Board Finance & Audit Committee Meeting and Special SMUD Board of Directors Meeting

Date: Wednesday, December 13, 2023

Time: Scheduled to begin at 6:00 p.m.

Location: SMUD Headquarters Building, Auditorium

6201 S Street, Sacramento, CA





AGENDA BOARD FINANCE & AUDIT COMMITTEE MEETING AND SPECIAL SMUD BOARD OF DIRECTORS MEETING

Wednesday, December 13, 2023 SMUD Headquarters Building, Auditorium 6201 S Street, Sacramento, California Scheduled to begin at 6:00 p.m.

This Committee meeting is noticed as a joint meeting with the Board of Directors for the purpose of compliance with the Brown Act. In order to preserve the function of the Committee as advisory to the Board, members of the Board may attend and participate in the discussions, but no Board action will be taken. The Finance & Audit Committee will review, discuss and provide the Committee's recommendation on the agenda items.

Virtual Viewing or Attendance:

Live video streams (view-only) and indexed archives of meetings are available at: http://smud.granicus.com/ViewPublisher.php?view_id=16

Zoom Webinar Link: Join Board Finance & Audit Committee Meeting Here

Webinar/Meeting ID: 161 146 3325

Passcode: 684504

Phone Dial-in Number: 1-669-254-5252 or 1-833-568-8864 (Toll Free)

Verbal Public Comment:

Members of the public may provide verbal public comment by:

- Registering in advance of a meeting by sending an email to <u>PublicComment@smud.org</u>, making sure to include the commenter's name, date of the meeting, and topic or agenda item for comment. Microphones will be enabled for virtual or telephonic attendees at the time public comment is called and when the commenter's name is announced.
- Completing a sign-up form at the table outside of the meeting room and giving it to SMUD Security.
- Using the "Raise Hand" feature in Zoom (or pressing *9 while dialed into the telephone/toll-free number) during the meeting at the time public comment is called. Microphones will be enabled for virtual or telephonic attendees when the commenter's name is announced.

Written Public Comment:

Members of the public may provide written public comment on a specific agenda item or on items not on the agenda (general public comment) by submitting comments via email to PublicComment@smud.org or by mailing or bringing physical copies to the meeting. Comments will not be read into the record but will be provided to the Board and placed into the record of the meeting if received within two hours after the meeting ends.

INFORMATIONAL ITEMS

1. Aaron Worthman
PARTNER, BAKER TILLY
US, LLP

SMUD's 2023 Financial Statements Independent Audit

Plan.

Presentation: 9 minutes Discussion: 1 minute

DISCUSSION ITEMS

2. James Frasher Amber Connors

Discuss ratification of the submittal of SMUD's Connected Clean PowerCity project application to the Department of Energy (DOE) for the Grid Resilience and Innovation Partnerships (GRIP) grant and authorize the Chief Executive Officer and General Manager to negotiate and execute in the name of Sacramento Municipal Utility District a GRIP grant recipient contract with DOE as well as all grant documents, including, but not limited to, applications, agreements, amendments and requests for payment, necessary to facilitate grant participation.

Presentation: 7 minutes Discussion: 6 minutes

3. James Frasher

Authorize submission of a grant application for a Department of Forestry and Fire Protection (CAL FIRE) California Climate Investments Wildfire Prevention Grants Program (Grant), and authorize the CEO and GM, or his delegate, to negotiate and execute in the name of Sacramento Municipal Utility District a CAL FIRE Grant recipient contract as well as all Grant documents, including, but not limited to, applications, agreements, amendments and requests for payment, necessary to facilitate Grant participation.

Presentation: 3 minutes Discussion: 2 minutes

4. Casey Fallon

Authorize the Chief Executive Officer and General Manager to award a sole source contract to **Itron Networked Solutions**, **Inc.** to purchase hardware, software, and professional services to enhance the **Advanced Metering Infrastructure (AMI)** platform for a one-year term in the amount of \$15 million, plus applicable taxes and fees.

Presentation: 3 minutes Discussion: 2 minutes

5. Jon Olson

Authorize the Chief Executive Officer and General Manager to execute the Temporary Central Valley Project (CVP) Water Transfer Reimbursement Agreement (Agreement) between SMUD and the City of Roseville for the transfer of up to 2,000 acre-feet per year of water for an approximately three-year period from December 1, 2023, through

February 28, 2026, and to take such other actions as may be necessary to implement the **Agreement**.

Presentation: 10 minutes Discussion: 5 minutes

6. Eric Poff

Authorize the Chief Executive and Officer and General Manager to enter into Master Services Agreements and finalize terms and conditions with **Arrow Construction**, **Henkels and McCoy West, LLC**, **Kiewit Transmission Services, Inc.**, and **Wilson Utility Construction Company** for substation construction services for a contract term of five years from December 21, 2023, to December 20, 2028, for a total aggregate contract not-to-exceed amount of

\$200 million.

Presentation: 8 minutes Discussion: 5 minutes

7. Joe Schofield

Authority (NCEA) Commission meetings to include the

months of March, April, and May 2024.

Presentation: minutes Discussion: minutes

INFORMATIONAL ITEMS (cont.)

8. Lisa Limcaco

Provide the Board with SMUD's financial results from the 10-month period ended October 31, 2023, and a summary

of SMUD's current Power Supply Costs.

Presentation: 5 minutes Discussion: 1 minute

9. Public Comment.

10. Rob Kerth Summary of Committee Direction.

Discussion: 1 minute

Members of the public shall have up to three (3) minutes to provide public comment on items on the agenda or items not on the agenda, but within the jurisdiction of SMUD. The total time allotted to any individual speaker shall not exceed nine (9) minutes.

Board Finance & Audit Committee Meeting and Special SMUD Board of Directors Meeting December 13, 2023

Page 4

Members of the public wishing to inspect public documents related to agenda items may click on the Information Packet link for this meeting on the <u>smud.org</u> website or may call 1-916-732-7143 to arrange for inspection of the documents at the SMUD Headquarters Building, 6201 S Street, Sacramento, California.

ADA Accessibility Procedures: Upon request, SMUD will generally provide appropriate aids and services leading to effective communication for qualified persons with disabilities so that they can participate equally in this meeting. If you need a reasonable auxiliary aid or service for effective communication to participate, please email Toni.Stelling@smud.org, or contact by phone at 1-916-732-7143, no later than 48 hours before this meeting.

SSS No.	
ACC 23-032	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date	
Finance & Audit	
December 13, 2023	
Board Meeting Date	
N/A	

	ТО						ТО							
1.	Lisa Limcaco					6.								
2.	2. Jennifer Davidson					7.								
3.	3. Jose Bodipo-Memba				8.									
4.	. Lora Anguay				9.	Legal								
5.	Scott Martin						10.	CEO & General Manager						
Cor	sent Calendar		Yes	х	No If no, sched	ule a dry run presentation.	Bud	geted	х	Yes		No (If no, exp. section.)	olain in Cos	t/Budgeted
FRC	M (IPR)	•				DEPARTMENT					MAIL STOP	EXT.	DATE SENT	
Kathy Ketchum Accounting									B352	5661	11/07/23			
NAI	RRATIVE:													·

Requested Action: SMUD's 2023 Financial Statements Independent Audit Plan.

Summary: SMUD's external auditor, Baker Tilly US, LLP will be performing the annual independent audit of

SMUD's financial statements. Prior to commencement of the audit, Baker Tilly will present an

informational overview of the audit plan to the Finance & Audit Committee. SMUD's financial statements

are required to be audited by an external auditor annually, to access credit markets.

Board Policy: Governance Process GP-14, External Auditor Relationship. The Board is responsible for hiring SMUD's

(Number & Title) external auditor to perform the annual independent audit.

Strategic Direction SD-3, Access to Credit Markets

Benefits: Provide information to the Board of Directors regarding the independent audit of SMUD's 2023 financial

statements by SMUD's external auditor.

Cost/Budgeted: Cost is included in Baker Tilly US, LLP's contract.

Alternatives: Provide documentation from Baker Tilly US, LLP to the Board outlining the 2023 financial statements

independent audit plan.

Affected Parties: Accounting

Coordination: Accounting

Presenter: Aaron Worthman, Baker Tilly US, LLP

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SUBJECT

SMUD 2023 Financial Statements Independent Audit Plan

ITEM NO. (FOR LEGAL USE ONLY)

SSS No.	DPG23-075	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit – 12/13/23

Board Meeting Date
December 14, 2023

	ТО					ТО								
1.	James Frasher					6.	Jose E	Jose Bodipo-Memba						
2.	2. Steve Lins				7.									
3.	3. Jennifer Davidson				8.									
4.	Lora Anguay					9.	Legal							
5.	Scott Martin						10.	CEO & General Manager						
Cor	nsent Calendar	Х	Yes		No If no, sched presentation.	dule a dry run	Bud	lgeted		Yes		No (If no, explain in Cost/Budgeted section.)		
FROM (IPR) DEPARTMENT								MAIL STOP	EXT.	DATE SENT				
Tom Moore Zero Carbon Energ				gy Solutions K221 5064 11/16/2				11/16/23						
NAI	RRATIVE:													

Requested Action:

Approve and ratify the submittal of SMUD's Connected Clean PowerCity project application to the Department of Energy (DOE) for the Grid Resilience and Innovation Partnerships (GRIP) grant and authorize the Chief Executive Officer and General Manager, or his designee, to negotiate and execute in the name of Sacramento Municipal Utility District a GRIP grant recipient contract with DOE as well as all grant documents, including, but not limited to, applications, agreements, amendments and requests for payment, necessary to facilitate grant participation.

Summary:

In support of SMUD's 2030 Zero Carbon Plan, SMUD submitted a grant application to the DOE on March 17, 2023, and was selected on October 17, 2023, to receive a GRIP \$50 million grant award for our Connected Clean PowerCity project. In support of the grant project, SMUD's cost share is \$104,967,835 and Wilton Rancheria's is \$1,196,337. The project will enable a zero-carbon grid of the future by deploying technologies and processes that improve service reliability, support core community benefits, and provide equitable energy access to all at a best-in-class cost. Expected outcomes future-proof the region's resilience against climate projections and electrification needs while concurrently delivering immediate benefits in testing grid congestion reductions based on edge-sensing.

Connected Clean PowerCity will identify and implement the base elements and critical infrastructure needed to prepare and implement a complete next-generation smart grid to include a fully enabled instance of Distributed Intelligence (DI) at the Grid Edge at scale, Advanced Distributed Energy Resource Management System (DERMS) and Outage Management System (OMS). The project's next-generation smart grid will address the regional need for resilient, reliable grid service that is hardened for and supports the clean energy transition within SMUD and other utilities' service areas. This new intelligent ecosystem replicates effective grid management at small to large utilities with dispersed Tribal partners in rural and urban communities.

Board Policy: (Number & Title)

Strategic Direction SD-4, Reliability; Strategic Direction SD-7, Environmental Leadership; Strategic Direction SD-9, Resource Planning; Strategic Direction SD-10, Innovation.

Benefits:

Connected CleanPower City's next-generation smart grid will address the regional need for resilient, reliable grid service that is hardened for and supports the clean energy transition. This new intelligent ecosystem replicates effective grid management at small to large utilities with dispersed Tribal partners in rural and urban communities. The Project's community centered strategy will equitably distribute Project benefits with at least 40% implementation in disadvantaged communities.

Cost/Budgeted:

Grip Grant: Total Project budget is \$156,164,172: Federal DOE share is \$50,000,000, SMUD Match is \$104,967,835, Wilton Rancheria Cost Share \$1,196,337.

Alternatives:

Do not support the proposal or approve the execution of the grant contracts and do not receive the awarded funding.

Affected Parties:

Information Technology, Distribution System Operations, Distribution Planning, Accounting, Grants Administration

Coordination:	Information Technology, Distribution System Operations, Distribution Planning, Accounting, Grants Administration
Presenter:	James Frasher, Manager, Economic Development & Partnership Amber Connors, Director, Customer & Grid Operations Tech Center

Additional Links:		

SUBJECT Connected Clean PowerCity Grant ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SMUD-1516 10/15 Forms Management

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SSS No.	LEG 2023-0141	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit – 12/13/23
Board Meeting Date
December 14, 2023

	то		ТО							
1. James Frasher					Jose Bodipo-Memba					
2.	Steve Lins	7.								
3. Jennifer Davidson										
4. Lora Anguay					Legal					
5.	Scott Martin		10.	CEO & General Manager						
Cor	Consent Calendar X Yes No If no, schedule a dry run presentation.					sudgeted X Yes No (If no, explain in Cost/Budgeted section.)				t/Budgeted
FRC	FROM (IPR) DEPARTMENT							MAIL STOP	EXT.	DATE SENT
Lau	ıra Lewis						B308	6123	12/06/23	

NARRATIVE:

Requested Action:

Authorize submission of a grant application for a Department of Forestry and Fire Protection (CAL FIRE) California Climate Investments Wildfire Prevention Grants Program (Grant), and authorize the CEO and GM, or his delegate, to negotiate and execute in the name of Sacramento Municipal Utility District a CAL FIRE Grant recipient contract as well as all Grant documents, including, but not limited to, applications, agreements, amendments and requests for payment, necessary to facilitate Grant participation.

Summary:

In an effort to mitigate wildfire risks in the Eldorado National Forest where SMUD owns numerous facilities associated with the Upper American River Project (UARP), SMUD plans to submit a grant application in January 2024 for CAL FIRE's California Climate Investments Wildfire Prevention Grants Program (Grant). CAL FIRE requires that a copy of an authorizing Board resolution be submitted with the grant application.

The maximum award for the Grant is \$3 million, with no SMUD match cost share requirement, and the Grant project is expected to span Fiscal Years (FY) 2024-2027. The grant provides funding for wildfire prevention projects and activities in and near the UARP transmission line with a focus on increasing the protection of people, structures, and communities.

The funds acquired from the Grant will enable SMUD to perform vegetation clearance projects including hazardous fuels reduction in critical locations to reduce the wildfire intensity and rate of spread and reduce impact on surrounding communities.

Board Policy:

Strategic Direction SD-4, Reliability; Strategic Direction SD-7, Environmental Leadership; Strategic Direction SD-9, Resource Planning

(Number & Title) Direction SD

Benefits: CAL FIRE's Wildfire Prevention Grants Program will enable SMUD to perform additional vegetation

clearance projects in critical locations along and near the UARP, including the transmission corridor, to reduce the wildfire intensity rate of spread and reduce impact of wildfires on surrounding communities. The

project is expected to span FY 2024-2027.

Cost/Budgeted: CAL FIRE Grant: Maximum total grant fund request for the CAL FIRE Wildfire Prevention Grants

Program is \$3M; SMUD match cost share is not required.

Alternatives: Do not apply for the grant.

Affected Parties: Information Technology, Distribution System Operations, Distribution Planning, Accounting, Grants

Administration, Vegetation Management

Coordination: Information Technology, Distribution System Operations, Distribution Planning, Accounting, Grants

Administration

Presenter: James Frasher, Manager, Economic Development & Partnership

Additional Links:

SUBJECT

CalFire Grant Application Authorization

ITEM NO. (FOR LEGAL USE ONLY)

SSS No. SC	CS 23-287	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit – 12/13/23
Board Meeting Date
December 14, 2023

	то					ТО							
1.	Casey Fallon					6.	Lora A	Lora Anguay					
2.	Trevor Lamb				7.	Jose B	Jose Bodipo-Memba						
3.	3. Amber Connors				8.	Jennif	Jennifer Davidson						
4.	Suresh Kotha				9.	Legal							
5.	Scott Martin					10.	CEO & General Manager						
Cor	nsent Calendar	Х	Yes	No If no, sched presentation.	dule a dry run	Budgeted X Yes				No (If no, explain in Cost/Budgeted section.)			
FRC	M (IPR)				DEPARTMENT						MAIL STOP	EXT.	DATE SENT
Dejona Lopez Procurement, Warel				house	nouse and Fleet EA404 5331 11/17/202				11/17/2023				
NAI	RRATIVÊ:												

Requested Action:

Authorize the Chief Executive Officer and General Manager to award a sole source contract to Itron Networked Solutions, Inc. ("Itron") to purchase hardware, software and professional services to enhance the Advanced Metering Infrastructure (AMI) platform for a one-year term in the amount of \$15 million, plus applicable taxes and fees.

Summary:

The AMI platform is comprised of communication infrastructure equipment (smart meters), a communication network and back-office systems, which was originally implemented in 2009 and partially funded by SMUD's SmartSacramento Smart Grid Investment Grant.

During 2021 and 2022 as part of SMUD's Next Generation AMI Roadmap, use cases supporting the 2030 Zero Carbon Plan (ZCP) were analyzed. The AMI Roadmap identified the next generation of smart meters as a key enabling technology required to support many of the use cases under the ZCP as they provide advanced functionality and additional data granularity. In October 2023, SMUD was awarded a \$50M grant from the Department of Energy Grid Deployment Office's Grid Resilience and Innovation Partnerships (GRIP) program, and Itron was identified as a named partner, for new technologies to increase reliability, efficiency and flexibility of the electric grid. As part of the grant, SMUD will deploy 200,000 Itron Riva edge computing sensors with measurement capabilities (smart meters) and eight (8) Distributed Intelligence (DI) applications with deployment beginning in September of 2024 and continuing through the end of 2025. The GRIP grant is SMUD's first step in our journey to life cycle our meters, replacing 200,000 meters by the end of 2025, as SMUD's existing smart meters are nearing their end of life. This contract will allow SMUD to move forward with ordering meters to meet the GRIP grant deployment schedule for 2024 and early 2025. Due to global supply chain constraints resulting in lead times of 12+ months, placement of the meter orders must begin by the end of 2023 for the initial quantities needed in 2024 to begin installation by September of 2024. In Q1 2024, SMUD will seek Board approval to negotiate and award a subsequent master agreement with Itron to purchase the remainder of the meters, software and professional services for installation in 2025 and beyond.

Itron is the only meter manufacturer with a commercially available DI enabled meter and associated DI apps deployed at scale, has the only DI enabled meter compatible with our existing AMI mesh network and back-office systems, is a named partner in our GRIP grant, and does not have any resellers; therefore, issuing a competitive solicitation would be an idle act.

The Itron Riva edge computing sensors (smart meters) with measurement capabilities are priced very competitively, within 7.5% on average compared to our existing legacy smart meters that lack the DI enabled capabilities. The cost per meter for the most common form factors is within 3% of their legacy smart meter equivalents. Costs for the software and professional services are found to be competitive when compared to other software products and associated professional services purchased by SMUD. Given this information paired with the fact that the Consumer Price Index (CPI) has increased by 46% since the current contract was put in place, the proposed pricing is considered fair and reasonable.

Itron Networked Solutions, Inc.	
2111 North Molter Road	
Liberty Lake, WA 99019	

Comments: This non-standard contract incorporates the terms and conditions of PO 4500060554 that were reviewed and approved by SMUD Risk Management and Legal.

Award a Sole Source contract to:

Board Policy: Board-Staff Linkage BL-8, Delegation to the CEO with Respect to Procurement; Strategic Direction SD-4, (*Number & Title*) Reliability; Strategic Direction SD-7, Environmental Leadership

Benefits: Allow for the initial purchase of the smart meters, associated software and professional services required to

enhance the AMI platform while also meeting supply chain lead time constraints.

Cost/Budgeted: \$15M; Budgeted for 2023-2024 by Information Technology.

Recommendation:

Alternatives: If this contract is not approved, SMUD will not be able to fulfill the obligations proposed in the GRIP grant

due to supply chain lead time constraints, which would not be in our best interest. Additionally, due to the proprietary nature of the products and services provided by Itron to support our existing network, issuing a

competitive solicitation would be an idle act.

Affected Parties: Information Technology, Supply Chain Services, and Itron Networked Solutions, Inc.

Coordination: Information Technology and Supply Chain Services.

Presenter: Casey Fallon, Director, Procurement, Warehouse & Fleet

Additional Links:			

SUBJECT
Advanced Metering Infrastructure (AMI) Platform Contract

ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SSS No.	
ET&C 23-078	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit - 12/13/23
Board Meeting Date
December 14, 2023

ТО						то								
1. Chad Adair					6.	Scott Martin								
2.	2. Jon Olson					7.	Jose E	Jose Bodipo-Memba						
3.	3. Russell Mills				8.	Jennifer Davidson								
4.	4. Heather Wilson				9.	Legal								
5.	Lora Anguay						10.	CEO & General Manager						
Consent Calendar X Yes No If no, schedule a dry run presentation.				Budgeted X Yes				No (If no, explain in Cost/Budgeted section.)						
FROM (IPR) DEPARTMENT										MAIL STOP	EXT.	DATE SENT		
John Hansen Energy Trading & Co				ontrac	ts				A404	6614	11/16/23			
NAI	RRATIVE:											•	•	

Requested Action:

Authorize the Chief Executive Officer and General Manager to execute the Temporary Central Valley Project (CVP) Water Transfer Reimbursement Agreement (Agreement) between SMUD and the City of Roseville for the transfer of up to 2,000 acre-feet per year of water of an approximately three-year period from December 1, 2023, through February 28, 2026, and to take such other actions as may be necessary to implement the Agreement.

Summary:

SMUD and Roseville staff have negotiated a three-year water transfer of up to 2,000 acre-feet (AF) annually of SMUD's CVP water to Roseville for the purpose of injection into Roseville's groundwater storage system. Currently, SMUD has a Water Service Contract with the U.S. Bureau of Reclamation (USBR) for 30,000 acrefeet of water per year. The 2,000 AF/year that SMUD is transferring under this agreement is surplus to SMUD's needs. Roseville will pay \$250/AF for any water that is scheduled under this agreement. SMUD will then pay USBR for the cost of service of the water (annually variable, ~\$65/AF). Roseville will directly cover or reimburse SMUD for any related consultant fees and USBR staff time.

Both SMUD and Roseville are CVP water contractors, and both agencies are working with the USBR Central California Area Office in Folsom on technical, administrative, and environmental requirements for the water transfer. SMUD Energy Trading & Contracts management and Roseville Environmental Utilities management have met to discuss this process and are in support of the transfer. Roseville staff is taking this agreement to the Roseville City Council on December 6, 2023, for approval and direction for Roseville's City Manager to sign. SMUD and Roseville are members of the Sacramento Water Forum and publicly disclosed this transfer proposal to the Water Forum membership on August 24, 2023, with no concerns expressed by any of the other members (Environmental Caucus members of the Water Forum include Save the American River Association, Inc., Environmental Council of Sacramento, and Friends of the River).

Board Policy:

Strategic Direction SD-2, Competitive Rates; Strategic Direction SD-7, Environmental Leadership;

(Number & Title)

Strategic Direction SD-9, Resource Planning

Benefits:

Will provide a revenue opportunity for SMUD of up to \$500,000 annually for three years, thereby monetizing an unused asset (SMUD's CVP water supply). Will strengthen a valuable relationship between

SMUD and Roseville. Will improve regional water reliability.

Cost/Budgeted:

Energy Trading & Contracts has not budgeted for revenue to SMUD under this agreement.

Alternatives:

Do not sign the business agreement. Notify Roseville that SMUD is not interested in a transfer.

Affected Parties:

Energy Trading & Contracts, Settlements, Accounting, and Legal

Coordination:

Energy Trading & Contracts and Legal

Presenter:

Jon Olson, Director, Energy Trading & Contracts

SUBJECT

SMUD – Roseville Temporary CVP Water Transfer Reimbursement Agreement

ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SMUD-1516 1/16 Forms Management Page 1



SMUD – ROSEVILLE TEMPORARY CVP WATER TRANSFER REIMBURSEMENT AGREEMENT

THIS REIMBUI	RSEMENT AGREEMENT ("Agreement") is made and entered into this
day of	, 20, by and between the City of Roseville, a municipal
corporation ("CITY"), a	nd Sacramento Municipal Utility District, a municipal utility district
("SMUD").	

$\underline{W} \underline{I} \underline{T} \underline{N} \underline{E} \underline{S} \underline{S} \underline{E} \underline{T} \underline{H}$:

WHEREAS, CITY is interested in acquiring a portion of additional Central Valley Water Project ("CVP") water supply, by permanent contract assignment, from SMUD; and

WHEREAS, the reassigned project water would be stored in the aquifers under CITY using CITY's Aquifer Storage and Recovery ("ASR") equipped groundwater wells; and

WHEREAS, CITY has a current need to prove out the "real world" injection capacity of CITY's existing ASR wells and the data to be gathered would help justify to the U.S. Bureau of Reclamation ("Reclamation") the capacity of the ASR system to potentially acquire a permanent contract assignment of a portion of SMUD's CVP water service contract entitlement at some future date under separate agreement; and

WHEREAS, SMUD and CITY agree that a temporary CVP water transfer of up to two thousand (2,000) acre-feet per year over a three (3) year period beginning from December 1, 2023 through February 28, 2026 is an appropriate means of providing the needed ASR data to continue reassignment discussions with the U.S. Bureau of Reclamation, SMUD and CITY; and

WHEREAS, any water used as part of the proposed CVP transfer would be used for purposes of the limited testing of the City's ASR groundwater and injection well capacity and for developing ASR groundwater system readiness.

NOW, THEREFORE, the parties agree as follows:

- 1. Purchase of Water by CITY. SMUD agrees to transfer up to two thousand (2,000) acre-feet of project water per year to CITY from SMUD's CVP contract entitlement over an established three (3) year period of December 1, 2023 through February 28, 2026 with such amounts of water not exceeding the annual Not-To-Exceed Reimbursement Amounts established herein as EXHIBIT A. CITY acknowledges and understands the completion of a transfer in any given year is dependent upon Reclamation's determination of whether the water is available and whether Reclamation approves the transfer. SMUD makes no representation or warranty as to the successful completion of one or any of the proposed transfers.
- 2. <u>Costs and Reimbursements.</u> In exchange for the transfer of available and CVP approved water during the established three (3) year period, CITY will compensate SMUD at the rate of \$250 per acre-foot of water actually received by CITY from SMUD's CVP contract entitlement. CITY shall also bear all costs of reimbursing Reclamation for associated staff work on the transfer, as well as the hiring of necessary consultant(s) for environmental documentation needed for each transfer. Any consultant(s) reasonably hired by SMUD to facilitate the completion of any transfer must be preapproved by the CITY in writing before any such related costs are incurred for reimbursement by CITY, which approval shall not be unreasonably withheld.

If CITY disputes any costs claimed by SMUD for a reasonable cause, the amounts and reasons for the disputed item(s) will be documented in writing to SMUD within thirty (30) days after receipt of an invoice. CITY has the right to request additional documentation, and accounting, and/or audit of the costs presented by SMUD. SMUD shall provide all documents reasonably requested by CITY. All undisputed costs will be reimbursed by CITY within 60 days

following receipt of an invoice from SMUD. As to any disputed costs that are not resolved by their respective staffs, CITY and SMUD will each assign a senior leader to seek to reach an agreement.

- 3. <u>System Validation.</u> CITY shall be responsible for, at its own cost, the current and planned recharge capacity of CITY'S ASR groundwater infrastructure to determine the technical feasible annual schedule of transferred water, in increments, up to two thousand (2,000) acre-feet of water per year.
- 4. <u>Term.</u> This Agreement commences upon execution and shall naturally expire by its terms on April 30, 2026 and may be terminated at any time by either party upon providing a thirty (30) day written notice.
- 5. <u>Completion of Project.</u> CITY shall fully perform all necessary tasks to complete the project in a timely and cost-effective manner. If the project cannot be completed as originally scoped, CITY must, at its own expense, ensure that the project is in a safe condition for the public, that completed components are in service, and that any work performed is completed in a workmanlike fashion.
- 6. <u>Independent Contractor/No Joint Venture.</u> In the performance of this Agreement and completion of the project, each party will act as and be an independent contractor and not an officer, employee or agent of the other. Neither party has authority to bind or commit the other to any decision or course of action and will not represent to any person or business that it has such power. CITY has and will retain the right to exercise full control of the supervision of the work and the employment, direction compensation and discharge of all persons assisting CITY in the performance of work funded by this Agreement. This Agreement does not create a joint venture, partnership or any other relationship of association or agency among the parties.

7. <u>Indemnification.</u> SMUD shall indemnify, defend and hold harmless CITY, and CITY's officers, directors, agents, employees, and volunteers against all claims, liabilities, damages and expenses ("Claims") including, without limitation, claims for injury to or death of any person, or damage (including contamination) to any property, natural resources or the environment to the extent caused by or arising out of SMUD's performance or failure to perform its obligations under this Agreement unless the Claim(s) is subject to CITY's Indemnification, below.

CITY shall indemnify, defend and hold harmless SMUD, its officers, directors, agents, employees and volunteers against all claims, liabilities, damages and expenses ("Claims") including, without limitation, claims for injury to or death of any person, or damage (including contamination) to any property, natural resources or the environment to the extent caused by or arising out of CITY's performance or failure to perform its obligations under this Agreement unless the Claim(s) is subject to SMUD's indemnification, above.

It is the intention of CITY and SMUD that when fault is determined to have been contributory, principles of comparative fault will be followed and each party shall bear the proportionate cost of any damage attributable to the fault of that party, its officers, directors, agents, employees, contractors, volunteers, and CITY Council. The foregoing requirements are not intended to and may not in any manner limit or qualify the liabilities and obligations otherwise assumed by CITY or SMUD pursuant to this Agreement.

8. Third Party Beneficiaries. Nothing in this Agreement is intended to make the public or any member thereof a third party beneficiary hereunder, and no term or condition or other provision of this Agreement is intended to establish a standard of care owed to the public or any member thereof.

- 9. <u>Insurance.</u> Each party, at its sole cost and expense, shall carry insurance, or self-insure, its activities in connection with this Agreement, and obtain, keep in force and maintain, insurance or equivalent programs of self-insurance, for general liability, workers compensation, and business automobile liability adequate to cover its potential liabilities hereunder. Each party agrees to provide the other 30 days' advance written notice of any cancellation, termination, or lapse of any of the insurance or self-insurance coverages.
- 10. Third Party Obligations. SMUD is solely liable to third parties with whom it, in its sole discretion, enters into contracts to facilitate one or more transfers under this Agreement. SMUD will pay directly such parties for all amounts due. SMUD must indemnify and hold CITY harmless from any and all claims and liabilities arising from contracts between SMUD and third parties. CITY's only obligation with respect to such third parties will be limited to reimbursement to SMUD for those expenses that CITY is obligated to reimburse pursuant to Section 2.
 - 11. <u>Time is of the Essence.</u> Time is of the essence of this Agreement.
- 12. <u>Compliance with Laws.</u> Each party shall comply with all federal, state and local laws, ordinances and policies as may be applicable to its obligations under this Agreement.
- 13. <u>Governing Agreement.</u> In the event of any conflict between this Agreement and its EXHIBITS, the provisions of this Agreement shall govern. In the event of any conflict between any of the EXHIBITS, the provisions of the first in order of attachment shall govern.
- 14. <u>Assignment.</u> Neither party may assign this Agreement without the prior written consent of the other.
- 15. <u>Successors in Interest.</u> This Agreement shall be binding upon the heirs, successors, executors, administrators and assigns of the respective parties hereto.

- action against the other party arising out of this Agreement or the performance hereof, the prevailing party in such action shall be entitled to recover its reasonable litigation expenses, including but not limited to, court costs, expert witness fees, discovery expenses, and attorney's fees. Any action arising out of this Agreement shall be brought in any county other than Sacramento or Placer County, California, regardless of where else venue may lie. This Agreement shall be governed by and construed in accordance with the laws of the State of California.
- 17. <u>Modification.</u> This Agreement and each provision contained herein may be waived, amended, supplemented or eliminated only by mutual written agreement of the parties.
- 18. <u>Severability.</u> If any of the provisions contained in this Agreement are for any reason held invalid or unenforceable, such holding shall not affect the remaining provisions or the validity and enforceability of the Agreement as a whole.
- 19. <u>Notices.</u> Any notices to parties required by this Agreement shall be delivered personally or mailed, U.S. first class postage prepaid, addressed as follows:

CITY OF ROSEVILLE

<u>SMCD</u>
Sacramento Municipal Utility District
Power Contracts Administration, MSA404
6301 S Street
Sacramento, CA 96817-1899

SMIID

Either party may amend its address for notice by giving notice to the other party in writing.

20. <u>Integrated Agreement.</u> This is an integrated agreement and contains all of the terms, considerations, understanding and promises of the parties. It shall be read as a whole.

	IN WITNESS WHEREOF, the Cit	y of Ros	eville, a municipal corporation, has authorized
the ex	ecution of this Agreement in duplica	ate by its	City Manager and attested to by its City Clerk
under	the authority of Resolution No	, ado _l	oted by the Council of the City of Roseville or
the	_ day of, 20, and s	SMUD h	as caused this Agreement to be properly
execu	ted.		
CITY	OF ROSEVILLE, a	SACE DIST	RAMENTO MUNICIPAL UTILITY
munic	cipal corporation	DIST	
BY:_	DOMINICK CASEY	BY:	I OD A ANGUAY
	City Manager		LORA ANGUAY Chief Zero Carbon Officer
ATTE	EST:	APPR	OVED AS TO FORM:
BY:_	CARMEN AVALOS	BY:	JOE SCHOFIELD
	City Clerk		Deputy General Counsel
4 DDD	OVED AS TO FORM		
APPR	OVED AS TO FORM:		
BY: _	MICHELLE SHEIDENBERGER		
	City Attorney		
APPR	OVED AS TO SUBSTANCE:		
DW:			
ві:_	RICHARD D. PLECKER		
	Environmental Utilities Director		

SSS No. SCS-23-288	

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit – 12/13/23
Board Meeting Date
December 14, 2023

ТО					ТО								
1.	. Robert Adams				6.	Jennifer Davidson							
2.	2. Casey Fallon				7.	Lora Anguay							
3.	3. Eric Poff				8.	Scott Martin							
4.	4. Frankie McDermott				9.	Legal							
5.	Jose Bodip	o-M	[emba			10.	CEO & General Manager						
_	Consent Calendar X Yes No If no, schedule a dry run presentation.				dule a dry run	Budgeted x Yes			No (If no, explain in Cost/Budgeted section.)				
FROM (IPR) DEPARTMENT									MAIL STOP	EXT.	DATE SENT		
Katherine Manne Procurement										EA404	6175	11/17/23	
NAI	RRATIVE:				·	·	·				_		

Requested Action:

Authorize the Chief Executive Officer and General Manager to enter into Master Service Agreements (MSA) and finalize terms and conditions with Arrow Construction (Arrow), Henkels and McCoy West, LLC (H&M), Kiewit Transmission Services, Inc. (Kiewit), and Wilson Utility Construction Company (Wilson) for Substation Construction Services for a contract term of five years from December 21, 2023, to December 20, 2028, for a total contract aggregate not-to-exceed amount of \$200 million.

Summary:

Request for Qualification (RFQ) No. Doc4026185446 was issued in May 2023 to technically qualify proposers for a subsequent Request for Proposals. SMUD received 15 proposals in response to the RFQ, and ultimately prequalified 13 contractors to participate in the subsequent Request for Proposals (RFP). RFP No. Doc4087506649 was issued in June 2023 to solicit for qualified firms to provide distribution and transmission substation construction services. A pre-proposal conference was held on July 31, 2023. On September 9, 2023, five proposals were received and evaluated in accordance with the advertised criteria. Of the five proposals received, four were responsive. SMUD initiated negotiations with all four of the responsive proposers, which has resulted in a price reduction on labor and construction equipment of ~1.5% on Arrow's pricing proposal, ~25.6% on H&M's pricing proposal, ~49.3% on Kiewit's pricing proposal, and ~5.4% on Wilson's pricing proposal. The average labor and equipment pricing of the four contractors has been reduced by ~22.7% following negotiations. With five distribution and one transmission substation projects planned per year, this could equate to ~\$3.6M in annual savings.

The final pricing from Arrow, H&M, Kiewit, and Wilson is highly competitive, and, coupled with their technical score, this supports the recommendation to award contracts to the four highest rated proposers. Awarding four zero-dollar contracts with an aggregate amount of all tasks non-to-exceed \$200,000,000 for five years gives the business unit flexibility and mitigates the risk of work disruption. The result of the evaluation and award recommendations are shown below.

Recommendation: Award to the Highest Evaluated Responsive Proposers.

Award to:

	Henkels & McCoy	Kiewit Transmission	Wilson Utility
Arrow Construction	West, LLC	Services, Inc.	Construction Company
		1755 Creekside Oaks,	
1850 Diesel Drive	2840 Ficus Street	Drive, Suite 290	1190 NW Third Avenue
Sacramento, CA 95838	Pomona, CA 91766	Sacramento, CA 95833	Canby, OR 97013

Proposers Notified by Procurement:RFQ-92, RFP-77Proposers Downloaded:RFQ-26, RFP-18Pre-Proposal Conference Attendance:RFQ-37, RFP-12Proposals Received:RFQ-13, RFP-5

Arrow										
Construction	P	10.0	41.50	19.22	64.40	135.12	3	\$11,643,094.19	\$11,393,094.19	Not-To-
Henkels &										Exceed
McCoy West	P	0.0	34.20	19.69	85.00	138.89	2	\$9,941,174.79	\$9,941,174.79	\$200,000,000
Kiewit										Aggregate
Transmission										Amount of all
Services, Inc.	P	3.99	34.20	21.09	73.60	132.87	4	\$7,491,142.86	\$7,461,290.66	Task
Wilson Utility										Authorizations
Construction										
Company	P	10.0	41.95	21.15	85.20	158.30	1	\$9,872,734.01	\$9,622,734.01	

	Non-Responsive Proposal Received	Proposal Amount
I	PAR Western Line Contractors, Inc.	\$23,035,531.09

Comments: N/A.

<u>Supplier Diversity Program:</u> Wilson is the highest rated contractor, and proposed to self-perform 64% of the work, and to subcontract 21% to SEED-verified subcontractors. H&M is the 2nd highest contractor and proposed to self-perform 98% of the work. Arrow is the 3rd highest rated contractor, is a SEED-verified contractor, and has proposed to self-perform 36% of the work, and to subcontract 13% to SEED-verified subcontractors. Kiewit is the 4th highest rated contractor, and proposed to self-perform 91% of the work, and to subcontract 8% to SEED-verified subcontractors.

Board Policy: Board-Staff Linkage BL-8, Delegation to the CEO with Respect to Procurement; Strategic Direction SD-4, (Number & Title) Reliability; Strategic Direction SD-6, Safety Leadership; Strategic Direction SD-13, Economic Development.

Benefits: Award will provide SMUD with four qualified contractors to execute transmission and distribution substation

construction services.

Cost/Budgeted: \$200,000,000; Budgeted for 2023 through 2028 by Substation, Telecom, and Metering

Alternatives: Do not award MSAs and source contracts for each substation construction project individually as needed.

Affected Substation Group, Supply Chain Services, and Contractor.

Parties:

Coordination: Substation, Telecom, and Metering – Terry Wang, and Supply Chain Services.

Presenter: Eric Poff, Director Substation, Telecommunications, and Metering Assets

Additional Links:			

SUBJECT
Award Master Service Agreements for Substation Construction Services

ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SSS No. LEG 2023-0138

COMMISSION AGENDA ITEM

NORTHERN CALIFORNIA ENERGY AUTHORITY STAFFING SUMMARY SHEET

Committee Meeting & Date Finance & Audit – 12/13/23

Commission Meeting Date December 14, 2023

					ТО							ТО		
1.	Russell Mills						6.							
2.	Jennifer David	dso	n				7.							
3.	3. Lora Anguay				8.									
4.	4. Scott Martin				9.	Lega	l							
5.	Jose Bodipo-N	Лer	nba				10.	CEO	&	Gene	ral	Manager		
Cor	Consent Calendar X Yes No If no, schedule a dry run presentation.				Bud	geted	Х	Yes		No (If no, exp section.)	olain in Cos	t/Budgeted		
FROM (IPR) DEPARTMENT								•	MAIL STOP	EXT.	DATE SENT			
	Schofield RRATIVE:					Legal						B406	5446	12/05/23
Requested Action: Revise the schedule of regular Northern C include the months of March, April, and N Summary: California Government Code section 6592 do so only at regularly scheduled meeting will be requesting authorization for an NC to appear before the Commission for any Commission calendar will provide addition				of March, April, and M ent Code section 6592. rly scheduled meetings uthorization for an NCI Commission for any re	Iay 20 I request, which the second se	24. uires pu ch for N ond/pre relating gular Co	ubli NCI pay g to	EA is continued the transfer th	ties curr action ans	authorizing authorizing tently once poon in 2024.	the issuar er year in In the eve ng addition	April. Staff ent staff needs nal dates to the rovals for the		
						g NCEA to market risk for the Commission to								ransaction. If
	Board Pol (Number & T			ateg	gic Direction S	SD-2, Competitive Rate	es							
	Bene	fits	: Ad	opt	ing a regular s	schedule reduces the ris	isk that the anticipated 2024 transaction will be delayed.							
	Cost/Budge	ted	: N/A	4										
	Alternati	ves	Co	mm	nission approv	al will be needed. Alto	etings in the ensuing months, taking the chance that no further ternatively, call a special meeting for the purpose of scheduling e any bond transactions applicable at that time.							
	Affected Part	ties	: Tre	easu	ıry, Accountir	ng, Legal								
	Coordinat	ion	: Tre	east	ıry, Accountir	ng, Legal								
Presenter: Joe Schofield, Deputy General Counsel														
Ad	ditional Links:													
SUE	JECT	_										ITE	EM NO. <i>(FOF</i>	R LEGAL USE ONLY)

CFO 22-021

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Meeting & Date
Finance & Audit, 2023
Board Meeting Date
N/A

				ТО							ТО		
1.	Jennifer Davids	son				6.							
2.	Lora Anguay					7.							
3.	3. Scott Martin				8.								
4. Jose Bodipo-Memba				9.	Lega	ıl							
5.					10.	CEC) &	Gener	al	Manager			
Consent Calendar Yes No If no, schedule a dry run presentation.				Bud	lgeted		Yes		No (If no, exp section.)	olain in Cos	t/Budgeted		
FRO	DM (IPR)				DEPARTMENT						MAIL STOP	EXT.	DATE SENT
	a Limcaco				Accounting						B352	7045	12/27/2022
	RRATIVE:				11000000000						2002	, , , ,	12/2//2022
	Summary: Board Policy: (Number & Title) Benefits:	Staff w Power GP-3, I Provide supply	Po vill Suj Boa	present SMU pply Costs to ard Job Descri	D's financial results f the Board of Directors	for the	e year-	to-d	ate per	rioc	d and a sumn	nary of S	MUD's current
	Cost/Budgeted:	N/A											
	Alternatives:	N/A											
A	affected Parties:	Accour	ntir	ng and SMUD)								
	Coordination:	Accour	ntir	ng									
	Presenter:	Lisa Li	imo	eaco									

Additional Links:			

SUBJECT

SMUD's Financial Results & Power Supply Costs

ITEM NO. (FOR LEGAL USE ONLY)

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

SACRAMENTO MUNICIPAL UTILITY DISTRICT OFFICE MEMORANDUM

TO: Distribution DATE: November 30, 2023 ACC 23-033

FROM: Kathy Ketchum / Lisa Limcaco

SUBJECT: OCTOBER 2023 FINANCIAL RESULTS AND OPERATIONS DATA

We are attaching the financial and operating reports for the ten months of 2023. They include sales and generation statistics and other selected data.

The change in net position is an increase of \$236.7 million compared to a budgeted increase of \$163.3 million, resulting in a favorable variance of \$73.4 million.

We prepared these statements on the accrual basis of accounting, and they conform to generally accepted accounting principles. The bases for the budget amounts are:

- 1) Budgeted electric revenues are based on the Forecast of Revenues by the Pricing Department, adjusted for unbilled revenues; and
- 2) Budgeted operating expenses reflect the 2023 Budget approved by the Board of Directors on December 8, 2022.

Change in Net Position Year To Date



SACRAMENTO MUNICIPAL UTILITY DISTRICT EXECUTIVE SUMMARY For the Ten Months Ended October 31, 2023

Net Position

• The change in net position is an increase of \$236.7 million compared to a budgeted increase of \$163.3 million, resulting in a favorable variance of \$73.4 million.

Revenues

- Revenues from sales to customers were \$1,383.8 million, which was \$24.7 million lower than planned. The decrease is primarily due to:
 - Lower commercial customer revenue of \$25.1 million primarily due to lower customer usage.
 - Lower residential customer revenue of \$8.3 million.
 - o Offset by lower provision for uncollectible accounts of \$8.7 million.
- Revenues under the California Global Warming Solutions Act Assembly Bill 32 (AB-32) were \$18.7 million. This is due to carbon allowances sold through the state sanctioned quarterly auctions.
- Low Carbon Fuel Standard (LCFS) revenues were \$5.9 million due to LCFS credit sales.
- Other electric revenues were higher by \$12.2 million primarily due to higher Procter & Gamble Power Plant steam sales than planned.
- Non-cash revenues transferred to the rate stabilization fund were \$90.8 million, of which \$65.4 million was
 for the annual Hydro Generation Adjustment, \$19.4 million was for AB-32 and \$6.0 million was for LCFS.
 AB-32 and LCFS funds are deferred until SMUD has qualified program expenses (projects that reduce
 carbon emissions or electric vehicle programs) to recognize revenue.
- Non-cash revenues transferred from the rate stabilization fund were \$40.5 million, which is \$17.0 million higher than plan. The increase is primarily due to \$27.7 million of revenue recognized for AB-32, offset by lower revenue recognized for the Community Impact Plan of \$5.7 million and lower revenue recognized from LCFS electric vehicle programs expenses of \$5.0 million.

Commodities, Purchased Power, and Production

- SMUD's generation was higher by 226 GWh (3.8 percent); JPA and other generation was lower by 534 GWh (12.1 percent); and Hydro generation was higher by 760 GWh (49.0 percent).
- Purchased power expense of \$384.2 million, less surplus power sales of \$167.6 million, was \$216.6 million, which was \$20.4 million lower than planned. October was warmer than forecasted and load is still down overall due to the loss of datacenter accounts and a cooler September. Hydro generation is still higher than planned due to higher precipitation levels earlier in the year and resulting inflows from snow melt. In addition, surplus power is being sold and market purchases are being purchased at a lower price than plan due to abundant hydro generation driving market prices down.
- Production operations cost of \$278.1 million, less surplus gas sales of \$94.3 million, was \$183.8 million, which was \$17.1 million lower than planned.
 - Fuel costs of \$176.7 million less surplus gas sales of \$94.3 million, was \$82.4 million, which was
 \$11.8 million lower than planned. This is primarily due to lower usage and lower prices.
- The "power margin", or sales to customers less cost of purchased power, production operations costs and gas hedges included in investment revenue was \$977.8 million, which was \$7.3 million higher than planned. The power margin as a percentage of sales to customers was 70.7 percent, which was 1.8 percent higher than planned. This is due to lower sales to customers, lower thermal generation, and lower purchased power.

Other Operating Expenses

- All other operating expenses were \$795.7 million, which was \$7.8 million lower than planned.
 - Customer Service and Information expenses were down \$10.2 million primarily due to supply chain issues causing equipment delivery delays and, in turn, switch installation delays in the NextGen ACLM program and charger installation delays in transportation electrification. Additionally, the delay in the launch of the Partner+ program in Storage Virtual Power Plant and lower rebate activity in the transportation electrification programs are driving costs down.
 - Administrative & General expenses were down \$12.4 million primarily due to a difference in accounting and budgeting for the other postemployment benefits (OPEB) normal cost, lower new business development planning expenses under demonstration and selling expenses, and lower miscellaneous

- general expenses, including the enterprise shared drive migration project, T3 transformation project, and other expenses and projects.
- Public Good expenses were down \$11.0 million primarily due to project delays in building electrification and energy efficiency CIP program initiatives. Additionally, research and development project delays in Electric Transportation, ChargeReady Community Grant, Energy Storage Systems (ESS) battery storage and other projects being moved to 2024.
- Production maintenance expenses were \$3.8 million lower than planned primarily due to supply chain issues for planned major maintenance at the Procter & Gamble Power Plant and shifting of maintenance timelines for Cosumnes Power Plant.
- Transmission and distribution maintenance expenses were \$17.4 million higher than planned. This is primarily due to higher costs related to the storm response.
- Non-cash depreciation and amortization is higher by \$13.4 million primarily due to unplanned amortization of lease assets, offset by a timing difference between budgeted and actual depreciation.

Non-operating Revenues and Expenses

- Other revenue, net, was \$83.7 million higher than planned primarily due to gain on sale of the Solano property of \$27.3 million, an insurance recovery payment of \$13.6 million related to Cosumnes Power Plant, higher settlements of \$9.8 million due to a settlement payment of \$14.8 million related to the US Bureau of Reclamation, Central Valley Project Improvement Act settlement, a distribution from TANC of \$6.1 million, and higher interest income of \$21.0 million, all offset by higher investment expense of \$5.3 million primarily due to natural gas hedging activity.
- o Interest charges were \$5.7 million lower than planned primarily due to budgeted interest expense continuing for bonds refunded in June and a new swap agreement that reduces interest expense.

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SACRAMENTO MUNICIPAL UTILITY DISTRICT STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION For the Month Ended October 31, 2023 (thousands of dollars)

\	Actual Budget			(Over (Under)	Percent of Increase (Decrease)	
OPERATING DEVENUES							
OPERATING REVENUES	Φ.	111 610	ф	117.056	¢.	(6.000)	/F 2\ 0/
Sales to customers	\$	111,618	\$	117,856	\$	(6,238)	(5.3) %
Sales of surplus power		13,698		19,354		(5,656)	(29.2)
Sales of surplus gas		8,872		-		8,872	*
LCFS revenue		857		- 0.660		857	40.0
Other electric revenue		3,811		2,668		1,143	42.8
Revenue to rate stabilization fund		(857)		- 0.474		(857)	(0.4.0)
Revenue from rate stabilization fund		1,414		2,171		(757)	(34.9)
Total operating revenues		139,413		142,049		(2,636)	(1.9)
OPERATING EXPENSES							
Operations							
Purchased power		30,800		38,370		(7,570)	(19.7)
Production		30,162		24,154		6,008	24.9
Transmission and distribution		7,185		7,364		(179)	(2.4)
Customer accounts		4,943		4,656		287	6.2
Customer service and information		6,445		7,055		(610)	(8.6)
Administrative and general		15,327		16,287		(960)	(5.9)
Public good		6,025		7,089		(1,064)	(15.0)
Total operations		100,887		104,975		(4,088)	(3.9)
Maintenance							
Production		2,991		2,104		887	42.2
Transmission and distribution		11,391		9,696		1,695	17.5
Total maintenance		14,382		11,800		2,582	21.9
Daniel siekien auch en autientien							
Depreciation and amortization		04 704		20.664		4.007	F 0
Depreciation and amortization		21,701		20,664		1,037	5.0
Amortization of regulatory asset		3,186		3,445		(259)	(7.5)
Total depreciation and amortization		24,887		24,109		778	3.2
Total operating expenses		140,156		140,884		(728)	(0.5)
OPERATING INCOME (LOSS)		(743)		1,165		(1,908)	(163.8)
NON-OPERATING REVENUES AND EXPENSES							
Other revenues/(expenses)							
Interest income		3,812		1,065		2,747	257.9
Investment revenue (expense)		(817)		(41)		(776)	251.9
Other income (expense) - net		22,133		670		21,463	*
` · · /				070			*
Unrealized holding gains (losses)		(776)		1 252		(776)	29.3
Revenue - CIAC		1,620		1,253		367	
Total other revenues		25,972		2,947		23,025	781.3
Interest charges							
Interest on long-term debt		7,308		8,713		(1,405)	(16.1)
Interest on commercial paper		348		86		262	304.7
Total interest charges		7,656		8,799		(1,143)	(13.0)
CHANGE IN NET POSITION	\$	17,573	\$	(4,687)	\$	22,260	474.9 %

^{*} Equals 1000% or greater.

SACRAMENTO MUNICIPAL UTILITY DISTRICT STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION For the Ten Months Ended October 31, 2023 (thousands of dollars)

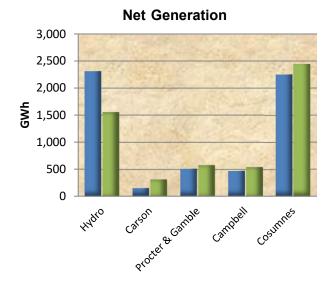
		Actual		Budget	(Over (Under)	Percent of Increase (Decrease)
OPERATING REVENUES		_		_			
Sales to customers	\$	1,383,793	\$	1,408,506	\$	(24,713)	(1.8) %
	Φ	1,363,793	Φ	240,709	φ	(73,141)	` '
Sales of surplus power				240,709		,	(30.4)
Sales of surplus gas		94,279 435		-		94,279 435	*
SB-1 revenue (deferral)/recognition, net				-			*
AB32 revenue LCFS revenue		18,676		-		18,676 5,875	*
		5,875		-			45.5
Other electric revenue		39,055		26,835		12,220	45.5
Revenue to rate stabilization fund		(90,774)		-		(90,774)	70.0
Revenue from rate stabilization fund		40,499		23,545		16,954	72.0
Total operating revenues		1,659,406		1,699,595		(40,189)	(2.4)
OPERATING EXPENSES							
Operations							
Purchased power		384,150		477,719		(93,569)	(19.6)
Production		278,140		200,964		77,176	38.4
Transmission and distribution		72,262		72,023		239	0.3
Customer accounts		48,263		46,639		1,624	3.5
Customer service and information		61,177		71,359		(10,182)	(14.3)
Administrative and general		163,690		176,129		(12,439)	(7.1)
Public good		49,395		60,410		(11,015)	(18.2)
Total operations		1,057,077		1,105,243		(48,166)	(4.4)
Maintenance							
Production		33,637		37,416		(3,779)	(10.1)
Transmission and distribution		119,304		101,945		17,359	17.0
Total maintenance		152,941		139,361		13,580	9.7
Depreciation and amortization							
Depreciation and amortization		216,545		203,158		13,387	6.6
Amortization of regulatory asset		31,402		34,447		(3,045)	(8.8)
Total depreciation and amortization	1	247,947		237,605		10,342	4.4
Total operating expenses	•	1,457,965		1,482,209		(24,244)	(1.6)
-						,	,
OPERATING INCOME		201,441		217,386		(15,945)	(7.3)
NON-OPERATING REVENUES AND EXPENSES							
Other revenues/(expenses)							
Interest income		31,626		10,672		20,954	196.3
Investment revenue (expense)		(5,797)		(498)		(5,299)	*
Other income (expense) - net		76,533		11,718		64,815	553.1
Unrealized holding gains (losses)		(213)		-		(213)	*
Revenue - CIAC		15,954		12,500		3,454	27.6
Total other revenues		118,103		34,392		83,711	243.4
Interest charges							
Interest on long-term debt		78,957		85,420		(6,463)	(7.6)
Interest on commercial paper		3,843		3,030		813	26.8
interest on commorbial paper							
Total interest charges		82,800		88,450		(5,650)	(6.4)

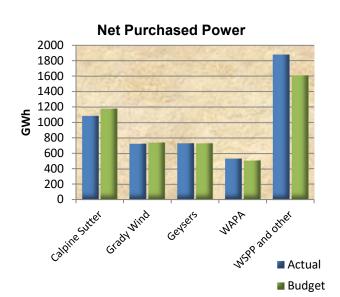
^{*} Equals 1000% or greater.

SACRAMENTO MUNICIPAL UTILITY DISTRICT SOURCES AND USES OF ENERGY - COMPARED TO BUDGET For the Period Ended October 31, 2023

			Increase			Increase
	Mor	nth	(Decrease)	Year t	o Date	(Decrease)
Sources of Energy (GWh)	Actual	Budget	Percentage	Actual	Budget	Percentage
Net Generated						
Hydro	44	42	4.8	2,312	1,552	49.0
Carson Power Plant	13	39	(66.7)	155	313	(50.5)
Procter & Gamble Power Plant	39	53	(26.4)	510	575	(11.3)
Campbell Power Plant	-	-	*	471	540	(12.8)
Cosumnes Power Plant	359	407	(11.8)	2,250	2,446	(8.0)
Other	21	38	(44.7)	496	542	(8.5)
Total net generation	476	579	(17.8)	6,194	5,968	3.8
Purchased Power less transmission	losses:					
CalEnergy	21	19	10.5	184	186	(1.1)
Calpine Sutter	154	161	(4.3)	1,086	1,177	(7.7)
Drew Solar	25	24	4.2	262	268	(2.2)
Feed in Tariff	15	16	(6.3)	187	194	(3.6)
Geysers	75	74	1.4	731	730	0.1
Grady Wind	61	74	(17.6)	726	741	(2.0)
Rancho Seco PV II	9	23	(60.9)	159	255	(37.6)
WAPA	50	45	11.1	532	508	4.7
WSPP and other	169	47	259.6	1,881	1,611	16.8
Other long term power	45	48	(6.3)	477	552	(13.6)
Total net purchases	624	531	17.5	6,225	6,222	0.0
Total sources of energy	1,100	1,110	(0.9)	12,419	12,190	1.9
Uses of energy:						
SMUD electric sales and usage	786	762	3.1	8,544	8,769	(2.6)
Surplus power sales	287	268	7.1	3,594	3,011	19.4
System losses	207	80	(66.3)	281	410	(31.5)
Total uses of energy	1,100	1,110	(0.9) %	12,419	12,190	1.9 %
* - Observe sounds 40000/ serves	1,100	1,110	(0.0) /0	12,110	12,100	1.0 70

^{*} Change equals 1000% or more.





Net generation is higher than planned for the ten-month period.

- Hydro generation is higher than planned (49 percent).
- JPA generation is lower than planned (12.6 percent).

Purchased power, less surplus power sales, is lower than plan (18.1 percent).

SACRAMENTO MUNICIPAL UTILITY DISTRICT STATEMENTS OF NET POSITION

October 31, 2023 and 2022 (thousands of dollars) <u>ASSETS</u>

<u>r s</u>

<u>Total</u>

						_	
		0=1		Intercompany			
	SMUD	SFA	NCEA	NCGA #1	Eliminations	2023	2022
ELECTRIC UTILITY PLANT							
Plant in service, original cost	\$ 6,207,900 \$	963,826 \$	- 9	-	\$ (4,578) \$		\$ 6,926,294
Less accumulated depreciation Plant in service - net	2,996,816 3,211,084	706,269 257,557	-	-	(763)	3,702,322 3,464,826	3,487,744 3,438,550
Construction work in progress	563,373	33,428			(3,815)	596,801	527,042
Investment in Joint Power Agencies	321,482	-	-	-	(282,859)	38,623	32,850
Total electric utility plant - net	4,095,939	290,985		-	(286,674)	4,100,250	3,998,442
RESTRICTED ASSETS							
Revenue bond reserves	1,027	-	-	-	-	1,027	2,004
Restricted for payment of debt service	49,580	-	-		-	49,580	54,277
JPA funds Nuclear decommissioning trust fund	9.338	5,880	13,080	8,651	-	27,611 9,338	24,025 8.932
Rate stabilization fund	206,292					206.292	182.725
Net pension asset		-	-	-	-	,	61,942
Net OPEB asset		-		7	-		34,223
Other funds Due (to) from unrestricted funds (decommissioning)	34,835	-	3,061	1	-	37,897	32,536
Due (to) from unrestricted funds (decommissioning) Due (to) from restricted funds (decommissioning)	(6,684) 6,684					(6,684) 6,684	(6,684) 6,684
Less current portion	(61,447)	(5,880)	(16,142)	(8,652)	_	(92,121)	(89,289)
Total restricted assets	239,625	-	(1)	-	-	239,624	311,375
CURRENT ASSETS							
Cash, cash equivalents and investments							
Unrestricted	539,737	36,225	-	-	-	575,962	607,080
Restricted	61,447	5,880	16,142	8,652		92,121	89,289
Accounts receivable - net Lease receivable	284,047 834	37,411	2,283	2,524	(58,420) (209)	267,845 625	260,334 360
Energy efficiency loans due within one year	139				(209)	139	201
Interest receivable	5,989	65	_	8	-	6,062	2,706
Lease interest receivable	67	-	-	-	(42)	25	66
Regulatory costs to be recovered within one year	61,893	104	-	105	-	62,102	32,037
Derivative financial instruments maturing within in one year Inventories	43,224 125,207	- 17,484	-	-	-	43,224 142,691	74,523 111,993
Prepaid gas to be delivered within one year	123,207	17,404	12,265	27,927	-	40,192	28,542
Prepayments and other	29,790	11,021	2	16	-	40,829	29,941
Total current assets	1,152,374	108,190	30,692	39,232	(58,671)	1,271,817	1,237,072
NONCURRENT ASSETS							
Regulatory costs for future recovery							
Decommissioning	71,563	-	-	-	-	71,563	71,797
Pension OPEB	452,971 289,909	-	-	-	-	452,971 289,909	326,355 270,365
Bond Issues	209,909	592	-	279	-	209,909 871	1,080
Derivative financial instruments	300	-	_	-	-	300	836
Derivative financial instruments	58,480	-	-	-	-	58,480	107,387
Prepaid gas	-	-	513,532	89,014	-	602,546	642,737
Prepaid power and capacity Lease receivable	21.159				(3,742)	17.417	208 17,162
Energy efficiency loans - net	448			· .	(3,742)	448	712
Other	68,207	13	-	42	-	68,262	70,959
Total noncurrent assets	963,037	605	513,532	89,335	(3,742)	1,562,767	1,509,598
TOTAL ASSETS	\$ 6,450,975 \$	399,780 \$	544,223	128,567	\$ (349,087) \$	7,174,458	\$ 7,056,487
DEFENDED OUTELOWG OF DECCURRENCE							
DEFERRED OUTFLOWS OF RESOURCES	07.500					07.500	40.005
Accumulated decrease in fair value of hedging derivatives	27,562	-	-	-	-	27,562	13,885
Deferred pension outflows	136,536	-	-	-	-	136,536	70,823
Deferred OPEB outflows	43,356	4 400	-	-	-	43,356	21,602
Deferred ARO outflows	-	1,492	-	-	-	1,492	1,405
Unamortized bond losses - other	5,660	957	-	-	-	6,617	8,756
TOTAL DEFERRED OUTFLOWS OF RESOURCES	213,114	2,449	-		-	215,563	116,471
TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES	\$ 6.664.089 \$	402.229 \$	544,223	128,567	\$ (349,087) \$	7.390.021	\$ 7,172,958
101/12/30E10/110 DELETTED OUT LOWO OF TREOUNCES	Ψ 0,004,000 Φ	702,220 Ø	UTT, ZZU (120,001	Ψ (U 1 3,UU1) Ψ	1,000,021	ψ 1,112,330

SACRAMENTO MUNICIPAL UTILITY DISTRICT STATEMENTS OF NET POSITION October 31, 2023 and 2022 (thousands of dollars)

LIABILITIES AND NET ASSETS

						<u>T</u>	otal
	SMUD	SFA	NCEA	NCGA #1	Intercompany Eliminations	2023	2022
	3000	SFA	NCEA	NCGA #1	Ellitiliations	2023	2022
LONG-TERM DEBT - NET	\$ 2,218,302 \$	80,886	\$ 525,997	\$ 94,540	\$ -	\$ 2,919,725	2,894,994
CURRENT LIABILITIES							
Commercial paper notes	-	-	-	-	-	-	150,000
Accounts payable	113,972	6,251	-	24	-	120,247	128,997
Purchased power payable	76,199	20,881	-	-	(58,420)	38,660	54,126
Credit support collateral obligation	16,255			1	-	16,256	16,447
Long-term debt due within one year	84,590	13,115	14,505	25,530	-	137,740	135,875
Accrued decommissioning	7,549	4 405	7 040	455	-	7,549	6,889
Interest payable	32,297	1,465 59	7,212	455	(42)	41,429 28	40,528 30
Accrued interest liability Accrued salaries and compensated absences	11 48.075	59	-	-	(42)	48.075	45.121
Derivative financial instruments maturing within one year	20,930	-	-	-	-	20,930	11,339
Customer deposits	1,905	_		_		1,905	1,726
Lease liability	4.668	289	-	_	(209)	4.748	26.061
Other	49,499	-	_	_	(200)	49,499	48,318
Total current liabilities	455,950	42,060	21,717	26,010	(58,671)	487,066	665,457
NONCURRENT LIABILITIES							
Accrued decommissioning - net	74.217	9.756	_	_	_	83.973	83.067
Derivative financial instruments	8.838	5,700	_	_	_	8,838	6,992
Net pension liability	191.014	_	_	_	_	191.014	0,332
Net OPEB liability	31,190	_	_	_	_	31,190	_
Lease liability	4,564	5,170	-	-	(3,742)	5,992	30,530
Other	83,268	· -	208	-		83,476	78,969
Total noncurrent liabilities	393,091	14,926	208	-	(3,742)	404,483	199,558
TOTAL LIABILITIES	3,067,343	137,872	547,922	120,550	(62,413)	3,811,274	3,760,009
DEFERRED INFLOWS OF RESOURCES							
Accumulated increase in fair value of hedging derivatives	101,355	_	_	_	_	101,355	173,438
Deferred pension inflows	17,536	_	_	_	_	17,536	181,419
Deferred OPEB inflows	33,732					33,732	68,514
Deferred lease inflows	21,315	-	_	-	(2.045)	17,500	17,373
	,	-	-	-	(3,815)	,	,
Regulatory credits	753,796	-	-	-	-	753,796	541,301
Unamortized bond gains - other	47,313	-	-	-	-	47,313	21,077
Unearned revenue	3,958	10	-	-	-	3,968	3,319
TOTAL DEFERRED INFLOWS OF RESOURCES	979,005	10	-	-	(3,815)	975,200	1,006,441
NET POSITION							
Balance at beginning of year	2,377,719	267,457	(4,610)	8,989	(282,752)	2,366,803	2,296,261
Net increase (decrease) for the year	240,022	21,890	`1,963	(369)	(26,762)	236,744	110,247
Member contributions (distributions) - net	<u> </u>	(25,000)	(1,052)	(603)	26,655	<u>-</u> _	
TOTAL NET POSITION	2,617,741	264,347	(3,699)	8,017	(282,859)	2,603,547	2,406,508
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES							
AND NET POSITION	\$ 6.664.089 \$	402.229	\$ 544.223	\$ 128.567	\$ (349,087)	\$ 7.390.021	\$ 7.172.958
- ·····	, -,, v	,	, 0	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	. (,-51)	,,	,,,

SACRAMENTO MUNICIPAL UTILITY DISTRICT STATEMENTS OF CASH FLOWS For the Period Ended October 31, 2023 (thousands of dollars)

		Month	Ye	ar to Date
CASH FLOWS FROM OPERATING ACTIVITIES		400 400	•	
Receipts from customers		180,488	\$	1,404,574
Receipts from surplus power and gas sales		28,411		297,423
Other receipts		8,524		150,609
Payments to employees - payroll and other		(27,710)		(339,935)
Payments for wholesale power and gas purchases		(51,798)		(599,224)
Payments to vendors/others		(43,349)		(502,162)
Net cash provided by operating activities		94,566		411,285
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES				
Repayment of debt		-		(25,185)
Interest on debt		(1,292)		(27,659)
Net cash used in noncapital financing activities		(1,292)		(52,844)
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES				
Construction expenditures		(49,135)		(336,711)
Proceeds from land sales		-		45,000
Contributions in aid of construction		971		19,953
Net proceeds from bond issues		_		537,606
Repayments and refundings of debt		-		(420,730)
Issuance of commercial paper		_		50,000
Repayments of commercial paper		_		(200,000)
Other receipts		_		` 16,501 [′]
Interest on debt		(246)		(102,441)
Lease and other payments		(2,200)		(22,540)
Cash received from leases		173		858
Net cash used in capital and related financing activities		(50,437)		(412,504)
CASH FLOWS FROM INVESTING ACTIVITIES		,		<u>, </u>
Sales and maturities of securities		11,671		504,173
Purchases of securities		(78,750)		(670,150)
Interest and dividends received		2,163		30,196
Investment revenue/expenses - net		(1,177)		(5,882)
Net cash used in investing activities		(66,093)		(141,663)
Thet cash used in investing activities		(00,093)		(141,003)
Net decrease in cash and cash equivalents		(23,256)		(195,726)
Cash and cash equivalents at the beginning of the month and year		217,368		389,838
Cash and cash equivalents at October 31, 2023	\$	194,112	\$	194,112
Cash and cash equivalents included in:				
Unrestricted cash and cash equivalents	\$	157,301	\$	157,301
Restricted and designated cash and cash equivalents	Ψ	25,760	Ψ	25,760
Restricted and designated cash and cash equivalents Restricted and designated assets (a component of the total of		20,700		20,700
\$239,624 at October 31, 2023)		11,051		11,051
Cash and cash equivalents at October 31, 2023	\$	194,112	\$	194,112

SSS No.	
BOD 2022-020	

Additional Links:

SUBJECT

BOARD AGENDA ITEM

STAFFING SUMMARY SHEET

Committee Monting & Date
Committee Meeting & Date
2023
Board Meeting Date
N/A

ITEM NO. (FOR LEGAL USE ONLY)

									п									
ТО											ТО							
1.	Jennifer David	fer Davidson					6.											
2.	Jose Bodipo-N	Memba							7.									
3.	Scott Martin								8.									
4.	Lora Anguay	guay					9.	Leg	gal									
5.									10.	CE	0 &	G	enera	al I	Manager			
Cor	sent Calendar	Yes	Yes x No If no, schedule a dry run presentation.						Bud	udgeted Yes No (If no, explain in Cost/Bud						Budgeted		
FRC	OM (IPR)							DEPARTMENT						l	MAIL STOP	EXT.		DATE SENT
	b Kerth / Specia	1 Acciete	nt	to	the	Roard		Board Office							B307	5079		12/27/22
	RRATIVE:	11 A551516	1111	10	uic i	Doaru		Board Office							D307	3079		12/2//22
_	quested Action	• A c111	nn	nar	ry of	directi	ve	s provided to staff dur	ing th	ne cor	nmit	tee	mee	tin	σ			
	Summary	The Board requested an on-going opportunity to do a wrap up period at the end of each committee meeting to summarize various Board member suggestions and requests that were made at the meeting in an effort to make clear the will of the Board. The Committee Chair will summarize Board member requests that come out of the committee presentations for this meeting.																
	Board Policy (Number & Title		GP-4 Agenda Planning states the Board will focus on the results the Board wants the organization to achieve.															
	Benefits		Having an agendized opportunity to summarize the Board's requests and suggestions that arise during the committee meeting will help clarify what the will of the Board.															
	Cost/Budgeted	: Inclu	Included in budget															
	Alternatives	: Not	Not summarize the Board's requests at this meeting.															
A	ffected Parties	: Boar	Board of Directors and Executive Staff															
	Coordination	: Spec	Special Assistant to the Board															
	Presenter	: Rob	Rob Kerth, Finance and Audit Chair															

Summary Of Committee Direction – Finance and Audit

ITEMS SUBMITTED AFTER DEADLINE WILL BE POSTPONED UNTIL NEXT MEETING.

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