



**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A THIRD PHASE AGREEMENT BY AND AMONG THE NORTHERN CALIFORNIA POWER AGENCY ("NCPA") AND NCPA PARTICIPANTS FOR ENERGY STORAGE SERVICE AGREEMENT WITH TROLLEY PASS PROJECT LLC FOR THE PURCHASE OF ENERGY STORAGE PRODUCTS FOR A DELIVERY TERM OF 20 YEARS, FOR A TOTAL COST NOT TO EXCEED \$13.3 MILLION; AND FINDING THAT THE PROPOSED ACTION IS EXEMPT UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Agenda Report Item 6.6 dated September 11, 2025, and related agenda materials ("Agenda Report"), has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

Section 1. The board hereby finds and determines that the proposed action is not subject to the California Environmental Quality Act ("CEQA") under the general rule exclusion under Section 15061(b)(3) of the CEQA Guidelines because it can be seen with certainty that the proposed action will not have a significant effect on the environment and therefore is not a "project" under CEQA. The development, construction, and operation of the Trolley Pass energy storage system facility is not dependent upon the Port entering into a purchase agreement. Additionally, any Port purchase agreement for energy storage products does not grant any land use entitlements, does not allow operation of the project, and does not in any way authorize use of the project.

Section 2. The Board hereby:

A. Approves the Port entering into a Third Phase Agreement ("Third Phase Agreement") with the NCPA and NCPA Participants for Energy Storage Service Agreement ("ESSA") with Trolley Pass Project LLC, which would obligate the Port to purchase up to four megawatts (MW) of battery energy storage products from Trolley Pass Project LLC, for a delivery term of 20 years and an anticipated commercial operation date of June 1, 2029, at a total cost not to exceed \$13.3 million. This Third Phase Agreement will allow NCPA to enter into an ESSA with Trolley Pass Project LLC. The ESSA contains a storage rate of \$12.71/kW-month for the 20-year term, allowing for a pre-approved contract price increase cap of up to 6% for certain defined events.

B. Authorizes the Executive Director to (i) execute the Third Phase Agreement, subject to approval as to form and legality by the Port Attorney, and (ii) make such additions, modifications, or corrections as necessary to implement the agreement, provided that any such addition, modification, or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report, subject to approval as to form and legality by the Port Attorney.

Section 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement, or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Port. This resolution approves and authorizes the execution of an agreement(s) in accordance with the terms of this resolution. Unless and until a separate written agreement(s) is duly executed on behalf of the Board as authorized by this resolution, is signed and approved as to form and legality by the Port Attorney, and is delivered to the contracting party, there shall be no valid or effective agreement(s).

Section 4. This resolution shall be effective immediately upon adoption by the Board.