

# Cape & Vineyard Electric Cooperative Meeting of the Board of Directors

## **Executive Session Meeting Minutes August 18, 2011**

The Board of Directors of Cape & Vineyard Electric Cooperative, Inc. met in Executive Session on Thursday, August 18, 2011 at 11:05 a.m. in Conference Room 11/12 at the Barnstable Superior Courthouse, 3195 Main Street, Barnstable, Mass.

Present were: Charles McLaughlin, President, Barnstable  
Mark Zielinski, Treasurer, Barnstable County  
Maggie Downey, Clerk, Cape Light Compact  
Barry Worth, Director at Large, Harwich  
John Cunningham, Director at Large, Brewster  
S. Kitt Johnson, Edgartown Director  
Martin McDonald, Eastham Director  
Peter Cabana, Dukes County Director  
Bill Straw, Tisbury Director  
Paul O'Keefe, Bourne Director  
John Scott, Chatham Director  
John C. Checklick, Falmouth Director  
Tim Twombly, W. Tisbury Director

Counsel Present: Jeff Bernstein, Esq. BCK Law

Staff Present: Ron Collins, Project Manager  
Karen Loura, Administrative Assistant  
Liz Argo, Consultant

Absent: Richard White, Dennis Director  
Michael Richardson, Mashpee Director  
John Jannell, Orleans Director  
David Gardner, Provincetown Director  
Vacant, Sandwich Director  
Steve Gavin, Yarmouth Director

Others Present: Richard Elrick, Barnstable & Bourne Energy Coordinator

### **5. EXECUTIVE SESSION PURSUANT TO MGLA CHAPTER 30A, §21(A) 3 AND §21(A) 10. TO DISCUSS PHASE I PV POTENTIAL CONTRACT AMENDMENT**

K. Johnson discussed the cost savings of renewable energy which are offset by infrastructure improvements. He said it is much more expensive on Martha's Vineyard.

M. Downey said the Request for Proposals for Phase II PV Project will issue on 9/21/11. All sites included in the Letters of Interests and listed are confidential.

There was discussion concerning use of carports, outdoor lighting and covered walkways. Specifications for these are unavailable at this time. M. Zielinski said he does not believe they should be included in Phase II but do include them in Phase III.

There was discussion concerning an entity's legal ability to pull out of the process at any time with or without cause. At issue are the Barnstable Airport and the FAA. M. Downey said the Letter of Interest deadline is 12/31 and entities need to agree to work exclusively with CVEC on proposed project PV development. Atty. J. Bernstein explained that the Airport is asking for the ability to withdraw prior to conclusion of the LOI period. There was discussion as to the impact upon CVEC. K. Johnson said the ability should be narrowed and that the exclusive period is just that. B. Worth and M. MacDonald Agreed. R. Elrick indicated there was not concern about a competing vendor. There are other fears. M. Downey said it should not be open ended. P. Cabana said the FAA supports PV at Airports.

K. Johnson said MV Airport has no plan to go forward in Phase II. He discussed the State EPA mapping of species and the impact on Katama, Nunnepog and Pennywise. He said the Airport Plan will trigger a taking of habitat. A taking requires exclusion be given elsewhere. Pennywise is in area of 15 mapped species with 1 endangered. A taking here would require a 3 - 1 penalty (in area) so they are moving it to a different site. The DOER Counsel agrees that the move is acceptable under the existing contracts. The DOER supports swapping sites and the maps exist and can be viewed on line.

M. Downey said we now have approximately 33.6 MW proposed with ground mounted arrays for Phase II. She circulated copies of the information needed from CVEC members for Phase II PV RFP by September 9, 2011. She added that the more information the better it will be for the website and for vendors.

Atty. Bernstein reviewed the Outline of Net Metering Comments by the Compact and CVEC in DPU 11-10. Comments are due by hearing date of 9/6/11. The definition of government project allows a 2% cap vs. 1% cap where 100% of the output goes to the municipality. DPU language suggests 100% go to host which would impact CVEC.

M. Downey asked the membership to submit any FY 10 expenses as soon as possible.

At 11:30 a.m. the Board took a lunch recess.

### **5C Update on Pending Litigation Strategy on Brewster Wind Project**

The Board then discussed the status of the Freeman's Way Wind Turbine proposal. It was acknowledged that Brewster is interested in pursuing use of the site of PV development.

The Board reviewed a petition to refer the Brewster Wind Power Electrical Generation

Facility project to the Cape Cod Commission for review received via email from Mitch Relin on 8/16/11. There was discussion concerning criteria necessary to deem the project as having DRI status.

M. Downey suggested Brewster make an announcement before the Round II PV RFP is issued if it intends to pursue PV development on the property.

P. O'Keefe informed the Board that the Bourne Board of Health passed Turbine Regulations. Elrick said they established noise level restrictions and 0 flicker standards, however the Board of Health has no authority over MMR which is State owned and leased to the Federal Government.

*K. Johnson moved the Board vote to have the Clerk instruct the parties involved to please pause in the DPU Appeal Proceeding due to Brewster's impending decision or not to proceed with Phase II of the PV RFP until those results are known for to pursue without knowing their decision could result in unnecessary expenditure. Seconded by T. Twombly and voted unanimously in favor by those present.*

#### **5D Executive Session Meeting Minutes**

The Board then considered the July 21, 2011 Executive Session Minutes. C. McLaughlin said the earlier the minutes are provided, the better it is for him. He has no objection to receiving them electronically. P. Cabana agreed.

B. Straw asked if there is any way to get a flow chart showing the final arrangement of PV Phase I. He would like to provide it to his Town's Board of Selectmen.

M. Downey said M. Zielinski will prepare a chart once it has been established and it is decided whether to net with a reconciliation statement. K. Johnson said he thought the Board had already agreed to net/reconcile. M. Downey will check but thought CVEC wanted to see estimates. The Towns will need to know how to appropriate for the project.

*J. Cunningham moved the Board vote to approve the July 21, 2011 minutes as presented, seconded by C. McLaughlin and voted unanimously in favor by those present with T. Twombly abstaining.*

#### **5E Power Supply Proposal (confidential & competitively sensitive information)**

M. Downey received a request from a company in Maine who are seeking to wholesale renewable wind energy @ 10¢/kWh for 20 years w/escalator value.

*K. John moved the Board vote to instruct the Clerk to politely reply "No thanks." and not to spend any additional time entertaining this proposal, seconded by J. Cunningham and voted unanimously in favor by those present.*

*At 1:36 p.m. M. Downey moved the Board vote to return to open session, seconded by C.*

*McLaughlin and voted by roll call vote as follows:*

Charles McLaughlin, President, Barnstable	Yes
Mark Zielinski, Treasurer, Barnstable County	Yes
Maggie Downey, Clerk, Cape Light Compact	Yes
Barry Worth, Director at Large, Harwich	Yes
John Cunningham, Director at Large, Brewster	Yes
S. Kitt Johnson, Edgartown Director	Yes
Martin McDonald, Eastham Director	Yes
Peter Cabana, Dukes County Director	Yes
Bill Straw, Tisbury Director	Yes
Paul O'Keefe, Bourne Director	Yes
John Scott, Chatham Director	Yes
John C. Checklick, Falmouth Director	Yes
Tim Twombly, W. Tisbury Director	Yes

The Board then convened in Open Session. At 1:37 p.m. B. Worth left the meeting.

Respectfully submitted,

Karen E. Loura  
Administrative Assistant