

**FORM A: NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION****FILED****BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA**

03:31 PM

Application of Association of Bay Area Governments (CPUC ID 941) for Approval of the Bay Area Regional Energy Network 2028-2031 Portfolio Plan and 2028-2035 Business Plan And Related Matters.	Application 26-03-009 (Filed March 16, 2026) Application 26-03-010 Application 26-03-011 Application 26-03-012 Application 26-03-013 Application 26-03-014 Application 26-03-015 Application 26-03-017 Application 26-03-018 Application 26-03-019 Application 26-03-020 Application 26-03-021 Application 26-03-028 (Consolidated)
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**NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION
AND, IF REQUESTED (and ☒¹ checked), ADMINISTRATIVE LAW JUDGE'S
RULING ON RISING SUN CENTER FOR OPPORTUNITY'S SHOWING OF
SIGNIFICANT FINANCIAL HARDSHIP**

NOTE: AFTER ELECTRONICALLY FILING A PDF COPY OF THIS NOTICE OF INTENT, PLEASE EMAIL THE DOCUMENT IN AN MS WORD FORMAT TO THE INTERVENOR COMPENSATION PROGRAM COORDINATOR AT

Icompcoordinator@cpuc.ca.gov.

Customer or Eligible Local Government Entity (party intending to claim intervenor compensation): Rising Sun Center for Opportunity

Assigned Commissioner: Karen Douglas

Administrative Law Judge: Julie Fitch and Valarie Kao

¹ DO NOT CHECK THIS BOX if a finding of significant financial hardship is not needed (in cases where there is a valid rebuttable presumption of eligibility (Part III(A)(3)) or significant financial hardship showing has been deferred to the intervenor compensation claim).

I hereby certify that the information I have set forth in Parts I, II, III and IV of this Notice of Intent is true to my best knowledge, information and belief.		
Signature: /s/ <i>Julia Hatton</i>		
Date: July 17, 2026	Printed Name: Julia Hatton	

PART I: PROCEDURAL ISSUES**(To be completed by the party intending to claim intervenor compensation)**

A. Status as “customer” (see Pub. Util. Code § 1802(b))² The party claims “customer” status because the party is (check one):	Applies (check)
1. A Category 1 customer is an actual customer whose self-interest in the proceeding arises primarily from his/her role as a customer of the utility and, at the same time, the customer must represent the broader interests of at least some other customers. See, for example, D.08-07-019 at 5-10).	☐
2. A Category 2 customer is a representative who has been authorized by actual customers to represent them. Category 2 involves a more formal arrangement where a customer or a group of customers selects a more skilled person to represent the customer’s views in a proceeding. A customer or group of customers may also form or authorize a group to represent them, and the group, in turn, may authorize a representative such as an attorney to represent the group.	☐
3. A Category 3 customer is a formally organized group authorized, by its articles of incorporation or bylaws to represent the interests of residential customers or small commercial customers receiving bundled electric service from an electrical corporation (§1802(b)(1)(C)). Certain environmental groups that represent residential customers with concerns for the environment may also qualify as Category 3 customers, even if the above requirement is not specifically met in the articles or bylaws. See D.98-04-059, footnote at 30.	☐
4. The party’s detailed explanation of the selected customer category. Rising Sun is a 501(c)(3) nonprofit organization with offices in Oakland and Stockton with a mission to empower individuals to achieve environmental and economic sustainability for themselves and their communities. Rising Sun falls within the third category listed in Section 1802(b) because it is a “representative of a group or organization authorized pursuant to its articles of incorporation or bylaws to represent the interests of residential customers...”	☒

² All statutory references are to California Public Utilities Code unless indicated otherwise.

Each year, Rising Sun trains over 200 low-income youth and adults for clean economy careers and delivers no-cost energy efficiency services to over 3,000 underserved residential customers. As such, Rising Sun directly works with low-income, disadvantaged, hard-to-reach, and underserved residents and communities in the Bay Area and Central Valley, and has a focus on and concern for environmental issues on behalf of those residential customers. Rising Sun hopes to contribute an environmental and social justice lens to this affordability proceeding, with a focus on equity, based on our mission and commitment to individuals and the environment. As a workforce development organization, Rising Sun also brings an interest in advocating for the creation of high quality job opportunities through the energy efficiency portfolio.	
Do you have any direct economic interest in outcomes of the proceeding?³ If “Yes”, explain: While Rising Sun is a current 3rd party implementer of programs, our intention in this proceeding is to ensure the most up-to-date data are available and that the requested policy modifications are considered with information from all relevant perspectives. As noted above, Rising Sun is a 501(c)(3) nonprofit organization with a mission to empower individuals to achieve environmental and economic sustainability for themselves and their communities. Our small budget and limited staffing means we cannot intervene in proceedings that would benefit from our unique environmental and social justice lens without support through the intervenor compensation program. We therefore continue to request intervenor status to ensure the critical equity perspective can be adequately represented in this proceeding.	☐ Yes ☒ No
B. Conflict of Interest (§ 1802.3)	Check
1. Is the customer a representative of a group representing the interests of small commercial customers who receive bundled electric service from an electrical corporation?	☐ Yes ☒ No
2. If the answer to the above question is “Yes”, does the customer have a conflict arising from prior representation before the Commission?	☐ Yes ☒ No
C. Status as an Eligible Local Government Entity (§§1802(d), 1802.4, 1803.1)	
The party claims “eligible local government entity” status because the party is a city, county, or city and county that is not a publicly owned public utility that intervenes or participates in a Commission proceeding for the purpose of protecting the health and	☐ Yes ☒ No

³ See Rule 17.1(f).

safety of the residents within the entity's jurisdiction following a catastrophic material loss suffered by its residents either in significant damage to infrastructure or loss of life and property, or both, as a direct result of public utility infrastructure.	
The party's explanation of its status as an eligible local government entity must include a description of (1) The relevant triggering catastrophic event; (2) The impacts of the triggering catastrophic event on the residents within the entity's jurisdiction as a result of public utility infrastructure; and (3) The entity's reason(s) to participate in this proceeding.	
D. Timely Filing of Notice of Intent to Claim Intervenor Compensation (NOI) (§ 1804(a)(1)):	
1. Is the party's NOI filed within 30 days after a Prehearing Conference? Date of Prehearing Conference: June 19, 2026	☒ Yes ☐ No
2. Is the party's NOI filed at another time (for example, because no Prehearing Conference was held, the proceeding will take less than 30 days, the schedule did not reasonably allow parties to identify issues within the timeframe normally permitted, or new issues have emerged)?	☐ Yes ☒ No
2a. The party's description of the reasons for filing its NOI at this other time:	
2b. The party's information on the proceeding number, date, and decision number for any Commission decision, Commissioner ruling, Administrative Law Judge's ruling, or other document authorizing the filing of NOI at that other time:	

PART II: SCOPE OF ANTICIPATED PARTICIPATION
(To be completed by the party intending to claim intervenor compensation)

A. Planned Participation (§ 1804(a)(2)(A)):
The party's statement of the issues on which it plans to participate:
Rising Sun has already begun to engage with the proceeding. Our key areas of focus are: • Emphasizing the unique purpose and value of Equity segment programs and energy efficiency as tools to drive energy affordability • Supporting the creation of high road career opportunities within the context of the broader energy efficiency portfolio • Supporting pathways to decarbonize homes through the energy efficiency portfolio for hard-to-reach and disadvantaged communities
The party's explanation of how it plans to avoid duplication of effort with other parties:

While Rising Sun has a unique equity-focused perspective and will offer original policy recommendations, we will coordinate with other parties including local governments and advocacy groups in the event our positions overlap in order to avoid duplication of effort. Rising Sun brings an unique perspective as a community-based program implementer who is an active member of many coalitions, advisory groups, and policy efforts. Rising Sun works directly with residents and community members impacted by energy efficiency programs. Rising Sun also works closely with workforce and labor partners through our programs and policy work, and will coordinate to avoid duplicated efforts. Rising Sun has already coordinated with other parties on past responses to ensure that our comments are unique and additive to the proceeding.

The party's description of the nature and extent of the party's planned participation in this proceeding (to the extent that it is possible to describe on the date this NOI is filed).

Rising Sun anticipates participating in testimony, submitting comments and responses, meeting with other parties and the Commission as needed, and commenting on Proposed Decisions.

B. The party's itemized estimate of the compensation that the party expects to request, based on the anticipated duration of the proceeding (§ 1804(a)(2)(A)):

Item	Hours	Rate \$	Total \$	#
ATTORNEY, EXPERT, AND ADVOCATE FEES				
Julia Hatton (Executive Director)	30	\$550	\$16,500.00	
Sneha Ayyagari (Director of Policy)	50	\$430	\$21,500.00	
Subtotal: \$38,000				
OTHER FEES				
Subtotal: \$N/A				
COSTS				
[Item 1]				
[Item 2]				
Subtotal: \$N/A				
TOTAL ESTIMATE: \$38,000				

Estimated Budget by Issues:

- Emphasizing the unique purpose and value of Equity segment programs and energy efficiency as tools to drive energy affordability - 50%
- Supporting the creation of high road opportunities within the context of the broader portfolio - 30%

- Supporting pathways to decarbonization through the energy efficiency portfolio for hard-to-reach and disadvantaged communities - 20%

Comments and Elaboration:

Rising Sun Center for Opportunity has already engaged in this proceeding by responding to the applications and participating in the Prehearing Conference, and is interested in actively engaging over the course of the proceeding.

The rates that Rising Sun Center for Opportunity are reasonable and aligned with the hourly rate spreadsheet available on the CPUC website.

Sneha Ayyagari, Director of Policy holds a Masters of Science in Engineering and 10 years of cumulative experience in climate, clean energy, and social equity issues. We therefore estimate her rate would be at the high range of “Expert, Public Policy Analyst, Level 3” since she is at the top of the yearly experience range and has a Master’s degree. This rate is consistent with other intervenors with similar tenure.

Julia Hatton, Executive Director, has over 20 years of experience and has served in her current role with Rising Sun since 2020. We therefore estimate her rate would be “Expert, Public Policy Analyst, Level 5 (mid/low).” This rate is consistent with other intervenors of similar tenure.

Both Sneha and Julia have extensive policy experience at the intersection of workforce, energy efficiency, and climate resilience which are all very relevant to the scope of the proceeding.

When entering items, type over bracketed text; add additional rows to table as necessary. Estimate may (but does not need to) include estimated Claim preparation time. Claim preparation time is typically compensated at ½ professional hourly rate.

PART III: SHOWING OF SIGNIFICANT FINANCIAL HARDSHIP
(To be completed by party intending to claim intervenor compensation;
see Instructions for options for providing this information)

A. The party claims that participation or intervention in this proceeding without an award of fees or costs imposes a significant financial hardship, on the following basis:	Applies (check)
1. The customer cannot afford, without undue hardship, to pay the costs of effective participation, including advocate’s fees, expert witness fees, and other reasonable costs of participation. (§ 1802(h))	☐
2. In the case of a group or organization, the economic interest of the Individual members of the group or organization is small in comparison to the costs of effective participation in the proceeding. (§ 1802(h))	☒
3. The eligible local government entities’ participation or intervention without an award of fees or costs imposes a significant financial hardship. (§ 1803.1(b).)	☐

4. A § 1802(h) or § 1803.1(b) finding of significant financial hardship in another proceeding, made within one year prior to the commencement of this proceeding, created a rebuttable presumption in this proceeding (§ 1804(b)(1)). Commission’s finding of significant financial hardship made in proceeding number: Date of Administrative Law Judge’s Ruling (or CPUC Decision) in which the finding of significant financial hardship was made:	☐
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B. The party’s explanation of the factual basis for its claim of “significant financial hardship” (§ 1802(h) or § 1803.1(b)) (necessary documentation, if warranted, is attached to the NOI:
Rising Sun is a small organization with 41 staff and a budget of \$10,875,952, the majority of which is restricted funding for program delivery, and we have very limited funding to support advocacy and regulatory work. Awarding Rising Sun intervenor status would be consistent with the intent of the intervenor compensation program to ensure that individual customers or small organizations have the financial resources to participate in formal proceedings and to allow for meaningful representation in the decision making process.

**PART IV: ATTACHMENTS DOCUMENTING SPECIFIC
ASSERTIONS MADE IN THIS NOTICE**

(The party intending to claim intervenor compensation identifies and attaches documents;
add rows as necessary)

Attachment No.	Description
1	Certificate of Service
2	Certificate of Incorporation
3	Bylaws
4	Julia Hatton’s Resume
5	Sneha Ayyagari’s Resume

ADMINISTRATIVE LAW JUDGE RULING⁴
(Administrative Law Judge completes)

	Check all that apply
1. The Notice of Intent (NOI) is rejected for the following reasons:	☐
a. The NOI has not demonstrated the party's status as a "customer" or an "eligible local government entity" for the following reason(s):	☐
b. The NOI has not demonstrated that the NOI was timely filed (Part I(B)) for the following reason(s):	☐
c. The NOI has not adequately described the scope of anticipated participation (Part II, above) for the following reason(s):	☐
2. The NOI has demonstrated significant financial hardship for the reasons set forth in Part III of the NOI (above).	☐
3. The NOI has not demonstrated significant financial hardship for the following reason(s):	☐
4. The Administrative Law Judge provides the following additional guidance (see § 1804(b)(2)):	☐

IT IS RULED that:

1. The Notice of Intent is rejected.	☐
2. The customer or eligible local government entity has satisfied the eligibility requirements of Pub. Util. Code § 1804(a).	☐
3. The customer or eligible local government entity has shown significant financial hardship.	☐
4. The customer or eligible local government entity is preliminarily determined to be eligible for intervenor compensation in this proceeding. However, a finding of significant financial hardship in no way ensures compensation.	☐
5. Additional guidance is provided to the customer or eligible local government entity as set forth above.	☐

Dated _____, at San Francisco, California.

⁴ A Ruling needs not be issued unless: (a) the NOI is deficient; (b) the Administrative Law Judge desires to address specific issues raised by the NOI (to point out similar positions, areas of potential duplication in showings, unrealistic expectations for compensation, or other matters that may affect the customer or eligible local government entity's Intervenor Compensation Claim); or (c) the NOI has included a claim of "significant financial hardship" that requires a finding under § 1802(h).

Administrative Law Judge

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE
STATE OF CALIFORNIA**

Application of Association of Bay Area Governments (CPUC ID 941) for Approval of the Bay Area Regional Energy Network 2028-2031 Portfolio Plan and 2028-2035 Business Plan.

Application 26-03-009
(Filed March 16, 2026)

And Related Matters.

Application 26-03-010
Application 26-03-011
Application 26-03-012
Application 26-03-013
Application 26-03-014
Application 26-03-015
Application 26-03-017
Application 26-03-018
Application 26-03-019
Application 26-03-020
Application 26-03-021
Application 26-03-028
(Consolidated)

CERTIFICATE OF SERVICE

I, Julia Hatton, certify under penalty of perjury under the laws of the State of California that the following is true and correct:

On July 17, 2026, I served a copy of:

**RIISING SUN CENTER FOR OPPORTUNITY
NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION
AND, REQUESTED ADMINISTRATIVE LAW JUDGE’S RULING ON RISING SUN
CENTER FOR OPPORTUNITY’S SHOWING OF SIGNIFICANT FINANCIAL
HARDSHIP**

upon all parties to **Application 26-03-009 and Related Matters** via email to all eligible parties on the attached Service List, mail or messenger pursuant to the Commission’s Rules of Practice and Procedure.

Executed this Monday, July 17, 2026 at Oakland, California.

By: _____/s/_____

JULIA HATTON
RISING SUN CENTER FOR OPPORTUNITY
1116 36th St.
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Telephone: (510) 665-1501
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CALIFORNIA PUBLIC UTILITIES COMMISSION

Service Lists

PROCEEDING: A2603009 - APPLICATION OF ASSOC

FILER: ASSOCIATION OF BAY AREA GOVERNMENTS ON BEHALF OF BAY AREA REGIONAL ENERGY NETWORK

LIST NAME: LIST

LAST CHANGED: JULY 16, 2026

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[TOP OF PAGE](#)
[BACK TO INDEX OF SERVICE LISTS](#)

State of California

Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

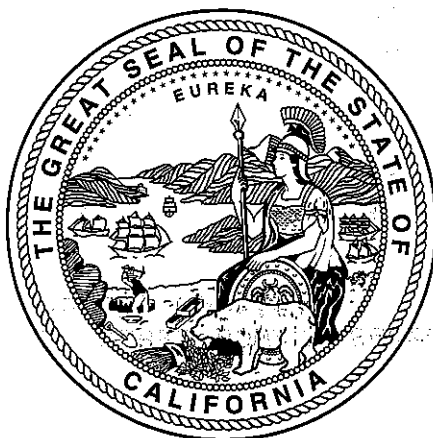
RIISING SUN ENERGY CENTER

FILE NUMBER: C1830600
FORMATION DATE: 09/21/1993
TYPE: DOMESTIC NONPROFIT CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of February 15, 2011.

Debra Bowen

DEBRA BOWEN
Secretary of State

1830600

FILED

In the office of the Secretary of State
of the State of California

SEP 21 1993

March Fong Eu
MARCH FONG EU, Secretary of State

**ARTICLES OF INCORPORATION
OF
RISING SUN ENERGY CENTER**

A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION

ONE: The name of this corporation is Rising Sun Energy Center.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which this corporation is organized are to promote the use of energy conservation and renewable energy by providing educational resources to educators and the general public, such as workshops on building and design, solar energy demonstration projects, teachers' curriculum library, and special events.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is Michael Arenson, 142 Darwin Street, Santa Cruz, CA 95062..

FOUR: (a) This corporation is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

FIVE: The names and addresses of the persons appointed to act as the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
<u>Michael Arenson</u>	<u>142 Darwin St. Santa Cruz CA 95062</u>
<u>Linda Locklin</u>	<u>218 Myrtle St. Santa Cruz CA 95060</u>
<u>Robert Stayton</u>	<u>904 Pelton St. Santa Cruz CA 95060</u>

SIX: The property of this corporation is irrevocably dedicated to education and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for education and scientific research and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: 7/2/93


Michael Arenson, Director


Linda Locklin, Director


Robert Stayton, Director

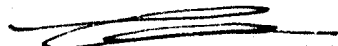
Articles of Incorporation of Rising Sun Energy Center

- 3 -

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.



Michael Arenson, Director



Linda Locklin, Director



Robert Stayton, Director

A0722840

1830600

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
In the Office of the Secretary of State
of the State of California

NOV 18 2011

The undersigned certify that:

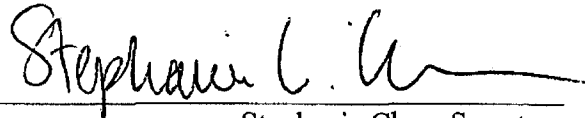
1. They are the President and Secretary respectively of Rising Sun Energy Center, a California nonprofit public benefit corporation.
2. Article FIVE of the Articles of Incorporation of this corporation shall be stricken.
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in the foregoing certificate are true and correct of our own knowledge.

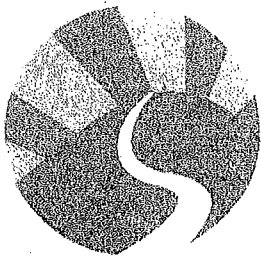
Date: November 2, 2011



Raquel Pinderhughes, President



Stephanie Chen, Secretary



RISING SUN

CENTER FOR OPPORTUNITY

A0823709

1830600

Certificate of Amendment of Articles of Incorporation

FILED
Secretary of State
State of California

JAN 22 2019

The undersigned certify that:

1. They are the **president** and the **secretary**, respectively, of RISING SUN CENTER FOR OPPORTUNITY, a California corporation.

2. Article SIX of the Articles of Incorporation of this corporation is amended to read in its entirety as follows:

The property of this corporation is irrevocably dedicated to educational purposes meeting the requirements of Revenue and Taxation Code section 214 and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

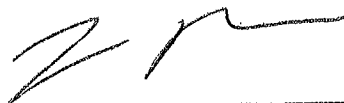
On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and scientific purposes meeting the requirements of Revenue and Taxation Code section 214 and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: January 3, 2019


Jodi Pincus, President


Tyi Johnson, Secretary



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

FEB 01 2019

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State



a California Nonprofit Public Benefit Corporation

BYLAWS

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**BYLAWS OF
RISING SUN ENERGY CENTER**

a California Nonprofit Public Benefit Corporation

ARTICLE 1 - Offices

Section 1.1 Principal Executive Office.

The principal executive office of Rising Sun Energy Center (“Rising Sun”) will be located at 2998 San Pablo Avenue, Berkeley, CA 94702. The Board of Directors (the “Board”) may change the location of this office. Any such change will be noted on these Bylaws by the Secretary, in the margins around this section, or this section may be amended to state the new location.

Section 1.2 Other Offices.

Other offices may at any time be established at any place or places specified by the Board.

ARTICLE 2 - Membership

Section 2.1 Statutory Members.

Rising Sun may not have any members within the meaning of Section 5056 of the California Corporations Code.

Section 2.2 Nonvoting Members.

Rising Sun has no nonvoting members, but the Board may establish one or more classes of nonvoting members by resolution and provide for eligibility requirements for membership and rights and duties of members, including the obligation to pay dues.

ARTICLE 3 - Board

Section 3.1 Powers.

Subject to the provisions of the California Nonprofit Corporation Law, the activities and affairs of Rising Sun will be managed by, and all corporate powers will be exercised by or under the direction of, the Board. The Board may delegate the management of the day-to-day operation of the business of Rising Sun to a management company, committee (however composed), or other person, provided that the activities and affairs of Rising Sun will be managed and all corporate powers will be exercised under the ultimate direction of the Board.

Section 3.2 Number of Directors.

The authorized number of directors of Rising Sun will not be less than three (3) nor more than thirteen (13) until changed by amendment of the Articles of Incorporation or by a bylaw amending this Section 3.2. The exact number of directors may be fixed from time to time, within the limits specified in this Section 3.2, by the Board.

Subject to the above provisions for changing the number of directors, the authorized number of directors of Rising Sun, as of the adoption of these Bylaws, is set at nine (9).

Section 3.3 Interested Directors.

Not more than forty-nine percent (49%) of the persons serving on the Board at any time may be interested persons. An interested person is (A) any person being compensated by Rising Sun for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (B) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. However, any violation of the provisions of this Section 3.3 will not affect the validity or enforceability of any transaction entered into by Rising Sun.

Section 3.4 Election and Term of Office.

Except as provided below for the initial terms of the first directors, the term of office of each director of Rising Sun will be either two (2) or three (3) years, as determined by the Board at the time of such director's appointment. If the term duration for any director is not readily ascertainable from the minutes or written consent relating to the director's appointment, the director will be deemed to have been elected to a term of office of two (2) years. In addition, each director will serve any additional time until his or her successor has been elected and qualified. Successors for directors whose terms of office are expiring should be elected at the annual meeting of the directors in the year such terms expire, but if any such annual meeting is not held or the successors are not elected at the meeting, the successors may be elected at any meeting of the Board. A director may succeed himself or herself in office, but may not serve more than six consecutive years of service as a director.

Section 3.5 Vacancies and Removal.

(a) Automatic Vacancies. A vacancy in the Board will be automatically deemed to exist on the occurrence of the following: (i) the death, resignation, or removal of any director; (ii) an increase (but not a decrease) in the authorized number of directors pursuant to Section 3.2 of these Bylaws; or (iii) the failure of the directors elect the number of directors then fixed pursuant to Section 3.2 above.

(b) Removal for Cause. The Board may declare a vacancy in the office of a director if the director: (i) has been declared of unsound mind by a final order of court, convicted of a felony, or found by a final order or judgment of any court to have breached any duty under Sections 5230-38 of the California Corporations Code dealing with standards of conduct for a director; or (ii) has missed two (2) meetings of the Board within a twelve (12) month period.

(c) **Removal Without Cause.** The Board may, by affirmative vote of at least seventy-five percent (75%) of the directors present at a duly called meeting, remove any director without cause at any regular or special meeting, but only if the director to be removed has been notified in writing in the manner set forth in Section 3.9 below that an action would be considered at the meeting.

(d) **Filling Vacancies.** Vacancies in the Board may be filled either by a majority vote or, if the number of directors then in office is less than a quorum: (i) by the unanimous written consent of the directors then in office; (ii) by the vote of a majority of the directors then in office at a meeting held pursuant to notice or waivers of notice in compliance with these Bylaws; or (iii) by a sole remaining director. Each director so elected will hold office until his or her successor is elected at an annual or other meeting of the Board.

(e) **Director Resignation.** Any director may resign upon giving written notice to the President, the Chairperson of the Board, the Secretary, or the Board. Such resignation will be effective immediately unless the notice specifies a later time for the effectiveness of the resignation. If a resignation is effective at a later time, the successor may be elected to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no director may resign when Rising Sun would then be left without a duly elected director in charge of its affairs.

Section 3.6 Place of Meetings.

Regular meetings of the Board may be held at any place within or outside the State of California that has been previously designated by the Board. In the absence of such designation, regular meetings will be held at the principal executive office of Rising Sun.

Special meetings of the Board will be held at any place within or outside the State of California that has been designated in the notice of the meeting or, if not stated in the notice or if there is no notice, at the principal executive office of Rising Sun.

Section 3.7 Annual Meeting.

The Board will hold a regular meeting referred to as the “annual meeting” on April 1 of each year, unless the Board fixes another date. The annual meetings will be held for the purpose of electing directors, appointing officers, and for the transaction of other business. The annual meeting may be held without notice, but the Secretary of Rising Sun should ensure that the members of the Board are given adequate reminders of the annual meeting.

Section 3.8 Other Regular Meetings.

Other regular meetings of the Board will be held at such times as are fixed by the Board, but the Board must meet at least once in each of Rising Sun’s fiscal quarters. Because the times of regular meetings will be set forth in the minutes, no additional formal notice of regular meetings is required, but the Secretary of Rising Sun should ensure that the members of the Board are given adequate reminders of the regular meetings.

Section 3.9 Special Meetings.

Special meetings of the Board for any purpose may be called at any time by the President, the Chairperson of the Board, any Vice-President, the Secretary, or any two directors.

Notice of the time and place of special meetings of the Board will be in writing and will be delivered: (i) by first class United States Mail, charges prepaid; (ii) in person; (iii) by a nationally recognized overnight courier service; (iv) by telephone (including a voice messaging system); or (v) by email. The notice will be delivered to each director and addressed to the director at his or her address as it is shown upon the records of Rising Sun or, if it is not shown on the records or is not readily ascertainable, at the place where the meetings of the directors are regularly held. If the notice is mailed, it will be deposited in the United States mail at least four (4) days prior to the time of the meeting. If the notice is delivered in person, by overnight courier, by telephone, or by email, it will be so delivered at least forty-eight (48) hours prior to the time of the meeting. The officers of Rising Sun will endeavor to obtain written consent of each director to use email for receipt of notice, and Rising Sun may not use email to send notice without having previously received such written consent. Any transmission of notice as provided in this paragraph will be deemed due, legal and personal notice to the director receiving the notice.

Notice of a meeting need not be given to any director who: (i) signs a waiver of notice or a consent to holding the meeting, whether before or after the meeting; (ii) signs an approval of the minutes of the meeting, whether before or after the meeting; or (iii) who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such director. All such waivers, consents, and approvals will be filed with the corporate records or made a part of the minutes of the meeting.

Section 3.10 Quorum; Required Vote; Teleconference and Video Conference.

(a) The presence of a majority of the authorized number of directors at a meeting of the Board constitutes a quorum for the transaction of business, except as otherwise provided in these Bylaws.

(b) Every act done or decision made by a majority of the directors present at a meeting duly held at which a quorum is present (a “majority vote” or “resolution”) will be regarded as the act of the Board, unless a greater number, or the same number after disqualifying one or more directors from voting, is required by the Articles of Incorporation, these Bylaws, or the California Nonprofit Corporation Law.

(c) A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for such meeting, subject to any applicable requirements for approval by a greater number or a disinterested majority.

(d) Directors may participate in any meeting through use of teleconference or video conference as long as: (i) all members participating in the meeting are able to hear one another and communicate with all of the other directors concurrently; and (ii) each director is provided the means of participating in all matters before the Board, including, without limitation, the

capacity to propose, or to interpose an objection to, a specific action to be taken by Rising Sun. For the avoidance of doubt, meetings that take place through use of teleconference or video conference under this paragraph will be considered meetings for purposes of Sections 3.6 through 3.11. If, in the future, the provisions of this Section 3.10(d) are no longer consistent with Sections 20 and 21 of the California Corporations Code, the provisions of the California Corporations Code will supersede.

Section 3.11 Adjourned Meeting and Notice.

A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the adjourned meeting is to resume more than twenty-four (24) hours after the adjournment, notice of the adjournment and the time and place of the resumption must be given to any directors not present at the adjourned meeting at the time of the adjournment, pursuant to the provisions of Section 3.9 governing notice for calling a special meeting.

Section 3.12 Action by Unanimous Written Consent.

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board consent in writing to such action. Such written consent or consents will be filed with the minutes of the proceedings of the Board. Such action by unanimous written consent will have the same force and effect as the unanimous vote of such directors. For purposes of this Section 3.12 only, “all members of the Board” does not include any “interested directors” as defined in Section 5233 of the California Corporations Code.

Section 3.13 Fees and Compensation.

Directors and members of committees may receive such reasonable compensation, if any, for their services, and such reasonable reimbursement for expenses, as may be fixed or determined by resolution of the Board.

ARTICLE 4 - Committees

Section 4.1 Committees of Directors.

The Board may, by a majority vote, designate one or more committees, each consisting of at least two directors, to serve at the pleasure of the Board. The Board may designate one or more directors as alternate members of any committee, who may replace any absent member at any meeting of the committee. The appointment of members or alternate members of a committee requires a majority vote of the Board. Any such committee, to the extent provided in a resolution of the Board or in these Bylaws, will have all the authority of the Board, except that no committee, regardless of Board resolution, may:

(a) Approve any action that, under the California Nonprofit Corporation Law, also requires the affirmative vote of the members of a public benefit corporation;

(b) Fill vacancies on the Board or in any committee that has the authority of the Board;

- (c) Fix compensation of the directors for serving on the Board or on any committee;
- (d) Amend or repeal bylaws or adopt new bylaws;
- (e) Amend or repeal any resolution of the Board that by its express terms is not so amendable or repealable;
- (f) Appoint any other committees of the Board or the members of such committees;
- (g) Expend corporate funds to support a nominee for director after there are more people nominated for director than can be elected; or
- (h) Approve any transaction between Rising Sun and one or more of its directors in which the director has a material financial interest, except as provided by Section 5233 of the California Corporations Code.

Section 4.2 Audit Committee

If Rising Sun (i) is required to file reports with the California Attorney General pursuant to Section 12586 of the California Government Code and (ii) receives or accrues in any fiscal year gross revenue of two million dollars (\$2,000,000) or more, exclusive of grants from, and contracts for services with, governmental entities for which the governmental entity requires an accounting of the funds received, the Board will, by resolution adopted by a majority vote, designate an Audit Committee. The Audit Committee may include persons who are not members of the Board, but the members of the Audit Committee may not include any member of the staff, including but not limited to the President or the Treasurer. If Rising Sun has a Finance Committee, it must be separate from the Audit Committee. Members of the Finance Committee may serve on the Audit Committee, but the chairperson of the Audit Committee may not be a member of the Finance Committee and the members of the Finance Committee must constitute less than one-half of the membership of the Audit Committee.

Members of the Audit Committee may not receive any compensation from Rising Sun in excess of the compensation, if any, received by members of the Board for service on the Board. In addition, members of the Audit Committee may not have a material financial interest in any entity doing business with Rising Sun. Subject to the supervision of the Board, the Audit Committee will be responsible for recommending to the Board the retention and termination of the independent auditor for Rising Sun and may negotiate the independent auditor's compensation on behalf of the Board. The Audit Committee will confer with the auditor to satisfy its members that the financial affairs of Rising Sun are in order, review and determine whether to accept the audit, assure that any nonaudit services performed by the auditing firm conform with standards for auditor independence referred to in Section 12586(e)(1) of the California Government Code, and approve performance of any nonaudit services by the auditing firm. If Rising Sun is under the control of another corporation, the Audit Committee may be part of the Board of Directors of the controlling corporation.

Section 4.3 Committees That Include Other Than Board Members.

The Board may, by resolution, designate one or more advisory committees whose members need not be composed entirely of Board members ("Advisory Committees"). Advisory Committees will not have the authority of the Board to make decisions on behalf of Rising Sun, but will be restricted to making recommendations to the Board or Board committee, and implementing Board or Board committee decisions and policies under the supervision and control of the Board or a Board committee. However, the Board may delegate powers to any such committee as provided for in Section 3.1, except that the Board may not delegate any of the powers enumerated in Section 4.1.

Section 4.4 Meetings and Actions of Committees.

Meetings and actions of all committees will be governed by, and held and taken in accordance with, the provisions of Sections 3.6 through 3.12 concerning meetings and actions of directors, with such changes in the context of those Bylaws as are necessary to substitute the committee and its members for the Board and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board. Notice of special meetings of committees will also be given to any and all alternate members, who have the right to attend all meetings of the committee. Minutes will be kept of each meeting of any committee and will be filed with the corporate records. The Board may adopt rules not inconsistent with the provisions of these Bylaws for the governance of any committee.

ARTICLE 5 - Officers

Section 5.1 Officers.

The officers of Rising Sun will consist of the President, the Secretary, and the Treasurer, and each of them will be appointed by the Board. Rising Sun may also have a Chairperson of the Board, one or more Vice-Presidents, one or more Assistant Secretaries and Assistant Treasurers, one or more Executive Directors and Deputy Directors, and such other officers as may be appointed by the Board, or with authorization from the Board by the President or some other officer. The order of the seniority of the Vice-Presidents will be in the order of their nomination, unless otherwise determined by the Board. The Board will designate one officer as the Treasurer of Rising Sun. Any two or more offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as either the President or the Chairperson of the Board. The Board may appoint, and may empower the President or another officer to appoint, such other officers as the activities of Rising Sun may require, each of whom will have such authority and perform such duties as are provided in these Bylaws or as the Board may from time to time determine.

All officers of Rising Sun will hold office from the date appointed to the date of the next succeeding annual meeting of the Board, and until the successors to such officers are elected and qualified or until their earlier resignation or removal pursuant to this paragraph. Any officer may resign at any time by giving written notice to the Board, the President, or the Secretary of Rising Sun, without prejudice to the rights of Rising Sun under any contract to which the officer is a

party. Any resignation will take effect on the date of the receipt of such notice or at any later time specified in the resignation, and, unless otherwise specified in the resignation, the acceptance of the resignation will not be necessary to make it effective. All officers, as well as any other employee or agent of Rising Sun, may, subject to any claim for breach of contract based on any contractual arrangements between any such person and Rising Sun, be removed at any time: (i) by a majority vote of the Board; or (ii) except in the case of an officer chosen by the Board, by any officer upon whom such power of removal may be conferred by the Board.

Upon the removal, resignation, death, or incapacity of any officer, the Board, or the President or another officer in cases where the President or the other officer has been vested by the Board with power to appoint, may declare such office vacant and fill such vacancy.

The salary and other compensation of the officers may be fixed from time to time by a majority vote of, or in the manner determined by, the Board. The Board or an authorized committee of the Board will, in compliance with Section 12586(g) of the California Government Code, review and approve the compensation, including benefits, of the President or Chief Executive Officer and the Treasurer to assure that it is just and reasonable. This review and approval will occur initially upon the hiring of the officer, whenever the term of employment, if any, of the officer is renewed or extended, and whenever the officer's compensation is modified. Separate review and approval will not be required if a modification of compensation extends to substantially all employees. If Rising Sun is affiliated with other charitable corporations, review and approval may be obtained from the Board, or an authorized committee of the Board, of the charitable corporation that makes retention and compensation decisions regarding a particular individual.

Section 5.2 Duties of the Chairperson of the Board.

The Chairperson of the Board (if there is such an officer appointed) will, when present, preside at all meetings of the Board and will perform all the duties commonly incident to that office. The Chairperson of the Board has authority to execute in the name of Rising Sun all bonds, contracts, deeds, leases, and other written instruments to be executed by Rising Sun (except when by law the signature of the President is required), and will perform such other duties as the Board may from time to time determine.

Section 5.3 Duties of the Vice-Chairperson

The Vice-Chairperson shall, in the absence of the Chair, carry out the duties of the Chair and shall have such other powers and duties as may be prescribed by the Board or these Bylaws.

Section 5.4 Duties of the President

Subject to such supervisory powers, if any, as may be given by the Board to the Chairperson of the Board, the President will be the general manager and Chief Executive Officer of Rising Sun and will perform all the duties commonly incident to that office. The President will preside in the absence of both the Chairperson of the Board and Vice-Chairperson of the Board, or, if there be neither, at all meetings of the Board, and will perform such other duties as the Board may from time to time determine.

Section 5.5 Duties of Vice-Presidents.

The Vice-Presidents (if there be such officers appointed), in the order of their seniority unless otherwise established by the Board, may assume and perform the duties of the President in the absence or disability of the President.. The Vice-Presidents will have such titles, perform such other duties, and have such other powers as the Board or the President may designate from time to time.

Section 5.6 Duties of the Secretary and Assistant Secretaries.

The Secretary will record or cause to be recorded, and will keep or cause to be kept, at the principal executive office and such other place as the Board may order, a book of minutes of actions taken at all meetings of directors and committees, which will contain: (i) the time and place of holding; (ii) whether regular or special; (iii) if special, how authorized; (iv) the notice given; (v) the names of those present at such meetings; and (vi) the proceedings of such meetings.

The Secretary will give, or cause to be given, notice of all meetings of the Board and of the committees of Rising Sun required by these Bylaws or by law to be given, will keep the seal of Rising Sun (if any) in safe custody, and will have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws.

The President may direct any Assistant Secretary (if there is such an officer appointed) to assume and perform the duties of the Secretary in the absence or disability of the Secretary, and each Assistant Secretary will perform such other duties and have such other powers as the Board or the President may designate from time to time.

Section 5.7 Duties of the Treasurer and Assistant Treasurers.

The Treasurer will keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of Rising Sun, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements.

The Treasurer will deposit all moneys and other valuables in the name and to the credit of Rising Sun with such depositories as may be designated by the Board. The Treasurer will disburse the funds of Rising Sun as may be ordered by the Board, will render to the President and directors, whenever they request it, an account of all of the Treasurer's transactions as Treasurer and of the financial condition of Rising Sun, and will have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws.

If required by the Board, the Treasurer will give Rising Sun a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the Treasurer's office and for restoration to Rising Sun of all its books, papers, vouchers, money, and other property of every kind in the Treasurer's possession or under the Treasurer's control on the Treasurer's death, resignation, retirement, or removal from office.

The President may direct any Assistant Treasurer (if there is such an officer appointed) to assume and perform the duties of the Treasurer in the absence or disability of the Treasurer, and each Assistant Treasurer will perform such other duties and have such other powers as the Board or the President may designate from time to time.

Section 5.8 Duties of Executive Directors and Deputy Directors.

The Executive Directors and any Deputy Directors (if there be such officers appointed) will have such titles, perform such duties, and have such powers as the Board the President may designate from time to time.

ARTICLE 6 - Indemnification of Directors, Officers, Employees, and Other Agents of Rising Sun; Purchase of Liability Insurance

(a) For the purposes of this article, “agent” means any person who is or was a director, officer, employee, or other agent of Rising Sun, or is or was serving at the request of Rising Sun as a director, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, or was a director, officer, employee, or agent of a foreign or domestic corporation that was a predecessor corporation of Rising Sun or of another enterprise at the request of such predecessor corporation; “proceeding” means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative; and “expenses” include, without limitation, attorneys’ fees and any expenses of establishing a right to indemnification under paragraph (d) or paragraph (e)(ii) of this Article 6.

(b) Rising Sun will indemnify any person who was or is a party or is threatened to be made a party to any proceeding (other than an action by or in the right of Rising Sun to procure a judgment in its favor, an action brought under Section 5233 of the California Corporations Code, or an action brought by the Attorney General for any breach of duty relating to assets held in charitable trust, except as outlined in paragraph (c) of this Article 6) by reason of the fact that such person is or was an agent of Rising Sun, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, but only if: (i) such person acted in good faith and in a manner such person reasonably believed to be in the best interests of Rising Sun; and (ii) in the case of a criminal proceeding, such person had no reasonable cause to believe his, her, or its conduct was unlawful. The termination of any proceeding by judgment, order, settlement or conviction or upon a plea of *nolo contendere* or its equivalent will not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of Rising Sun or that the person had reasonable cause to believe that his, her, or its conduct was unlawful.

(c) Rising Sun will indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action by or in the right of Rising Sun to procure a judgment in its favor, or brought under Section 5233 of the California Corporations Code, or brought by the Attorney General for breach of duty relating to assets held in charitable trust, by reason of the fact that such person is or was an agent of Rising Sun, against expenses actually and reasonably incurred by such person in connection with the defense or settlement of such action, but only if such person acted in good faith, in a manner such person believed to be in the best interests of Rising Sun, and with such care, including reasonable inquiry, as an

ordinarily prudent person in a like position would use under similar circumstances. However, no indemnification will be made under this paragraph (c):

(i) In respect of any claim, issue, or matter as to which such person is adjudged to be liable to Rising Sun in the performance of such person's duty to Rising Sun, unless and only to the extent that the court in which such proceeding is or was pending determines upon application that, in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for the expenses that such court determines;

(ii) Of amounts paid in settling or otherwise disposing of a threatened or pending action, with or without court approval; or

(iii) Of expenses incurred in defending a threatened or pending action that is settled or otherwise disposed of without court approval unless it is settled with the approval of the Attorney General.

(d) To the extent that an agent of Rising Sun has been successful on the merits in defense of any proceeding referred to in paragraphs (b) or (c) of this Article 6 or in defense of any claim, issue, or matter in the proceeding, the agent will be indemnified against expenses actually and reasonably incurred by the agent in connection with the proceeding.

(e) Except as provided in paragraph (d) of this Article 6, any indemnification under this Article 6 must and will be made by Rising Sun only if authorized in the specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in paragraphs (b) or (c) of this Article 6, by:

(i) A majority vote of a quorum consisting of all of the directors then in office who are not parties to such proceeding; or

(ii) The court in which such proceeding is or was pending upon application made by Rising Sun, the agent, or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney, or other person is opposed by Rising Sun.

(f) Expenses incurred in defending any proceeding may be advanced by Rising Sun prior to the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the agent to repay such amount, unless it is ultimately determined that the agent is entitled to be indemnified as authorized in this Article 6.

(g) Nothing contained in this Article 6 will affect any right to indemnification to which persons other than directors and officers of Rising Sun or any subsidiary of Rising Sun may be entitled by contract or otherwise.

(h) No indemnification or advance may be made under this article, except as provided in paragraphs (d) or (e)(ii) of this Article 6, in any circumstance where it appears:

(i) That it would be inconsistent with a provision of the Articles of Incorporation, a resolution of the Board, or an agreement in effect at the time of the accrual of

the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or

(ii) That it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

(i) Upon and in the event of a determination by the Board to purchase indemnity insurance, Rising Sun will purchase and maintain insurance on behalf of any agent of Rising Sun against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such whether or not Rising Sun would have the power to indemnify the agent against such liability under the provisions of this article. However, Rising Sun has no power to purchase and maintain such insurance to indemnify any agent of Rising Sun for a violation of Section 5233 of the California Corporations Code.

(j) This Article 6 does not apply to any proceeding against any trustee, investment manager, or other fiduciary of an employee benefit plan in such person's capacity as such, even though such person may also be an agent of Rising Sun. Rising Sun may indemnify such trustee, investment manager, or other fiduciary to the extent permitted by subdivision (f) of Section 207 of the California Corporations Code.

ARTICLE 7 - Execution of Corporate Instruments, and Voting of Stocks and Memberships Held by Rising Sun

Section 7.1 Execution of Corporate Instruments.

The Board may, in its discretion, determine the method and designate the signatory officer or other person, to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise provided by law, and such execution or signature will be binding upon Rising Sun.

Unless otherwise specifically determined by the Board or otherwise required by law, material contracts of Rising Sun, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of Rising Sun, and other corporate instruments or documents, and certificates of shares of stock owned by Rising Sun, must be executed, signed, or endorsed by (i) the President or the Chairperson of the Board or any Vice-President; and (ii) by the Secretary or Treasurer or any Assistant Secretary or Assistant Treasurer.

All checks and drafts drawn on banks or other depositories on funds to the credit of Rising Sun, or in special accounts of Rising Sun, may be signed by such person or persons as the Board may authorize to do so.

Section 7.2 Voting of Stock Owned by Rising Sun.

All stock of other corporations or memberships in other corporations owned or held by Rising Sun for itself, or for other parties in any capacity, will be voted, and all proxies with respect to such stock or memberships will be executed, by the person or persons authorized to do so by resolution of the Board or, in the absence of such authorization, by the President, the

Chairperson of the Board, or any Vice-President or by any other person authorized to do so by the President, the Chairperson of the Board, or any Vice-President.

ARTICLE 8 - Reports

Section 8.1 Annual Report to Directors.

Rising Sun will provide to the directors, no later than 120 days after the close of its fiscal year, a report containing the following information in appropriate detail:

- (a) The assets and liabilities, including trust funds, of Rising Sun as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of Rising Sun, both unrestricted and restricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements of Rising Sun, for both general and restricted purposes, during the fiscal year; and
- (e) Any information required by Section 6322 of the California Corporations Code.

The report will be accompanied by any pertinent report of independent accountants, or, if there is no such report, the certificate of an authorized officer of Rising Sun that such statements were prepared without audit from the books and records of Rising Sun.

Section 8.2 Audited Financial Statements.

If Rising Sun (i) is required to file reports with the California Attorney General pursuant to Section 12586 of the California Government Code and (ii) receives or accrues in any fiscal year gross revenue of two million dollars (\$2,000,000) or more (or such other amount then designated by Section 12586), exclusive of grants from, and contracts for services with, governmental entities for which the governmental entity requires an accounting of the funds received, Rising Sun will do the following:

- (a) Prepare annual financial statements using generally accepted accounting principles that are audited by an independent certified public accountant in conformity with generally accepted auditing standards. For any nonaudit services performed by the firm conducting the audit, the firm and its individual auditors will adhere to the standards for auditor independence set forth in the latest revision of the Government Auditing Standards, issued by the Comptroller General of the United States (the "Yellow Book") and any standards prescribed by the California Attorney General for auditor independence in the performance of nonaudit services, including standards different from those set forth in the Yellow Book. If Rising Sun is under the control of another organization, the controlling organization may prepare a consolidated financial statement. The audited financial statements will be available for inspection by the California Attorney General and by members of the public no later than nine

(9) months after the close of the fiscal year to which the statements relate. If Rising Sun is then a charity, it will also make its annual audited financial statements available to the public in the same manner that is prescribed for IRS Form 990 by the latest revision of Section 6104(d) of the Internal Revenue Code and associated regulations.

(b) If Rising Sun is required to file reports with the California Attorney General pursuant to Section 12586 of the California Government Code and, independent of the audit requirement set forth in Section 12586(e)(1) of the California Government Code, it prepares financial statements that are audited by a certified public accountant, the audited financial statements will be available for inspection by the California Attorney General and will be made available to members of the public in conformity with Section 12586(e)(1) of the California Government Code.

ARTICLE 9 - Maintenance and Inspection of Corporate Records

Section 9.1 Maintenance and Inspection of Articles of Incorporation and Bylaws.

Rising Sun will keep at its principal executive office or, if its principal executive office is not in the State of California, at its principal business office in California, the original or a copy of its Articles of Incorporation and Bylaws as amended to date, which will be open to inspection by the directors at all reasonable times during office hours. If the principal executive office of Rising Sun is outside the State of California and Rising Sun has no principal business office in California, the Secretary will, on the written request of any director, furnish to that director a copy of the Articles of Incorporation and Bylaws as amended to date.

Section 9.2 Maintenance and Inspection of Other Corporate Records.

The accounting books, records, and minutes of proceedings of the Board and any committees of Rising Sun will be kept at such place designated by the Board, or, in the absence of such designation, at the principal executive office of Rising Sun. The minutes will be kept in written or typed form, and the accounting books and records will be kept either in written or typed form or in any other form capable of being converted into written, typed, or printed form.

Every director has the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of Rising Sun and each of its subsidiary corporations. The inspection may be made in person or by an agent or attorney, and includes the right to copy and make extracts of documents.

ARTICLE 10 - Amendments

New bylaws may be adopted or these Bylaws may be amended or repealed by the Board.

ARTICLE 11 - Standard of Care

Each director must perform the duties of a director, including the duties as a member of any Board committee on which the director may serve, in good faith, in a manner such director believes to be in the best interest of Rising Sun, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a director, each director is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:

- (a) One or more officers or employees of Rising Sun whom the director believes to be reliable and competent as to the matters presented;
- (b) Counsel, independent accountants, or other persons as to matters which the director believes to be within such person's professional or expert competence; or
- (c) A Board committee upon which the director does not serve, as to matters within its designated authority, provided that the director believes such committee merits confidence. so In any such case, the director must act in good faith after reasonable inquiry when the need therefor is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Except as provided in Article 12, a person who performs the duties of a director in accordance with this Article 11 has no liability based upon any failure or alleged failure to discharge that person's obligations as a director, including, without limiting the generality of the foregoing, any actions or omissions that exceed or defeat a public or charitable purpose to which a corporation, or assets held by it, are dedicated.

ARTICLE 12 - Prohibited Transactions

Section 12.1 Loans.

Except as permitted by Section 5236 of the California Corporations Code, Rising Sun will not make any loan of money or property to, or guarantee the obligation of, any director or officer. However, Rising Sun may advance money to a director or officer of Rising Sun or any of its subsidiaries for expenses reasonably anticipated to be incurred in performance of the duties of such officer or director so long as such individual would be entitled to be reimbursed for such expenses absent that advance.

Section 12.2 Self-Dealing Transactions.

Except as provided in Section 12.3, the Board will not approve or permit Rising Sun to engage in any self-dealing transaction. A self-dealing transaction is a transaction to which Rising Sun is a party and in which one or more of its directors has a material financial interest, unless the transaction is described in California Corporations Code Section 5233(b).

Section 12.3 Approval.

Rising Sun may engage in a self-dealing transaction if the transaction is approved by a court or by the Attorney General. Rising Sun also may engage in a self-dealing transaction if the Board determines, before the transaction, that: (i) Rising Sun is entering into the transaction for its own benefit; (ii) the transaction is fair and reasonable to Rising Sun at the time; and (iii) after reasonable investigation, it could not have obtained a more advantageous arrangement with reasonable effort under the circumstances. Such determinations must be made by the Board in

good faith, with knowledge of the material facts concerning the transaction and the interest of the directors in the transaction, and by a vote of a majority of the directors then in office, without counting the vote of the interested directors.

ARTICLE 13 - Construction and Definitions

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the California Nonprofit Corporation Law as amended from time to time govern the construction of these Bylaws. Without limiting the generality of the foregoing, the masculine gender includes the feminine and neuter, the singular number includes the plural and the plural number includes the singular, and the term “person” includes a corporation as well as a natural person.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the currently elected and acting Secretary of Rising Sun Energy Center, a California nonprofit public benefit corporation, and the above Bylaws, consisting of 20 pages, inclusive of this certificate, are the Bylaws of this corporation as revised and approved by the Board of Directors on December 8, 2015.



Bruce Chamberlain, Secretary

12/9/15

Date

**FIRST AMENDMENT TO THE BYLAWS OF
RISING SUN CENTER FOR OPPORTUNITY
a California Nonprofit Public Benefit Corporation**

This First Amendment (the "*Amendment*") to the Bylaws of the Rising Sun Center for Opportunity, a California nonprofit public benefit corporation (the "*Corporation*") has been approved, ratified and adopted by the board of directors of the Corporation (the "*Board*"). Capitalized terms not defined herein shall have the meanings ascribed to them in the Bylaws.

BE IT RESOLVED: That the first sentence of Section 3.2 of Article 3 is hereby deleted and replaced with the following:

The authorized number of directors of Rising Sun will not be less than three (3) nor more than twenty five (25) until changed by amendment of the Articles of Incorporation or by a bylaw amending this Section 3.2.

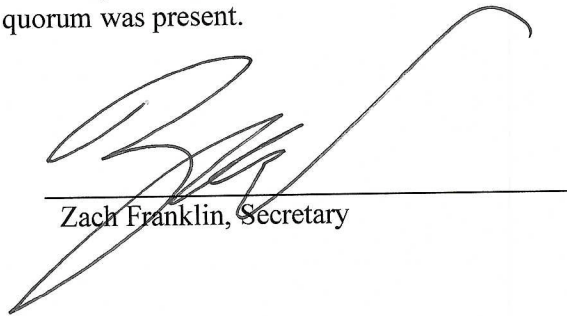
FURTHER RESOLVED: The last sentence of Section 3.2 of Article 3 is deleted and replaced with the following:

Subject to the above provisions for changing the number of directors, the authorized number of directors of Rising Sun, as of the adoption of this Amendment, is set at twenty five (25).

Except as amended by this Amendment, the Bylaws shall remain in full force and effect.

[remainder of page intentionally left blank, signature page follows]

IN WITNESS WHEREOF, the undersigned Secretary of the Corporation hereby certifies that this Amendment has been duly approved by the Board pursuant to resolutions adopted at a meeting of the Board held on October 6, 2022 at which a quorum was present.



A handwritten signature in dark ink, appearing to read 'Zach Franklin', is written over a horizontal line. The signature is stylized with a large, sweeping initial 'Z' and a long, curved flourish extending to the right.

Zach Franklin, Secretary

JULIA MARY POPOLIZIO HATTON

723 San Carlos Avenue | Albany, CA 94706 | 608-609-9943 | jpopolizio@gmail.com

PROFESSIONAL EXPERIENCE

RISING SUN CENTER FOR OPPORTUNITY

Oakland & Stockton, CA

President & Chief Executive Officer

March 2020-Present

- Executive leader of Rising Sun, a regional workforce development nonprofit with an \$11M budget and 45 full-time staff in 2026
- Serve 200+ people and 4,500+ households annually across 13 counties in the CA Bay Area and rural Central Valley, prioritizing low-income youth, women, reentry, BIPOC, and rural jobseekers to build economic equity and climate resilience
- From 2020-2025, as a first-time CEO:
 - Grew the organization from 17 full-time staff to 42
 - Increased the annual budget from \$4.7M to \$11M
 - Revamped the organizational mission, vision, and values
 - Expanded the organization's geographic footprint from 10 counties to 13 (22 by 2027)
 - Increased staff satisfaction by improving organizational culture, including through funded diversity, equity, inclusion, and justice (DEIJ) initiatives
 - Grew and diversified a majority-BIPOC Board of Directors (from 5 to 15) and staff leadership team (from 4 to 10)
 - Established and invested a reserve fund to increase financial resilience
 - Oversaw the launch of four new major program offerings, a new policy department, and more advanced development, HR, administrative, and financial functions and systems
 - Developed two multi-year Strategic Plans
 - Oversaw programs demonstrated to double earnings for low-income jobseekers
 - Safely navigated the organization through the COVID-19 pandemic and through a multi-million dollar contract delay while avoiding layoffs and program disruption
- Launched Rising Sun's first Policy Department to advance systems change in economic equity and climate resilience:
 - Secured over \$1M in state funding to lead a High Road Training Partnership of 20+ government, nonprofit, union, non-union, and workforce partners
 - Collaboratively established High Road labor standards for residential decarbonization to advance good, green jobs
 - Successfully advocated for prevailing wage requirements in a \$1B residential decarbonization program for low-income Californians
- Secured and set strategy for a 3-year, \$13M contract to expand Rising Sun's youth program into 13 new counties in rural Central California from 2025-2027

Interim Co-Executive

August 2019-February 2020

- Co-led Rising Sun during the search for a new Chief Executive Officer; directly oversaw and supervised development, communications, operations, finance, and HR while also serving as Director of Strategy Development & Policy

Director of Strategy Development & Policy

2018-February 2020

- Launched Rising Sun's first policy efforts; created and implemented a policy plan emphasizing equity, climate, and good jobs: worked in coalition; wrote legislative advocacy letters; participated in regulatory proceedings

Director of Programs

2017-2018

JULIA MARY POPOLIZIO HATTON

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- Oversaw all programs for youth and adults to launch careers in the clean economy and construction
- Designed and implemented foundational processes and policies for Rising Sun's union building trades pre-apprenticeship program, including one of the only all-women Multi-Craft Core Curriculum (MC3) cohorts in the country

Director of Youth Programs

2012-2017

- Oversaw youth employment programs and team providing residential energy and water efficiency in 6 counties, with an over \$2.3M budget and over 120 temporary staff
- As a first-time Director, doubled the size and impact of the youth program in a 2-year period, including establishing Rising Sun's first Central Valley office (Stockton, 2014)

AVANGRID (fka THE UNITED ILLUMINATING COMPANY)

New Haven, CT

Project Manager, Connecticut Efficient Healthy Homes Initiative (CTEHHI)

2010-2012

- Created and oversaw the first utility-led healthy homes program in the country, managing a \$13M budget and building new, cross-sector collaborations to provide low-income families with energy efficiency and environmental health retrofits across the State; spoke at the state and national level as an expert on building successful cross-sector partnerships

MADISON REGION ECONOMIC PARTNERSHIP (fka THRIVE)

Madison, WI

Project Director

2009-2010

- Built and maintained relationships with private and public sector leaders; led the strategic planning process; collaborated on organizational and Board strategy

Project Specialist

2007-2009

- Launched an 8-county economic development organization as part of its start-up team; instrumental in scaling the organization and shaping the regional agenda with executives and elected leaders

EPIC SYSTEMS CORPORATION

Madison, WI

Application Coordinator (Project Manager/Consultant)

2005-2006

- Responsible for the successful implementation of electronic medical record software at hospital sites

EDUCATION

NORTHWESTERN UNIVERSITY

Evanston, IL

Bachelor of Arts (BA), English, *summa cum laude*; GPA 3.915/4.0

2005

Executive Scholar Certificate Nonprofit Management, Kellogg School of Management

2023

CORO FELLOWS PROGRAM IN PUBLIC AFFAIRS

St. Louis, MO

Fellow

2006-2007

INTERNATIONAL PROJECT MANAGEMENT INSTITUTE

Madison, WI

Certified Project Management Professional (PMP)

2008-2011

OTHER

- Secretary→Vice Chair→Chair, CA Disadvantaged Communities Advisory Group, 2022-Present
- Steering Committee, CA Coalition for Good Jobs

Sneha Ayyagari (she/her), MS, LEED Green Associate

sneha.ayyagari@gmail.com | (972)-342-2210

<https://www.linkedin.com/in/sneha-ayyagari/>

SELECTED WORK EXPERIENCE:

- 06/2025 - Present *Director of Policy, **Rising Sun Center for Opportunity**, Oakland, CA*
 - Leads policy department budget, strategy, management of staff and consultants, and advocacy efforts to advance high quality jobs and climate resilience,
 - Created new policy priorities framework informed by over 50 external and 25 internal interviews
 - Managed collaboration with the 20+ members of Residential Building Decarbonization High Road Partnership and publication of relevant resources
 - Developed, reviewed, and delivered training materials for adult and youth participants seeking careers in construction and climate resilience in the Bay Area and Central Valley
- 03/2025 - 7/2025 Graduate, **Blooming Willow Coaching Institute**, Virtual
 - Graduated from International Coaching Federation certified Healing Centered Coaching course completing 22 live classes, 20 practice coaching sessions, 10 mentor session, and 5 portfolio assignments
 - Focused on working with young women of color professionals and students in the social and environmental justice field to help them navigate career and personal transitions
- 10/2024 - 06/2025 *Deputy Director/Policy Director, **Building Electrification Institute**, Oakland, CA*
 - Provided coalition building and research support to nonprofits and government agencies on inclusive workforce, equitable building decarbonization, and housing affordability policies and programs
 - Led strategy and implementation for California and Bay Area building decarbonization policy advocacy campaigns
 - Led several collaborative grant proposals and conversations with funders
 - Developed internal policies on outcomes based management to create an effective and equitable organization
 - Conducted landscape analysis with 15+ organizations working on intersection of workforce, building retrofits, health, and community benefits
- 03/2024 - 10/2024 *Senior Program Manager for Clean Energy Initiatives, **The Greenlining Institute**, Oakland, CA*
 - Created over 30 district specific factsheets, social media materials, and helped organize 3 lobby days for a campaign in partnership with community based environmental justice groups to advocate for funding for the Transformative Climate Communities and Regional Climate Collaborative capacity building programs to advance community driven projects in priority communities
 - Contributed to landscape analyses and strategic planning process to design priorities over the next 3 years for Greenlining on clean energy equity topics such as the clean energy innovation and economy and building decarbonization
 - Led comment letters on topics including building decarbonization, extreme heat mitigation, clean energy innovation
 - Served as reviewer to the Department of Energy's Solar Energy Technology Office program review
 - Led social impact and energy equity strategy for CalSEED program and provide 1:1 coaching to entrepreneurs on equity goals, and create communications highlighting BIPOC and women led founders leadership
 - Speak regularly with diverse audiences including community college students, leading scientists and engineers, researchers, early stage entrepreneurs, policymakers, advocacy organizations, foundations, government agency staff, and frontline community members

- 01/2022 - 03/2024 *Program Manager for Clean Energy Initiatives*, **The Greenlining Institute**, Oakland, CA
 - Developed and implemented social impact and energy equity strategy for CalSEED program including working with 10+ partner organizations to develop shared energy equity vision, goals, and definitions, drafting outreach and application materials, conducting outreach to CBOs and diverse workforce organizations, speaking at information sessions, recruiting and chairing a 11 member committee to score CalSEED applications on the energy equity section for 2 funding solicitations; designing and delivering several group trainings on DEI, energy equity, and community benefits to full cohort and offering 1:1 coaching on integrating energy equity into technological innovation to early stage clean energy entrepreneurs; Authored several blogs and social media content to highlight the contributions of women and people of color entrepreneurs in the CalSEED program
 - Drafted comment letters with local, state, and federal environmental justice researchers, advocates, and community members on federal policies regarding energy affordability, building decarbonization, workforce development, and climate resilience such as the Equitable Building Decarbonization program, Climate and Economic Justice Screening Tool, implementation of the Home Energy Rebates and other programs in the Inflation Reduction Act, and the Defense Production Act
 - Served on advisory committees for clean energy equity related topics such as the DEI committee for the SolSmart program and review reports and publications by research institutions and advocates
 - Reviewed California bills and track legislation and budget priorities and provide support letters and testimony on topics such as utility debt relief, extreme heat, building decarbonization, and clean energy workforce
 - Spoke to local and national media outlets on environmental justice policy issues
 - Mentored and managed Summer Associates and young professionals and provided trainings to over 30 young leaders in project management through Greenlining's Leadership Academy
- 02/2021 - 01/2022 *Senior Associate*, **Rocky Mountain Institute**, Oakland, CA and Coppel, TX
 - Advised New York Climate Action Council and led portions of analysis, writing, and research for NYSERDA on topics including resiliency, equity, quantification of costs and benefits
 - Conducted 20+ informational interviews and listening sessions to help scope engagements intended advance decarbonization in environmental justice communities in Massachusetts; provided research and facilitation opportunities for community led grant applications
 - Published blogs on racial, economic, and climate impacts of rental efficiency policies in VT, building decarbonization and resilience in TX, and analysis on state-level legislation in MA working
 - Helped write successful \$1.5M proposal to provide technical assistance and peer learning workshops for Texas cities to improve community resilience with a focus on residential buildings
 - Recruited interns and managed Associates on research and analysis projects related to co benefits of demand flexibility and state and city policy analysis and technical support
 - Helped lead Diversity, Equity, Inclusion, and Justice committee to develop RMI's first public equity principles and frameworks to incorporate into programmatic work; Co-leading efforts to secure external facilitator for coaching for BIPOC staff
- 07/2019-01/2021 *Associate*, **Rocky Mountain Institute**, Boulder, CO and Oakland, CA
 - Provided technical assistance in partnership with local activists for a coalition of advocates and city officials in ~15 municipalities pursuing building electrification policies in Massachusetts which catalyzed state level legislative action and focus on building decarbonization
 - Designed materials and facilitated workshops and learning sessions for 22 cities interested in pursuing residential energy disclosure policies
 - Coauthored 8 blogs and 2 insight briefs on grid interactive buildings, residential energy efficiency policies, social and environmental equity, and resiliency in buildings
- 09/2018-04/2019 *Teaching Assistant*, Building Systems and Understanding Energy Courses, **Stanford University**, Stanford CA.

- Provided technical guidance with AGI32, Revit, and eQUEST; clarified HVAC, lighting, and building envelope energy design and cost savings modeling concepts for commercial and residential buildings; translated engineering concepts for students and general audiences
- 08/2017-08/2018 *Fellow, **Natural Resources Defense Council***, New York, NY.
 - Co-led a coalition of over 55 companies and stakeholders invested in energy efficiency that motivated New York State to adopt targets resulting in energy savings equivalent to powering 1.8 million NY homes by 2025; Managed written and verbal communication for coalition
 - Communicated complex technical regulatory, financial, engineering topics into a series of 15 blogs, organized 4 webinars reaching over 200 people, and produced several fact sheets and memos quickly, independently, and collaboratively in an creative, entrepreneurial, and dynamic team of internal and external policy experts, policy makers, business partners, homeowners, environmental justice organizations, and operators of multifamily affordable housing energy programs
 - Represented NRDC at 10+ local, state, national, and international conferences and meetings

SELECTED PROJECTS:

- 06/2016-08/2016 *Energy Impact Fellow, **Tomkat Center for Sustainable Energy***, Stanford, CA.
 - Modeled the financial and technical feasibility of solar projects for clients including 26 California public schools in 10 districts that serve a total of 20,910 students using Aurora Solar software;
 - Briefed leaders with oversight over school infrastructure in the CEC Proposition 39 board about the results of our analysis and drafted and communicated policy guidance
- 06/2015-09/2015 *Schneider Sustainable Energy Fellow, **Green Empowerment***, Managua, Nicaragua.
 - Supported community led solar panels and environmentally friendly cookstoves projects in rural off-grid communities reducing health and economic burden for at least 50 households
 - Designed, prepared, and implemented an environmental education program in partnership with community members for children and adults in Spanish that reached over 100 people
 - Translated research in written materials and reports between English and Spanish

EDUCATION:

2018 - 2019

Stanford University, Civil and Environmental Engineering

- M.S., Civil and Environmental Engineering, (Sustainable Design and Construction Program – Focus on Project Management and Energy Systems)

2013 - 2017

Stanford University, Environmental Systems Engineering

- B.S., Environmental Systems Engineering with Distinction, 2017 (Focus on Urban Systems)
- Stanford Award of Excellence Recipient (Awarded to top 10% of class); Public Service Honor Society

SELECTED LEADERSHIP EXPERIENCE:

- 07/2024-Present **Green Empowerment**, Portland/Virtual
 - Serve as Secretary on Board of Directors to support with strategy, fundraising, governance, and event planning for global energy equity organization serving rural village communities
- 09/2024-12/2024 **Next Economy MBA**, Virtual
 - Participated in trainings by Lift Economy on business principles for regenerative social enterprises
- 08/2023-12/2023 **Clean Energy Leadership Institute**, Chicago/Virtual
 - Selected for a cohort of emerging leaders from across the energy economy and equips them with technical knowledge, leadership development training, and a passionate and dedicated community.
 - [Published op-ed](#) about equity for low income renters in implementing federal funding
- 08/2022-12/2022 **Women's Earth Alliance U.S. Grassroots Accelerator**, Virtual
 - 2022 U.S. Grassroots Accelerator Participant - Selected for a cohort of diverse women leaders from across the U.S. to deepen their strategies for change, build powerful alliances within and across movements, and scale their solutions for environmental protection, health, and justice
- 06/2021-08/2021 **Open Architecture Collaborative Pathways to Equity**, Virtual

- Developed equity knowledge and problem solving skills through the Pathways to Equity Virtual cohort of professionals across the built environment
- 03/2021-05/2021 **Seeds of Radical Renewal Leadership for Emerging Leaders**, Virtual
 - Developed leadership skills and worked on creative projects related to ecology and culture
- 09/2016-06/2017 **Haas Center for Public Service National Advisory Board Member**, Stanford, CA.
 - Provided Haas Center staff strategic guidance on program development in managing a \$4 million budget across a variety of educational, environmental, and health institutional priorities
- 01/2017-04/2017 **Stanford Woods Institute for the Environment**, Stanford, CA.
 - Selected through the FUEL program to engage with leaders in environmental policy nonprofits, businesses, and senior policymakers in California state government
- 06/2012-08/2013 **Breakthrough Collaborative**, Fort Worth, TX
 - Developed curriculum, planned lessons, and taught 2 classes of Chemistry (2012) and Biology and Test Prep (2013) to low-income students of color aspiring to be first-generation college graduates