

SILICON VALLEY CLEAN ENERGY

DRAFT COMMUNITY CHOICE AGGREGATION IMPLEMENTATION PLAN AND STATEMENT OF INTENT

[July 2016]

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CHAPTER 1 – Introduction

The Silicon Valley Clean Energy Authority (“SVCEA”) is a public agency located within Santa Clara County, formed for the purpose of implementing a community choice aggregation program (“CCA”, or “Community Choice Energy” – “CCE” – which has been recently used as an alternative identifying term for the CCA service model), which has been named Silicon Valley Clean Energy (the “Program” or “SVCE”). Member Agencies of SVCEA include eleven (11) municipalities located within the County of Santa Clara (“County”) as well as the unincorporated areas of the County itself (together, the “Members” or “Member Agencies”), which have elected to allow SVCEA to provide electric generation service within their respective jurisdictions. Currently, the following Members Agencies comprise SVCEA:

City of Campbell	City of Monte Sereno
City of Cupertino	City of Morgan Hill
City of Gilroy	City of Mountain View
City of Los Altos	City of Saratoga
Town of Los Altos Hills	City of Sunnyvale
Town of Los Gatos	County of Santa Clara (unincorporated areas)

This Implementation Plan and Statement of Intent (“Implementation Plan”) describes SVCEA’s plans to implement a voluntary CCA program for electric customers within the jurisdictional boundaries of its Member Agencies that currently take bundled electric service from Pacific Gas and Electric Company (“PG&E”). The SVCE Program will provide electricity customers the opportunity to join together to procure electricity from competitive suppliers, with such electricity being delivered over PG&E’s transmission and distribution system. The planned start date for the Program is April 3, 2017, the first business day in April, 2017. All current PG&E customers within SVCEA’s service area will receive information describing the SVCE Program and will have multiple opportunities to choose to remain full requirement (“bundled”) customers of PG&E, in which case they will not be enrolled. Thus, participation in the SVCE Program is completely voluntary; however, customers, as provided by law, will be automatically enrolled according to the anticipated phase-in schedule later described in Chapter 5 unless they affirmatively elect to opt-out.

Implementation of SVCE will enable customers within SVCEA’s service area to take advantage of the opportunities granted by Assembly Bill 117 (“AB 117”), the Community Choice Aggregation Law. SVCEA’s primary objectives in implementing this Program are to provide cost competitive electric services; reduce electric sector greenhouse gas emissions (“GHGs”) within the County; stimulate renewable energy development; promote energy efficiency and demand reduction programs; and sustain long-term rate stability for residents and businesses through local control. The prospective benefits to consumers include increased renewable and other low-GHG emitting energy supplies, stable and competitive electric rates, and the

opportunity for public participation in determining which technologies are utilized to meet local electricity needs.

To ensure successful operation of the Program, SVCEA will solicit energy suppliers and marketers through a competitive process and will negotiate with one or more qualified suppliers throughout the summer and fall of 2016. Final selection of SVCEA's initial energy supplier(s) will be made by SVCEA following administration of the aforementioned solicitation process and related contract negotiations. Information regarding the anticipated solicitation process for SVCEA's initial energy services provider(s) is contained in Chapter 10.

The California Public Utilities Code provides the relevant legal authority for SVCEA to become a Community Choice Aggregator and invests the California Public Utilities Commission ("CPUC" or "Commission") with the responsibility for establishing the cost recovery mechanism that must be in place before customers can begin receiving electrical service through the SVCE Program. The CPUC also has responsibility for registering SVCEA as a Community Choice Aggregator and ensuring compliance with basic consumer protection rules. The Public Utilities Code requires that an Implementation Plan be adopted at a duly noticed public hearing and that it be filed with the Commission in order for the Commission to determine the cost recovery mechanism to be paid by customers of the Program in order to prevent shifting of costs to bundled customers of the incumbent utility.

On July 13, 2016, SVCEA, at a duly noticed public hearing, considered and adopted this Implementation Plan, through Resolution No. 2016-05 (a copy of which is included as part of Appendix A). The Commission has established the methodology that will be used to determine the cost recovery mechanism, and PG&E has approved tariffs for imposition of the cost recovery mechanism. Finally, each of SVCEA's Members has adopted an ordinance to implement a CCA program through its participation in SVCEA, and each of the Members has adopted a resolution permitting SVCEA to provide service within its jurisdiction.¹ With each of these milestones having been accomplished, SVCEA submits this Implementation Plan to the CPUC. Following the CPUC's certification of its receipt of this Implementation Plan and resolution of any outstanding issues, SVCEA will take the final steps needed to register as a CCA prior to initiating the customer notification and enrollment process.

Organization of this Implementation Plan

The content of this Implementation Plan complies with the statutory requirements of AB 117. As required by PU Code Section 366.2(c)(3), this Implementation Plan details the process and consequences of aggregation and provides SVCEA's statement of intent for implementing a CCA program that includes all of the following:

- Universal access;

¹ Copies of individual ordinances adopted by SVCEA's Members are included within Appendix A.

² For PG&E bundled service customers, the Power Charge Indifference Adjustment element of the Cost

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- Reliability;
- Equitable treatment of all customer classes; and
- Any requirements established by state law or by the CPUC concerning aggregated service.

The remainder of this Implementation Plan is organized as follows:

- Chapter 2: Aggregation Process
- Chapter 3: Organizational Structure
- Chapter 4: Startup Plan & Funding
- Chapter 5: Program Phase-In
- Chapter 6: Load Forecast & Resource Plan
- Chapter 7: Financial Plan
- Chapter 8: Rate setting
- Chapter 9: Customer Rights and Responsibilities
- Chapter 10: Procurement Process
- Chapter 11: Contingency Plan for Program Termination
- Appendix A: SVCEA Resolution No. 2016-05 (Adopting Implementation Plan)
- Appendix B: SVCEA Joint Powers Agreement

The requirements of AB 117 are cross-referenced to Chapters of this Implementation Plan in the following table.

AB 117 Cross References

AB 117 REQUIREMENT	IMPLEMENTATION PLAN CHAPTER
Statement of Intent	Chapter 1: Introduction
Process and consequences of aggregation	Chapter 2: Aggregation Process
Organizational structure of the program, its operations and funding	Chapter 3: Organizational Structure Chapter 4: Startup Plan & Funding Chapter 7: Financial Plan
Disclosure and due process in setting rates and allocating costs among participants	Chapter 8: Rate setting
Rate setting and other costs to participants	Chapter 8: Rate setting Chapter 9: Customer Rights and Responsibilities
Participant rights and responsibilities	Chapter 9: Customer Rights and Responsibilities
Methods for entering and terminating agreements with other entities	Chapter 10: Procurement Process
Description of third parties that will be supplying electricity under the program, including information about financial, technical and operational capabilities	Chapter 10: Procurement Process
Termination of the program	Chapter 11: Contingency Plan for Program Termination

CHAPTER 2 – Aggregation Process

Introduction

This chapter describes the background leading to the development of this Implementation Plan and describes the process and consequences of aggregation, consistent with the requirements of AB 117.

Beginning in 2014, the Silicon Valley Community Choice Energy (“SVCCE”) Partnership, which included the Cities of Cupertino, Mountain View, and Sunnyvale as well as the County of Santa Clara, began investigating formation of a CCA Program in the County, pursuant to California state law, with the following objectives: 1) provide cost-competitive electric services; 2) reduce greenhouse gas emissions related to the use of electric power within the County; and 3) increase the use of renewable energy resources relative to the incumbent utility. Thereafter, eight additional communities within the County were added to the SVCCE Partnership, increasing the Partnership to twelve municipalities, which comprise SVCEA’s current membership. A technical feasibility study for a CCA Program serving the County was completed for the SVCCE Partnership in April 2016.

After nearly two years of collaborative work by representatives of the SVCCE Partnership, independent consultants, local experts and stakeholders, SVCEA was formed in March 2016 for purposes of implementing the SVCE Program. Subsequently, SVCEA released a draft Implementation Plan in June 2016, which described the planned organization, governance and operation of the CCA Program. Following consideration of comments related to the draft document, a final Implementation Plan was prepared and duly adopted by SVCEA’s Board of Directors (“Board”).

The SVCE Program represents a culmination of planning efforts that are responsive to the expressed needs and priorities of the citizenry and business community within the Member Agencies. SVCEA plans to offer choices to eligible customers through creation of innovative programs for voluntary purchases of renewable energy, net energy metering to promote customer-owned renewable generation, energy efficiency, demand responsiveness to promote reductions in peak demand, customized pricing options for large energy users, and support of local renewable energy projects through offering of a standardized power purchasing agreement or Feed-In-Tariff.

Process of Aggregation

Before they are enrolled in the Program, prospective SVCE customers will receive two written notices in the mail, from SVCEA, that will provide information needed to understand the Program’s terms and conditions of service and explain how customers can opt-out of the Program, if desired. All customers that do not follow the opt-out process specified in the customer notices will be automatically enrolled, and service will begin at their next regularly scheduled meter read date no later than thirty days following the date of automatic enrollment, subject to the service phase-in plan described in Chapter 5. The initial enrollment notices will

be provided to the first phase of customers in January 2017. Initial enrollment notices will be provided to subsequent customer phases consistent with statutory requirements and based on schedule(s) determined by SVCEA. These notices will be sent to customers in subsequent phases twice within 60 days of automatic enrollment.

Customers enrolled in the SVCE Program will continue to have their electric meters read and to be billed for electric service by the distribution utility (PG&E). The electric bill for Program customers will show separate charges for generation procured by SVCEA as well as other charges related to electricity delivery and other utility charges assessed by PG&E.

After service cutover, customers will have approximately 60 days (two billing cycles) to opt-out of the SVCE Program without penalty and return to the distribution utility (PG&E). SVCE customers will be advised of these opportunities via the distribution of two additional enrollment notices provided within the first two months of service. Customers that opt-out between the initial cutover date and the close of the post enrollment opt-out period will be responsible for program charges for the time they were served by SVCE but will not otherwise be subject to any penalty for leaving the program. Customers that have not opted-out within thirty days of the fourth enrollment notice will be deemed to have elected to become a participant in the SVCE Program and to have agreed to the SVCE Program's terms and conditions, including those pertaining to requests for termination of service, as further described in Chapter 8.

Consequences of Aggregation

Rate Impacts

SVCE Customers will pay the generation charges set by SVCEA and no longer pay the costs of PG&E generation. Customers enrolled in the Program will be subject to the Program's terms and conditions, including responsibility for payment of all Program charges as described in Chapter 9.

SVCEA's rate setting policies described in Chapter 7 establish a goal of providing rates that are competitive with the projected generation rates offered by the incumbent distribution utility (PG&E). SVCEA will establish rates sufficient to recover all costs related to operation of the Program, and actual rates will be adopted by SVCEA's Board.

Initial SVCE Program rates will be established following approval of SVCEA's inaugural program budget, reflecting final costs from the SVCE Program's energy supplier(s). SVCEA's rate policies and procedures are detailed in Chapter 7. Information regarding final SVCE Program rates will be disclosed along with other terms and conditions of service in the pre-enrollment and post-enrollment notices sent to potential customers.

Once SVCEA gives definitive notice to PG&E that it will commence service, SVCE customers will generally not be responsible for costs associated with PG&E's future electricity procurement

contracts or power plant investments. Certain pre-existing generation costs and new generation costs that are deemed to provide system-wide benefits will continue to be charged by PG&E to CCA customers through separate rate components, called the Cost Responsibility Surcharge and the New System Generation Charge. These charges are shown in PG&E's electric service tariffs, which can be accessed from the utility's website, and the costs are included in charges paid by both PG&E bundled customers as well as CCA and Direct Access customers.²

Renewable Energy Impacts

A second consequence of the Program will be an increase in the proportion of energy generated and supplied by renewable resources. The resource plan includes procurement of renewable energy sufficient to exceed California's prevailing renewable energy procurement mandate for all enrolled customers. SVCE customers may also voluntarily participate in a 100 percent renewable supply option. To the extent that customers choose SVCE's 100 percent renewable energy option, the renewable content of SVCE's aggregate supply portfolio will further increase. Initially, requisite renewable energy supply will be sourced through one or more power purchase agreements. Over time, however, SVCEA may consider independent development of new renewable generation resources.

Energy Efficiency Impacts

A third consequence of the Program will be an anticipated increase in energy efficiency program investments and activities. The existing energy efficiency programs administered by the distribution utility are not expected to change as a result of SVCE Program implementation. SVCE customers will continue to pay the public benefits surcharges to the distribution utility, which will fund energy efficiency programs for all customers, regardless of generation supplier. The energy efficiency investments ultimately planned for the SVCE Program, as described in Chapter 6, will follow SVCEA's successful application for and administration of requisite program funding (from the CPUC) to independently administer energy efficiency programs within its jurisdiction. Such programs will be in addition to the level of investment that would continue in the absence of SVCEA-administered energy efficiency programs. Thus, the SVCE Program has the potential for increased energy savings and a further reduction in emissions due to expanded energy efficiency programs.

² For PG&E bundled service customers, the Power Charge Indifference Adjustment element of the Cost Responsibility Surcharge is contained within the tariffed Generation rate. Other elements of the Cost Responsibility Surcharge are set forth in PG&E's tariffs as separate rates/charges paid by all customers (with limited exceptions).

CHAPTER 3 – Organizational Structure

This section provides an overview of the organizational structure of SVCEA and its proposed implementation of the CCA program. Specifically, the key agreements, governance, management, and organizational functions of SVCEA are outlined and discussed below.

Organizational Overview

In April 2016, SVCEA formed its Board of Directors to serve as its Governing Board. The Board is responsible for establishing SVCE Program policies and objectives and overseeing SVCEA's operation. In May of 2016, the Board appointed a Chief Executive Officer to manage the operation of SVCEA in accordance with policies adopted by the Board. When SVCEA receives CPUC certification, the CEO will proceed to appoint staff and contractors to manage SVCEA's activities. These activities include support services (administration, finance and IT), marketing and public affairs (community outreach, key account management and customer advocacy), Supply acquisition (energy trading, contract negotiation and system development) and Legal and government affairs

Governance

The SVCE Program will be governed by SVCEA's Board, which shall include one appointed designee from each of the Members. SVCEA is a joint powers agency created in March 2016 and formed under California law. The Members of SVCEA include eleven (11) municipalities located within the County as well as the unincorporated areas of the County, all of which have elected to allow SVCEA to provide electric generation service within their respective jurisdictions. SVCEA is the CCA entity that will register with the CPUC, and it is responsible for implementing and managing the program pursuant to SVCEA's Joint Powers Agreement ("JPA Agreement"). SVCEA's Board is comprised of representatives appointed by each of the Members in accordance with the JPA agreement. The SVCE Program will be operated under the direction of a Chief Executive Officer ("CEO") appointed by the Board, with legal and regulatory support provided by a Board appointed General Counsel.

The Board's primary duties are to establish program policies, approve rates and provide policy direction to the CEO, who has general responsibility for program operations, consistent with the policies established by the Board. The Board has elected a Chairman and Vice Chairman and has established an Executive Committee. In the future, the Board may also establish other committees and sub-committees, as needed, to address issues that require greater expertise in particular areas. SVCEA may also form various standing and ad hoc committees, as appropriate, which would have responsibility for evaluating various issues that may affect SVCEA and its customers and would provide analytical support and recommendations to the Board in these regards.

Management

In May 2016, SVCEA's Board appointed a CEO, who has management responsibilities over the functional areas of Administration & Finance, Marketing & Public Affairs, Power Resources & Energy Programs, and Government Affairs as well as SVCEA's General Counsel. In performing his obligations to SVCEA, the CEO may utilize a combination of internal staff and/or contractors. Certain specialized functions needed for program operations, namely the electric supply and customer account management functions described below, may be performed initially by third-party contractors.

Major functions of SVCEA that will be managed by the CEO are summarized below.

Administration

SVCEA's CEO will be responsible for managing the organization's human resources and administrative functions and will coordinate with the Board, as necessary, with regard to these functions. The functional area of administration will include oversight of employee hiring and termination, compensation and benefits management, identification and procurement of requisite office space and various other issues.

Finance

The CEO is also responsible for managing the financial affairs of SVCEA, including the development of an annual budget, revenue requirement and rates; managing and maintaining cash flow requirements; arranging potential bridge loans as necessary; and other financial tools.

Revenues via rates and other funding sources (such as a rate stabilization fund, when necessary) must, at a minimum, meet the annual budgetary revenue requirement, including recovery of all expenses and any reserves or coverage requirements set forth in bond covenants or other agreements. SVCEA will have the flexibility to consider rate adjustments within certain ranges, administer a standardized set of electric rates, and may offer optional rates to encourage policy goals such as economic development or low income subsidy programs, provided that the overall revenue requirement is achieved.

SVCEA may also offer customized pricing options such as dynamic pricing or contract-based pricing for energy intensive customers to help these customers gain greater control over their energy costs. This would provide such customers – mostly larger energy users within the commercial sector – with greater rate-related flexibility than is currently available.

SVCEA's finance function will be responsible for arranging financing necessary for any capital projects, preparing financial reports, and ensuring sufficient cash flow for successful operation of the SVCE Program. The finance function will play an important role in risk management by monitoring the credit of energy suppliers so that credit risk is properly understood and mitigated. In the event that changes in a supplier's financial condition and/or credit rating are identified, SVCEA will be able to take appropriate action, as would be provided for in the electric supply agreement(s).

Marketing & Public Affairs

The marketing and public affairs functions include general program marketing and communications as well as direct customer interface ranging from management of key account relationships to call center and billing operations. SVCEA will conduct program marketing to raise consumer awareness of the SVCE Program and to establish the SVCE “brand” in the minds of the public, with the goal of retaining and attracting as many customers as possible into the SVCE Program. Communications will also be directed at key policy-makers at the state and local level, community business and opinion leaders, and the media.

In addition to general program communications and marketing, a significant focus on customer service, particularly representation for key accounts, will enhance SVCEA’s ability to differentiate itself as a highly customer-focused organization that is responsive to the needs of the community. SVCEA will also establish a customer call center designed to field customer inquiries and routine interaction with customer accounts.

The customer service function also encompasses management of customer data. Customer data management services include retail settlements/billing-related activities and management of a customer database. This function processes customer service requests and administers customer enrollments and departures from the SVCE Program, maintaining a current database of enrolled customers. This function coordinates the issuance of monthly bills through the distribution utility’s billing process and tracks customer payments. Activities include the electronic exchange of usage, billing, and payments data with the distribution utility and SVCEA, tracking of customer payments and accounts receivable, issuance of late payment and/or service termination notices (which would return affected customers to bundled service), and administration of customer deposits in accordance with credit policies of SVCEA.

The customer data management services function also manages billing-related communications with customers, customer call centers, and routine customer notices. SVCEA will initially contract with a third party, who has demonstrated the necessary experience and administers an appropriate customer information system to perform the customer account and billing services functions.

Power Resources & Energy Programs

SVCEA must plan for meeting the electricity needs of its customers utilizing resources consistent with its policy goals and objectives as well as applicable legislative and/or regulatory mandates. SVCEA’s long term resource plans (addressing the 10-20 year planning horizon) will comply with California Law and other pertinent requirements of California regulatory bodies. SVCEA may develop and administer complementary energy programs that may be offered to SVCE customers, including green pricing, energy efficiency, net energy metering and various other programs that may be identified to support the overarching goals and objectives of SVCEA.

SVCEA will develop integrated resource plans that meet program supply objectives and balance cost, risk and environmental considerations. Such integrated resource plans will also conform to applicable requirements imposed by the State of California. Integrated resource planning efforts of SVCEA will make maximum use of demand side energy efficiency, distributed generation and demand response programs as well as traditional supply options, which rely on structured wholesale transactions to meet customer energy requirements. Integrated resource plans will be updated and adopted by SVCEA on an annual basis.

Electric Supply Operations

Electric supply operations encompass the activities necessary for wholesale procurement of electricity to serve end use customers. These highly specialized activities include the following:

- *Electricity Procurement* – assemble a portfolio of electricity resources to supply the electric needs of Program customers.
- *Risk Management* – application of standard industry techniques to reduce exposure to the volatility of energy and credit markets and insulate customer rates from sudden changes in wholesale market prices.
- *Load Forecasting* – develop load forecasts, both long-term for resource planning and short-term for the electricity purchases and sales needed to maintain a balance between hourly resources and loads.
- *Scheduling Coordination* – scheduling and settling electric supply transactions with the CAISO.

SVCEA will initially contract with one or more experienced and financially sound third party energy services providers to perform most of the electric supply operations for the SVCE Program. These requirements include the procurement of energy, capacity and ancillary services, scheduling coordinator services, short-term load forecasting and day-ahead and real-time electricity trading.

Local Energy Programs

A key focus of the SVCE Program will be the development and implementation of local energy programs, including energy efficiency programs, distributed generation programs and other energy programs responsive to community interests. These programs are likely to be phased in during the first several years of operations. The implementation of such programs will follow the identification of requisite funding sources.

SVCEA will eventually administer energy efficiency, demand response and distributed generation programs that can be used as cost-effective alternatives to procurement of supply-resources. SVCEA will attempt to consolidate existing demand side programs into this organization and leverage the structure to expand energy efficiency offerings to customers throughout its service territory, including the CPUC application process for third party

administration of energy efficiency programs and use of funds collected through the existing public benefits surcharges paid by SVCE customers.

Governmental Affairs & General Counsel

The SVCE Program will require ongoing regulatory and legislative representation to manage various regulatory compliance filings related to resource plans, resource adequacy, compliance with California's Renewables Portfolio Standard ("RPS"), and overall representation on issues that will impact SVCEA, its Members and customers. SVCEA will maintain an active role at the CPUC, the California Energy Commission, the California Independent System Operator, the California legislature and, as necessary, the Federal Energy Regulatory Commission.

Under the direction of its General Counsel, SVCEA may retain outside legal services, as necessary, to administer SVCEA, review contracts, and provide overall legal support related to activities of the SVCE Program.

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CHAPTER 4 – Startup Plan & Funding

This Chapter presents SVCEA’s plans for the start-up period, including necessary expenses and capital outlays. As described in the previous Chapter, SVCEA may utilize a mix of staff and contractors in its CCA Program implementation.

Startup Activities

The initial program startup activities include the following:

- Hire staff and/or contractors to manage implementation
- Identify qualified suppliers (of requisite energy products and related services) and negotiate supplier contracts
 - Electric supplier and scheduling coordinator
 - Data management provider (if separate from energy supply)
- Define and execute communications plan
 - Customer research/information gathering
 - Media campaign
 - Key customer/stakeholder outreach
 - Informational materials and customer notices
 - Customer call center
- Post CCA bond and complete requisite registration requirements
- Pay utility service initiation, notification and switching fees
- Perform customer notification, opt-out and transfers
- Conduct load forecasting
- Establish rates
- Legal and regulatory support
- Financial management and reporting

Other costs related to starting up the SVCE Program will be the responsibility of the SVCE Program’s contractors (and are assumed to be covered by any fees/charges imposed by such contractors). These may include capital requirements needed for collateral/credit support for electric supply expenses, customer information system costs, electronic data exchange system costs, call center costs, and billing administration/settlements systems costs.

Staffing and Contract Services

Personnel in the form of SVCEA staff or contractors will be added incrementally to match workloads involved in forming the new organization, managing contracts, and initiating customer outreach/marketing during the pre-operations period. During the startup period, minimal personnel requirements would include a CEO, a General Counsel, and other personnel needed to support regulatory, procurement, finance, and communications activities.

For budgetary purposes, it is assumed that nine full-time equivalents (staff or contracted professional services) supporting the above listed activities would be engaged during the initial start-up period. Following this period, additional staff and/or contractors will be retained, as needed, to support the roll-out of additional value-added services (e.g., efficiency projects) and local generation projects and programs.

Capital Requirements

The Start-up of the CCA Program will require capital for three major functions: (1) staffing and contractor costs; (2) deposits and reserves; and (3) working capital. Based on SVCEA's anticipated start-up activities and phase-in schedule, a total need of \$22.73 million has been identified to support the aforementioned functions. The finance plan in Chapter 7 provides some additional detail regarding SVCEA's expected capital requirements and general Program finances.

Related to SVCEA's initial capital requirement, this amount is expected to cover staffing and contractor costs during startup and pre-startup activities, including direct costs related to public relations support, technical support, and customer communications. Requisite deposits and operating reserves are also reflected in the initial capital requirement, including the following items: 1) operating reserves to address anticipated cash flow variations (as well as operating reserve deposits that will likely be required by SVCEA's power supplier(s)); 2) requisite deposit with the California Independent System Operator prior to commencing market operations; 3) CCA bond (posted with the CPUC); and 4) PG&E service fee deposit.

Operating revenues from sales of electricity will be remitted to SVCEA beginning approximately sixty days after the initial customer enrollments. This lag is due to the distribution utility's standard meter reading cycle of 30 days and a 30 day payment/collections cycle. SVCEA will need working capital to support electricity procurement and costs related to program management, which is included in SVCEA's initial \$22.73 million capital requirement.

Financing Plan

SVCEA's initial capital requirement will be provided via terms loans from the Member Agencies and/or conventional financing methods (e.g., bank loans and/or lines of credit); subsumed in the initial capital requirement is SVCEA's initial start-up funding (\$2.73 million), which has been provided by the Member Agencies in accordance with SVCEA's JPA Agreement – such amounts are to be repaid by SVCEA no later than March 31, 2020. For all other amounts borrowed, SVCEA will make repayments (including any interest, as applicable) over an assumed 5-year term, commencing in January 2018. SVCEA will recover the principal and interest costs associated with the start-up funding via retail generation rates charged SVCE customers. It is anticipated that the start-up costs will be fully recovered through such customer generation rates within the first several years of operations.

CHAPTER 5 – Program Phase-In

SVCEA will roll out its service offering to customers over the course of three or more phases:

- Phase 1. All municipal accounts, all small and medium commercial accounts, 20 percent of residential accounts, and all customer accounts that have voluntarily expressed interest in Phase 1 enrollment.
- Phase 2. All large commercial and industrial accounts as well as 35 percent of residential accounts.
- Phase 3. All agricultural and street lighting accounts as well as the remaining 45 percent of residential accounts.
- Phase 4. Any remaining accounts, if necessary.

This approach provides SVCEA with the ability to initiate its program with sufficient economic scale before building to full program integration for an expected customer base of approximately 210,000 accounts, post customer opt-out. SVCEA will offer service to all customers on a phased basis, which is expected to be completed within seven months of initial service to Phase 1 customers.

Phase 1 of the Program is targeted to begin on or about April 3, 2017, subject to a decision to proceed by SVCEA. During Phase 1, SVCEA anticipates serving approximately 57,000 accounts, comprised of all municipal accounts, small and medium commercial accounts, and a certain portion of residential accounts, totaling nearly 1,100 GWh of annual energy sales. SVCEA is currently refining the potential composition of Phase 1 accounts in consideration of cost of service and customer load characteristics as well as other operational considerations. Specific accounts to be included in Phase 1 will approximate thirty (30) percent of SVCEA's total customer load and will be specifically defined after further analysis and consideration by SVCEA.

SVCEA may provide the opportunity for future customers of SVCE to make a positive election to enroll in Phase 1, even if that customer is not initially scheduled to be offered service during Phase 1. This accelerated enrollment opportunity would open during summer 2016 and close on November 1, 2016.

Phase 2 of the Program will commence following successful operation of the SVCE Program over an approximate 3-month term, which corresponds with an expected Phase 2 service commencement date occurring on or about July 3, 2017. It is anticipated that approximately 67,000 additional customers, comprised of large commercial and industrial customers as well as additional residential accounts, will be included in Phase 2, with annual energy consumption approximating 1,750 GWh, or fifty (50) percent of SVCEA's total prospective customer load.

Following the successful completion of Phase 1 and Phase 2 customer enrollments, SVCEA will commence the process of completing the CCA roll out to all remaining customers in Phase 3, which is expected to occur on or about October 2, 2017. This phase is expected to comprise the remaining residential accounts within SVCEA's service territory as well as all agricultural and street lighting accounts. Phase 3 will total approximately 87,000 accounts with annual energy consumption of approximately 595 GWh, or twenty (20) percent of SVCEA's total prospective customer load.

To the extent that additional customers require enrollment after the completion of Phase 3, SVCEA will evaluate a subsequent phase of CCA enrollment.

SVCEA may also evaluate other phase-in options based on then-current market conditions, statutory requirements and regulatory considerations as well as other factors potentially affecting the integration of additional customer accounts.

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CHAPTER 6 - Load Forecast & Resource Plan

Introduction

This Chapter describes the planned mix of electric resources that will meet the energy demands of SVCE customers using a diversified portfolio of electricity supplies. Several overarching policies govern the resource plan and the ensuing resource procurement activities that will be conducted in accordance with the plan. These key policies are as follows:

- SVCEA will seek to increase use of renewable energy resources and reduce reliance on fossil-fueled electric generation for purposes of reducing electric sector GHG emissions.
- SVCEA will manage a diverse resource portfolio to increase control over energy costs and maintain competitive and stable electric rates.
- SVCEA will apply for the administration of energy efficiency program funding to help customers reduce energy costs through administration of enhanced customer energy efficiency, distributed generation, and other demand reducing programs.
- SVCEA will benefit the area's economy through investment in local infrastructure, projects and energy programs.

SVCEA's initial resource mix will include a proportion of renewable energy exceeding California's prevailing RPS procurement mandate. As the SVCE Program moves forward, incremental renewable supply additions will be made based on resource availability as well as economic goals of the SVCE Program to achieve increased renewable energy content over time. SVCEA's aggressive commitment to renewable generation adoption may involve both direct investment in new renewable generating resources, partnerships with experienced public power developers/operators and purchases of renewable energy from third party suppliers.

The plan described in this section would accomplish the following:

- Procure energy through one or more contracts with experienced, financially stable energy suppliers sufficient to offer two distinct generation rate tariffs: 1) 100 percent renewable energy, offered to SVCE customer on a voluntary basis; and 2) a default SVCE service option that includes a proportion of renewable energy exceeding California's prevailing renewable energy procurement mandate.
- Continue increasing renewable energy supplies over time, subject to resource availability, economic viability and applicable compliance mandates.
- To the extent that SVCEA is successful in applying for administration of public funding to support locally administered efficiency programs, it will attempt to reduce net electricity purchases within the region.

- Encourage distributed renewable generation in the local area through the offering of a net energy metering tariff; a standardized power purchase agreement or “Feed-In Tariff”; and other creative, customer-focused programs targeting increased access to local renewable energy sources.

SVCEA will comply with regulatory rules applicable to California load serving entities. SVCEA will arrange for the scheduling of sufficient electric supplies to meet the demands of its customers. SVCEA will adhere to capacity reserve requirements established by the CPUC and the CAISO designed to address uncertainty in load forecasts and potential supply disruptions caused by generator outages and/or transmission contingencies. These rules also ensure that physical generation capacity is in place to serve SVCEA’s customers, even if there were a need for the SVCE Program to cease operations and return customers to PG&E. In addition, SVCEA will be responsible for ensuring that its resource mix contains sufficient production from renewable energy resources needed to comply with the statewide RPS (33 percent renewable energy by 2020, increasing to 50 percent by 2030). The resource plan will meet or exceed all of the applicable regulatory requirements related to resource adequacy and the RPS.

Resource Plan Overview

To meet the aforementioned objectives and satisfy the applicable regulatory requirements pertaining to SVCEA’s status as a California load serving entity, SVCEA’s resource plan includes a diverse mix of power purchases, renewable energy, new energy efficiency programs, demand response, and distributed generation. A diversified resource plan minimizes risk and volatility that can occur from over-reliance on a single resource type or fuel source, and thus increases the likelihood of rate stability. The ultimate goal of SVCEA’s resource plan is to reduce electric sector GHG emissions while offering competitive generation rates to participating customers. The planned power supply is initially comprised of power purchases from third party electric suppliers and, in the longer-term, may also include renewable generation assets owned and/or controlled by SVCEA.

Once the SVCE Program demonstrates it can operate successfully, SVCEA may begin evaluating opportunities for investment in renewable generating assets, subject to then-current market conditions, statutory requirements and regulatory considerations. Any renewable generation owned by SVCEA or controlled under long-term power purchase agreement with a proven public power developer, could provide a portion of SVCEA’s electricity requirements on a cost-of-service basis. Depending upon market conditions and, importantly, the applicability of tax incentives for renewable energy development, electricity purchased under a cost-of-service arrangement can be more cost-effective than purchasing renewable energy from third party developers, which will allow the SVCE Program to pass on cost savings to its customers through competitive generation rates. Any investment decisions will be made following thorough environmental reviews and in consultation with qualified financial and legal advisors.

As an alternative to direct investment, SVCEA may consider partnering with an experienced public power developer and could enter into a long-term (20-to-30 year) power purchase

agreement that would support the development of new renewable generating capacity. Such an arrangement could be structured to reduce the SVCE Program’s operational risk associated with capacity ownership while providing its customers with all renewable energy generated by the facility under contract. This option may be preferable to SVCEA as it works to achieve increasing levels of renewable energy supply to its customers.

SVCEA’s resource plan will integrate supply-side resources with programs that will help customers reduce their energy costs through improved energy efficiency and other demand-side measures. As part of its integrated resource plan, SVCEA will actively pursue, promote and ultimately administer a variety of customer energy efficiency programs that can cost-effectively displace supply-side resources.

SVCEA’s indicative resource plan for the years 2017 through 2026 is summarized in the following table. Note that SVCE’s projections reflect a portfolio mix of 40% renewable resources and 60% conventional resources. Subject to the availability of funds, a sizable percentage of the conventional resources reflected in the following table will be replaced with GHG-free resources.

**Silicon Valley Clean Energy
Proposed Resource Plan
(GWh)
2017 to 2026**

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
SVCE Demand (GWh)										
Retail Demand	-1,779	-3,438	-3,455	-3,473	-3,490	-3,507	-3,525	-3,543	-3,560	-3,578
Distributed Generation	0	0	4	5	7	9	11	12	14	16
Energy Efficiency	0	0	0	0	3	7	11	14	18	21
Losses and UFE	-107	-206	-207	-208	-209	-210	-210	-211	-212	-212
Total Demand	-1,886	-3,644	-3,659	-3,675	-3,688	-3,701	-3,714	-3,727	-3,740	-3,753
SVCE Supply (GWh)										
<u>Renewable Resources</u>										
Total Renewable Resources	712	1,413	1,459	1,505	1,551	1,598	1,645	1,693	1,741	1,789
<u>Conventional Resources</u>										
Total Conventional Resources	1,174	2,231	2,200	2,171	2,137	2,103	2,069	2,035	2,000	1,964
Total Supply	1,886	3,644	3,659	3,675	3,688	3,701	3,714	3,727	3,740	3,753
Energy Open Position (GWh)	0	0	0	0	0	0	0	0	0	0

Supply Requirements

The starting point for SVCEA’s resource plan is a projection of participating customers and associated electric consumption. Projected electric consumption is evaluated on an hourly basis, and matched with resources best suited to serving the aggregate of hourly demands or the program’s “load profile”. The electric sales forecast and load profile will be affected by SVCEA’s plan to introduce the SVCE Program to customers in phases and the degree to which customers choose to remain with PG&E during the customer enrollment and opt-out periods. SVCEA’s phased roll-out plan and assumptions regarding customer participation rates are discussed below.

Customer Participation Rates

Customers will be automatically enrolled in the SVCE Program unless they opt-out during the customer notification process conducted during the 60-day period prior to enrollment and continuing through the 60-day period following commencement of service. SVCEA anticipates an overall customer participation rate of approximately 85 percent of PG&E bundled service customers, based on reported opt-out rates for the Marin Clean Energy, Sonoma Clean Power and Lancaster Choice Energy CCA programs. It is assumed that customers taking direct access service from a competitive electricity provider will continue to remain with their current supplier.

The participation rate is not expected to vary significantly among customer classes, in part due to the fact that SVCEA will offer two distinct rate tariffs that will address the needs of cost-sensitive customers as well as the needs of both residential and business customers that prefer a highly renewable energy product. The assumed participation rates will be refined as SVCEA’s public outreach and market research efforts continue to develop.

Customer Forecast

Once customers enroll in each phase, they will be switched over to service by SVCEA on their regularly scheduled meter read date over an approximately thirty day period. Approximately 1,906 service accounts per day will be switched over during the first month of service. For Phase 2, the number of accounts switched over to SVCE service will increase to about 2,153 accounts per day. For Phase 3, the number of accounts switched over to SVCE service will increase again to about 2,778 accounts per day. The number of accounts served by SVCEA at the end of each phase is shown in the table below.

**Silicon Valley Clean Energy
Enrolled Retail Service Accounts
Phase-In Period (End of Month)**

	Apr-17	Jul-17	Oct-17
SVCE Customers			
Residential	37,627	103,475	188,136
Small Commercial	16,497	16,497	16,497
Medium Commercial	2,180	2,180	2,180
Large Commercial	141	1,007	1,007
Industrial	<15	37	37
Street Lighting & Traffic	743	743	1,376
Agricultural & Pumping	-	-	814
Total	57,192	123,939	210,048

SVCEA assumes that customer growth will generally offset customer attrition (opt-outs) over time, resulting in a relatively stable customer base (0.5% annual growth) over the noted

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planning horizon. While the successful operating track record of California CCA programs continues to grow, there is a relatively short history with regard to CCA operations, which makes it fairly difficult to anticipate the actual levels of customer participation within the SVCE Program. SVCEA believes that its assumptions regarding the offsetting effects of growth and attrition are reasonable in consideration of the historical customer growth within Santa Clara County and the potential for continuing customer opt-outs following mandatory customer notification periods. The forecast of service accounts (customers) served by SVCEA for each of the next ten years is shown in the following table:

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
SVCE Customers										
Residential	188,136	189,077	190,022	190,972	191,927	192,887	193,851	194,820	195,794	196,773
Small Commercial	16,497	16,579	16,662	16,746	16,829	16,914	16,998	17,083	17,169	17,254
Medium Commercial	2,180	2,191	2,202	2,213	2,224	2,235	2,247	2,258	2,269	2,280
Large Commercial	1,007	1,012	1,017	1,022	1,027	1,032	1,038	1,043	1,048	1,053
Industrial	37	37	37	38	38	38	38	38	39	39
Street Lighting & Traffic	1,376	1,383	1,390	1,397	1,404	1,411	1,418	1,425	1,432	1,439
Agricultural & Pumping	814	819	823	827	831	835	839	843	848	852
Total	210,048	211,098	212,154	213,214	214,280	215,352	216,429	217,511	218,598	219,691

Sales Forecast

SVCEA's forecast of kWh sales reflects the roll-out and customer enrollment schedule shown above. Annual energy requirements are shown below.

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
SVCE Energy Requirements (GWh)										
Retail Demand	1,779	3,438	3,455	3,473	3,490	3,507	3,525	3,543	3,560	3,578
Distributed Generation	0	0	-4	-5	-7	-9	-11	-12	-14	-16
Energy Efficiency	0	0	0	0	-3	-7	-11	-14	-18	-21
Losses and UFE	107	206	207	208	209	210	210	211	212	212
Total Load Requirement	1,886	3,644	3,659	3,675	3,688	3,701	3,714	3,727	3,740	3,753

Capacity Requirements

The CPUC's resource adequacy standards applicable to the SVCE Program require a demonstration one year in advance that SVCEA has secured physical capacity for 90 percent of its projected peak loads for each of the five months May through September, plus a minimum 15 percent reserve margin. On a month-ahead basis, SVCEA must demonstrate 100 percent of the peak load plus a minimum 15 percent reserve margin.

A portion of SVCEA’s capacity requirements must be procured locally, from the Greater Bay area as defined by the CAISO and another portion must be procured from local reliability areas outside the Greater Bay Area. SVCEA would be required to demonstrate its local capacity requirement for each month of the following calendar year. The local capacity requirement is a percentage of the total (PG&E service area) local capacity requirements adopted by the CPUC based on SVCEA’s forecasted peak load. SVCEA must demonstrate compliance or request a waiver from the CPUC requirement as provided for in cases where local capacity is not available.

SVCEA is also required to demonstrate that a specified portion of its capacity meets certain operational flexibility requirements under the CPUC and CAISO’s flexible resource adequacy framework.

The estimated forward resource adequacy requirements for 2017 through 2019 are shown in the following tables³:

Silicon Valley Clean Energy
Forward Capacity and Reserve Requirements
(MW)
2017 to 2019

Month	2017	2018	2019
January	-	681	682
February	-	705	706
March	-	606	607
April	275	677	678
May	301	702	703
June	319	765	767
July	662	790	792
August	674	786	788
September	669	787	789
October	694	695	696
November	668	668	669
December	661	662	663

SVCEA’s plan ensures that sufficient reserves will be procured to meet its peak load at all times. SVCEA’s projected annual capacity requirements are shown in the following table:

³ The figures shown above are estimates. SVCEA’s resource adequacy requirements will be subject to modification due to application of certain coincidence adjustments and resource allocations relating to utility demand response and energy efficiency programs, as well as generation capacity allocated through the Cost Allocation Mechanism. These adjustments are addressed through the CPUC’s resource adequacy compliance process.

**Silicon Valley Clean Energy
Capacity Requirements
(MW)
2017 to 2026**

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
Demand (MW)										
Retail Demand	604	687	691	694	698	701	705	708	712	715
Distributed Generation	-	-	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Energy Efficiency	-	-	-	-	(1)	(1)	(2)	(3)	(4)	(5)
Losses and UFE	-	-	-	-	-	-	-	-	-	-
Total Net Peak Demand	604	687	689	691	693	695	696	698	700	702
Reserve Requirement (%)	15%	15%	15%	15%	15%	15%	15%	15%	15%	15%
Capacity Reserve Requirement	91	103	103	104	104	104	104	105	105	105
Capacity Requirement Including Reserve	694	790	792	795	797	799	801	803	805	807

Local capacity requirements are a function of the PG&E area resource adequacy requirements and SVCEA’s projected peak demand. SVCEA will need to work with the CPUC’s Energy Division and staff at the California Energy Commission to obtain the data necessary to calculate its monthly local capacity requirement. A preliminary estimate of SVCEA’s annual local capacity requirement for the ten-year planning period ranges from approximately 247 MW to 253 MW as shown in the following table:

**Silicon Valley Clean Energy
Local Capacity Requirements
(MW)
2017 to 2026**

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
SVCE Peak (MW)	604	687	689	691	693	695	696	698	700	702
Local Capacity Requirement (% of Peak)	-	36%	36%	36%	36%	36%	36%	36%	36%	36%
Greater Bay Area Share of Local Capacity Requirement (%)	-	34%	34%	34%	34%	34%	34%	34%	34%	34%
Other PG&E Areas Share of Local Capacity Requirement (%)	-	66%	66%	66%	66%	66%	66%	66%	66%	66%
SVCEA Local Capacity Requirement Greater Bay (MW)	-	84	84	85	85	85	85	85	86	86
SVCEA Local Capacity Requirement Other PG&E (MW)	-	163	164	164	165	165	165	166	166	167
SVCEA Local Capacity Requirement, Total (MW)	-	247	248	249	249	250	251	251	252	253

The CPUC assigns local capacity requirements during the year prior to the compliance period; thereafter, the CPUC provides local capacity requirement true-ups for the second half of each compliance year.

SVCEA will coordinate with PG&E and appropriate state agencies to manage the transition of responsibility for resource adequacy from PG&E to SVCEA during CCA program phase-in. For system resource adequacy requirements, SVCEA will make month-ahead showings for each month that SVCEA plans to serve load, and load migration issues would be addressed through the CPUC’s approved procedures. SVCEA will work with the California Energy Commission and CPUC prior to commencing service to customers to ensure it meets its local and system resource adequacy obligations through its agreement(s) with its chosen electric supplier(s).

Renewables Portfolio Standards Energy Requirements

Basic RPS Requirements

As a CCA, SVCEA will be required by law and ensuing CPUC regulations to procure a certain minimum percentage of its retail electricity sales from qualified renewable energy resources. For purposes of determining SVCEA's renewable energy requirements, the same standards for RPS compliance that are applicable to the distribution utilities are assumed to apply to SVCEA.

California's RPS program is currently undergoing reform. On October 7, 2015, Governor Brown signed Senate Bill 350 ("SB 350"; De Leon and Leno), the Clean Energy and Pollution Reduction Act of 2015, which increased California's RPS procurement target from 33 percent by 2020 to 50 percent by 2030 amongst other clean-energy initiatives. Many details related to SB 350 implementation will be developed over time with oversight by designated regulatory agencies. However, it is reasonable to assume that interim annual renewable energy procurement targets will be imposed on CCAs and other retail electricity sellers to facilitate progress towards the 50 percent procurement mandate – for planning purposes, SVCEA has assumed straight-line annual increases (1.7 percent per year) to the RPS procurement target beginning in 2021, as the state advances on the 50 percent RPS. SVCEA will also adopt an integrated resource plan in compliance with SB 350 – SVCEA understands that various details related to this planning requirement have yet to be developed, and SVCEA intends to monitor and participate, as appropriate, in pertinent proceedings to promote the preparation and submittal of a responsive planning document. Furthermore, SVCEA will ensure that all long-term renewable energy contracting requirements, as imposed by SB 350, will be satisfied through appropriate transactions with qualified suppliers and will also reflect this intent in ongoing resource planning and procurement efforts.

SVCEA's Renewables Portfolio Standards Requirement

SVCEA's annual RPS procurement requirements, as specified under California's RPS program, are shown in the table below. When reviewing this table, it is important to note that SVCEA projects increases in energy efficiency savings as well as increases in locally situated distributed generation capacity, resulting in only a slight upward trend in projected retail electricity sales.

Silicon Valley Clean Energy
RPS Requirements
(MWH)
2017 to 2026

	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
Retail Sales	1,778,887	3,438,203	3,455,394	3,472,671	3,490,034	3,507,484	3,525,022	3,542,647	3,560,360	3,578,162
Baseline	-	480,299	997,079	1,071,172	1,145,981	1,211,042	1,276,724	1,343,033	1,409,973	1,477,549
% of Current Year Retail Sales*	27%	29%	31%	33%	35%	36%	38%	40%	42%	43%

*Note: Specific details related to SB 350 implementation have yet to be identified. For purposes of this table, SVCEA assumed a straight-line increase from California’s 33 percent RPS procurement mandate in 2020 to California’s new, 50 percent RPS procurement mandate in 2030.

Purchased Power

Power purchased from power marketers, public agencies, generators, and/or utilities will be a significant source of supply during the first several years of SVCE Program operation. SVCEA will initially contract to obtain all of its electricity from one or more third party electric providers under one or more power supply agreements, and the supplier(s) will be responsible for procuring the specified resource mix, including SVCEA’s desired quantities of renewable energy, to provide a stable and cost-effective resource portfolio for the Program. SVCEA

Renewable Resources

SVCEA will initially secure necessary renewable power supply from its third party electric supplier(s). SVCEA may supplement the renewable energy provided under the initial power supply contract(s) with direct purchases of renewable energy from renewable energy facilities or from renewable generation developed and owned by SVCEA. At this point in time, it is not possible to predict what projects might be proposed in response to future renewable energy solicitations administered by SVCEA, unsolicited proposals or discussions with other agencies. Renewable projects that are located virtually anywhere in the Western Interconnection can be considered as long as the electricity is deliverable to the CAISO control area, as required to meet the Commission’s RPS rules and any additional guidelines ultimately adopted by SVCEA. The costs of transmission access and the risk of transmission congestion costs would need to be considered in the bid evaluation process if the delivery point is outside of SVCEA’s load zone, as defined by the CAISO.

Energy Efficiency

SVCEA’s energy efficiency goals will reflect a strong commitment to increasing energy efficiency within the County, expanding beyond the savings achieved by PG&E’s programs. To promote the achievement of this goal, SVCEA plans to complete the CPUC application process for third party administration of energy efficiency programs and use of funds collected through the existing public benefits surcharges paid by SVCE customers. To the extent that SVCEA is successful in this application process, receiving funding to administer additional energy efficiency programs within the region, it will seek to maximize end-use customer energy

efficiency by facilitating customer participation in existing utility programs as well as by forming new programs that will displace SVCEA's need for traditional electric procurement activities. Additional details related to SVCEA's energy efficiency plan will be developed once SVCE Program phase-in is underway.

With regard to SVCEA's anticipated energy efficiency savings, a reasonable baseline assumption (for efficiency savings related to the demand-side portion of the SVCE resource plan) appears to be steady growth towards 0.5 percent of SVCEA's projected energy sales by 2024. For example, the National Action Plan for Energy Efficiency states among its key findings "consistently funded, well-designed efficiency programs are cutting annual savings for a given program year of 0.15 to 1 percent of energy sales."⁴ The American Council for an Energy-Efficient Economy (ACEEE) reports for states already operating substantial energy efficiency programs that an energy efficiency goal of one percent, as a percentage of energy sales, is a reasonable level to target.⁵ These savings would be in addition to the savings achieved by PG&E administered programs. Achieving this goal would mean at least a doubling of energy savings relative to the status quo (without the program administered by SVCEA). It is assumed that energy efficiency programs of SVCEA will focus on closing the gap between the vast economic potential of energy efficiency within the County and what is typically achieved.

Demand Response

Demand response programs provide incentives to customers to reduce demand upon request by the load serving entity (i.e., SVCEA), reducing the amount of generation capacity that must be maintained as infrequently used reserves. Demand response programs can be cost effective alternatives to procured capacity that would otherwise be needed to comply with California's resource adequacy requirements. The programs also provide rate benefits to customers who have the flexibility to reduce or shift consumption for relatively short periods of time when generation capacity is most scarce. Like energy efficiency, demand response can be a win/win proposition, providing economic benefits to the electric supplier as well as customer service benefits.

In its ruling on local resource adequacy, the CPUC found that dispatchable demand response resources as well as distributed generation resources should be counted for local capacity requirements. This resource plan anticipates that SVCEA's demand response programs would partially offset its local capacity requirements beginning in 2020.

PG&E offers several demand response programs to its customers, and SVCEA intends to recruit those customers that have shown a willingness to participate in utility programs into similar programs offered by SVCEA. SVCEA may also adopt a demand response program that enables

⁴ National Action Plan for Energy Efficiency, July 2006, Section 6: Energy Efficiency Program Best Practices (pages 5-6)

⁵ Energy Efficiency Resource Standards: Experience and Recommendations, Steve Nadel, March 2006, ACEEE Report E063 (pages 28 - 30).

it to request customer demand reductions during times when capacity is in short supply or spot market energy costs are exceptionally high.

Appropriate limits on customer curtailments, both in terms of the length of individual curtailments and the total number of curtailment hours that can be called should be included in SVCEA's demand response program design. It will also be important to establish a reasonable measurement protocol for customer performance of its curtailment obligations and deploy technology to automate customer notifications and responses. Performance measurement should include establishing a customer specific baseline of usage prior to the curtailment request from which demand reductions can be measured. SVCEA may utilize experienced third party contractors to design, implement and administer its demand response programs.

Distributed Generation

Consistent with SVCEA's policies and the state's Energy Action Plan, clean distributed generation is a component of the integrated resource plan. SVCEA will work to promote deployment of photovoltaic (PV) systems within SVCEA's service territory, with the goal of optimizing the use of the available incentives that are funded through current utility distribution rates and public benefits surcharges. SVCEA also plans to implement a net energy metering program and a feed-in-tariff to promote local investment in distributed generation.

There are clear environmental benefits and strong customer interest in distributed PV systems. To support such systems, SVCEA may provide direct financial incentives from revenues funded by customer rates to further support use of solar power and/or other renewable resources within the local area. With regard to SVCEA's prospective net energy metering program, it is anticipated that SVCEA would eventually adopt a program that would allow participating customers to sell excess energy produced by customer-sited renewable generating sources to SVCEA. Such a program would be generally consistent with principles identified in Assembly Bill 920 ("AB 920"), which directed the CPUC to establish and implement a compensation methodology for surplus renewable generation produced by net energy metered facilities located within the service territories of California's large investor owned utilities, including PG&E. However, SVCEA may choose to offer enhanced compensation structures, relative to those implemented as a result of AB 920, as part of the direct incentives that may be established to promote distributed generation development within Santa Clara County. To the extent that incentives offered by SVCEA improve project economics for its customers, it is reasonable to assume that the penetration of distributed generation within the County would increase.

CHAPTER 7 – Financial Plan

This Chapter examines the monthly cash flows expected during the startup and customer phase-in period of the SVCE Program and identifies the anticipated financing requirements. It includes estimates of program startup costs, including necessary expenses and capital outlays. It also describes the requirements for working capital and long-term financing for the potential investment in renewable generation, consistent with the resource plan contained in Chapter 6.

Description of Cash Flow Analysis

SVCEA's cash flow analysis estimates the level of capital that will be required during the startup and phase-in period. The analysis focuses on the SVCE Program's monthly costs and revenues and specifically accounts for the phased enrollment of SVCE Program customers described in Chapter 5.

Cost of CCA Program Operations

The first category of the cash flow analysis is the Cost of CCA Program Operations. To estimate the overall costs associated with CCA Program Operations, the following components were taken into consideration:

- Electricity Procurement;
- Ancillary Service Requirements;
- Exit Fees;
- Staffing and Professional Services;
- Data Management Costs;
- Administrative Overhead;
- Billing Costs;
- Scheduling Coordination;
- Grid Management and other CAISO Charges;
- CCA Bond and Security Deposit;
- Pre-Startup Cost Reimbursement; and
- Debt Service.

Revenues from CCA Program Operations

The cash flow analysis also provides estimates for revenues generated from CCA operations or from electricity sales to customers. In determining the level of revenues, the analysis assumes the customer phase-in schedule described herein, and assumes that SVCEA charges a standard, default electricity tariff similar to the generation rates of PG&E for each customer class and an optional 100% renewable energy tariff at a premium reflective of incremental renewable power costs. More detail on SVCE Program rates can be found in Chapter 8.

Cash Flow Analysis Results

The results of the cash flow analysis provide an estimate of the level of capital required for SVCEA to move through the CCA startup and phase-in periods. This estimated level of capital is determined by examining the monthly cumulative net cash flows (revenues from CCA operations minus cost of CCA operations) based on assumptions for payment of costs or other cash requirements (e.g., deposits) by SVCEA, along with estimates for when customer payments will be received. This identifies, on a monthly basis, what level of cash flow is available in terms of a surplus or deficit.

The cash flow analysis identifies funding requirements in recognition of the potential lag between revenues received and payments made during the phase-in period. The estimated financing requirements for the startup and phase-in period, including working capital needs associated with all three phases of customer enrollments, was determined to be \$22.73 million. Working capital requirements peak soon after enrollment of the Phase 1 customers.

CCA Program Implementation Pro Forma

In addition to developing a cash flow analysis which estimates the level of working capital required to move SVCEA through full CCA phase-in, a summary pro forma analysis that evaluates the financial performance of the CCA program during the phase-in period is shown below. The difference between the cash flow analysis and the CCA pro forma analysis is that the pro forma analysis does not include a lag associated with payment streams. In essence, costs and revenues are reflected in the month in which service is provided. All other items, such as costs associated with CCA Program operations and rates charged to customers remain the same. Cash provided by financing activities are not shown in the pro forma analysis, although payments for debt service are included as a cost item.

The results of the pro forma analysis are shown in the following tables. In particular, the summary of CCA program startup and phase-in addresses projected SVCE Program operations for the period beginning January 2017 through December 2026.⁶ SVCEA has also included a summary of Program reserves, which are expected to accrue over this same period of time.

⁶ Costs projected for staffing & professional services and other administrative & general relate to energy procurement, administration of energy efficiency and other local programs, generation development, customer service, marketing, accounting, finance, legal and regulatory activities necessary for program operation.

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Silicon Valley Clean Energy
Summary of CCA Program Startup and Phase-In
(January 2017 through December 2026)

CATEGORY	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	TOTAL
I. REVENUES FROM OPERATIONS (\$)											
ELECTRIC SALES REVENUE	141,649,821	254,134,823	263,046,930	272,272,193	281,821,620	291,706,606	301,938,943	312,530,841	323,494,937	334,844,315	2,777,441,028
LESS UNCOLLECTIBLE A/COUNTS	(706,470)	(1,267,236)	(1,311,779)	(1,357,888)	(1,405,618)	(1,455,026)	(1,506,170)	(1,559,112)	(1,613,914)	(1,670,643)	(13,853,856)
TOTAL REVENUES	140,943,350	252,867,587	261,735,150	270,914,305	280,416,002	290,251,580	300,432,773	310,971,729	321,881,023	333,173,672	2,763,587,172
II. COST OF OPERATIONS (\$)											
(A) OPERATIONS AND ADMINISTRATIVE (O&A)											
STAFFING & PROFESSIONAL SERVICES	3,230,338	4,869,531	5,015,617	5,166,085	5,321,068	5,480,700	5,645,121	5,814,475	5,988,909	6,168,576	52,700,420
MARKETING	2,299,952	1,776,976	1,832,880	1,890,553	1,950,050	2,011,430	2,074,753	2,140,080	2,207,475	2,277,004	20,461,155
DATA MANAGEMENT SERVICES	1,349,567	2,913,152	2,927,718	2,942,356	2,957,068	2,971,853	2,986,713	3,001,646	3,016,654	3,031,738	28,098,465
IOU FEES (INCLUDING BILLING)	562,045	1,217,950	1,260,761	1,305,077	1,350,951	1,398,437	1,447,592	1,498,474	1,551,146	1,605,669	13,198,102
OTHER ADMINISTRATIVE & GENERAL	666,594	928,288	956,136	984,820	1,014,365	1,044,796	1,076,140	1,108,424	1,141,677	1,175,927	10,097,165
ENERGY PROGRAMS	1,545,000	3,182,700	3,278,181	3,376,526	3,477,822	3,582,157	3,689,622	3,800,310	3,914,320	4,031,749	33,878,387
SUBTOTAL O&A	9,653,496	14,888,597	15,271,294	15,665,419	16,071,324	16,489,373	16,919,939	17,363,409	17,820,180	18,290,663	158,433,693
(B) COST OF ENERGY	98,843,618	194,211,684	199,816,542	210,072,872	218,064,336	226,383,647	235,044,109	244,059,556	253,444,374	263,213,522	2,143,154,259
(C) OPERATING RESERVE	7,082,491	12,706,741	13,152,346	13,613,610	14,091,081	11,668,264	12,077,558	12,501,234	12,939,797	13,393,773	123,226,895
TOTAL COST AND OPERATING RESERVE	115,579,605	221,807,022	228,240,182	239,351,900	248,226,741	254,541,284	264,041,606	273,924,199	284,204,351	294,897,957	2,424,814,847
CCA PROGRAM SURPLUS/(DEFICIT)	25,363,745	31,060,565	33,494,968	31,562,405	32,189,262	35,710,296	36,391,167	37,047,530	37,676,672	38,275,715	338,772,324

Silicon Valley Clean Energy
Reserves Summary
(January 2017 through December 2026)

CATEGORY	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	TOTAL
I. RESERVE ADDITIONS											
(A) OPERATING RESERVE CONTRIBUTION	7,082,491	12,706,741	13,152,346	13,613,610	14,091,081	11,668,264	12,077,558	12,501,234	12,939,797	13,393,773	123,226,895
(B) CASH FROM FINANCING	20,000,000	-	-	-	-	-	-	-	-	-	20,000,000
SUBTOTAL RESERVE ADDITIONS	27,082,491	12,706,741	13,152,346	13,613,610	14,091,081	11,668,264	12,077,558	12,501,234	12,939,797	13,393,773	143,226,895
II. RESERVE SUBTRACTIONS											
(A) STARTUP FUNDING REPAYMENT	511,875	682,500	682,500	682,500	170,625	-	-	-	-	-	2,730,000
(B) WORKING CAPITAL REPAYMENT	3,763,960	3,878,445	3,996,411	4,117,966	4,243,218	-	-	-	-	-	20,000,000
(C) INTEREST PAYMENTS	548,526	434,041	316,074	194,520	69,268	-	-	-	-	-	1,562,429
SUBTOTAL RESERVE SUBTRACTIONS	4,824,361	4,994,986	4,994,986	4,994,986	4,483,111	-	-	-	-	-	24,292,429
III. RATE STABILIZATION RESERVE BALANCE	22,258,130	29,969,886	38,127,246	46,745,870	56,353,841	68,022,105	80,099,662	92,600,896	105,540,694	118,934,466	

The surpluses achieved during the phase-in period serve to build SVCEA's net financial position and credit profile and to provide operating reserves for SVCEA in the event that operating costs (such as power purchase costs) exceed collected revenues for short periods of time. In addition, financial surpluses could be used to increase renewable and GHG-free resources within SVCE's resource mix.

SVCE Financings

It is anticipated that one or more financings, inclusive of prospective direct term loans between SVCEA and its Member Agencies, will be necessary to support SVCE Program implementation. Subsequent capital requirements will be self-funded from SVCEA's accrued financial reserves. The anticipated financing approach is described below.

CCA Program Start-up and Working Capital

As previously discussed, the anticipated start-up and working capital requirements for the SVCE Program are \$22.73 million. This amount is dependent upon the electric load served by SVCEA, actual energy prices, payment terms established with the third-party supplier, and program rates. This figure would be refined during the startup period as these variables become known. Once the SVCE Program is up and running, these costs would be recovered from customers through retail rates.

It is assumed that this financing will be primarily secured via term loans from the Member Agencies and/or via a short term loan or letter of credit, which would allow SVCEA to draw cash as required. Requisite financing would need to be arranged no later than the fourth quarter of 2016.

Renewable Resource Project Financing

SVCEA may consider project financings for renewable resources, likely local wind, solar, biomass and/or geothermal as well as energy efficiency projects. These financings would only occur after a sustained period of successful SVCE Program operation and after appropriate project opportunities are identified and subjected to appropriate environmental review. SVCEA's ability to directly finance projects will likely require a track record of five to ten years of successful program operations demonstrating strong underlying credit to support the financing; direct financing undertaken by SVCEA would not be expected to occur sooner than 2023.

In the event that such financing occurs, funds would include any short-term financing for the renewable resource project development costs, and would likely extend over a 20- to 30-year term. The security for such bonds would be the revenue from sales to the retail customers of SVCEA.

CHAPTER 8 – Rate Setting, Program Terms and Conditions

Introduction

This Chapter describes the initial policies proposed for SVCEA in setting its rates for electric aggregation services. These include policies regarding rate design, rate objectives, and provision for due process in setting Program rates. Program rates are ultimately approved by SVCEA's Board. SVCEA would retain authority to modify program policies from time to time at its discretion.

Rate Policies

SVCEA will establish rates sufficient to recover all costs related to operation of the SVCE Program, including any reserves that may be required as a condition of financing and other discretionary reserve funds that may be approved by SVCEA. As a general policy, rates will be uniform for all similarly situated customers enrolled in the SVCE Program throughout the service area of SVCEA.

The primary objectives of the rate setting plan are to set rates that achieve the following:

- Rate competitive tariff option (default service offering), including a proportionate quantity of renewable energy in excess of California's prevailing renewable energy procurement mandate;
- 100 percent renewable energy supply option (voluntary service offering);
- Rate stability;
- Equity among customers in each tariff;
- Customer understanding; and
- Revenue sufficiency.

Each of these objectives is described below.

Rate Competitiveness

The primary goal is to offer competitive rates for electric services that SVCEA would provide to participating customers. For participants in SVCEA's standard Tariff, the goal would be for SVCE Program rates to be initially one percent below, subject to actual energy product pricing and decisions of SVCEA's Board, similar generation rates offered by PG&E. For voluntary participants in the SVCE Program's 100 percent renewable energy Tariff, the goal would be to offer the lowest possible customer rates with an incremental monthly cost premium reflective of the actual cost of additional renewable energy supply required to serve such customers – based on current estimates, the anticipated cost premium for the SVCE Program's 100 percent renewable supply option would be 5 to 10 percent relative to the default SVCE tariff.

Competitive rates will be critical to attracting and retaining key customers. In order for SVCEA to be successful, the combination of price and value must be perceived as superior when compared to the bundled utility service alternative. As planned, the value provided by the SVCE Program will include a higher proportion of renewable energy and reduced GHG emissions relative to the incumbent utility, enhanced energy efficiency and customer programs, community focus, local investment and control.

As previously discussed, the SVCE Program will increase renewable energy supply to program customers, relative to the incumbent utility, by offering two distinct rate tariffs. The default tariff for SVCE Program customers will be the standard Tariff, which will increase renewable energy supply while maintaining generation rates that are generally comparable to PG&E's. The initial renewable energy content provided under SVCE's standard Tariff will exceed California's prevailing renewable energy procurement mandate, and SVCEA will endeavor to increase this percentage on a going forward basis, subject to operational and economic constraints. SVCEA will also offer its customers a voluntary 100% renewable energy Tariff, which will supply participating customers with 100 percent renewable energy at rates that reflect SVCE's cost for procuring related energy supplies.

Participating qualified low- or fixed-income households, such as those currently enrolled in the California Alternate Rates for Energy (CARE) program, will be automatically enrolled in the standard Tariff and will continue to receive related discounts on monthly electricity bills through PG&E.

Rate Stability

SVCEA will offer stable rates by hedging its supply costs over multiple time horizons and by including renewable energy supplies that exhibit stable costs. Rate stability considerations may prevent SVCE Program rates from directly tracking similar rates offered by the distribution utility, PG&E, and may result in differences from the general rate-related targets initially established for the SVCE Program. SVCEA will attempt to maintain general rate parity with PG&E to ensure that SVCE Program rates are not drastically different from the competitive alternative.

Equity among Customer Classes

SVCE's initial rates will be set at 1% below similar rates offered by PG&E. Rate differences among customer classes will reflect the rates charged by the local distribution utility as well as differences in the costs of providing service to each class. Rate benefits may also vary among customers within the major customer class categories, depending upon the specific rate designs adopted by SVCEA.

Customer Understanding

The goal of customer understanding involves rate designs that are relatively straightforward so that customers can readily understand how their bills are calculated. This not only minimizes customer confusion and dissatisfaction but will also result in fewer billing inquiries to the SVCE

Program's customer service call center. Customer understanding also requires rate structures to reflect rational rate design principles (i.e., there should not be differences in rates that are not justified by costs or by other policies such as providing incentives for conservation).

Revenue Sufficiency

SVCE Program rates must collect sufficient revenue from participating customers to fully fund SVCEA's annual budget. Rates will be set to collect the adopted budget based on a forecast of electric sales for the budget year. Rates will be adjusted as necessary to maintain the ability to fully recover all of costs of the SVCE Program, subject to the disclosure and due process policies described later in this chapter. To ensure rate stability, funds available in SVCEA's rate stabilization fund may be used from time to time to augment operating revenues.

Rate Design

SVCEA will generally match the rate structures from the utilities' standard rates to avoid the possibility that customers would see significantly different bill impacts as a result of changes in rate structures that would take effect following enrollment in the SVCE Program.

Custom Pricing Options

SVCEA may work to develop specially-tailored rate and electric service products that meet the specific load characteristics or power market risk profiles of larger commercial and industrial customers. This will allow such customers to have access to a wider range of products than is currently available under the incumbent utility and potentially reduce the cost of power for these customers. SVCEA may provide large energy users with custom pricing options to help these customers gain greater control over their energy costs. Some examples of potential custom pricing options are rates that are based on an observable market index (e.g., CAISO prices) or fixed priced contracts of various terms.

Net Energy Metering

As planned, customers with on-site generation eligible for net metering from PG&E will be offered a net energy metering rate from SVCEA. Net energy metering allows for customers with certain qualified solar or wind distributed generation to be billed on the basis of their net energy consumption. The PG&E net metering tariff (NEM) requires the CCA to offer a net energy metering tariff in order for the customer to continue to be eligible for service on Schedule E-NEM. The objective is that SVCEA's net energy metering tariff will apply to the generation component of the bill, and the PG&E net energy metering tariff will apply to the utility's portion of the bill. SVCEA plans to pay customers for excess power produced from net energy metered generation systems in accordance with the rate designs adopted by SVCEA.

Disclosure and Due Process in Setting Rates and Allocating Costs among Participants

Initial program rates will be adopted by SVCEA following the establishment of the first year's operating budget prior to initiating the customer notification process. Subsequently, SVCEA will prepare an annual budget and corresponding customer rates. Any proposed rate

adjustment will be made to the Board of Directors and ample time will be given to affected customers to provide comment on the proposed rate changes.

After proposing a rate adjustment, SVCEA will furnish affected customers with a notice of its intent to adjust rates, either by mailing such notices postage prepaid to affected customers, by including such notices as an insert to the regular bill for charges transmitted to affected customers, or by including a related message directly on the customer's monthly electricity bill (on the page addressing SVCEA charges). The notice will provide a summary of the proposed rate adjustment and will include a link to the SVCE Program website where information will be posted regarding the amount of the proposed adjustment, a brief statement of the reasons for the adjustment, and the mailing address of SVCEA to which any customer inquiries relative to the proposed adjustment, including a request by the customer to receive notice of the date, time, and place of any hearing on the proposed adjustment, may be directed.

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CHAPTER 9 – Customer Rights and Responsibilities

This chapter discusses customer rights, including the right to opt-out of the SVCE Program and the right to privacy of customer usage information, as well as obligations customers undertake upon agreement to enroll in the CCA Program. All customers that do not opt out within 30 days of the fourth enrollment notice will have agreed to become full status program participants and must adhere to the obligations set forth below, as may be modified and expanded by the SVCE Board from time to time.

By adopting this Implementation Plan, SVCEA will have approved the customer rights and responsibilities policies contained herein to be effective at Program initiation. SVCEA retains authority to modify program policies from time to time at its discretion.

Customer Notices

At the initiation of the customer enrollment process, a total of four notices will be provided to customers describing the Program, informing them of their opt-out rights to remain with utility bundled generation service, and containing a simple mechanism for exercising their opt-out rights. The first notice will be mailed to customers approximately sixty days prior to the date of automatic enrollment. A second notice will be sent approximately thirty days later. SVCEA will likely use its own mailing service for requisite enrollment notices rather than including the notices in PG&E's monthly bills. This is intended to increase the likelihood that customers will read the enrollment notices, which may otherwise be ignored if included as a bill insert. Customers may opt out by notifying SVCEA using the SVCE Program's designated telephone-based or internet opt-out processing service. Should customers choose to initiate an opt-out request by contacting PG&E, they would be transferred to the SVCE Program's call center to complete the opt-out request. Consistent with CPUC regulations, notices returned as undelivered mail would be treated as a failure to opt out, and the customer would be automatically enrolled.

Following automatic enrollment, at least two notices will be mailed to customers within the first two billing cycles (approximately sixty days) after SVCE service commences. Opt-out requests made on or before the sixtieth day following start of SVCE Program service will result in customer transfer to bundled utility service with no penalty. Such customers will be obligated to pay charges associated with the electric services provided by SVCEA during the time the customer took service from the SVCE Program, but will otherwise not be subject to any penalty or transfer fee from SVCEA.

Customers who establish new electric service accounts within the Program's service area will be automatically enrolled in the SVCE Program and will have sixty days from the start of service to opt out if they so desire. Such customers will be provided with two enrollment notices within this sixty-day post enrollment period. Such customers will also receive a notice detailing SVCEA's privacy policy regarding customer usage information. SVCEA will have the authority

to implement entry fees for customers that initially opt out of the Program, but later decide to participate. Entry fees, if deemed necessary, would aid in resource planning by providing additional control over the SVCE Program's customer base.

Termination Fee

Customers that are automatically enrolled in the SVCE Program can elect to transfer back to the incumbent utility without penalty within the first two months of service. After this free opt-out period, customers will be allowed to terminate their participation but may be subject to payment of a Termination Fee, which SVCEA reserves the right to impose, if deemed necessary. Customers that relocate within SVCEA's service territory would have SVCE service continued at their new address. If a customer relocating to an address within SVCEA's service territory elected to cancel CCA service, the Termination Fee could be applied. Program customers that move out of SVCEA's service territory would not be subject to the Termination Fee. If deemed applicable by SVCEA, PG&E would collect the Termination Fee from returning customers as part of SVCEA's final bill to the customer.

For illustrative purposes, SVCEA Termination Fee could vary by customer class as set forth in the table below, subject to a final determination by SVCEA.

SVCE Program: Illustrative Schedule of Fees for Service Termination*

Customer Class	Fee
Residential	\$5
Non-Residential	\$25

*Note that SVCEA has yet to adopt a Schedule of Fees for Service Termination. The fees reflected in this table are representative of similar charges adopted by California's operating CCA programs.

If adopted, the Termination Fee would be clearly disclosed in the four enrollment notices sent to customers during the sixty-day period before automatic enrollment and following commencement of service. The fee could also be changed prospectively by SVCEA subject to applicable customer noticing requirements.

Customers electing to terminate service after the initial notification period would be transferred to PG&E on their next regularly scheduled meter read date if the termination notice is received a minimum of fifteen days prior to that date. Such customers would also be liable for the nominal reentry fees imposed by PG&E and would be required to remain on bundled utility service for a period of one year, as described in the utility CCA tariffs.

Customer Confidentiality

SVCEA will establish policies covering confidentiality of customer data that are fully compliant with the required privacy protection rules for CCA customer energy usage information, as detailed within Decision 12-08-045. SVCEA will maintain the confidentiality of individual customers' names, service addresses, billing addresses, telephone numbers, account numbers,

and electricity consumption, except where reasonably necessary to conduct business of SVCEA or to provide services to customers, including but not limited to where such disclosure is necessary to (a) comply with the law or regulations; (b) enable SVCEA to provide service to its customers; (c) collect unpaid bills; (d) obtain and provide credit reporting information; or (e) resolve customer disputes or inquiries. SVCEA will not disclose customer information for telemarketing, e-mail, or direct mail solicitation. Aggregate data may be released at SVCEA's discretion.

Responsibility for Payment

Customers will be obligated to pay SVCE Program charges for service provided through the date of transfer including any applicable Termination Fees. Pursuant to current CPUC regulations, SVCEA will not be able to direct that electricity service be shut off for failure to pay SVCE bills. However, PG&E has the right to shut off electricity to customers for failure to pay electricity bills, and PG&E Electric Rule 23 mandates that partial payments are to be allocated pro rata between PG&E and the CCA. In most circumstances, customers would be returned to utility service for failure to pay bills in full and customer deposits (if any) would be withheld in the case of unpaid bills. PG&E would attempt to collect any outstanding balance from customers in accordance with Rule 23 and the related CCA Service Agreement. The proposed process is for two late payment notices to be provided to the customer within 30 days of the original bill due date. If payment is not received within 45 days from the original due date, service would be transferred to the utility on the next regular meter read date, unless alternative payment arrangements have been made. Consistent with the CCA tariffs, Rule 23, service cannot be discontinued to a residential customer for a disputed amount if that customer has filed a complaint with the CPUC, and that customer has paid the disputed amount into an escrow account.

Customer Deposits

Under certain circumstances, SVCE customers may be required to post a deposit equal to the estimated charges for two months of CCA service prior to obtaining service from the SVCE Program. A deposit would be required for an applicant who previously had been a customer of PG&E or SVCEA and whose electric service has been discontinued by PG&E or SVCEA during the last twelve months of that prior service arrangement as a result of bill nonpayment. Such customers may be required to reestablish credit by depositing the prescribed amount. Additionally a customer who fails to pay bills before they become past due as defined in PG&E Electric Rule 11 (Discontinuance and Restoration of Service), and who further fails to pay such bills within five days after presentation of a discontinuance of service notice for nonpayment of bills, may be required to pay said bills and reestablish credit by depositing the prescribed amount. This rule will apply regardless of whether or not service has been discontinued for such nonpayment⁷. Failure to post deposit as required would cause the account service transfer request to be rejected, and the account would remain with PG&E.

⁷ A customer whose service is discontinued by SVCEA is returned to PG&E generation service.

CHAPTER 10 - Procurement Process

Introduction

This Chapter describes SVCEA's initial procurement policies and the key third party service agreements by which SVCEA will obtain operational services for the SVCE Program. By adopting this Implementation Plan, SVCEA will have approved the general procurement policies contained herein to be effective at Program initiation. SVCEA retains authority to modify Program policies from time to time at its discretion.

Procurement Methods

SVCEA will enter into agreements for a variety of services needed to support program development, operation and management. It is anticipated that SVCEA will generally utilize Competitive Procurement methods for services but may also utilize Direct Procurement or Sole Source Procurement, depending on the nature of the services to be procured. Direct Procurement is the purchase of goods or services without competition when multiple sources of supply are available. Sole Source Procurement is generally to be performed only in the case of emergency or when a competitive process would be an idle act.

SVCEA will utilize a competitive solicitation process to enter into agreements with entities providing electrical services for the program. Agreements with entities that provide professional legal or consulting services, and agreements pertaining to unique or time sensitive opportunities, may be entered into on a direct procurement or sole source basis at SVCEA's discretion. Authority for terminating agreements will generally mirror the authority for entering into such agreements.

Key Contracts

Electric Supply Contract

SVCEA will initiate service using supply contracts with one or more qualified providers to supply sufficient electric energy resources to meet SVCE customer demand as well as applicable resource adequacy requirements, ancillary and other necessary services. SVCEA may complete additional solicitations to supplement its energy supply and/or to replace contract volumes provided under the original contract. SVCEA would begin such procurement sufficiently in advance of contract expiration so that the transition from the initial supply contract occurs smoothly, avoiding dependence on market conditions existing at any single point in time.

SVCEA will solicit the services of a certified Scheduling Coordinator to schedule loads and resources to meet SVCE customer demand. SVCEA may designate the primary supplier to be responsible for day-to-day energy supply operations of the SVCE Program and for managing the predominant supply risks for the term of the contract. The primary supplier may also contribute to meeting the Program's renewable energy supply goals. However, additional suppliers may be identified to supplement requisite renewable energy supplier of the SVCE

program. Finally, the primary supplier may be responsible for ensuring SVCEA's compliance with all applicable resource adequacy and regulatory requirements imposed by the CPUC or FERC.

As this point in time, SVCEA has not yet commenced the requisite competitive solicitation process to identify its initial energy supplier(s). However, SVCEA anticipates executing the electric supply contract for Phase 1 loads in late-2016. The contract for Phase 2 and Phase 3 loads will be executed contemporaneously or shortly thereafter.

Data Management Contract

A data manager will provide the retail customer services of billing and other customer account services (electronic data interchange or EDI with PG&E, billing, remittance processing, and account management). Recognizing that some qualified wholesale energy suppliers do not typically conduct retail customer services whereas others (i.e., direct access providers) do, the data management contract may be separate from the electric supply contract. It is anticipated that a single contractor will be selected to perform all of the data management functions.⁸

The data manager is responsible for the following services:

- Data exchange with PG&E;
- Technical testing;
- Customer information system;
- Customer call center;
- Billing administration/retail settlements;
- Settlement quality meter data reporting; and
- Reporting and audits of utility billing.

Utilizing a third party for account services eliminates a significant expense associated with implementing a customer information system. Such systems can impose significant information technology costs and take significant time to deploy. Separation of the data management contract from the energy supply contract gives SVCEA greater flexibility to change energy suppliers, if desired, without facing an expensive data migration issue.

As this point in time, SVCEA has not yet commenced the requisite competitive solicitation process to identify its data management services provider. However, it is anticipated that SVCEA will execute a contract for data management services in September or October, 2016.

⁸ The contractor providing data management may also be the same entity as the contractor supplying electricity for the program.

Electric Supply Procurement Process

In the third quarter of 2016, SVCEA plans to solicit proposals for shaped energy, renewable energy, carbon free energy, resource adequacy capacity, and scheduling coordinator services from a highly qualified pool of suppliers. Contract negotiations will commence immediately following proposal evaluation. Following the identification of short-listed energy services provider candidates, SVCEA will update the Commission regarding its selection process. It is anticipated that final supplier selection will be made by SVCEA in late 2016.

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CHAPTER 11 – Contingency Plan for Program Termination

Introduction

This Chapter describes the process to be followed in the case of SVCE Program termination. By adopting the original Implementation Plan, SVCEA will have approved the general termination process contained herein to be effective at Program initiation. In the unexpected event that SVCEA would terminate the SVCE Program and return its customers to PG&E service, the proposed process is designed to minimize the impacts on its customers and on PG&E. The proposed termination plan follows the requirements set forth in PG&E's tariff Rule 23 governing service to CCAs. SVCEA retains authority to modify program policies from time to time at its discretion.

Termination by SVCE

SVCEA will offer services for the long term with no planned Program termination date. In the unanticipated event that SVCEA decides to terminate the Program, each of its Member Agencies would be required to adopt a termination ordinance or resolution and provide adequate notice to SVCEA consistent with the terms set forth in the JPA Agreement. Following such notice, SVCEA's Board would vote on Program termination subject to voting provisions as described in the JPA Agreement. In the event that SVCEA affirmatively votes to proceed with JPA termination, SVCEA would disband under the provisions identified in its JPA Agreement.

After any applicable restrictions on such termination have been satisfied, notice would be provided to customers six months in advance that they will be transferred back to PG&E. A second notice would be provided during the final sixty-days in advance of the transfer. The notice would describe the applicable distribution utility bundled service requirements for returning customers then in effect, such as any transitional or bundled portfolio service rules.

At least one year advance notice would be provided to PG&E and the CPUC before transferring customers, and SVCEA would coordinate the customer transfer process to minimize impacts on customers and ensure no disruption in service. Once the customer notice period is complete, customers would be transferred *en masse* on the date of their regularly scheduled meter read date.

SVCEA will post a bond or maintain funds held in reserve to pay for potential transaction fees charged to the Program for switching customers back to distribution utility service. Reserves would be maintained against the fees imposed for processing customer transfers (CCASRs). The Public Utilities Code requires demonstration of insurance or posting of a bond sufficient to cover reentry fees imposed on customers that are involuntarily returned to distribution utility service under certain circumstances. The cost of reentry fees are the responsibility of the energy services provider or the community choice aggregator, except in the case of a customer returned for default or because its contract has expired. SVCEA will post financial security in the

appropriate amount as part of its registration materials and will maintain the financial security in the required amount, as necessary.

Termination by Members

The JPA Agreement defines the terms and conditions under which Members may terminate their participation in the program.

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CHAPTER 12 – Appendices

Appendix A: SVCEA Resolution No. 2016-05 (Adopting Implementation Plan)

Appendix B: Silicon Valley Clean Energy Authority Joint Powers Agreement

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