

**BEFORE THE GOVERNING BOARD OF THE
RIVERSIDE COMMUNITY COLLEGE DISTRICT
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

RESOLUTION NO. 30-22/23

**Resolution of the Board of Trustees of the Riverside Community College District
Memorializing Certain Findings and Approving A Certain Energy Services Agreement for
Design and Construction of Alternative Energy Generating Facilities**

WHEREAS, the Riverside Community College District (“District”) is a public school district duly organized and existing under and pursuant to the Constitution and laws of the State of California (“State” or “California”) and is authorized to purchase, acquire and lease personal property for the benefit of the District and to enter into agreements with respect thereto;

WHEREAS, California Government Code (“Government Code”) sections 4217.10 through 4217.18 (“Authorizing Law”) authorize the District’s Board of Trustees (“Board” or “District Board”), without advertising for bids, to enter into one or more energy service agreements with any person or entity, pursuant to which that person or entity will provide electrical or thermal energy or conservation services to the District, which may comprise or include an energy conservation facility, which may comprise a facility for generation of renewable energy, if the anticipated cost to the District for thermal or electrical energy or conservation services provided under the agreements(s) (“Cost”) is less than the anticipated marginal cost to the District of thermal, electrical, or other energy that would have been consumed by the District in the absence of those energy service agreements (“Savings”);

WHEREAS, TotalEnergies Distributed Generation USA, LLC, a corporation registered to do business in the State of California (“TotalEnergies”), has delivered to the District a proposed design-build agreement to implement certain energy conservation measures by the design, engineering, acquisition, construction and installation of certain solar photovoltaic generating systems and related battery energy storage systems to college facilities as permanent improvements to land owned by the District (the “Energy Conservation Facilities”);

WHEREAS, District staff reviewed the qualifications presented by DLR Group, a design and engineering firm, to conduct and provide assessment of District energy usage and the anticipated performance of the proposed Energy Conservation Facilities, found DLR Group’s qualifications to appear *bona fide* and adequate;

WHEREAS, DLR Group assessed the feasibility of various potential energy conservation facilities to reduce the District’s energy expenditures through implementation of renewable energy production and storage and recommended specific Energy Conservation Facilities based thereon (“Analysis”), upon which the Board and District administration and staff have relied as factually and analytically accurate;

WHEREAS, based on the Analysis, the District conducted a comprehensive competitive process soliciting and evaluating several proposals from qualified firms to implement the Energy Conservation Facilities based on the Analysis, selecting TotalEnergies’ proposal as that most advantageous to the District;

WHEREAS, TotalEnergies offered to enter into an energy conservation services agreement (“ESA”), attached hereto as Exhibit A and incorporated herein by this reference, to provide energy conservation services to implement the recommended energy conservation measures comprising the Energy Conservation Facilities for the price stated therein;

WHEREAS, the Analysis demonstrates that the anticipated Cost of the ESA to the District for the Energy Conservation Facilities provided thereunder is less than the anticipated Savings to the District;

WHEREAS, pursuant to California Government Code Sections 4217.12, the Board held a regularly scheduled public hearing on the date hereof, of which two weeks advance public notice was given, regarding the award of the ESA for the Energy Conservation Facilities;

NOW, THEREFORE, the Board of Trustees of the Riverside Community College District does hereby resolve, determine and order as follows:

SECTION 1. Recitals; Hearing. All of the recitals herein contained are true and correct and are incorporated herein by this reference. As referenced above, a full and fair hearing was conducted in accordance with law.

SECTION 2. Energy Conservation Services Agreement Findings. The Board finds that the anticipated Cost of the ESA to the District is less than the anticipated Savings by District and that it is in the best interest of the District to approve and enter into the ESA.

SECTION 3. Energy Conservation Services ESA Approval Execution and Delivery. The form of the ESA by and between the District and TotalEnergies, as attached hereto is hereby approved. The Chancellor, the Vice Chancellor, Business & Financial Services, or Chancellor’s designee(s) (each an “Authorized Representative(s)”), is hereby authorized and directed, for and in the name of and on behalf of the District, to execute and deliver to TotalEnergies the ESA and related documents as necessary to carry out the ESA, subject to such non-substantive changes thereto as such officer or person may require and approve, with the concurrence of District legal counsel, such approval to be conclusively evidenced by the execution and delivery thereof.

SECTION 4. Other Actions. The Authorized Representatives, officials and officers of the District and District consultants and legal counsel are each hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the execution and delivery of the ESA, and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution and ESA. All actions heretofore taken by such officers, consultants and agents of the District with respect to the transactions referenced herein are hereby approved, confirmed and ratified.

SECTION 5. Effect. This Resolution shall take effect immediately upon its adoption by the Board.

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PASSED AND ADOPTED as of December ____, 2022, by the following vote:

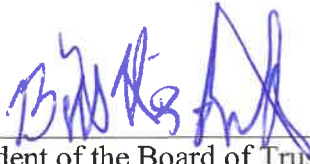
AYES:

NOES:

ABSENT:

ABSTAINED:

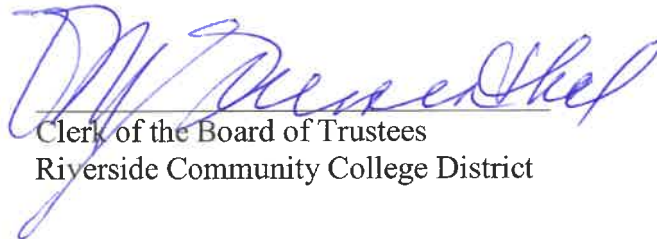
The President of the Riverside Community College District Board of Trustees does hereby certify that the foregoing is a full, true, and correct copy of the Resolution passed and adopted by the Board at a regularly scheduled and conducted meeting held on this date, which Resolution shall be kept on file in the office of the Board.



President of the Board of Trustees
Riverside Community College District

The Clerk of the Riverside Community College District Board of Trustees does hereby certify that the foregoing Resolution was introduced and adopted by the Board at a regularly scheduled meeting thereof held on this date, by the forgoing vote.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Riverside Community College District on this date.



Clerk of the Board of Trustees
Riverside Community College District

EXHIBIT A
ENERGY SERVICES AGREEMENT

(attached)