

Cape & Vineyard Electric Cooperative Meeting of the Board of Directors

Meeting Minutes February 16, 2012

The Executive Committee of the Board of Directors of Cape & Vineyard Electric Cooperative, Inc. met in Regular Session on Thursday, February 16, 2012 at 9:55 a.m. in Conference Room 11/12 at the Barnstable Superior Courthouse, 3195 Main Street, Barnstable, Mass. due to not having a quorum of Directors at the meeting.

Present were: Charles McLaughlin, President/Director/Executive Member, Barnstable
Mark Zielinski, Treasurer/Director/Executive Member, Barnstable County
Maggie Downey, Clerk, Cape Light Compact/ Executive Member
Paul O'Keefe, Bourne Director Dean
Keuch, Brewster Director Martin
McDonald, Eastham Director Peter
Cabana, Dukes County Director

Counsel Present: Jeff Bernstein, Esq. BCK Law

Staff Present: Ron Collins, Project Manager
Barbara Austin, Administrative Assistant

Absent: Barry Worth, Director at Large/Executive Member Harwich
John Scott, Chatham Director
Richard White, Dennis Director
S. Kitt Johnson, Edgartown Director/Executive Member
John Checklick, Falmouth Director
Michael Richardson, Mashpee Director
Richard Toole, Oak Bluffs Director
John Jannell, Orleans Director
David Gardner, Provincetown Director
James Killion, Sandwich Director
Bill Straw, Tisbury Director
Tim Twombly, West Tisbury Director
Steven Gavin, Yarmouth Director

1. **PUBLIC COMMENT**

There were no members of the public present.

2. APPROVAL OF MEETING MINUTES

The minutes were deferred to the next meeting.

3. COMMENTS FROM DIRECTORS

Charles McLaughlin asked the status of the Attorney General review of the OML complaint. Jeff Bernstein replied they are working on it.

No other comments.

4. UPDATE ON ASSEMBLY OF DELEGATES SUB COMMITTEE

Charles McLaughlin discussed his attendance at the February 14th meeting. He offered 2 items to the Assembly:

1. His availability to answer questions on the draft report that the Assembly circulated (but not yet released).
2. Legal counsel of their choice to oversee CVCE Executive meetings.

5. LEGISLATIVE UPDATE AND DISCUSSION OF FEDERAL NOTICE FOR OFF- SHORE RENEWABLE PROJECTS

Some discussion by members on:

a. Legislative Update

Section 1- clarifies net metering capacity

Section 2 – language is specific to CVEC

Martin McDonald suggested circulating this legal update formally.

b. Discussion of Federal Notice for Off-shore Renewable Projects

The members discussed obtaining Jeff's overview of consideration of off shore development in more detail and create a budget. Also, some discussion from Peter Cabana and Martin McDonald questioning whether the individual towns should become involved in wind energy and a major power production.

Martin McDonald left at 11:10 am

Paul O'Keefe arrived at 1:30 pm

Proposed Executive Session Pursuant to MGL Chapter 30A, section 21(a)3 and section 21(a)10

At 11:12 a.m. Upon Motion by Charles McLaughlin, seconded by Maggie Downey, CVEC Executive Committee went into Executive Session upon the declaration of President Charles McLaughlin that the board hereby determines that the disclosure of trade secrets or confidential, competitively- sensitive or other proprietary information in an open session will adversely affect

CVEC's ability to conduct business in relation to the other entities making, selling or distributing electric power and energy; and that the consideration of the purchase, exchange, lease or value of real property will have a detrimental effect on CVEC's negotiating position as a public body.

Roll call vote:

Charles McLaughlin, President/Director/Executive Member, Barnstable	aye
Mark Zielinski, Treasurer/Director/Executive Member, Barnstable County	aye
Maggie Downey, Clerk, Cape Light Compact/Executive Member	aye
Dean Keuch, Brewster Director	aye
Peter Cabana, Dukes County Director	aye

The Executive Committee of Cape & Vineyard Electric Cooperative, Inc. did not return to open session.