

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Order Instituting Rulemaking to Enhance the Role of Demand Response in Meeting the State's Resource Planning Needs and Operation Requirements.	Rulemaking 13-09-011 (Filed September 19, 2013)
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NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION AND, IF REQUESTED (and []¹ checked), ADMINISTRATIVE LAW JUDGE'S RULING ON CALIFORNIA CLEAN ENERGY COMMITTEE'S SHOWING OF SIGNIFICANT FINANCIAL HARDSHIP

CALIFORNIA CLEAN ENERGY COMMITTEE	
Assigned Commissioner: Michael R. Peevey	Assigned ALJ: Kelly A. Hymes
I hereby certify that the information I have set forth in Parts I, II, III and IV of this Notice of Intent (NOI) is true to my best knowledge, information and belief. I further certify that, in conformance with the Rules of Practice and Procedure, this NOI and has been served this day upon all required persons (as set forth in the Certificate of Service attached as Attachment 1).	
Signature:	/s/ Eugene S. Wilson
Date: November 19, 2013	Printed Name: Eugene S. Wilson

PART I: PROCEDURAL ISSUES

(To be completed by the party ("customer") intending to claim intervenor compensation)

A. Status as "customer" (see Pub. Util. Code § 1802(b)): The party claims "customer" status because the party (check one):	Applies (check)
1. Category 1: Represents consumers, customers, or subscribers of any electrical, gas, telephone, telegraph, or water corporation that is subject to the jurisdiction of the Commission (§ 1802(b)(1)(A)).	
2. Category 2: Is a representative who has been authorized by a "customer" (§ 1802(b)(1)(B)).	
3. Category 3: Represents a group or organization authorized pursuant to its articles of incorporation or bylaws to represent the interests of residential customers, to represent "small commercial customers" (§ 1802(h)) who receive bundled electric service from an electrical corporation (§ 1802(b)(1)(C)), or to represent another eligible group.	X

4. Explanation of Customer Status

The California Clean Energy Committee (CCEC) is a non-profit organization incorporated in the State of California and engaged in advocating throughout California for increased reliance on renewable energy resources, greater energy efficiency, and reduced reliance on fossil fuels in all economic sectors. CCEC is a “group or organization authorized pursuant to its articles of incorporation or bylaws to represent the interests of residential ratepayers.” Attached hereto as Attachment 2 is a true and correct copy of the Articles of Incorporation and bylaws of CCEC. Section 3.02 of the bylaws provides that the specific purposes of CCEC include “To represent the interests of residential utility customers before the California Public Utilities Commission and other regulatory agencies.” The CCEC articles and bylaws are on file

Since its incorporation CCEC has obtained support from hundreds of California residents in numerous cities across the state for its clean energy campaigns. CCEC has submitted extensive comments to public officials on behalf of interested members of the public regarding energy conservation and related public policies. CCEC has enforced the California Environmental Quality Act with respect to energy conservation and related issues in proceedings in Sacramento, Yolo, Santa Clara, Santa Barbara, Kern, Tulare, Stanislaus, Riverside, Imperial, and Los Angeles counties.

CCEC supporters reside primarily in areas served by Pacific Gas & Electric and by Southern California Edison. The interests of these supporters are not fully represented by other parties in this proceeding. CCEC’s supporters prioritize the need for cost-effective solutions to the climate disruption impacts of energy generation. CCEC is interested in this proceeding because of the numerous recent failures of utility programs aimed at achieving demand response, the need for integrated planning, the need for localized solutions, and the opportunities presented by emerging technologies for automated demand response. CCEC contends that a new paradigm for demand response is needed.

CCEC’s supporters in California endorse robust energy conservation, clean energy development, and cost-effective measures to reduce climate impacts. CCEC provides technical support on a no-cost basis to a variety of energy conservation efforts and activities across the state including combined heat and power, municipalization, green tariffs, community renewables, electric vehicle infrastructure, and energy efficient transportation modes such as electrified light rail. Accordingly, CCEC qualifies as a Category C customer pursuant to section 1802(b)(1)(C) of the Public Utilities Code.

On January 25, 2013, CCEC was found to have satisfied the eligibility requirements of Public Utilities Code section 1804(a), to have shown significant financial hardship, and to be eligible for intervenor compensation. (*In the Matter of the Application of Pacific Gas and Electric Company to Establish a Green Option Tariff*, Administrative Law Judge’s Ruling on

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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).

• Do you have a direct economic interest in outcomes of the proceeding? No.
 If yes, explain: CCEC has no economic interest in the outcome of the proceeding.

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2. If the answer to the above question is “Yes”, does the customer have a conflict arising from prior representation before the commission?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

C. Timely Filing of Notice of Intent (NOI) (§ 1804(a)(1)):	Check
1. Is the party’s NOI filed within 30 days after a Prehearing Conference? Date of Prehearing Conference: October 24, 2013	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2a. The party’s description of the reasons for filing its NOI at this other time: N/A	
2b. The party’s information on the proceeding number, date, and decision number for any Commission decision, Commissioner ruling, ALJ ruling, or other document authorizing the filing of NOI at that other time: N/A	

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

A. Planned Participation (§ 1804(a)(2)(A)(i)):
<ul style="list-style-type: none"> The party’s statement of the issues on which it plans to participate. CCEC will participate on all issues within the scope of this proceeding including (1) market barriers to rapid expansion of fast ADR; (2) technical and regulatory obstacles to increased demand response; (3) the role of microgrids in expanding demand response; (4) integration of storage, efficiency and demand response; (5) maximizing GHG emission reduction through demand response; (6) data availability in connection with third party demand response procurement; (7) effective policies for expanding permanent load shifting; and (8) effective programs for utilities and for third party aggregators.

- The party's explanation of how it plans to avoid duplication of effort with other.**
 CCEC will coordinate its representation with other intervenors in order to avoid a duplication of environmental interests in the proceeding including TURN, the Sierra Club, IREC, Vote Solar, SEIA, and others.
- 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).**
 This proceeding entails the Commission's consideration of enhanced demand response programs to meet the state's long-term clean energy goals including competitive procurement mechanisms and enabling infrastructure. CCEC intends to submit comments, provide testimony, conduct discovery, submit briefs, examine witnesses, and to participate in post-briefing advocacy.

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)(ii)):				
Item	Hours	Rate \$	Total \$	#
ATTORNEY, EXPERT, AND ADVOCATE FEES				
Eugene Wilson	200	\$350	\$70,000	1
Chris Marnay	100	\$260	\$26,000	2
Gerry Braun	100	\$206	\$20,600	2
[Expert 2]				
[Advocate 1]				
[Advocate 2]				
<i>Subtotal:</i>			\$116,600	
OTHER FEES				
[Person 1]				
[Person 2]				
<i>Subtotal:</i>			\$	
COSTS				
Estimated miscellaneous expenses, e.g., telecommunications, photocopying, etc.			\$500	
Travel Expenses			\$1000	
<i>Subtotal:</i>			\$	\$1,500
TOTAL ESTIMATE:			\$	\$118,100

<p>Estimated Budget by Issues:</p> <p>CCEC will participate on all issues within the scope of this proceeding including (1) market barriers to rapid expansion of fast ADR (10%); (2) technical and regulatory obstacles to increased demand response (10%); (3) the role of microgrids in expanding demand response (20%); (4) integration of storage, efficiency and demand response (20%); (5) maximizing GHG emission reduction through demand response (10%); (6) data availability in connection with third party demand response initiatives (10%); (7) effective policies for expanding permanent load shifting (10%); and (8) effective programs for utilities and third party aggregators (10%).</p> <p>Comments/Elaboration:</p> <p>The reasonableness of the hourly rates requested for CCEC representatives will be addressed in the Request for Compensation. (#s 1 & 2) CCEC has not included in this estimate claim preparation time. (#1)</p>
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PART III: SHOWING OF SIGNIFICANT FINANCIAL HARDSHIP

(To be completed by party (“customer”) intending to claim intervenor compensation; see Instructions for options for providing this information)

A. The party claims “significant financial hardship” for its Intervenor Compensation Claim in this proceeding on the following basis:	Applies (check)
1. “[T]he 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(g)); or	
2. “[I]n 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(g)).	
3. A § 1802(g) 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)).	X
ALJ ruling (or CPUC decision) issued in proceeding number: A-12-04-020	
Date of ALJ ruling (or CPUC decision): Jan. 25, 2013	

B. The party’s explanation of the factual basis for its claim of “significant financial hardship” (§ 1802(g)) (necessary documentation, if warranted, is attached to the NOI):
N/A

PART IV: ATTACHMENTS DOCUMENTING SPECIFIC

ASSERTIONS MADE IN THIS NOTICE
 (The party (“customer”) intending to claim intervenor compensation identifies and attaches documents; add rows as necessary)

Attachment No.	Description
1	Certificate of Service
2	Articles and Bylaws of CCEC

ADMINISTRATIVE LAW JUDGE RULING²
 (ALJ 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” 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	

² An ALJ Ruling needs not be issued unless: (a) the NOI is deficient; (b) the ALJ 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’s Intervenor Compensation Claim); or (c) the NOI has included a claim of “significant financial hardship” that requires a finding under § 1802(g).

following reason(s):	
4. The ALJ provides the following additional guidance (see § 1804(b)(2)):	

IT IS RULED that:

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

Dated _____, at San Francisco, California.

 ADMINISTRATIVE LAW JUDGE

**Attachment 1:
Certificate of Service by Customer**

I hereby certify that I have this day served a copy of the foregoing **NOTICE OF INTENT TO CLAIM INTERVENOR COMPENSATION** by (check as appropriate):

- hand delivery;
 first-class mail; and/or
 electronic mail

to the following persons appearing on the official Service List:

Parties

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SAN FRANCISCO, CA 94102-3214

TIMOTHY J. SULLIVAN
CALIF PUBLIC UTILITIES COMMISSION
DIVISION OF ADMINISTRATIVE LAW
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VALERIE KAO
CALIF PUBLIC UTILITIES COMMISSION
ELECTRICITY PRICING AND CUSTOMER PROGRAM
PROGRAM
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XIAN "CINDY" LI
CALIF PUBLIC UTILITIES COMMISSION
ELECTRICITY PRICING AND CUSTOMER
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REBECCA TSAI-WEI LEE
CALIF PUBLIC UTILITIES COMMISSION
DRA - ADMINISTRATIVE BRANCH
770 L Street, Suite 1250
Sacramento, CA 95814

Executed this 19th day of November, 2013, at Davis, California.

/s/ Eugene S. Wilson

[Signature]

Eugene S. Wilson, Attorney
3502 Tanager Ave.

Revised August 2013

Davis, CA 95616
v: 530-756-6141
f: 530-756-5930
wilson1224@gmail.com

Attachment 2 Articles of Incorporation and Bylaws of
California Clean Energy Committee

3035099

State of California
Secretary of State



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

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



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

FEB 21 2008

Debra Bowen

DEBRA BOWEN
Secretary of State

3035099

ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

ARTICLES OF INCORPORATION

FEB 19 2008

SANTA BARBARA COUNTY COALITION AGAINST AUTOMOBILE
SUBSIDIES

A California Nonprofit Mutual Benefit Corporation

1. The name of the corporation is Santa Barbara County Coalition Against Automobile Subsidies.


2. This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity other than credit union business for which a corporation may be organized under such law.

3. The specific purpose of this corporation is educate the public and to litigate actions related to transportation issues in the County of Santa Barbara.

4. The name and California address of the corporation's initial agent for service of process are Eugene S. Wilson, 1224 North Ontare Road, Santa Barbara, California 93105.

5. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation

Dated: February 19, 2008


Eugene S. Wilson
Incorporator





**State of California
Secretary of State**

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

That the attached transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of this office.

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

MAY 18 2010



Debra Bowen

**DEBRA BOWEN
Secretary of State**

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

ENDORSED - FILED
in the Office of the Secretary of State
of the State of California

MAR 26 2010

Eugene Wilson and Linda Wilson certify that:

1. They are the President and the Secretary, respectively, of the Santa Barbara County Coalition Against Automobile Subsidies, a California corporation.

2. Article 1 of the Articles of Incorporation of this corporation is amended to read as follows:

The name of the corporation is the California Clean Energy Committee.

3. Article 3 of the Articles of Incorporation of this corporation is amended to read as follows:

The specific purpose of this corporation is to foster energy conservation and the development of clean energy resources, to reduce greenhouse gas emissions, and to protect the environment in California.

4. The foregoing amendments of Articles of Incorporation have been duly approved by the Board of Directors.

5. The corporation has no members.

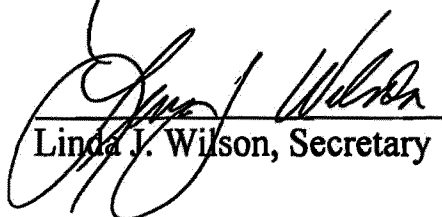
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: March 24, 2010



Eugene S. Wilson, President

Dated: March 24, 2010



Linda J. Wilson, Secretary



A0726168
SECOND CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

ENDORSED - FILED
in the office of the Secretary of State
of the State of California


Eugene Wilson and Linda Wilson certify that:

FEB 17 2012

1. They are the President and the Secretary, respectively, of the California Clean Energy Committee, a California corporation.
2. Article 5 of the Articles of Incorporation of this corporation is amended to read as follows:
 - A. This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code.
 - B. The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.
 - C. Upon the dissolution or winding up of the corporation, all assets remaining after payment, 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 social welfare purposes and which has established its tax exempt status under section 501(c)(4) 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.

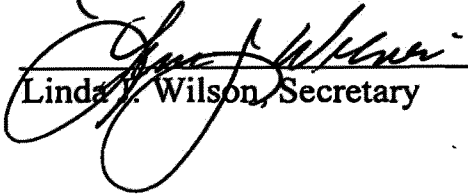
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: February 15, 2012



Eugene S. Wilson, President

Dated: February 15, 2012



Linda F. Wilson, Secretary

Revised August 2013

**FIRST AMENDED AND RESTATED
BYLAWS OF THE CALIFORNIA CLEAN ENERGY
COMMITTEE
A California Nonprofit Corporation**

**Law Office of Eugene Wilson
3502 Tanager Avenue
Davis, California 95616
530-756-6141**

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**BYLAWS OF
CALIFORNIA CLEAN ENERGY COMMITTEE**

ARTICLE I. NAME OF CORPORATION

Section 1.01 Name of Corporation

The name of this corporation is the California Clean Energy Committee.

ARTICLE II. CORPORATE OFFICES

Section 2.01 Principal Office

The principal office for the transaction of the activities and affairs of this corporation is located at 3502 Tanager Avenue, Davis, California 95616. The Board of Directors may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this section; alternatively, this section may be amended to state the new location.

Section 2.02 Other Offices of the Corporation

The board may at any time establish branch or subordinate offices at any place or places where this corporation qualified to conduct its activities.

ARTICLE III. CORPORATE PURPOSES

Section 3.01 General Purposes

This purpose of this corporation is to engage in any lawful act or activity other than credit union business for which a corporation may be organized under the Nonprofit Mutual Benefit Corporation Law.

Section 3.02 Specific Purposes

Within the context of these general purposes, the corporation shall from time to time undertake:

- To educate the public regarding energy conservation;
- To promote economically-efficient and environmentally-sound energy policies;
- To prepare and distribute public comments on the energy efficiency, climate impacts, transportation system impacts, and related topics as pertaining to proposed public and private development projects;
- To enforce laws and regulations applicable to energy conservation, climate change, and related matters;
- To represent the interests of residential utility customers before the California Public Utilities Commission and other regulatory agencies; and
- To promote public agency compliance with the California Environmental Quality Act as it pertains to increased reliance on renewable energy resources and energy conservation and related environmental issues.

ARTICLE IV. MEMBERS

Section 4.01 Corporation Without Members

This corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The Corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the board finds appropriate. All rights that would vest in members vest in the Board and all references to members are references to the Board.

Section 4.02 Meetings

(a) Annual Meeting

An annual meeting shall be held on the first Monday of February of each year at 10:00 a.m., unless the board fixes another date or time and so notifies the board members. At the meeting, directors shall be elected and other proper business may be transacted.

(b) Place of Meeting

In the absence of any designation, meetings shall be held at the corporation's principal office.

(c) Special Meetings

The board or the chairman of the board, if any, or the president, or five percent of the members, may call a special meeting of the members for any lawful purpose at any time. A special meeting called by any person entitled to call a meeting (other than and the board) shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the chairman of the board, if any, or the president or any vice president to or secretary of the Corporation. The officer receiving the request shall cause notice to be given promptly to the members entitled to vote, stating that a meeting will be held at a specified time and date. If the notice is not given within 20 days after the request is received, the person or persons requesting the meeting may give the notice. No business, other than the business that was set forth in the notice of the meeting, may be transacted at a special meeting.

(d) General Notice Requirements

Whenever members are required or permitted to take any action at a meeting, a written notice of the meeting shall be given to each member entitled to vote at that meeting. The notice shall specify the place, date, and hour of the meeting. For the annual meeting, the notice shall state the matters that the board, at the time notice is given, intends to present for action by the members. For a special meeting, the notice shall state the general nature of the business to be transacted and shall state that no other business may be transacted. The notice of any meeting at which directors are to be elected shall include the names of all persons who are nominees when the notice is given.

(e) Notice of Certain Agenda Items

Approval by the members of any of the following proposals, other than by unanimous approval by those entitled to vote, is valid only if the notice or written waiver of notice states the general nature of the proposal or proposals:

- (i) Removing a director without cause;
- (ii) Filling vacancies on the board;
- (iii) Amending the articles of incorporation; or
- (iv) Electing to wind up and dissolve the corporation.
- (v) Optional for Mutual Benefit--Approving a contract or transaction between the Corporation and one or more directors, or between the Corporation and any entity in which a director has a material financial interest; or
- (vi) Optional for Mutual Benefit--Approving a plan of distribution of assets, other than money, not in accordance with liquidation rights of any class or classes as specified in the articles or by-laws, when the corporation is in the process of winding up.

(f) Manner of Giving Notice

Notice of any meeting of members shall be in writing and shall be given at least 10 but no more than 90 days before the meeting date. The notice shall be given either personally or by first-class, registered, or certified mail, by other means of written communication, charges and pre-paid, and shall be addressed to each member entitled to vote, at the address of that member as it appears on the books of the corporation or the address given by the member to the corporation for purposes of notice. If no address appears on the corporation's books and no address has been so given, notice shall be deemed to have been given if either (i) notice is sent to that member by first-class mail or facsimile or other written communication to the corporation's principal office or (ii) notice is published at least once in a newspaper of general circulation in the county in which the principal office is located.

(g) Affidavit of Mailing Notice

An affidavit of the mailing of any notice of any members' meeting, or of the giving of such notice by other means, may be executed by the secretary, assistant secretary or any transfer agent of the Corporation, and if so executed, shall be filed

and maintained in the Corporation's minute book.

Section 4.03 Quorum

Fifth percent of the voting power shall constitute a quorum for the transaction of business at any meeting of members.

Section 4.04 Voting

(a) Eligibility to Vote

Board members in good standing on the record date shall be entitled to vote at any meeting of members.

(b) Manner of Voting

Voting may be by voice or by ballot, except that any election of directors must be by ballot if the demanded before the voting began by any member at the meeting.

(c) Waiver of Notice or Consent

The transactions of any meeting of members, however called or noticed and wherever held, shall be as valid as those taken at a meeting duly held after standard call and notice, if (a) a quorum is present either in person or by proxy, and (b) either before or after the meeting, each member entitled to vote, not present in person or by proxy, signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice, consent, or approval need not specify either the business to be transacted or the purpose of the meeting except that, if action is taken or proposed to be taken for approval of any matter specified in these bylaws, the waiver of notice, consent, or approval shall state the general nature of the proposal. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 4.05 Actions Without Meetings

(a) Action by Unanimous Written Consent

Any action required or permitted to be taken by the members may be taken without a meeting, if all members consent in writing to the action. The written consent or consents shall be filed with the minutes of the meeting. The action by written consent shall have the same force and effect as a unanimous vote of the members.

(b) Solicitation of Written Ballots

This corporation shall distribute one written ballot to each member entitled to vote on the matter. All solicitations of votes by written ballot shall (a) state the number of responses needed to meet the forum requirement; (b) state, with respect to ballot's other than for election of directors, the percentage of approvals necessary to pass the measure or measures; and (c) specify the time by which the ballot must be received in order to be counted. Each ballot so distributed shall (a) set forth the proposed action; (b) given the members an opportunity to specify approval or disapproval of each proposal; and (c) provide a reasonable time in which to return the ballot to the corporation. If the Corporation has 100 or more members, any written ballot distributed to 10 or more members shall provide that, subject to reasonable specified conditions, if the person solicited specifies a choice in any such matter, the vote shall be cast according to that specification.

(c) Number of Votes and Approvals Required

Approval by written ballot shall be valid only when (i) the number of votes cast by ballot (including ballots that are marked "withhold" or otherwise indicate that authority to vote is withheld) within the time specified equals or exceeds the quorum required to present at a meeting authorizing the action, and (ii) the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by written ballot without a meeting.

(d) Revoking Ballots

A written ballot may not be revoked.

ARTICLE V. BOARD OF DIRECTORS

Section 5.01 General Powers

Subject to the provisions and limitations of the California Nonprofit Mutual

Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws regarding actions that require approval of the members, the Corporation's activities and affairs shall be managed, and all corporate powers shall be exercised by or under the direction of the board.

Section 5.02 Specific Powers

Without prejudice to the general powers set forth in these bylaws, but subject to the same limitations, the board shall have the power to:

(a) Appoint and remove, at the pleasure of the board, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with the law, the articles of incorporation, and these by-laws; fix their compensation; and require from them security for faithful service.

(b) Change the principal office or the principal business office in California from one location to another; cause of the Corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside California; and designate a place in or outside California for holding any meeting of members.

(c) Borrow money and incur indebtedness on the Corporation's behalf and cause to be executed and board for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.

Section 5.03 Number of Directors

The authorized number of directors shall be two (2). Any person resident of Santa Barbara County and over the age of 21 shall be qualified to be a directors.

Section 5.04 Elections of Directors

Two directors shall be elected at each annual members' meeting, to hold office until the next annual meeting. However, if directors are not elected at an annual meeting, they may be elected at any special members of meeting held for that

purpose by written ballot. Each director including a director elected to fill a vacancy or elected at a special members meeting or by ballot, shall hold office until the expiration of the term for which elected and until a successor is elected and qualified.

Section 5.05 Vacancies on Board of Directors

(a) Events Causing Vacancies on Board

A vacancy or vacancies on the board of directors shall occur in the event of (a) the death or resignation of any director, (b) the declaration by board resolution of a vacancy in the office of a director who has been declared of unsound mind by a court order, convicted of a felony, or, if the Corporation holds assets in charitable trust, found by a final order or judgment of any court to have breached a duty arising under Corporations Code section 7238; (c) the vote of the members or, if the Corporation has fewer than 50 members, the vote of a majority of all members to remove any director(s); [provided, however, that a director who was designated as a director, rather than elected by members, may be removed by the person or persons designating that director, and may not be removed without the written consent of that person or persons; [and further provided that any director elected by the vote of members of a class or members within an organizational unit or geographic grouping, voting as such, rather than by the members of the Corporation, may be removed only by the vote of that class, unit, or grouping]] (d) an increase in the authorized number of directors; or (e) a failure of the members, at any meeting of members at which any director or directors are to be elected, to elect the number of directors required to be elected at that meeting.

(b) Resignation of Directors

Except as provided below, any director made resign by giving written notice to the chairman of the board, if any, or to the president or secretary of the board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the board may elect a successor to take office as of the date the resignation becomes effective.

Section 5.06 Filling Vacancies on Board of Directors

(a) Vacancies Filled by Board

Except for a vacancy created by the removal of a director by members, vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or waivers of notice complying with section 7211, or (3) a sole remaining director.

Section 5.07 No Vacancy on Reduction of Number of Directors

Any reduction of the authorized number of directors shall not result in any director being removed before his or her term of office expires.

ARTICLE VI. MEETINGS OF BOARD OF DIRECTORS

Section 6.01 Place of Board Meetings

Meetings of the board shall be held at any place in or outside California that has been designated by resolution of the board or in the notice of the meeting or, if not so designated, at the principal office of the Corporation.

Section 6.02 Meetings by Telephone or Other Telecommunications Equipment

Any board meeting may be held by conference telephone, video screen communication, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if all of the following apply:

(a) Each member participating in the meeting can communicate concurrently with all other members.

(b) Each member is provided the means of participating in all matters before the board, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the Corporation.

(c) The board has adopted and implemented a means of verifying both of the following:

(i) A person participating in the meeting is a director or other per-

son entitled to participate in the board meeting;

(ii) All actions or votes of the board are taken or cast only by the directors and not by persons who are not directors.

Section 6.03 Annual and Other Meetings

Immediately after each annual meeting of members, the board shall hold a general meeting for purposes of organization, election of officers, and transaction of other business. Notice of this meeting is not required.

Other general meetings of the board may be held without notice at such time and place as the board may fix from time to time.

Section 6.04 Special Meetings

(a) Authority to Call Special Meetings

Special meetings of the board for any purpose may be called at any time by the chairman of the board, if any, the president or any vice president, the secretary, or any two to directors.

(b) Notice of Special Meetings

Notice of the time and place of special meetings shall be given to each director by (a) personal delivery of written notice; (b) first-class mail, postage prepaid; (c) telephone, including a messaging system or other system or technology designed to record and communicate messages, either directly to the director or to a person at the director's office would reasonably be expected to communicate that notice promptly to the director; (d) facsimile; (e) electronic mail; or (f) other electronic means. All such notices shall be given or sent to the director's address or telephone number as shown on the corporation's records.

Notices sent by first-class mail shall be deposited in the United States mail at least [e.g., four] days before the time set for the meeting. Notices given by personal delivery, telephone, or electronic mail shall be delivered, telephone, or sent, respectively, at least [e.g., 48 hours] before the time set for the meeting.

The notice shall state the time of the meeting and the place, if the place is other than the corporation's principal office. The notice need not specify the pur-

pose of the meeting.

Section 6.05 Quorum

A majority of the authorized number of directors shall constitute a quorum for the transaction of any business except adjournment. Every action taken or decision made by a majority of the directors present at a duly held meeting at which a quorum is present shall be an act of the board, subject to the more stringent provisions of the California Nonprofit Mutual Benefit Corporation Law, including, without limitation, the provisions on (a) approval of contracts or transactions between this Corporation and one or more directors or between this Corporation and any entity in which a director has a material financial interest, (b) creation of and appointments to committees of the board he, and (c) indemnification of directors. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of some directors, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

Section 6.06 Waiver of Notice

Notice of a meeting need not be given to any director who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent to need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given to any director who attends the meeting and who, before or at the beginning of the meeting, does not protest the lack of notice to him or her.

Section 6.07 Adjournment

A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

(a) Notice of Adjourned Meeting

Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for more than 24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to an-

other time and place shall be given, before the time of the adjourned meeting, to the directors who are not present at the time of the adjournment.

Section 6.08 Action Without a Meeting

Any action that the board is required or permitted to take may be taken without a meeting if all board members consent in writing to the action. Such action by written consent shall have the same force and effect as any other validly approved board action. All such consents shall be filed with the minutes of the proceedings of the board.

Section 6.09 Compensation and Reimbursement

Directors may receive such compensation, if any, for their services as directors or officers, and such reimbursement of expenses, as the board may establish by resolution to be just and reasonable as to the Corporation at the time that the resolution is adopted.

ARTICLE VII. COMMITTEES OF BOARD OF DIRECTORS

Section 7.01 Creation and Powers of Committees

The board, by resolution adopted by a majority of the directors then in office, may create one or more committees, each consisting of two or more directors and no one who is not a director, to serve at the pleasure of the board. Appointments to committees of the board shall be by majority vote of the [directors then in office/authorized number of directors]. The board may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the board, to the extent provided in the board resolution, except that no committee may:

- (a) Take any final action on any manner that, under the California Non-profit [Public Benefit/Mutual Benefit/Religious] Corporation Law, also requires approval of the members or approval by a majority of all members;
- (b) Take any final action on any manner that, under the California Non-

profit [Public Benefit/Mutual Benefit/Religious] Corporation Law, also requires approval of the members or approval of a majority of all members;

- (c) Fixed compensation of the directors for serving on the board or any committee;
- (d) Amend or repealed bylaws or adopt new bylaws;
- (e) Amend or repeal any resolution of the board that by its express terms is not so amenable or repealable;
- (f) Create any other committees of the board or apoint the members of committees of the board;
- (g) Expend corporate funds to support a nominee for director if more people have been nominated for directors than can be elected;
- (h) Public Benefit Corporation-- Approve any contract or transaction to which the Corporation is a party and in which one or more of its directors have a material financial interest, except as special approval is provided for in Corporations Code section 5233(d)(3).
- (i) Mutual Benefit Corporation-- With respect to any assets held in charitable trust, approve any contract or transaction between this Corporation and one or more of its directors or between this Corporation and an entity in which one or more of its directors have a material financial interest, subject to the approval provisions of Corporations Code section 5233(d)(3).

Section 7.02 Meetings and Action of Committees

Meetings and actions of committees of the board shall be governed by, held, and taken under the provisions of these bylaws concerning meetings and other board actions, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by board resolution or, if none, by resolution of the committee. Minutes of each meeting shall be shall be filed with the corporate records. The board may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the board has not adopted rules, the committee may do so.

ARTICLE VIII. OFFICERS OF THE CORPORATION

Section 8.01 Offices Held

The officers of this Corporation shall be a president, a secretary, and a chief financial officer. The Corporation, at the board's discretion, may also have a chairman of the board, one or more vice presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed. Any number of offices may be held by the same person.

Section 8.02 Election of Officers

The officers of this Corporation shall be chosen annually by the board and shall serve at the pleasure of the board, subject to the rights of any officer under any employment contract.

Section 8.03 Appointment of Other Officers

The board may appoint and authorize the chairman of the board, the president, or an other officer to appoint any other officers that the Corporation may require. Each appointed officer shall have the title and authority, office for the period and perform the duties specified in the bylaws or established by the board.

Section 8.04 Removal of Officers

Without prejudice to the rights of any officer under an employment contract, the board may remove any officer with or without cause. An officer who was not chosen by the board may be removed by any other officer on whom the board confers the power of removal.

Section 8.05 Resignation of Officers

Any officer may resign at any time by giving written notice to the board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the Corporation under any contract to which the officer is a

party.

Section 8.06 Vacancies in Office

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

ARTICLE IX. RESPONSIBILITIES OF OFFICERS

Section 9.01 Chairman of the Board

If a chairman of the board of directors is elected, he or she shall preside at board meetings and shall exercise and perform such other powers and duties as the board may assign from time to time. If there is no president, the chairman of the board shall also be the chief executive officer and shall have the powers and duties of the president of the Corporation set forth in these bylaws.

Section 9.02 President

Subject to such supervisory powers as the board may give to the chairman of the board, if any, and subject to the control of the board, the president shall be the general manager of the Corporation and shall supervise, direct, and control the corporation's activities, affairs, and officers. The president shall preside at all members' meetings and, in the absence of the chairman of the board, or if none, at all board meetings. The president shall have such other powers and duties as the board or the bylaws may require.

Section 9.03 Vice Presidents

If the president is absent or disabled, the vice presidents, if any, in order of their rank as fixed by the board, or, if not ranked, a vice president designated by the board, shall perform all duties of the president. When so acting, a vice president shall have all powers of and be subject to all restrictions on the president. The vice presidents shall have such other powers and perform such other duties as the board or the bylaws may require.

Section 9.04 Secretary

These secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the board may direct, a book of minutes of all meetings, proceedings and actions of the board, of committees of the board, and of members' meetings. The minutes of the meetings shall include the time and place that the meeting was held; whether the meeting was annual, general, or special, and, if special, how authorized; the notice given; the names of persons present at board and committee meetings; and the number of members present or represented at members' meetings.

The secretary shall keep or cause to be kept, at the principal California of-fice, a copy of the articles of incorporation and bylaws, as amended to date.

The secretary shall keep or cause to be kept, at the Corporation's principal office or at a place determined by resolution of the board, a record of the Corporation's members, showing each member's name, address, and class of membership.

The secretary shall give, or cause to be given, notice of all meetings of members, of the board, and the committees of the board that these bylaws require to be given. The secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the board or the by-laws may require.

Section 9.05 Chain Financial Officer

The chief financial officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's proper-ties and transactions. The chief financial officer shall send or cause to be given to the members and directors such financial statements and reports as are required to be given by law, by these bylaws, or by the board. The books of account shall be open to inspection by any director at all reasonable times.

The chief financial officer shall (i) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the board may designate; (ii) disperse the Corporation's funds as the board may order; (iii) rendered to the president, chairman of the board, if any, and the board, when requested, an account of all transactions as chief financial officer and of the financial condition of the Corporation; and (iv) have such other powers and perform such other duties as the board or the bylaws may require.

If required by the board, the chief financial officer shall give the Corporation a bond in the amount and with the surety or sureties specified by the board for faithful performance of the duties of the office and for restoration to the Corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the chief financial officer on his or her death, resignation, retirement, or removal from office.

Section 9.06 Insurance

This Corporation shall have the right and shall use its best efforts, to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or rising from the officer's, director's, employee's, or agent's status as such.

Section 9.07 Maintenance of Corporate Records

This Corporation shall keep: adequate and correct books and records of account and written minutes of the proceedings of its members, board, and committees of the board.

ARTICLE X. INSPECTION RIGHTS

Section 10.01 Maintenance and Inspection of Articles and Bylaws

This Corporation shall keep at its principal California office the original or a copy of the articles of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the members at all reasonable times during office hours. If the Corporation has no business office in California, the Secretary shall, on the written request of any member, furnish to that member a copy of the articles of incorporation and bylaws, as amended to the current date.

Section 10.02 Directors' Right to Inspect

Every director shall have the absolute right at any reasonable time to inspect

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the Corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.