

MINUTES OF MEETING GREEN CORRIDOR PACE DISTRICT

A meeting of the Board of Directors of the Green Corridor PACE District was held on Thursday, August 31, 2023, at 10:30 a.m., at 6130 Sunset Drive, South Miami, Florida.

Present and constituting a quorum were:

Mayor Philip Stoddard	Chairperson at Large
Councilmember Suzy Lord	Cutler Bay
Councilmember Steve Cody	Palmetto Bay
Councilmember Ken Fairman	Pine Crest
Commissioner Steve Calle	South Miami
Vice Mayor Rhonda Anderson	Coral Gables
Board Member Alice Burch	Miami Shores

Also present were:

Paul Winkeljohn	Executive Director/District Manager
Chad Friedman, Esq.	District Counsel
Haydee Sera	Weiss, Serota, Helfman, Cole & Bierman
Jeff DeCarlo	Bond Counsel
Supriya Sachar	Ygrene Energy Fund
Mark Shuffle	Ygrene Energy Fund
Rafael Perez	Ygrene Energy Fund
Mayor Eric Roth	Biscayne Park (by phone)
Several Ygrene Representatives	

FIRST ORDER OF BUSINESS

Roll Call

Mayor Stoddard called the meeting to order, called the roll, and stated there was a quorum.

SECOND ORDER OF BUSINESS

Approval of the Minutes of the May 24, 2023 Meeting

Mayor Stoddard asked for the approval of the minutes of the May 24, 2023, meeting or if there were any additions, corrections, or deletions to the minutes.

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On MOTION by Mayor Stoddard seconded by Councilmember Cody with all in favor, the Minutes of the May 24, 2023 Meeting were approved.

THIRD ORDER OF BUSINESS

Public Comments

Mayor Stoddard asked for any public comments at this time and asked Mayor Roth if he wished to make any comments. Mayor Roth introduced himself and stated he appreciated the opportunity to be a part of the meeting.

Mr. Winkeljohn requested if item No. 4D could be brought forward on the agenda for Mayor Roth. Mayor Stoddard agreed to Mr. Winkeljohn's request and asked that the item be read into the record for a motion and discussion.

FOURTH ORDER OF BUSINESS

Discussion and Action Items

D. Consideration of Resolution #2023-07 Clean Energy Coastal Corridor Extending Membership Agreement

Mr. Winkeljohn stated item 4D under discussion and action items, was resolution #2023-07, the Clean Energy Coastal Corridor Extending Membership agreement.

Mr. Friedman then gave a brief background summary relating to this item.

(At this point there was a Q&A session among the Board members, staff, and Mr. Friedman relating to this item)

Mayor Stoddard then asked for any questions or comments, and upon hearing none, asked for a motion to approve resolution #2023-07.

On MOTION by Mayor Stoddard seconded by Vice Mayor Anderson with all in favor, Resolution #2023-07 Clean Energy Coastal Corridor Extending Membership Agreement was approved.

E. Approval of Membership Agreement Between Green Corridor Property Assessment Clean Energy (P.A.C.E) District and Clean Energy Coastal Corridor

Mr. Winkeljohn asked about item 4E if it was the same. Mr. Friedman stated that the agreement was approved as part of that item as well.

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**A. Consideration of Resolution #2023-04 Adopting the Fiscal Year 2024 Budget
1) Approval of Accounting Process**

Mr. Winkeljohn moved back to item A on the agenda resolution #2023-04, adopting the fiscal year 2024 budget and approval of accounting process. Mayor Stoddard asked for any questions relating to the budget stating he had some questions however, the backup attached answered all of his.

Mr. Winkeljohn then gave a brief summary relating to the budget stating there were no fees directly tied to the budget, it was revenue received indirectly through the contract basis for the projects and each project funded the legal and administrative portions.

(At this point there was a Q&A session among the Board members and Mr. Winkeljohn relating to the budget)

Mayor Stoddard then asked for a motion to approve the resolution.

On MOTION by Vice Mayor Anderson seconded by Councilmember Cody with all in favor, Resolution #2023-04 adopting the Fiscal Year 2024 Budget and approving the account process was approved.

B. Consideration of Resolution #2023-05 Confirming Members of the Board

Mayor Stoddard moved on to resolution #2023-05 confirming members of the Board.

Mr. Winkeljohn gave a brief overview stating this was a procedural item when each municipality participates with a new person it's reconfirmed by resolution.

Mayor Stoddard then made a few comments relating to the appointment of Commissioner Calle. He then asked for any other questions or comments, and upon hearing none, asked for a motion to approve resolution #2023-05.

On MOTION by Vice Mayor Anderson seconded by Councilmember Cody with all in favor, Resolution #2023-05 confirming Members of the Board was approved.

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- C. Consideration of Resolution #2023-06 Green Corridor Property Assessment Clean Energy (P.A.C.E.) District Extending Membership Agreement**
- D. Consideration of Resolution #2023-07 Clean Energy Coastal Corridor Extending Membership Agreement**
- E. Approval of Membership Agreement Between Green Corridor Property Assessment Clean Energy (P.A.C.E.) District and Clean Energy Coastal Corridor**

Mayor Stoddard moved on to item C, resolution #2023-06 stating items C, D and E were previously addressed earlier in the meeting.

F. Approval of Program Guidelines with Ygrene

Mayor Stoddard moved to item F, approval of program guidelines, and asked Mr. Freidman to explain some of the program changes.

Mr. Friedman gave a brief overview of the changes stating they were requested by the auditor and that he had spoken to Ygrene about the changes. Mr. Friedman then asked Mr. DeCarlo to go through some of the specific changes.

Mr. DiCarlo stated there was basically one small change that clarified the definition of the fair market value for the property that's going to be financed which was the underscored language on page 4 of the guidelines.

Mayor Stoddard then asked for any questions or comments, and upon hearing none, asked for a motion to approve the program guidelines with Ygrene.

On MOTION by Mayor Stoddard seconded by Councilmember Cody with all in favor, accepting the program guidelines with Ygrene was approved.

G. Approval to Send Letter(s) to Other Jurisdictions

Mayor Stoddard moved on to item G, approval to send letters to other jurisdictions, and asked Mr. Winkeljohn to give a brief explanation of the item.

Mr. Winkeljohn stated this was a quick discussion item requesting to send a letter describing their position with other PACE programs who were attempting to aggressively force assessments outside of the jurisdiction that they have existing approvals. So, it was encouraged to send a letter to other jurisdictions stating they are not in favor of that method.

Mr. Friedman also made a few comments relating to this item and some of the legal

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issues facing another PACE provider located in Orlando, Florida.

(At this point there was a discussion among the Board members, Mr. Friedman, and staff relating to this item)

Mayor Stoddard then asked for any further questions or comments, and upon hearing none, asked for a motion to approve the letter.

On MOTION by Mayor Stoddard seconded by Vice Mayor Anderson with all in favor, authorizing staff to send letters to other jurisdictions was approved.

H. Authorization to Open Money Market Account with BankUnited

Mayor Stoddard moved on to item H, authorization to open a money market account with BankUnited. Mr. Winkeljohn gave a brief overview of this item stating typically a maximum amount of \$250,000 is kept in the cash operating account, and then the remainder would be split between the State Board Account and the BankUnited account.

(At this point there was a discussion among the Board members, Mr. Winkeljohn, and staff relating to this item)

Mayor Stoddard then asked for any questions or comments, and upon hearing none, asked for a motion to approve.

On MOTION by Vice Mayor Anderson seconded by Councilmember Cody with all in favor, authorizing staff to open a Money Market account with BankUnited was approved.

FIFTH ORDER OF BUSINESS

Staff Reports

A. Attorney Report

Mayor Stoddard moved on to staff reports and asked Mr. Friedman for his report.

Mr. Friedman made a few comments relating to compliance of rules and regulations, stating there has been a steady flow of bankruptcies, foreclosures, and lawsuits filed over the years, but there was no huge uptick.

Mayor Stoddard then made a few comments on the Board authorization at the last meeting to provide customers for the installation program and asked Mr. Friedman for an

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update. Mr. Friedman stated they prepared the agreement and sent it on to Mr. Winkeljohn. Mr. Winkeljohn stated it was executed and sent back. Mr. Friedman then said it was ready to be executed by them.

(At this point there was a discussion among the Board members, Mr. Friedman and Mr. DiCarlo relating to the agreement in regard to Ygrene contracts awarded and their contractors)

Ms. Supriya Sachar also made a few comments relating to Ygrene customer complaints stating customers are unhappy for many reasons, for workmanship, for warranty issues, some people don't remember they signed up for the program, so there are all sorts of complaints, however, the main goal is to solve their issues within 24 to 48 hours or until it's completed. She also made some additional comments relating to awarding Ygrene contracts to contractors and their extensive training methods.

Mayor Stoddard then asked for any other questions or comments, and upon hearing none, moved to the next item.

B. Third-Party Administrator Report

Mr. Mark Shuffle gave a brief update on his report at this time.

Mr. Rafael Perez also made a few additional comments relating to revenue and finances.

Mayor Stoddard then asked for any questions or comments, and upon hearing none, moved to the next item.

C. Manager Report

Mr. Winkeljohn made a few comments and gave a brief report. He asked the Board if they were in agreement with the remainder of the meeting schedule for the next fiscal year. The Board had no issues with the meeting schedule. Mr. Winkeljohn stated the next Board meeting would be in January or February, 2024.

(At this point there was a discussion between Mayor Stoddard and Mr. Winkeljohn relating to a cash-on-hand account to pay the approved contracts, and also having some kind of formal agreement to make sure it continues in the future)

Mr. Winkeljohn stated the method was already in place and had been tested, and a formal agreement would be very good as well, so he would come up with a simple agreement that has the flexibility to do that.

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(At this point there was some additional discussion among the Board members, Mr. Winkeljohn, and Ms. Sachar relating to how much accounting, financing, auditing and operational costs have gone up)

SIXTH ORDER OF BUSINESS

Financial Reports

- A. Summary of Invoices**
- B. Balance Sheet**

Mayor Stoddard moved on to the financial reports and asked if there were any questions or comments from the Board, and upon hearing none, asked for a motion to approve the financials.

On MOTION by Mayor Stoddard seconded by Councilmember Cody with all in favor, the financial reports were approved.

SEVENTH ORDER OF BUSINESS

Board Members Requests

Mayor Stoddard moved on to Board member requests and asked the Board if there were any requests at this time, there were none.

EIGHTH ORDER OF BUSINESS

Adjournment

Mayor Stoddard asked the Board if there were any other discussion items, there were none. Mayor Stoddard then asked for a motion adjourn the meeting.

On MOTION by Mayor Stoddard seconded by Vice Mayor Anderson with all in favor, the Meeting was adjourned.

DocuSigned by:

Paul Winkeljohn

Secretary / Assistant Secretary

DocuSigned by:

Dr. Philip Stoddard

Chairperson / Vice Chairman