayo Ware presented the report on RAC. The RAC has explored changes in community solar incentives, launching a business incentive program for batteries, and expanding project development assistance for resilience projects. Bayo reported also that RAC discussed the anticipated Solar For All grant from ODOE and Energy Trust’s work with IPC, an organization focused on developing quality and equitable finance programs for solar customers.

**Adjourn**

The meeting adjourned at 3:20 p.m.

The next meeting of the Energy Trust Board of Directors will be a workshop held in Executive Session on **September 18, 2024, and again on October 8th, 2024**. Executive Session will be held pursuant to bylaws section 3.19.1 to discuss internal personal matters. The Executive Session is not open to the public.

The next regular meeting of the Energy Trust of Oregon Board of Directors will be held **October 9th, 2024**, hybrid on Zoom and at 421 SW Oak St., Suite 300, Portland, OR 97204

Signed by: Eric Hayes Date 10/18/2024

Signed: Eric Hayes