

**Cape & Vineyard Electric Cooperative, Inc.**  
**Board of Directors**  
**Open Session Meeting Minutes**  
**Thursday, January 17, 2013**

The Cape & Vineyard Electric Cooperative met in Open Session on Thursday, January 17, 2013 at 9:00 a.m. in the 2<sup>nd</sup> floor conference room at the Barnstable Town Hall, 360 Main Street, Hyannis, Mass.

**PRESENT WERE:**

John Checklick, President/Director, Falmouth  
Charles McLaughlin, V. President/Director, Barnstable  
E. Mark Zielinski, Treasurer/Director, Barnstable County  
Margaret Downey, Clerk/Director, Cape Light Compact  
Peter Cabana, Executive Member/Director, Dukes County  
Paul O'Keefe, Director, Bourne @ 10:30 a.m.  
Charles Hanson, Director, Brewster  
John Scott, Director, Chatham  
Joseph Bayne, Eastham  
Larry Cole, Director, Harwich  
William Straw, Director, Tisbury  
Steve Gavin, Director, Yarmouth

**ABSENT WERE:**

Richard White, Director, Dennis  
Vacant, Edgartown  
Martin McDonald, Director, Eastham  
Michael Richardson, Director, Mashpee  
Richard Toole, Director, Oak Bluffs  
John Jannell, Director, Orleans  
David Gardner, Director, Provincetown  
James Killion, Director, Sandwich  
Timothy Twombly, Director, W. Tisbury

**COUNSEL & STAFF PRESENT:**

Jeffrey Bernstein, Esq., BCK Law, LLC  
Ronald Collins, Project Manager  
Liz Argo, Consultant  
Karen Loura, Administrative Assistant

**OTHERS PRESENT:**

Jonathan Raab, Raab Associates  
John Cunningham, Brewster  
Joseph Soares, Cape Light Compact, Senior Power Supply Planner  
Deane Keuch, Cape Light Compact Governing Board Brewster Representative

**CALL TO ORDER**

With a quorum present, Pres. Checklick called a meeting to order at 9:05 a.m. stating the meeting agenda had been duly posted at <http://www.cvecinc.org/about/1668-2/> and on Public Meeting Notice Boards at

Superior Court House, 3195 Main Street, Barnstable, Mass. Pres. Checklick invited those present to introduce themselves.

**1. NO PUBLIC COMMENT**

**2. VOTE TO DESIGNATE CVEC WEBSITE AS THE OFFICIAL MEETING NOTICE LOCATION.**

*P. Cabana moved the Board vote to designate the CVEC Website as the official Meeting Notice location pursuant to the Open Meeting Law, seconded by M. Zielinski. M. Downey informed the Coop. that the Attorney General's Office requires a policy be adopted designating the "Official Meeting Notice Location". Because CVEC is a regional public entity, if not posted to the website, Meeting Notices/Agendas would have to be posted in each Town. The OML requires Meeting Notices/Agendas be posted 48 business hours in advance of meeting. The Coop then voted unanimously in favor.*

**3 EXECUTIVE SESSION**

*P. Cabana moved to enter into Executive Session pursuant to MGL Chapter 31A, §21 (a) (1) & (10), seconded by S. Gavin.*

Pres. Checklick announced topics for the executive session as listed on the agenda (review and/or discuss an open meeting law complaint received, round II PV Procurement Strategy Discussion and long-range/long term opportunities, financing and organizational objectives) He declared an open meeting may have a detrimental effect on 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. He also stated the Coop would not be returning to open session this day.

L. Cole asked for clarification as to how Chapter 30A applies to Discussion of Open Meeting Law Complaint. J. Bernstein, BCK said the Attorney General's Office rules a Board can go into executive session for this purpose as it requires a discussion.

C. McLaughlin said he will vote in favor of executive session for items A & B and opposed on item C since he believes it will be a general discussion about the industry and special opportunities, if it gets specific then he would want to enter into Executive Session. His view is that this industry is the only industry that enjoys this level of privacy which he believes to disservice the public. J. Bernstein said that this topic was discussed by J. Checklick, M. Zielinski, J. Raab and himself. The opinion was for this first meeting to go into Executive Session due to the unknown nature & direction of the discussion. He said with every other power plant/supplier in the industry, this is how it is done.

The Coop. then voted by roll call as follows:

John Checklick, President/Director, Falmouth	yes
Charles McLaughlin, V. President/Director, Barnstable	yes on A&B no on item C
E. Mark Zielinski, Treasurer/Director, Barnstable County	yes
Margaret Downey, Clerk/Director, Cape Light Compact	yes
Peter Cabana, Executive Member/Director, Dukes County	yes
Charles Hanson, Director, Brewster	yes
John Scott, Director, Chatham	yes
Joseph Bayne, Eastham	yes
Larry Cole, Director, Harwich	yes
William Straw, Director, Tisbury	yes
Steve Gavin, Director, Yarmouth	yes

Motion carried in the affirmative.

Respectfully submitted,

*Karen E. Loura*  
Administrative Assistant