

## PUBLIC UTILITIES COMMISSION

505 VAN NESS AVENUE  
SAN FRANCISCO, CA 94102-3298



May 17, 2023

Jim Giordano  
Principal of Business Operations  
Resource Innovations, Inc.  
719 Main Street, Half Moon Bay, CA 94019

**Subject: Staff Disposition of Resource Innovations, Inc. – California Market Transformation Administrator RI-CalMTA-1 for Approval of Advice Letter Submittal of Proposed Membership and Conflict of Interest Rules for the Market Transformation Advisory Board**

Dear Mr. Giordano,

The California Public Utilities Commission's (CPUC) Energy Division (ED) approves Advice Letter RI-CalMTA-1-A for Approval of Advice Letter Submittal of Proposed Membership and Conflict of Interest Rules for the Market Transformation Advisory Board with an effective date of April 13, 2023.

Summary

The Advice Letter seeks approval of the proposed membership and conflict of interest rules for the Market Transformation Advisory Board ("MTAB") developed by CalMTA pursuant to CPUC Decision (D.)19-12-021, "Decision Regarding Frameworks for Energy Efficiency Regional Energy Networks and Market Transformation".<sup>1</sup> ED Staff finds that the AL should be approved after considering the protest and reply from parties. The issues raised by the protesting party are addressed satisfactorily by CalMTA in the Reply and supplemental advice letter that was filed. Therefore, the AL is approved.

Attachment 1 contains a discussion of the comments, reply to the comments, and ED staff's determination for approval of the AL.

Sincerely,

Handwritten signature of Leuwam Tesfai in black ink, followed by the word "FOR" in capital letters.

Leuwam Tesfai  
Deputy Executive Director for Energy and Climate Policy/  
Director, Energy Division  
California Public Utilities Commission

Cc: Service List R.13-11-005  
Jennifer Kalafut, Energy Division  
Hal Kane, Energy Division  
Dan Suyeyasu, CodeCycle.org  
Margie Gardner, Resource Innovations

<sup>1</sup> D.19-12-021, Ordering Paragraph 8: "The independent, statewide Market Transformation Administrator (MTA), once selected, shall manage a process to designate a Market Transformation Advisory Board (MTAB), to advise it on its plans and activities. The MTAB membership shall be diverse and from a broad set of perspectives within the national or international energy efficiency community. The proposed membership and conflict of interest rules for the MTAB shall be developed in consultation with Commission staff and shall be filed in a Tier 2 advice letter. Members of the MTAB, once approved, shall be compensated for their expenses and their time, on an hourly basis, out of administrative funds designated to the MTA for administration of the market transformation framework."

## **Attachment 1**

### **Review and Analysis**

#### **Background**

CPUC Decision (D.)19-12-021<sup>2</sup> directs the CalMTA to manage a process to designate a Market Transformation Advisory Board, or “MTAB”, to advise it on plans and activities. It further directs the CalMTA, in consultation with CPUC staff, to develop a proposed membership for the MTAB and a governing conflict of interest policy and to file both for approval through an advice letter.

On March 14, 2023, pursuant to Ordering Paragraph (OP) 8 of D.19-12-021, Resource Innovations acting as the California Market Transformation Administrator or “CalMTA” submitted advice letter RI-CalMTA-1, containing its Proposed Membership and Conflict of Interest Rules for the Market Transformation Advisory Board. A Protest from CodeCycle.org (CodeCycle) was filed on April 3, 2023. Energy Division staff suspended this Advice Letter on April 7, 2023, for additional staff review. On April 7, 2023, CalMTA submitted a Reply to Protest, and on April 10, 2023, CalMTA submitted Supplemental Advice Letter RI-CalMTA-1-A to the CPUC. The supplemental replaced Advice Letter RI-CalMTA-1 in its entirety, but the edits are limited to Appendix C of Advice Letter RI-CalMTA-1, the “Proposed Conflict of Interest Rules for the Market Transformation Advisory Board.”

#### **CodeCycle Protest**

In its Protest, CodeCycle.org (CodeCycle) submitted the following objections to the proposed conflict of interest policy for the Market Transformation Advisory Board (“MTAB”):

1. “The conflict of interest policy should also require disclosure and recusal for competing interests, also known as “incompatible activities”.
2. The internal guidance asserting that the policy should be interpreted to advance the “best/highest MTAB input” is unduly vague and should be removed or amended.<sup>3</sup>

#### **CodeCycle Protest Issue 1, Member Recusal Requirements**

As stated above, the first issue protested by CodeCycle related to MTAB member recusal requirements in its conflict of interest policy. To resolve the issue CodeCycle suggested that a third bullet should be added to “B. Member Recusal Requirements” of the MTAB conflict of interest policy, as follows:

“If an MTAB member has a competitive interest in relation to any MTA initiatives or matters of strategic prioritization, the MTAB member should recuse itself from such discussions. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Recused parties shall not seek to influence the MTAB through outreach to entities that remain a part of the MTAB.”

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<sup>2</sup> Ordering paragraph 8

<sup>3</sup> CodeCycle.org Protest, page 1

## CalMTA Reply to Issue 1, Member Recusal Requirements

In its Reply to Protest, CalMTA stated that it agrees with and will accommodate CodeCycle's recommendation to include the suggested third bullet above, but with the addition of the phrase "or their employer" to be consistent with the intent of CodeCycle's protest, as follows:

- "If an MTAB member *or their employer* has a competitive interest in relation to any MTA initiatives or matters of strategic prioritization, the MTAB member should recuse itself from such discussions. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Recused parties shall not seek to influence the MTAB through outreach to entities that remain a part of the MTAB"<sup>4</sup> (Italics added for emphasis.)

CalMTA added that if there are interpretations required of "competitive interest in relation to any MTA initiatives or matters of strategic prioritization," that the interpretation should be made by the CPUC staff. To this end, CalMTA suggested the addition of the following text be added to the conflict of interest policy statement, to follow the bullet above:

- "If interpretation of this clause is needed it will be done by CPUC staff."<sup>5</sup>

## Discussion, Issue 1 Member Recusal Requirements

Energy Division supports CalMTA's proposed solution to the issue raised by CodeCycle in its protest regarding member recusal requirements. Energy Division finds that CalMTA's solution is in keeping with the intent of CodeCycle's proposed revisions, and the added contingency policy is appropriate and warranted. These changes are reflected in the supplemental advice letter (RI-CalMTA-1A) that is approved with this non-standard disposition. [ ]

## CodeCycle Protest Issue 2, Conflict of Interest Policy Statement

In its Protest of advice letter RI-CalMTA-1, CodeCycle states that the guidance in the advice letter "...asserting that the policy should be interpreted to advance the 'best/highest MTAB input' is unduly vague and should be removed or amended."<sup>6</sup> In particular, CodeCycle suggests removing or editing the following language to avoid vague terms that could allow conflicted input to be considered by the MTAB:

"This Policy should be interpreted and implemented in a manner consistent with the best interests of California's energy customers in an equitable manner, prioritizing those actions that result in the best/highest MTAB input . . ."<sup>7</sup>

The suggested edit offered by CodeCycle is as follows:

"This Policy should be interpreted and implemented in a manner consistent with the best interests of California's energy customers in an equitable manner, *prioritizing those actions that result in the ~~best/highest~~ most unbiased and objective MTAB input . . .*"<sup>8</sup> (Italics added for emphasis.)

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<sup>4</sup> CalMTA Reply to Protest, page 2.

<sup>5</sup> Ibid

<sup>6</sup> CodeCycle Protest, page 1.

<sup>7</sup> CodeCycle Protest, page 4.

<sup>8</sup> Ibid

## **CalMTA Reply to Protest Issue 2, Conflict of Interest Policy Statement**

In its Reply to the Protest, CalMTA stated that it agrees with CodeCycle’s suggestion to update the Conflict of Interest Policy statement to remove vague language, and proposed the following revised language:

“This Policy should be interpreted and implemented in a manner consistent with the best interests of California’s energy customers in an equitable manner, prioritizing those actions that result in ~~the best/highest MTA input and public outcomes~~ *that advance toward meeting* California’s policy goals through energy efficiency market transformation efforts.”<sup>9</sup> (Italics added for emphasis.)

## **Discussion, Issue 2, Conflict of Interest Policy Statement**

Energy Division finds the revised statement is consistent with the intent of the policy and with the revisions requested in the protest submitted by CodeCycle. The revised supplemental advice letter (RI-CalMTA-1A) represents a satisfactory solution that meets the intent of the original advice letter and the protest filed by CodeCycle. [ ]

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<sup>9</sup> CalMTA Reply to Protest, page 3.



**Jim Giordano**  
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April 10, 2023

**Advice Letter RI-CalMTA-1-A**

(Resource Innovations, Inc. – California Market Transformation Administrator ID U-1399-E)

Public Utilities Commission of the State of California

**Subject: Supplemental to Advice Letter Submittal of Proposed Membership and Conflict of Interest Rules for the Market Transformation Advisory Board**

**Purpose**

On December 5, 2019, the California Public Utilities Commission (“Commission” or “CPUC”) issued its “Decision Regarding Frameworks for Energy Efficiency Regional Energy Networks and Market Transformation” (Decision (“D.”) 19-12-021) in Order Instituting Rulemaking (“R.”) 13-11-005 (Energy Efficiency (“EE”) Policies and Programs). Pursuant to Ordering Paragraph 8 of D. 19-12-021, as clarified and directed by the CPUC staff, Resource Innovations, Inc. (“RI”), the selected, independent, statewide California Market Transformation Administrator (“CalMTA”), hereby requests the CPUC to approve the proposed membership and conflict of interest rules for the Market Transformation Advisory Board (“MTAB”) developed by CalMTA in consultation with CPUC staff as described herein.

This supplemental Advice Letter is made in accordance with (GO) 96-B, General Rule 7.5.1, which authorizes utilities to make changes to an Advice Letter through the filing of a supplemental. This supplemental will replace Advice Letter RI-CalMTA-1 in its entirety, but the edits to the original Advice Letter through this supplemental are limited to Appendix C of Advice Letter RI-CalMTA-1, the “Proposed Conflict of Interest Rules for the Market Transformation Advisory Board.” The specific edits to Appendix C of Advice Letter RI-CalMTA-1 are shown in revision marks in Attachment 1 of this supplemental Advice Letter.

**Background**

By Ordering Paragraph 6 of D.19-12-021, the CPUC, in December of 2019, ordered Pacific Gas and Electric Company (“PG&E”) to act as the statewide lead and contracting and fiscal agent responsible for selection and administration of an independent, statewide MTA.<sup>1</sup> Pursuant to that authority, in March 2021, PG&E issued a competitive Request for Proposals (“RFP”) at the direction of the CPUC and in compliance with the requirements for third-party solicitations included in D.18-01-004.

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<sup>1</sup> D.19-12-021, Ordering Paragraph 6, at p. 90.

The RFP resulted in the selection and the execution of an agreement (“Contract”) between PG&E and RI for RI to serve as the CalMTA.

On October 26, 2022, as further required by D.19-12-021, PG&E filed Tier 2 Advice Letter (“Advice”) 4674-G/6747-E for CPUC approval of the Contract. Advice Letter 4674-G/6747-E was approved by the CPUC with an effective date of November 23, 2022.

By Ordering Paragraph 8 of D.19-12-021, CalMTA, once selected, was directed to manage a process to designate a MTAB to advise it on plans and activities. To that end, Ordering Paragraph 8 directs the CalMTA, in consultation with CPUC staff, to develop a proposed membership for the MTAB drawn from diverse communities and to develop conflict of interest rules and file both the proposed MTAB members and conflict of interest rules as an advice letter.

On March 14, 2023, pursuant to Ordering Paragraph 8 of D.19-12-021, CalMTA submitted Advice Letter RI-CalMTA-1 requesting the CPUC approve the proposed membership and conflict of interest rules for the MTAB.

On April 3, 2023, CodeCycle.org (CodeCycle) submitted a protest to Advice Letter RI-CalMTA-1, which raised objections to the conflict of interest policies for MTAB members.

On April 7, 2023, CalMTA filed a reply to CodeCycle’s protest, in which CalMTA committed to adopting the edits to the conflict of interest policies for MTAB members as suggested by CodeCycle, through a supplemental Advice Letter.

### **Compliance Requirements**

Pursuant to Ordering Paragraph 8 of D.19-12-021, CPUC approval of the MTAB membership and its conflict of interest rules were directed to be requested by a Tier 2 advice letter. Ordering Paragraph 8, however, did not specifically identify or direct what entity should file this Advice Letter. Further, D.19-12-021 states that “MTA will eventually have a separate ability to file advice letters and other proposals to the Commission, as a separate program administrator.” (D.19-12-021, at p. 58.) No further ruling has been made in R.13-11-005 providing the MTA with such authority.

However, the CPUC’s Energy Division and Tariff Unit staff, with whom the CalMTA has consulted, have both interpreted Ordering Paragraph 8 as authorizing the CalMTA to file the required Tier 2 advice letter and have further directed the CalMTA to do so in the same manner as advice letters that were submitted by DBB Worldwide Communications Group, Inc. (“DBB”), as a program implementer pursuant to D.16-09-020 issued in Application (“A.”) 12-08-007, et al. (the Investor-Owned Utilities’ (IOUs’) 2013-2014 Statewide Marketing, Education and Outreach Programs and Budgets).

Pursuant to these instructions, CalMTA hereby submits this Tier 2 Advice Letter required by Ordering Paragraph 8 of D.19-12-021 for approval of the MTAB membership and conflict of interest rules contained herein. The process for the outreach and selection of the MTAB proposed membership and the development and adoption of the conflict of interest rules are described herein.

## **Consultation with CPUC Staff**

As required by Ordering Paragraph 8 of D.19-12-021, CalMTA developed the proposed membership and conflict of interest rules for the MTAB detailed in this Advice Letter in consultation with CPUC staff. That consultation took place between December 8, 2022, and February 21, 2023. During that time, CalMTA was advised by CPUC staff that, in support of the proposed membership and conflict of interest rules, the MTAB Charter should also be included in this Advice Letter

## **Proposed MTAB Charter**

### **1. Consultation with CPUC Staff**

Development of a Charter for MTAB members was not called for in Ordering Paragraph 8 of D.19-12-021. However, as the Charter includes both the conflict of interest rules and other guidelines for how the MTAB will operate, including how amendments to the Charter can be made, it was determined, in consultation with CPUC staff, that it should be included in this Advice Letter. Therefore, it is appended hereto as Appendix A.

### **2. Development of the MTAB Charter**

Several models of other state agency advisory committees were reviewed to develop the MTAB Charter including the California Energy Efficiency Coordinating Committee (CAEECC); Disadvantaged Communities Advisory Group (DACAG); Low Income Oversight Board (LIOB); Solar on Multifamily Affordable Housing (SOMAH) Advisory Council; and Universal Lifeline Telephone Service Trust Administrative Committee (ULTSAC). Aspects from these examples that best fit the needs and form of the MTAB chosen to create the Charter included the following:

- Roles and responsibilities
- Term of appointment
- Removal
- Vacancy
- Stipend
- Travel reimbursement
- Conflict of interest
- Confidential information
- Meetings
- Records
- Effective date
- Process for amendments

### **3. Proposed Charter for the MTAB (Appendix A)**

The MTAB Charter can be found in Appendix A.

## **Proposed Membership for the MTAB**

### **1. Process for Seeking Applicants for the MTAB**

The process to designate MTAB members as ordered in Ordering Paragraph 8 of D.19-12-021 was initiated by CalMTA in consultation with CPUC staff. Consistent with Attachment A of D.19-12-021, members were sought with diverse viewpoints with at least one member with each of the following backgrounds:

- Ratepayer advocacy/protection
- Workforce and/or labor
- Environmental advocacy
- Evaluation professional
- National/regional energy efficiency policy professional
- IOU energy efficiency representative (to rotate among the four IOUs, on a schedule and in the order on which they mutually agree)
- Community Choice Aggregator (CCA) / Regional Energy Network (REN) energy efficiency professional

CalMTA initiated a request with the IOUs to self-select their representative per D.19-12-021.

After consultation with CPUC staff, it was agreed that the RENs/CCAs could confer and select a representative for their category. CalMTA contacted the RENs/CCAs, which self-selected a representative.

CalMTA executed the following actions for the remaining categories of representatives for the MTAB: ratepayer advocacy/protection, workforce and/or labor, environmental advocacy, evaluation professional, and national/regional energy efficiency professional. Materials were developed to convey the needs of the MTAB and ensure an equitable selection process. Materials included:

- Email distribution lists to announce the opportunity.
- Materials to send over the distribution lists including:
  - Email text describing the opportunity;
  - Frequently Asked Questions (FAQ) to describe the MTAB and the responsibilities of serving on the MTAB; and
  - Online application form with questions confirming background and qualification to serve on MTAB
- Criteria for selecting among nominees based on characteristics described in the Decision.
- Materials to share with finalists who will be recommended through this Advice Letter:
  - Conflict of interest policy
  - Compensation level
  - Charter of the MTAB

The application process launched on January 12, 2023, and closed on January 27, 2023. To promote the opportunity to serve on the MTAB, CalMTA worked with CPUC staff to share information to the service list of R.13-11-005, conducted direct outreach to likely qualified candidates, and distributed the information to key organizations with a



request to share with their networks. The notice was forwarded by the CAEECC to its mailing list. Periodic reminders were sent about the deadline to apply, and CalMTA responded to inquiries.

CalMTA received 25 applications, with at least one individual from each of the desired categories. Four individuals applied for more than one category, and two individuals identified themselves in the “none of the above” category.

## **2. Selection Process for Applicants for the MTAB**

The selection process for applicants started with a review of the applicant’s confirmation that they had their organization’s approval to serve on the MTAB. Candidates’ applications were then scored by members of the CalMTA leadership team against the criteria outlined in D.19-12-021 using a scale of 1-5. Team member scores were then averaged to create the final score. From these, the top candidates in each category were identified. If scores for the top ranked candidates were close, this was noted. For those candidates who marked more than one category, their scores were reviewed in each category they identified.

These results were reviewed with CPUC staff. Alternates were identified in the event a recommended applicant withdraws before this Advice Letter becomes final. CalMTA contacted each proposed member and alternates to ensure that each will comply with the proposed conflict of interest policy and accept the proposed stipend for serving. The remaining applicants were notified that they would not be continuing in the process.

## **3. Proposed Membership for the MTAB (Appendix B)**

The list of proposed members can be found in Appendix B.

### **Proposed Conflict of Interest Rules for the MTAB**

#### **1. Development of Conflict of Interest Policy**

Development of rules addressing potential conflicts of interest for MTAB members described in Ordering Paragraph 8 of D.19-12-021 was done in consultation with CPUC staff as well as specialists within CalMTA familiar with requirements related to fair political practices and State advisory boards. Several other state agency advisory committees were reviewed to develop the MTAB proposed conflict of interest policy, including the LIOB, ULTSAC, SOMAH, CAEECC, and the DACAC.

#### **2. Proposed Conflict of Interest Rules for the MTAB (Appendix C)**

The MTAB proposed conflict of interest policy can be found in Appendix C hereto.

**Protests**

Pursuant to General Order (GO) 96-B, General Rule 7.5.1., CalMTA requests the CPUC maintain the original protest and comment period designated in Advice Letter RI-CalMTA 1 and not reopen the protest period.

**Effective Date**

Pursuant to General Order (GO) 96-B, Rule 5.2, and Ordering Paragraph 8 of D.19-12-021, this advice letter is submitted with a Tier 2 designation. CalMTA requests that this Tier 2 advice submittal become effective concurrent with the original Advice Letter RI-CalMTA 1, which is April 13, 2023.

**Notice**

In accordance with General Order 96-B, Section IV, a copy of this advice letter is being served electronically on the service list for R.13-11-005. All electronic approvals should be sent to [info@calmta.org](mailto:info@calmta.org).

/S/ Margie Gardner

Margie Gardner  
Vice President of Market Transformation  
Resource Innovations, Inc.

cc: Simon Baker, Director, Energy Division  
Dan Suyeyasu, Executive Director, CodeCycle.org ([dan.suyeyasu@codecycle.org](mailto:dan.suyeyasu@codecycle.org))  
R.13-11-005 Service List



# ADVICE LETTER SUMMARY

## ENERGY UTILITY

MUST BE COMPLETED BY UTILITY (Attach additional pages as needed)

Company name/CPUC Utility No.: Resource Innovations as CA Market Transformation Administrator ID U-1399-E

Utility type:

- ELC       GAS       WATER  
 PLC       HEAT

Contact Person: Jim Giordano

Phone #: 615-397-3189

E-mail: jordano@resource-innovations.com

E-mail Disposition Notice to: iordano@resource-innovations.com

EXPLANATION OF UTILITY TYPE

ELC = Electric      GAS = Gas      WATER = Water  
 PLC = Pipeline      HEAT = Heat

(Date Submitted / Received Stamp by CPUC)

Advice Letter (AL) #: RI-CalMTA-1-A

Tier Designation: 2

Subject of AL: Supplemental to Advice Letter Submittal of Proposed Membership and Conflict of Interest Rules for the Market Transformation Advisory Board (MTAB) pursuant to Decision 19-12-021

Keywords (choose from CPUC listing):

AL Type:  Monthly  Quarterly  Annual  One-Time  Other:

If AL submitted in compliance with a Commission order, indicate relevant Decision/Resolution #:

Does AL replace a withdrawn or rejected AL? If so, identify the prior AL: No

Summarize differences between the AL and the prior withdrawn or rejected AL: N/A

Confidential treatment requested?  Yes  No

If yes, specification of confidential information:

Confidential information will be made available to appropriate parties who execute a nondisclosure agreement. Name and contact information to request nondisclosure agreement/ access to confidential information:

Resolution required?  Yes  No

Requested effective date: 4/13/20

No. of tariff sheets: N/A

Estimated system annual revenue effect (%):

Estimated system average rate effect (%):

When rates are affected by AL, include attachment in AL showing average rate effects on customer classes (residential, small commercial, large C/I, agricultural, lighting).

Tariff schedules affected:

Service affected and changes proposed<sup>1</sup>:

Pending advice letters that revise the same tariff sheets:

<sup>1</sup>Discuss in AL if more space is needed.

**Protests and correspondence regarding this AL are to be sent via email and are due no later than 20 days after the date of this submittal, unless otherwise authorized by the Commission, and shall be sent to:**

California Public Utilities Commission  
Energy Division Tariff Unit Email:  
[EDTariffUnit@cpuc.ca.gov](mailto:EDTariffUnit@cpuc.ca.gov)

Contact Name: Margie Gardner  
Title: Vice President - Resource Innovations  
Utility/Entity Name: CA Market Transformation Administrator  
  
Telephone (xxx) xxx-xxxx: 503-810-1155  
Facsimile (xxx) xxx-xxxx:  
Email: [mgardner@resource-innovations.com](mailto:mgardner@resource-innovations.com)

Contact Name: Jim Giordano  
Title: Principal of Business Operations - Resource Innovations  
Utility/Entity Name: CA Market Transformation Administrator  
  
Telephone (xxx) xxx-xxxx: 615-397-3189  
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CPUC  
Energy Division Tariff Unit  
505 Van Ness Avenue  
San Francisco, CA 94102

Clear Form

## ENERGY Advice Letter Keywords

Affiliate	Direct Access	Preliminary Statement
Agreements	Disconnect Service	Procurement
Agriculture	ECAC / Energy Cost Adjustment	Qualifying Facility
Avoided Cost	EOR / Enhanced Oil Recovery	Rebates
Balancing Account	Energy Charge	Refunds
Baseline	Energy Efficiency	Reliability
Bilingual	Establish Service	Re-MAT/Bio-MAT
Billings	Expand Service Area	Revenue Allocation
Bioenergy	Forms	Rule 21
Brokerage Fees	Franchise Fee / User Tax	Rules
CARE	G.O. 131-D	Section 851
CPUC Reimbursement Fee	GRC / General Rate Case	Self Generation
Capacity	Hazardous Waste	Service Area Map
Cogeneration	Increase Rates	Service Outage
Compliance	Interruptible Service	Solar
Conditions of Service	Interutility Transportation	Standby Service
Connection	LIEE / Low-Income Energy Efficiency	Storage
Conservation	LIRA / Low-Income Ratepayer Assistance	Street Lights
Consolidate Tariffs	Late Payment Charge	Surcharges
Contracts	Line Extensions	Tariffs
Core	Memorandum Account	Taxes
Credit	Metered Energy Efficiency	Text Changes
Curtable Service	Metering	Transformer
Customer Charge	Mobile Home Parks	Transition Cost
Customer Owned Generation	Name Change	Transmission Lines
Decrease Rates	Non-Core	Transportation Electrification
Demand Charge	Non-firm Service Contracts	Transportation Rates
Demand Side Fund	Nuclear	Undergrounding
Demand Side Management	Oil Pipelines	Voltage Discount
Demand Side Response	PBR / Performance Based Ratemaking	Wind Power
Deposits	Portfolio	Withdrawal of Service
Depreciation	Power Lines	

**APPENDIX A**  
**PROPOSED CHARTER FOR**  
**MARKET TRANSFORMATION ADVISORY BOARD**

Name. Market Transformation Advisory Board (MTAB)

Purpose of MTAB. Pursuant to D.19-12-021, the purpose of the MTAB is to provide expertise and unbiased, non-binding recommendations to the California Market Transformation Administrator (CalMTA) and the CPUC during the design and implementation of market transformation initiatives. The MTAB is advisory and not decision-making board.

Members. The MTAB shall have no more than nine members and should include one member from each of the following backgrounds:

- Ratepayer advocacy/protection
- Workforce and/or labor
- Environmental advocacy
- Evaluation professional
- National/Regional EE policy professional
- IOU Utility EE representative
- CCA or REN energy efficiency professional
- Up to two CPUC staff (non-voting seats)

Duties and Responsibilities. The MTAB is a non-authoritative body, making non-binding recommendations to CalMTA and ultimately to the CPUC. Members must:

- Understand and be dedicated to supporting the goal of CalMTA.
- Attend all meetings. If this is not possible, alert CalMTA ahead of time, and follow up on the material covered.
- Come to meetings fully prepared, having reviewed pre-meeting materials.
- Participate constructively in meetings, helping to create reasonable solutions that further the goal of CalMTA.
- Serve as educators of market transformation efforts to facilitate strong partnerships and deepen understanding of the work.

Term of Appointment. Members will have two-year terms, other than the first term for purposes of staggering vacancies. To stagger vacancies, the first term for each seat will be randomly assigned a one- or two-year term.

If a member ceases to be employed by the organization they represented when appointed, the member's appointment will terminate as of the date the affiliation ceases.

Removal. Members can be removed by agreement of the CPUC staff and the CalMTA lead staff if:

- The member is not regularly participating in meetings (i.e., misses two or more of the past four meetings) unless there are extenuating circumstances; or
- An insurmountable or continuing series of conflicts of interest arise for the member or the organization they represent.
- The Board member's disclosed conflict of interest is such that it is or can be perceived by a reasonable person to reduce the likelihood that the member's influence on the MTAB and CalMTA can be impartial and in the best interests of CalMTA.

Vacancy. Vacancies will be filled according to the process in Attachment A.

Stipend. Members of the MTAB are volunteers and are not employees of CalMTA or Resource Innovations, which administers CalMTA services, the CPUC, participating investor-owned utilities, or the State of California. Representatives from Energy Efficiency Program Administrators and government agencies are not eligible for a stipend.

Members will be paid a stipend of \$1,400 for each six-hour meeting that the member attends. This will be prorated for meetings of greater or lesser length<sup>1</sup>.

Compensation and expense reimbursement will be paid by Resource Innovations, the company administering CalMTA, to the member's employer unless the member can show justification for receiving these monies directly and their organization agrees.

Travel reimbursement. Approved travel expenses will be paid per the terms of the contract between Resource Innovations and PG&E and augmented as needed by specific Resource Innovations' travel policies.

Conflict of Interest. MTAB members agree to abide by conflict of interest policies per Attachment B.

Confidential Information. Should the MTAB need to review confidential information, a non-disclosure agreement will be required.

Meetings. Meetings of the MTAB and any committees established to promote the goals of the MTAB will be open to the public except for portions of meetings with the purpose of team building, or if confidential information is discussed. Notice of meetings along with access credentials and agendas will be publicly available at least four business days in advance of the meeting. An opportunity will be provided in public meetings for

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<sup>1</sup> Note that MTAB members are not eligible for Intervenor Compensation per D.19-12-021's direction to have funding for MTAB activities come out of Market Transformation Administrator program funds instead.

members of the public to comment on MTAB business during an open comment period. Meetings will be facilitated by CalMTA staff or designee.

Records. CalMTA will prepare written minutes and will provide them to the MTAB for review and acceptance. Minutes will: a) identify the date, time and place of the meeting; b) identify the members participating; c) reflect a summary of what was discussed; d) document any member recusals or conflict of interest disclosures; and d) document MTAB recommendations. Final minutes will be posted on CalMTA's website within two weeks of the meeting.

Should a member not agree with aspects of the minutes that are otherwise acceptable to the majority of the remaining members, the dissenting member will have the opportunity to append materials to the minutes reflecting their view.

Effective date. This charter becomes effective on the date it is approved by the CPUC via a Tier 2 advice letter.

Amendments. After review by the MTAB, the CalMTA may recommend amendments to this Charter to be approved by the CPUC staff provided the amendment does not alter the Charter as it relates to the role of the MTAB or the CPUC.



## **Attachment A to MTAB Charter** **Process for Filling Vacancies on the MTAB**

After the initial appointment of members via an advice letter, there are four processes for filling vacancies on the Market Transformation Advisory Board (MTAB). One is for members in the IOU EE Representative category, a second is for the REN/CCA category, a third for the CPUC category, and a fourth for all other categories represented on the MTAB.

Short-term vacancies occurring less than six months before the end of the seat's term can be filled for the remainder of the term by the organization represented by the member at the time the vacancy occurs.

### **I. IOU**

The Utility EE representative will rotate among the IOUs, on a schedule and in an order on which they mutually agree. Should the IOUs be unable to agree, this seat shall remain vacant.

### **II. REN/CCA**

Community Choice Aggregators (CCAs) who are defined by the CPUC as energy efficiency Program Administrators based on CPUC decision D.21-12-011 and Regional Energy Networks (RENs) will mutually agree on a method to appoint an energy efficiency professional to the MTAB. Should the RENs/CCAs be unable to agree, a representative will be selected via the process of described below for "all other membership categories."

### **III. CPUC**

Up to two members will be appointed by the CPUC Energy Division Branch Manager.

### **IV. All Other Membership Categories**

Notification. The notification of membership openings will be distributed to interested parties and posted on the CalMTA website. At least two weeks will be given for nominations to be submitted. Members already on the MTAB may submit an application for additional terms.

Criteria. Criteria can be amended as needed to evolve with the needs of the MTAB.

1. Threshold criteria may include:

- The nominee or the organization the nominee represents has a long-term background in energy efficiency or market transformation.
- The nominee and the organization represented are willing to abide by MTAB conflict of interest policies.

- The nominee and the organization represented are willing to sign non-disclosure agreements as the need arises.
  - The nominee is willing to abide by MTAB roles and responsibilities, including providing sufficient time and attention to MTAB business.
2. Criteria to select among nominees within a particular category of member (for example, ratepayer advocate, environmental advocate or evaluation professional) may include:
- The level of the nominee's understanding of market transformation principles, or willingness to learn.
  - The experience of the nominee to work constructively on advisory (or similar) committees.
  - The knowledge of the nominee in energy efficiency and market transformation policies in California.
  - The knowledge of the nominee in market function and/or energy efficient technologies or services.
  - Offers a unique perspective that complements those of other members to engage more diverse viewpoints.

Evaluation Process. CalMTA will compile the information submitted during the nomination process and review it against the criteria. CalMTA will consult with the CPUC staff and make recommendations of the highest ranked nominees to the CPUC staff.

Approval. Other than inaugural appointments, which are approved by Energy Division's Executive Director and authorized via Tier 2 advice letter per Ordering Paragraph 8 of D.19-12-021, the CPUC staff will make the final selection of representatives to serve on the MTAB.

**Attachment B to MTAB Charter**  
**Conflict of Interest**

*NOTE: Once the proposed conflict of interest policy (see, Appendix C to this Advice Letter) is approved, it will be added to the MTAB Charter in this location.*

**APPENDIX B****PROPOSED MEMBERSHIP FOR  
MARKET TRANSFORMATION ADVISORY BOARD**

	<b>Name</b>	<b>Company</b>	<b>Category Represented</b>
1	Lujuana Medina	SoCal REN	CCAs/RENs
2	Hayley Goodson	TURN	Ratepayer Advocacy/Protection
3	Ky-An Tran	Cal Advocates	Ratepayer Advocacy/Protection
4	Fred Gordon	Energy Trust of Oregon	Evaluation Professional
5	Peter Miller	NRDC	Environmental Advocacy
6	Cyane Dandridge	Strategic Energy Initiatives	Workforce and/or Labor
7	Jeff Harris	NEEA	National/Regional EE Policy Professional
8	Randall Higa	SCE	IOU
9	Christie Torok	CPUC	CPUC Representative
	<b>Alternates should primary nominee withdraw before advice letter is final.</b>		
1	Ted Howard	Small Business Utility Advocates	Ratepayer Advocacy/Protection
2	Mary Sutter	Grounded Research and Consulting	Evaluation Professional
3	Josh Dean	California Energy Alliance	Environmental Advocacy
4	Kevin Hamilton	Central California Asthma Collaborative	Workforce and/or Labor
5	Susan Stratton	Stratton Gilmore Group	National/Regional EE Policy Professional

## **APPENDIX C**

### **PROPOSED CONFLICT OF INTEREST RULES FOR MARKET TRANSFORMATION ADVISORY BOARD**

#### **I. INTRODUCTION**

The MTAB was conceived to facilitate public discussions and gather input from knowledgeable stakeholders on matters relating to the design and implementation of California's market transformation portfolio. This Policy allows market participants, RENs/CCAs, IOUs, workforce organizations, etc. to participate and contribute as MTAB members without creating actual, potential, or perceptions of conflicts of interest (COI).

The primary mechanisms used to avoid COIs are member eligibility rules, recusal, disclosure and transparency.

This Policy should be interpreted and implemented in a manner consistent with the best interests of California's energy customers in an equitable manner, prioritizing those actions that result in the public outcomes that advance meeting California's policy goals through energy efficiency market transformation efforts.

- CalMTA will review this policy in consultation with the MTAB regarding its effectiveness and a report will be made to the CPUC staff within 18 months of the first MTAB meeting.
- This Policy may be amended from time to time based on:
  - Written direction from the Energy Division Director
  - A recommendation from CalMTA after consultation with the MTAB and written agreement from CPUC staff.

#### **II. CONFLICT OF INTEREST REQUIREMENTS**

##### **A. Member Eligibility:**

- MTAB membership requires that the member not receive funding, directly or indirectly, from CalMTA, including any subcontractors. Disqualification will apply if: a) the member, b) an immediate family member,<sup>1</sup> c) the member's employer, or d) a parent, affiliate, or subsidiary of the employer, e) any business owned or operated wholly or in part by the member, is in receipt of any CalMTA funding, outside of the stipend for MTAB service.

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<sup>1</sup> Immediate family members are a person's parents, brothers and sisters, spouse, and children.

- MTAB membership requires that the member not be in pursuit of funding from CalMTA. Disqualification or removal will result if a) the member, b) an immediate family member,<sup>2</sup> c) the member's employer, or d) a parent, affiliate, or subsidiary of the employer, or e) any business owned or operated wholly or in part by the member, has submitted a bid in response to any Request for Proposal (RFP) or Request for Qualifications (RFQ) issued by CalMTA.
- If an MTAB member or their employer has a competitive interest in relation to any MTA initiatives or matters of strategic prioritization, the MTAB member should recuse itself from such discussions. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Recused parties shall not seek to influence the MTAB through outreach to entities that remain a part of the MTAB.
  - If interpretation of this clause is needed it will be done by CPUC staff.

**B. Member Recusal Requirements:**

- If an MTAB member participates in any MTAB discussions or provides any form of input to CalMTA about specific Market Transformation ideas after that idea has advanced to the Program Development Phase<sup>3</sup>, that member may not bid on any RFP or RFQ related to that initiative.
- Members may recuse themselves from discussion on individual initiatives once the initiative is in the Program Development Phase. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Such recusal would allow the MTAB member, a family member, or the member's employer (and a parent, affiliate or subsidiary of the employer) to apply for CalMTA funding for the subject initiative, although per Section 1 of this COI policy, if funding were applied for the member would be removed from the MTAB.

**C. Member Disclosure Requirements:**

- Each MTAB member must complete a COI disclosure using the form in Attachment A, which will then be posted on the CalMTA website. The disclosure form will be filled out by each MTAB member:
  - Prior to joining the MTAB, annually, and upon the conclusion of the member's service.
  - When an MTAB member becomes aware of an actual or potential conflict of interest, or the appearance of an actual or potential conflict of interest, related to an MTAB topic that has not been previously disclosed.

**D. MTAB Transparency Requirements:**

- As specified in the MTAB charter, meetings will be open to the public.
- Members of the public may raise perceived conflict of interest concerns during the public comment period that is available at each meeting. Any such issues raised and resultant action will be posted publicly on the CalMTA website.

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<sup>2</sup> Immediate family members are a person's parents, brothers and sisters, spouse, and children.

<sup>3</sup> The Program Development phase starts when CalMTA commits resources to develop a specific MT initiative based on a prioritization of ideas collected. It is the point marked “Review 1” in Appendix D: Stage-gate Schematic at the end of Attachment A in D.19-12-021.

**Attachment A to MTAB Conflict of Interest Policy**  
**Market Transformation Advisory Committee (MTAB) Disclosure Form**  
(Note: this will be provided in an electronic form)

This disclosure form will be filled out and delivered to CalMTA to be posted on its website:

- a. Prior to joining the MTAB, annually, and upon the conclusion of the member’s service, and
- b. When an MTAB member becomes aware of an actual or potential conflict of interest or the appearance of an actual or potential conflict of interest related to an MTAB topic that has not been previously reported per item (a) above.

1. Name and Title \_\_\_\_\_

2. Email \_\_\_\_\_

3. Employer \_\_\_\_\_

4. Do you, your immediate family member, your employer, or a parent, affiliate, or subsidiary of your employer currently provide services to CalMTA?

Yes / No

If yes, please describe. \_\_\_\_\_

5. Do you, your immediate family member, your employer, or a parent, affiliate, or subsidiary of your employer currently have, or are planning to have, a financial relationship with Resource Innovations, Cadmus, 2050 Partners, Brio, Unrooz Solutions, or Ortiz Group?

Yes/No

If yes, please describe the nature and duration of those financial relationships.

\_\_\_\_\_

6. Are you aware of other circumstances that could be an actual or perceived conflict of interest?

Yes / No

If yes, please describe. \_\_\_\_\_

I attest that the above material is accurate. If I discover that I might have a perceived or actual conflict in addition to those listed above, I will immediately inform the appropriate individuals.

Name: \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_



**Attachment 1 – Revisions to Advice Letter RI-CalMTA-1 Appendix C**

Below are the modifications to Appendix C shown in revision marks, the Proposed Conflict of Interest Rules for the Market Transformation Advisory Board, proposed through this supplemental to Advice Letter RI-CalMTA-1.

**APPENDIX C****PROPOSED CONFLICT OF INTEREST RULES FOR THE  
MARKET TRANSFORMATION ADVISORY BOARD****I. INTRODUCTION**

The MTAB was conceived to facilitate public discussions and gather input from knowledgeable stakeholders on matters relating to the design and implementation of California's market transformation portfolio. This Policy allows market participants, RENs/CCAs, IOUs, workforce organizations, etc. to participate and contribute as MTAB members without creating actual, potential, or perceptions of conflicts of interest (COI).

The primary mechanisms used to avoid COIs are member eligibility rules, recusal, disclosure and transparency.

This Policy should be interpreted and implemented in a manner consistent with the best interests of California's energy customers in an equitable manner, prioritizing those actions that result in ~~the best/highest MTAB input and~~ public outcomes that advance toward meeting California's policy goals through energy efficiency market transformation efforts.

- CalMTA will review this policy in consultation with the MTAB regarding its effectiveness and a report will be made to the CPUC staff within 18 months of the first MTAB meeting.
- This Policy may be amended from time to time based on:
  - Written direction from the Energy Division Director
  - A recommendation from CalMTA after consultation with the MTAB and written agreement from CPUC staff.

**II. CONFLICT OF INTEREST REQUIREMENTS****A. Member Eligibility:**

- MTAB membership requires that the member not receive funding, directly or indirectly, from CalMTA, including any subcontractors. Disqualification will apply if: a) the member, b) an immediate family member,<sup>1</sup> c) the member's employer, or d) a parent, affiliate, or subsidiary of the employer, e) any business owned or operated wholly or in part by the member, is in receipt of any CalMTA funding, outside of the stipend for MTAB service.

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<sup>1</sup> Immediate family members are a person's parents, brothers and sisters, spouse, and children.

- MTAB membership requires that the member not be in pursuit of funding from CalMTA. Disqualification or removal will result if a) the member, b) an immediate family member,<sup>2</sup> c) the member's employer, or d) a parent, affiliate, or subsidiary of the employer, or e) any business owned or operated wholly or in part by the member, has submitted a bid in response to any Request for Proposal (RFP) or Request for Qualifications (RFQ) issued by CalMTA.

## **B. Member Recusal Requirements**

- If an MTAB member participates in any MTAB discussions or provides any form of input to CalMTA about specific Market Transformation ideas after that idea has advanced to the Program Development Phase<sup>3</sup>, that member may not bid on any RFP or RFQ related to that initiative.
- Members may recuse themselves from discussion on individual initiatives once the initiative is in the Program Development Phase. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Such recusal would allow the MTAB member, a family member, or the member's employer (and a parent, affiliate or subsidiary of the employer) to apply for CalMTA funding for the subject initiative, although per Section 1 of this COI policy, if funding were applied for the member would be removed from the MTAB.
- If an MTAB member or their employer has a competitive interest in relation to any MTA initiatives or matters of strategic prioritization, the MTAB member should recuse itself from such discussions. Such recusal must be declared by the member and documented in the publicly available meeting minutes. Recused parties shall not seek to influence the MTAB through outreach to entities that remain a part of the MTAB.
  - If interpretation of this clause is needed it will be done by CPUC staff.

## **C. Member Disclosure Requirements:**

- Each MTAB member must complete a COI disclosure using the form in Attachment A, which will then be posted on the CalMTA website. The disclosure form will be filled out by each MTAB member:
  - Prior to joining the MTAB, annually, and upon the conclusion of the member's service.
  - When an MTAB member becomes aware of an actual or potential conflict of interest, or the appearance of an actual or potential conflict of interest, related to an MTAB topic that has not been previously disclosed.

## **D. MTAB Transparency Requirements:**

- As specified in the MTAB charter, meetings will be open to the public.
- Members of the public may raise perceived conflict of interest concerns during the public comment period that is available at each meeting. Any such issues raised and resultant action will be posted publicly on the CalMTA website.

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<sup>2</sup> Immediate family members are a person's parents, brothers and sisters, spouse, and children.

<sup>3</sup> The Program Development phase starts when CalMTA commits resources to develop a specific MT initiative based on a prioritization of ideas collected. It is the point marked "Review 1" in Appendix D: Stage-gate Schematic at the end of Attachment A in D.19-12-021.