

# **Board Meeting Minutes—219th Meeting**

December 15, 2023

**Board members present**: Janine Benner (ODOE Special Advisor), Melissa Cribbins, Thelma Fleming, Ellsworth Lang, Henry Lorenzen, Jane Peters, Roland Risser, Anne Root, Letha Tawney (OPUC ex-officio), Peter Therkelsen, Bill Tovey, Ellen Zuckerman

Board members absent: Susan Brodahl, Eric Hayes, Silvia Tanner

**Staff attending**: Kathleen Belkhayat, Melanie Bissonette, Justin Buttles, Sarah Castor, Scott Clark, Amber Cole, Michael Colgrove, Hannah Cruz, Elaine Dado, Mia Deonate, Chris Dunning, Lidia Garcia, Fred Gordon, Megan Greenauer, Jeni Hall, Katherine Hughes, Marshall Johnson, Isaiah Kamrar, Betsy Kauffman, Cody Kleinsmith, Chris Lyons, Jonathan McConnell, Alyson McKay, Debbie Menashe, Spencer Moersfelder, Dave Moldal, Maddie Norman, Alex Novie, Natalia Ojeda, Maddy Otto, Dan Peterson, Kirstin Pinit, Elaine Prause, Helen Rabold, Laney Ralph, Thad Roth, Danielle Rhodes, Lizzie Rubado, Amanda Sales, Laura Schaefer, Sloan Schang, Tracy Scott, Cameron Starr, Greg Stokes, Julianne Thacher, Patrick Urain, Bayoan Ware, Kate Wellington, Amanda Zuniga.

Others attending: Jeff Bissonette, Ross Finney (RHT Energy), Kari Greer (Pacific Corp), Sarah Hall (OPUC), Randy Hastings (DThree PDX), Steve Lacey, Brooke Landon (CLEAResult), Lisa McGarity (Avista), Jacob Monders, Benedikt Springer (OPUC), Cindy Strecker (CLEAResult), Sherry Tran (Alliance Compensation), Jake Wise (PGE).

# **Business Meeting**

Henry Lorenzen called the meeting to order at 10:00 a.m.

#### **General Public Comments**

There were no public comments.

#### Consent Agenda

**MOTION: Approve** consent agenda Resolution 1011

#### Consent agenda includes:

- October 11, 2023, Board Meeting Minutes
- November 8, 2023, Board Workshop Minutes
- R1012 Retiring the Self-Direct Policy 4.10.000-P
- R1015 Board Committee Appointments Revises R1004

Moved by: Jane Peters Seconded by: Ellsworth Lang

Vote: In favor: 7 Abstained: 0

Opposed: 0

# RESOLUTION 1012 RETIRING THE ELIGIBILITY OF SELF-DIRECT BUSINESSES FOR ENERGY TRUST INCENTIVES POLICY 4.10.000-P

#### WHEREAS:

- Oregon law allows entities that use over one average megawatt of electricity a year at a single site to direct their own electric efficiency and renewable energy projects and reduce costs paid on their bills for energy efficiency and renewable energy public purposes ("Self-Directors");
- 2. The Eligibility of Self-Direct Businesses for Energy Trust Incentives Policy, attached as Attachment 1 (the "Self -Direct Policy"), was originally adopted by the board in 2001 to document the board's support and conditions for providing Self Directors with Energy Trust incentive support;
- 3. The Self-Direct Policy has been incorporated into regular program design and operations by Energy Trust staff. Energy Trust staff has managed and continues to manage program offerings consistent with the Self-Direct Policy, noting that the policy direction achieved its purposes to provide different and reduced support for Self-Directors while still providing Energy Trust benefits and connections for Self-Directors;
- 4. The Self-Direct Policy was reviewed by the Nominating & Governance Committee in June 2023 as part of the committee's regular cycle of policy reviews and its analysis of whether policies are governance or operational based on various factors including:
  - Degree of relevance to board-level decision-making
  - Degree of advancing transparency of board's work
  - Identification of board's ends, objectives, and goals
  - Identification of guardrails and sideboards between board governance work and staff operational work
- 5. Nominating & Governance Committee members discussed whether the policy is relevant to board-level decision making, given that the processes identified are fully incorporated into Energy Trust operations. Committee members believe that the policy is operational and, as a result, suggest that it be retired and referred to Energy Trust staff; and
- 6. The Nominating & Governance Committee supports the suggested policy retirement with direction to staff to report out on any significant changes to the processes employed with respect to Self-Directors. The Committee recommends approval by the full board for retirement of the Self-Direct Policy and referral to Energy Trust staff for ongoing management of Self Director processes and procedures.

It is therefore RESOLVED that the Board of Directors hereby approves retirement of the Self-Direct Policy and directs staff to report back to the board should there be any significant changes to their processes with Self Directors.

# **Board Meeting Minutes**

December 15, 2023

Moved by: Jane Peters Seconded by: Ellsworth Lang

Vote: In favor: 7 Abstained: 0

Opposed: 0

# RESOLUTION R1015 BOARD COMMITTEE APPOINTMENTS

(REVISES RESOLUTIONS R1004)

#### WHEREAS:

- 1. Energy Trust's board is authorized to appoint members of committees to conduct the Board's business.
- 2. Each committee is chaired by a director, and the Board President recommends changes to the directors serving as chair in each of the Finance & Audit Committee and the ad hoc Strategic Planning Committee
- 3. The board President has nominated director Thelma Fleming to serve as chair of the Finance & Audit Committee director Jane Peters to serve as chair of the ad hoc Strategic Planning Committee.
- 4. In addition, the board President has nominated director Bill Tovey to serve as a member of the ad hoc Strategic Planning Committee

#### IT IS THEREFORE RESOLVED:

- 1. That this resolution revises Resolution R1004 adopted by the board at its June 15, 2023, meeting as described in #2 below.
- 2. That the Board of Directors hereby appoints director Thelma Fleming as chair of the Finance & Audit Committee and Jane Peters as chair of the ad hoc Strategic Planning Committee.
- 3. That the Board of Directors hereby appoints director Bill Tovey as a member of the ad hoc Strategic Planning Committee.

Moved by: Jane Peters Seconded by: Ellsworth

Lang

Vote: In favor: 7 Abstained: 0

Opposed: 0

# **Executive Directors Report**

Executive Director Michael Colgrove updated the board, covering three important topics of board interest: Rural activity, community activities, and community-based organization engagements.

On rural activities, Mike noted that activity in 2023 compares favorably to 2022. Participation outside of the Portland metro area is increasing, with more than half of Energy Trust incentive dollars going to customers outside the Portland region, which is a significant change from prior years. Mike highlighted irrigation modernization projects, referencing Energy Trust's blog articles for more detail.

Mike and Tracy Scott, Director of Energy Programs, then discussed energy program performance. Because of business lighting program uptake, the electric savings are higher than the historical average for this point in the year, although gas savings were slightly less than historical averages. The programs continue to monitor these results as the organization heads towards year-end.

With regard to gas customers, Tracy reported that Energy Trust is working with the gas utilities to stand up programs for gas transport customers, most of whom Energy Trust has existing relationships with through the electric programs. Board members expressed their support for this work, noting that this work can help the gas utilities meet their compliance goals.

With regard to CBOs, Mike reported that Energy Trust completed its third round of Working Together Grants, with \$80,000 distributed to CBOs for a variety of efforts to advance community interest and understanding of energy efficiency and renewable energy. Grants were awarded in a competitive process for activities such as outreach training and organizational capacity building. The grant selection process prioritized applicants that serve rural communities and applicants that we have not yet received Working Together grants.

In addition, Mike reported on Energy Trust's collaboration with Earth Advantage and EnerCity Collaborative on an online job board, Oregon Residential Construction Career Hub. This hub is a straightforward way to search and apply for construction jobs and information about clean energy careers in construction. Board members asked for feedback on the effectiveness of this. Staff will report back with results at a future meeting.

Mike then reported on NEEA's annual leadership award ceremony earlier in the month. Retiring Director of Planning & Evaluation Fred Gordon was awarded the 2023 Chairperson's Award which recognizes individual dedication and commitment in advancing NEEA's work. Mike also reported that Fred Gordon and recently retired Director of Operations Steve Lacey were nominated for the NEEA Lifetime Achievement Award. The board congratulated all the Energy Trust team who were recognized for these awards.

#### **NEEA Annual Report**

NEEA Executive Director Becca Yates was introduced by Mike Colgrove. Becca expressed her great appreciation for the ongoing work undertaken by NEEA and Energy Trust together. Becca then presented detailed information about NEEA's region-wide work. NEEA helps to move markets in clean energy through advancing technologies and addressing barriers. Since its inception, NEEA has achieved 919aMW in savings, the equivalent of powering more than 650,000 homes.

Becca explained how NEEA operates in accordance with five-year business plans supported by five-year funding commitments by its funding utilities across Washington, Oregon, Idaho, and Montana. Becca described the "big picture" takeaways from the current dynamic environment: A focus on equitable carbon compliance, system reliability, and energy efficiency is regarded as a true resource to support these objectives.

Energy Trust participates in NEEA's core market transformation work as well as special projects, such as the End Use Load Research (EULR) project.

NEEA is now looking at its next five-year funding cycle, Cycle 7. Strategic focus areas for the coming cycles include the following: transform markets to more energy efficiency, accelerate adoption of grid-enabled end-use technologies, advance strategies to reduce greenhouse gas emissions, and advance equity in the delivery of market transformation energy efficiency.

Board members thanked Becca for her presentation and asked a number of questions, including how to consider the importance of peak load reduction to address skepticism about addressing greenhouse emissions and maintaining system reliability and affordability, persistence of market transformation, and the effectiveness of behavioral-focused programs like Strategic Energy Management.

The board thanked Becca for her presentation and NEEA's work.

# Proposed Final 2024 Budget and 2025 Forecast

Executive Director Michael Colgrove then presented the final proposed 2024 Budget and 2024-2025 Action Plan. Mike thanked the board for comments and discussion on the proposed draft budget from October.

Mike shared the 2023 year-end forecast, 2024 organizational goals, the final proposed 2024 budget with changes since the draft presented in October, and a summary of public comments and board discussion.

The 2024 Budget and 2024-2025 Action Plans reflect focus on building an infrastructure to (i) acquire more and more savings to meet utility compliance goals and (ii) be able to leverage additional external funding to achieve these savings and goals. To these ends, the proposed final budget reflects:

- 1. Increased incentives, the majority of the budget and payment assistance that goes directly to customers.
- 2. Resources to develop new approaches and delivery strategies.
- 3. Fill gaps in key areas of market infrastructure needed to accelerate energy savings.

The final proposed budget summary is to invest \$305.6 million to achieve savings of 48.0 aMW and 6.9MMth in 2024. Expenditures in the proposed final budget as compared to the draft budget are increased by less than \$1 million. Though, based on utility concerns, the proposed final draft reflects some reductions in program delivery and internal costs, increased incentives of more than \$2.2 million resulted in an overall increase in the final proposed budget.

The proposed budget also reflects achieving 66.8 MW of reduced demand during summer peak and 78.8 MW during winter peak. The budget reflects highly cost-effective savings at 5.2 cents/kWh levelized, and 64.6 cents/therm levelized (in Oregon), and 108 cents/them levelized (in Washington).

Mike then described slight changes between the draft budget and the final proposed budget, including slight reductions in projected savings, and slight increase in levelized costs. Also responding to utility concerns and stakeholder input, the proposed final budget contemplates electric utility rate increases effective beginning in April 2024 to mitigate the impact of higher bill rates during the heating season.

Board members asked questions regarding the proposed budget, including about the effect of increased incentives, and how outcomes will be measured for expenditures.

Mike thanked the OPUC for ongoing work on performance measures, particularly in staffing and administrative cost metrics. He also thanked OPUC staff and commissioners for their support of Energy Trust's budget and its investment in decarbonization of the energy system and their recommendations for work in 2024, including for coordination with utility funders to mitigate rate pressure as possible. In addition, Energy Trust and OPUC will be engaged in work to update avoided cost levels in 2024.

# **Adjourn for Lunch**

The board adjourned for lunch at 12:11 p.m.

# **Business Meeting**

President Henry Lorenzo board reconvened the meeting at 1:10 p.m.

#### **General Public Comments**

President Lorenzen then asked for any public comments on the proposed budget or other topics. There were no public comments.

# Proposed Final 2024 Budget and 2025 Forecast (Continued)

The board asked some additional questions regarding the proposed budget what impact might be expected if other external funding like Inflation Reduction Act (IRA) funding did not come through. Discussion continued with staff on how such IRA funding is likely for Oregon and, even if not through IRA, Energy Trust's Innovation and Development group monitors other funding sources to advance Energy Trust's work.

The board thanked Mike and Energy Trust staff for their collaboration with utility funders to address concerns. The board then considered a resolution to approve the Final Proposed 2024 Budget and 2024-2025 Action Plan

# Board Decision R1013 Adopt Final Proposed 2024 Budget and 2024-2025 Action Plan

#### **Summary**

To adopt Final Proposed 2024 Budget and 2024-2025 Action Plan, including 2025 projection.

### Background

- The Energy Trust grant agreement with the Oregon Public Utility Commission requires
  Energy Trust to update its two-year action plan annually and describe the activities the
  organization will undertake to accomplish over the coming two years. In addition, HB 3141
  legislation requires Energy Trust to work with each funding utility to develop utility-specific
  budgets and action plans.
- This update occurs each year in connection with the preparation and finalization of the following year's budget.
- The Final Proposed 2024 Budget and 2024-2025 Action Plan outlines activities Energy Trust will undertake in 2024 and 2025 to achieve its strategic and annual goals and includes utility-specific action plans.
- This Final Proposed 2024 Annual Budget and 2024-2025 Action Plan reflect revenues, expenditures and activities for all funding sources jointly developed with each funding utility as applicable.

#### **Discussion**

- The Draft 2024 Annual Budget and 2024-2025 Action Plan was presented to and discussed by the board and stakeholders at the public budget workshop held on October 11, 2023.
- The draft budget and action plan were each posted publicly on the Energy Trust website on October 4, 2023. Recordings of Executive Director Michael Colgrove's budget workshop presentation and public feedback were posted on Energy Trust's website on October 13, 2023.
- The Finance & Audit Committee received updates and provided guidance on the draft and final proposed budgets through summer and fall.
- All three advisory councils met on October 12, 2023, to review and discuss our draft 2024 organizational goals and how council input from earlier in the process was incorporated into our Draft 2024 Budget and 2024-2025 Action Plan.
- Oregon Public Utility Commission staff were briefed on the draft budget and action plan on September 1, 2023.
- OPUC commissioners hosted a public workshop on November 2, 2023, where the draft budget and action plan were presented and discussed.
- Portland General Electric, Pacific Power, NW Natural, Cascade Natural Gas and Avista
  were engaged by Energy Trust in budget concept development starting in June. Utility
  representatives reviewed and discussed draft budget and action plan information through
  subsequent individual coordination meetings and through their representatives' attendance
  at conservation, diversity and renewable energy advisory council presentations in
  September, October, and November.
- Energy Trust sought comments on the budget from stakeholders and the public by October 18, 2023. Comments were submitted from the Oregon Public Utility Commission, several partner utilities, industry, climate and social justice organizations, and individual members of the public.
- The board heard public comments and discussed the Final Proposed 2024 Budget and 2024-2025 Action Plan at its meeting on December 15, 2023.

### Recommendation

Staff recommend adoption of the Energy Trust Final Proposed 2024 Budget and 2024-2025 Action Plan.

#### ADOPT 2024 BUDGET AND 2024-2025 ACTION PLAN

BE IT RESOLVED that Energy Trust of Oregon, Inc. Board of Directors approves the Energy Trust Final Proposed 2024 Budget and 2024-2025 Action Plan as presented to the board at its meeting on December 15, 2023.

Moved by: Jane Peters Seconded by: Thelma Fleming

Vote: In favor: 7 Abstained: 0

Opposed: 0

# **Committee Reports**

#### Compensation & Human Resources Committee

Director of People Services Amanda Sales, staff liaison to the board's Compensation & Human Resources Committee, reported on October 24, 2023, Compensation & Human Resources Committee meeting, noting more detail is set forth in the meeting notes. Amanda reported that the committee reviewed information about the Energy Trust 401K fund investments and changes for 401K participation rules emerging from the Secure 2.0 Act. Amanda also reported on the benefit renewal for 2024.

#### Finance & Audit Committee

Chief Financial Officer Chris Dunning, staff liaison to the board's Finance & Audit Committee, reported on three committee meetings, the notes of which were contained in the board book: September 26, 2023, October 27, 2013, and November 14, 2023. At each meeting, the Finance & Audit Committee reviewed financial results and tracked budget development. Chris also reported on the most recent committee meeting on December 6, 2023. At that meeting, the committee discussed the proposed final budget's increased incentive investment as well as updates on the budget development, including stakeholder engagements. Notes for that meeting will be contained in the next full board book.

#### **Nomination & Governance Committee**

General Counsel Debbie Menashe, staff liaison to the board's Nominating & Governance Committee, reported on the Nominating & Governance Committee's November 2, 2023, meeting. At that meeting, the committee met with staff to discuss guiding principles for use of external, non-OPUC Grant Agreement funding. Additionally, the committee reviewed the proposed ad hoc Strategic Planning Committee charter and recommended its approval by the full board. The committee also continued its review of board policies and recommended the retirement of the self-direct policy and referral to staff. Debbie noted that the board approved this action in its consent agenda earlier in the meeting.

#### Ad hoc Diversity Equity and Inclusion (DEI) Committee

Melissa Cribbins, chair of the ad hoc DEI Committee, reported that the ad hoc DEI Committee had reviewed its charter and recommends extending its term and other changes to describe the plans of the committee. The proposed revised charter was included in the board book for this meeting. The board considered the resolution to approve the revised charter.

# **Board Decision R1016 - Amend Ad Hoc Diversity Equity and Inclusion Committee Charter**

#### Recommendation

Ad hoc Diversity Equity and Inclusion Committee (the Committee) recommends amending the Committee's charter to extend the Committee's term until July 31, 2025.

# RESOLUTION 1016 (Revises R994) AMEND THE AD HOC DIVERSITY EQUITY AND INCLUSION COMMITTEE CHARTER

**BE IT RESOLVED** that Energy Trust of Oregon, Inc. Board of Directors approves amending the charter of its ad hoc Diversity Equity and Inclusion Committee to extend the term of the committee and to revise the language as indicated in the "MARKED" version of **Attachment A**.

Motion by: Melissa Cribbins Seconded by: Ellsworth Lang

Vote: Abstained: 0

In favor: 7

Opposed: 0

# Attachment A MARKED Board Diversity, Equity, and Inclusion Ad Hoc Committee Charter

Action	Originator	Date
Board Decision R 961	Ad hoc DEI Committee	02-23-2022
Board Decision R 994	Ad hoc DEI Committee	12-16-2022
Board Decision R1016	Ad hoc DEI Comm	12-15-2023

#### **Purpose Statement:**

The Board Diversity, Equity and Inclusion Committee (the "DEI Committee") is an ad hoc committee of the Energy Trust of Oregon (the "ETO") Board of Directors (the "Board") whose function and work will be completed by July 31, 2025, or until such date as the Board acts to extend or dissolve the DEI Committee, whichever is later. The DEI Committee will make recommendations to the Board on the below described specific actions to improve and develop the Board's intercultural competency, its diversity, equity, inclusion, and effectiveness in supporting and leading implementation ETO's strategic plans, the ETO Diversity, Equity, and Inclusion (DEI) Policy and the ETO DEI Operations Plan. In formulating its recommendations to the Board and Board Committees, the DEI Committee will consult with and seek the advice of the Diversity Advisory Committee.

#### Responsibilities:

Nature and Scope of ad hoc DEI Committee Activities

- Recommend for Board adoption a foundational statement defining the nature, scope and application of Board Diversity, Equity, and Inclusion ("DEI") activities.
- Support, monitor, and evaluate the effectiveness of the Board's DEI development work.
- Provide regular feedback to consultants and others on Board development work.

#### **DEI Discussions, Interactions and Activities**

Recommend for Board adoption and implementation:

- Standards for open and candid discussion of DEI related matters that foster respect for various points of view.
- A procedure for addressing conflict that may arise relating to DEI issues.
- A process to acknowledge and implement ETO's DEI goals and commitments.

•

#### **Advice to Board and its Committees**

Provide recommendations to Energy Trust Board and its Committees on DEI related considerations regarding:

 Establishment of metrics and goals and objectives for DEI as referenced in ETO's strategic plans. Development of Board Director capability and advancement to leadership positions, training and mentoring newly installed Board Directors.

#### Member Roles and Responsibilities:

#### Chair

- Develop committee agenda and meeting schedules.
- Facilitate participation and presentations.
- Lead meeting discussions, ensuring that all voices are heard.
- Prepare and deliver Committee recommendations to the Board.

### Members, Ex-Officio Members

- Participate in Committee meetings and deliberations.
- Use personal and professional experience and materials to support Committee discussions and decision making.
- Collaboratively form recommendations to the ETO Board

#### Staff

- Support Committee chair on agenda development, meeting scheduling, and recording meeting minutes.
- Provide materials and resources to support discussions, as needed.
- Participate in Committee meetings and deliberations.
- Use personal and professional experience and materials to support Committee decisionmaking.
- Collaboratively form recommendations to the Board Act as liaisons to the ETO Diversity Equity and Inclusion Advisory Committee (DAC)

#### **Progress and/or Success Indicators:**

• Complete identified Responsibilities in a timely manner.

#### **Operating Guidelines:**

- The DEI Ad Hoc committee models commitment to the values of the organization and the rich contribution of diversity, equity, and inclusion.
- Decision-making is based on group consensus and collaborative decision development.
   Where consensus cannot be achieved, the Committee Chair shall present all sides of the recommendation to the Board for its consideration and final decision.
- Participation by all members will be respected, invited, and encouraged.

# **Meetings and Schedule:**

The Committee Chair, with support from staff, shall establish a meeting schedule based on availability of at least the majority of committee members sufficient to accomplish the objectives of this committee.

#### **Committee and Charter Review:**

This Charter is a living and organizing document to clarify and communicate to membership and others the bounds, roles, actions, and expectations of this committee. This charter may from time to time be amended by the board.

# Ad hoc Strategic Planning Committee

Amber Cole, Director of Communication and Community Services and staff liaison to the ad hoc Strategic Planning Committee reported on committee activities. Amber referred the board to the meeting notes in and supplemental materials in the board book which reflect the work of the committee to organize and plan for the development of the next Energy Trust Strategic Plan. The committee has developed a proposed workplan which anticipates presentation of a draft plan in August 2024, planning for stakeholder engagement and public comment, and final plan approval in October. The work plan is flexible but very full.

Additionally, the committee proposes a charter. The committee presented the charter to the Nominating & Governance Committee in November, and that committee as well as the ad hoc Strategic Planning Committee recommended approval by the full board. The board reviewed the resolution for approval.

### **RESOLUTION R1014**

# ADOPT AD HOC STRATEGIC PLANNING COMMITTEE CHARTER

#### WHEREAS:

- In June 2023, the Energy Trust Board of Directors formed an ad hoc Strategic Planning Committee. The committee is currently chaired by Jane Peters and includes board members Susan Brodahl, Jane Peters, Peter Therkelsen, Bill Tovey, Ellen Zuckerman, Henry Lorenzen (ex officio), Janine Benner (ODOE, ex officio) and Letha Tawney (OPUC, ex officio).
- The ad hoc Strategic planning committee is supported by internal Energy Trust staff and Holly Valkama of 1961 Consulting.

- Members of the ad hoc Strategic Planning committee, assisted by staff and Holly Valkama, have developed a proposed charter outlining the scope and responsibilities of the ad hoc Strategic Planning Committee and recommend its approval by the full board of directors.
- The proposed charter was presented to the board's Nominating & Governance Committee for review at that committee's meeting on November 2, 2023.
- Based on its review and discussion with staff, the Nominating & Governance Committee recommends that the draft proposed charter be approved by the full board at its next meeting.
- The proposed ad hoc Strategic Planning Committee Charter is attached to this resolution as *Attachment 1* and presented for full board review and approval.

IT IS THEREFORE RESOLVED: That Energy Trust of Oregon, Inc., Board of Directors approves the ad Hoc Strategic Planning Committee Charter in the form attached as *Attachment 1* hereto.

Moved by: Ellsworth Lang Seconded by: Roland Risser

Vote: In favor: 7 Abstained: 0

Opposed: 0

# Attachment 1 DRAFT: Board Strategic Planning Ad Hoc Committee Charter

Action	Originator	Date
Board Decision 1014	Ad hoc Strategic Planning Committee	December 31, 2024

#### Purpose Statement:

The Board Strategic Planning Committee is an ad hoc committee of the Energy Trust of Oregon Board of Directors (the "board") whose function and work plan will be completed by December 31, 2024, after adoption of the 2025-2030 Strategic Plan by the full board.

Energy Trust's Strategic Plan provides long-term direction for the organization and supports alignment around the investment of resources during the strategic plan period. Strategic planning is therefore one of the most significant activities the board undertakes. The board established this ad hoc Strategic Planning Committee (SPC) to support the board's work developing the strategic plan. The SPC works in partnership with executive staff and an Internal Strategic Planning Team (ISPT) to carry out the scope and responsibilities identified below.

Scope and responsibilities of ad hoc Strategic Planning Committee (SPC)

- SPC work shall begin in 2023 with foundational activities such as guiding staff's development of foundational learning requested by the board, identifying resources and inputs important to board discussions and decisions during plan development, selecting, retaining and reviewing performance of strategic plan consulting resources, and building a work plan and approach to strategic planning for recommendation to the board.
- SPC work will continue in 2024 with activities as defined in the board's work
  plan, including recommending to the board a development plan that ensures
  the board and staff are engaged to consider a variety of options and
  alternatives, such as future scenarios, future roles of value, focus areas,
  strategies, and metrics as it creates the 2025-2030 Strategic Plan. The
  development plan will also propose a process for constructive engagement
  of stakeholders throughout the development period.
- SPC shall review and, if necessary, revise the draft and final strategic plan documents prepared by the ISPT to ensure alignment with board direction prior to review and consideration by the full board. The proposed final 2025-2030 Strategic Plan is subject to approval by the full board.

Upon completion and adoption of the 2025-2030 Strategic Plan, the ad hoc committee will dissolve. The Board Finance and Audit Committee will take on responsibility for monitoring the organization's progress toward plan metrics, including refinement of plan metrics for consideration and approval by the board if needed, and alerting the board should there be a need to revisit the plan if circumstances change significantly.

#### **Committee Discussions and Interactions**

Committee members are encouraged to support a culture of spirited conversation, hearing all perspectives, and listening for understanding so that the committee may accomplish the best outcome in conducting its scope and responsibilities.

Committee decisions shall be attained by consensus. Where consensus is not able to be achieved, the majority opinion of the committee shall be reflected in the drafts or documents sent to the board for review. A memo reflecting the dissenting or alternate opinion(s) shall accompany the materials.

# Member Roles and Responsibilities:

#### Chair

- Develop committee agenda and meeting schedules, working with staffliaison.
- Facilitate participation and presentations.
- Lead meeting discussions, ensuring that all voices are heard.
- Prepare and deliver committee recommendations to the Board.

#### Members, Ex-Officio Members

- Participate in committee meetings and deliberations.
- Use personal and professional experience and materials to support committee discussions and decision-making.
- Collaboratively form recommendations to the Energy Trust Board.

#### Staff Liaison

- Support committee chair on agenda development, meeting scheduling, and recording meeting minutes.
- Provide materials and resources to support discussions, as needed.
- Participate in Committee meetings and deliberations.
- Use personal and professional experience and materials to support Committee decision-making.
- Research and assist with committee development of recommendations to the board.
- Acts as the liaison to the ISPT ensuring SPC requests are fulfilled and brought back to the Committee.

# Executive Director and ISPT Chair plus Other Members of the ISPT or Other Staff, as invited.

- Provide materials and resources to support discussions, as needed.
- Participate in Committee meetings and deliberations.
- Use personal and professional experience and materials to support Committee decision-making.
- Research and assist with committee development of recommendations to the board.
- Act as liaisons to Energy Trust advisory councils and other bodies who may be engaged as part of the Board's strategic planning process.

### **Progress and/or Success Indicators:**

- Strategic Planning work plan developed and presented to Board for approval (Fall 2023)
- Learning topics and other relevant information shaping the plan presented to the Board (Fall 2023-Winter 2024)
- Board consideration of Energy Trust vision, purpose, and options for plan focus areas completed (Spring 2024)
- Draft Strategic Plan presented for public comment (Summer-Fall 2024)
- Public comment reviewed and changes to the draft plan identified (Fall 2024)
- Final proposed Strategic Plan presented for Board consideration and approval (by December 2024)

#### Meetings and Schedule:

The Committee Chair, with staff support, shall establish a meeting schedule based on the availability of at least a majority of committee members sufficient to accomplish this committee's objectives.

#### Committee and Charter Review:

This Charter is a living and organizing document to clarify and communicate to membership and others the bounds, roles, actions, and expectations of this committee. This charter may be amended by the board.

#### Conservation Advisory Council (Hannah Cruz)

Hannah Cruz then reported on the September and November CAC notes. Hannah and Henry remembered Tina Jayaweera and her contributions to the region.

### Diversity Advisory Council (Michael Colgrove)

Mike Colgrove reported out on DAC, with minutes in the packet. Mike mentioned highlights:

- 1. The topics of interest are more on how we engage with CBOs and the work we are doing to support business dev and workforce dev, and staff reported on that with a panel of CBOs with whom we work.
- 2. Megan Greenauer presented a workforce development overview.

December 15, 2023

We have a new applicant for one of the three vacancies on DAC and will be presenting a candidate to the Nom & Gov in January.

# Renewable Energy Advisory Council (RAC)

Senior Project Manager-Renewables Bayo Ware reported on the RAC meeting in September and November. Bayo referred to the RAC notes in the board book and highlighted discussions the Oregon grant programs such as Portland Clean Energy Fund (PCEF) programs. Additionally, Bayo referred to the RAC discussion on the Community Solar program offerings. Bayo also noted the RAC remembrance of Frank Vignola, a long-time RAC member who made important contributions to Energy Trust renewable energy programs.

# **Strategic Planning Learning Topic Workshop**

The board then listened to several presentations from staff on topics of interest as background for the development of the next strategic plan. These topics, and others to be presented over the next several months, were identified by board members earlier in the year as "learning topics" of interest.

Former and retired Energy Trust Director of Programs Steve Lacey presented a learning topic paper titled "Capacity as a Growing Issue for Northwest Utilities." Energy Trust program staff members Isaiah Kamrar, Kate Wellington, and Amanda Zuniga presented a learning topic paper titled "Underserved Customers." Energy Trust outreach and program staff Benjamin Thompson, Cameron Starr, Jeni Hall, and Kathleen Belkhayat presented a learning topic paper titled "Creating a Workforce to Meet Growing Demand for Clean Energy and Decarbonization."

Following their presentations, board members asked questions of presenting staff. The board thanked staff for their presentations.

#### Adjourn to Executive Session

The meeting adjourned at 3:30 p.m. for executive session to discuss personnel matters.

#### Adjourn

The meeting adjourned at 3:46 p.m.

The next regular meeting of the Energy Trust Board of Directors will be held Wednesday, February 21st, 2024, on Zoom and in person at 421 SW Oak St., Ste 300, Portland, OR 97204 at 9 a.m.,

DocuSigned by:	
Eric Hayes E36A911E951940B	2/22/2024
Signed: Eric Hayes	Date