

Cape & Vineyard Electric Cooperative
Board of Directors
Executive Session Meeting Minutes
July 19, 2012

The Board of Directors of Cape & Vineyard Electric Cooperative, Inc. met in Executive Session on Thursday, July 19, 2012 at 11:35 p.m. in Conference Room 11/12 at the Barnstable Superior Courthouse, 3195 Main Street, Barnstable, Mass.

Present: Charles McLaughlin, President/Director/Executive Member, Barnstable (by phone)
Mark Zielinski, Treasurer/Director/Executive Member, Barnstable County
Maggie Downey, Clerk/Director/Executive Member, Cape Light Compact
Charles Hanson, Brewster Director
Peter Cabana, Dukes County Director
Lawrence Cole, Harwich Director
John Scott, Chatham Director
David Gardner, Provincetown Director
Richard Toole, Oak Bluffs Director (by phone)
Bill Straw, Tisbury Director
Tim Twombly, West Tisbury
Steve Gavin, Yarmouth Director

Absent: Richard White, Dennis Director
Michael Richardson, Mashpee Director
John Jannell, Orleans Director
James Killion, Sandwich Director
Paul O'Keefe, Bourne Director
Martin McDonald, Eastham Director
John Checklick, Falmouth Director/Executive Member
Edgartown Director (Vacant)

Counsel: Audrey Eidelman, Esq. BCK Law

3. EXECUTIVE SESSION PURSUANT TO MGLA CHAPTER 30A § 2(A) 10

A. ROUND II PV PROCUREMENT STRATEGY DISCUSSION (IF NEEDED)

B. EXECUTIVE SESSION MEETING MINUTES

The Board reviewed CVEC Phase 2 PV Projects and discussed open EMS/Intergovernmental Agreement items for Barnstable, Bourne, Brewster, Oak Bluffs, Orleans, Provincetown, Sandwich, Tisbury and W. Tisbury and discussion followed. There was discussion concerning FAA grant assurances for Barnstable and Chatham Airport projects. Chatham has tabled its airport project until Barnstable makes progress with the FAA. The process will be the same for Chatham. Atty. Bruce Gilmore represents both municipal airports.

The Board then reviewed and discussed proposed amendments to the Project Development Agreement (PDA) requested by the Town of Barnstable. C. McLaughlin informed the Board that Anderson & Kreeger, Atty. Kevin Batt represents Barnstable in this matter. C. McLaughlin stated he is acting strictly as a representative of Barnstable on CVEC. The Board agreed Item I Financier Provisions be added to all member PDA's. *T. Twombly moved the Board vote to accept*

the additional Special Terms and Conditions as amended for the Barnstable Project Development Agreement, duly seconded and voted unanimously in favor by those present and remote.

Chr. McLaughlin said he will write to the Town of Sandwich concerning their Oak Ridge & Forestdale School approvals.

B. Straw said the next Tisbury Planning Board Agenda contains discussion and vote on Tisbury DPW PV Project. L. Argo agreed to work with Twombly and Sanders to review and clarify any questions. T. Twombly said the Tisbury Energy Committee is recommending development to the Board of Selectmen.

The Board agreed to table consideration of the Executive Session Meeting Minutes to next meeting.

At 12:36 M. Downey moved the Board vote to adjourn Executive Session and reconvene in regular session, duly seconded and voted unanimously in favor.