

Cape & Vineyard Electric Cooperative, Inc.
Board of Directors and Executive Committee
Open Session Meeting Minutes
Thursday, January 16, 2014

The Cape & Vineyard Electric Cooperative, Inc. Executive Committee and Board of Directors met on Thursday, January 16, 2014 at 9:30 a.m. in Conference Room 11/12, Barnstable Superior Courthouse, 3195 Main Street, Barnstable MA 02630

PRESENT WERE:

John Checklick, President/Executive Committee Member/Director, Falmouth
Charles McLaughlin, V. President/Executive Committee Member/Director, Barnstable
E. Mark Zielinski, Treasurer/Executive Committee Member/Director, Barnstable County
Peter Cabana, Executive Committee Member/Director, Dukes County
Stephan Wollenburg, Executive Committee Member/Cape Light Compact
Charles Hanson, Clerk/Director, Brewster
Joseph Bayne, Director, Eastham
John Scott, Director, Chatham
Lawrence Cole, Director, Harwich
Ronald Collins, Director, Orleans
William Straw, Director, Tisbury
Richard Toole, Director, Oak Bluffs

ABSENT WERE:

Bourne, Vacant
Pam Dolby, Acting Director, Edgartown
David Gardner, Director, Provincetown
Jennifer Rand, Director, W. Tisbury
Steven Gavin, Director, Yarmouth
Richard White, Director, Dennis
Michael Richardson, Director, Mashpee
James Killion, Director, Sandwich

COUNSEL & STAFF PRESENT:

Jeffrey Bernstein, Esq., BCK Law, PC
Liz Argo, Special Projects Coordinator

CALL TO ORDER:

With a quorum of the Board of Directors present, Pres. Checklick called the meeting to order at 9:40 a.m. stating that the meeting had been duly posted in compliance with the Open Meeting Law on January 14, 2014 @ 9:00 am at <http://documents.cvecinc.org/agendas/2013/2013%2010%2017%20agenda.pdf> and the exterior Public Meeting Notice Board at Superior Courthouse.

Pres. Checklick noted that the agenda had been revised on the morning of Wednesday, January 15, 2014 and posted at 8:40 am after an item came to board attention late Tuesday, January 14, 2014. He noted the chair could not reasonably anticipate the subject would need to be discussed before the original posting of the agenda. Atty. Bernstein noted that the item will require handling in executive session due to its confidential nature and would not have been discussed in open session.

NO PUBLIC COMMENT

No Public present.

CONSIDERATION OF MEETING MINUTES

The Board then considered the Thursday, October 17, 2013 Open Session Meeting Minutes. *L. Cole moved the Board vote to approve the minutes, seconded by J. Bayne. The Board then voted by roll call vote as follows:*

John Checklick, Falmouth	Yes	John Scott, Chatham	Yes
E. Mark Zielinski, Barnstable County	Yes	Charles Hanson, Brewster	Yes
Charles McLaughlin, Barnstable	Yes	Joseph Bayne, Eastham	Yes
Lawrence Cole, Harwich	Yes	William Straw, Tisbury	Yes
Stephan Wollenburg, Cape Light Compact	Abstained	Peter Cabana, Dukes County	Yes
Ronald Collins, Orleans	Yes	Richard Toole, Oak Bluffs	Yes

Motion carried in the affirmative.

The Board considered the Thursday, November 21, 2013 Open Session Meeting Minutes. *L. Cole moved the Board vote to approve the amended minutes with one correction, seconded by R. Collins. The Board then voted by roll call vote as follows:*

John Checklick, Falmouth	Yes	John Scott, Chatham	Abstained
E. Mark Zielinski, Barnstable County	Abstained	Charles Hanson, Brewster	Yes
Charles McLaughlin, Barnstable	Yes	Joseph Bayne, Eastham	Yes
Lawrence Cole, Harwich	Yes	William Straw, Tisbury	Yes
Stephan Wollenburg, Cape Light Compact	Yes	Peter Cabana, Dukes County	Yes
Ronald Collins, Orleans	Yes	Richard Toole, Oak Bluffs	Abstained

Motion carried in the affirmative.

The Executive Committee considered the Wednesday, October 9, 2013 Executive Committee Open Session Meeting Minutes. *C. McLaughlin moved the board vote to approve the minutes, seconded by P. Cabana, and voted by roll call as follows:*

M. Zielinski, Barnstable County	Abstained	P. Cabana, Dukes County	Yes
C. McLaughlin, Barnstable	Yes	J. Checklick, Falmouth	Yes
S. Wollenburg, Cape Light Compact	Abstained		

Motion carried in the affirmative.

The Executive Committee considered the Friday, December 27, 2013 Executive Committee Open Session Meeting Minutes. *C. McLaughlin moved the board vote to approve the minutes as amended, seconded by J. Bayne, and voted by roll call as follows:*

M. Zielinski, Barnstable County	Abstained	P. Cabana, Dukes County	Abstained
C. McLaughlin, Barnstable	Yes	J. Checklick, Falmouth	Yes
S. Wollenburg, Cape Light Compact	Yes		

Motion carried in the affirmative.

The Executive Committee considered the Friday, December 6, 2013 Executive Committee Open Session Meeting Minutes. *S. Wollenburg moved the board vote to approve the minutes, seconded by P. Cabana and voted by roll call as follows:*

M. Zielinski, Barnstable County	Abstain	P. Cabana, Dukes County	Yes
C. McLaughlin, Barnstable	Yes	J. Checklick, Falmouth	Yes
S. Wollenburg, Cape Light Compact	Yes		

Motion carried in the affirmative.

EXECUTIVE SESSION MINUTES “REVIEW FOR RELEASE” PROCESS

C. McLaughlin expects to complete review of Executive Session Minutes from 2008 – 2012 next week with the help of his Subcommittee. He noted he will need to work with BCK Law. Board approval will not be required of minutes not redacted and they will be made public following his review.

OPEN SESSION VOTE ON ENTRY INTO EXECUTIVE SESSION

At 9:52 p.m., P. Cabana moved the Board vote to enter into Executive Session pursuant to MGLA Chapter 30A § 21 (a) (10), seconded by C, McLaughlin. Pres. Checklick stated the purpose of the Executive Session to consider approval of Executive Session Meeting Minutes, Round II Procurement matters and Energy Procurement matters. He declared that an open session may have a detrimental effect on bargaining, litigating and negotiating positions of CVEC. He stated the Board would return this day to Open Session. The Board then voted by roll call vote as follows:

John Checklick, Falmouth	Yes	John Scott, Chatham	Yes
E. Mark Zielinski, Barnstable County	Yes	Charles Hanson, Brewster	Yes
Charles McLaughlin, Barnstable	Yes	Joseph Bayne, Eastham	Yes
Lawrence Cole, Harwich	Yes	William Straw, Tisbury	Yes
Stephan Wollenburg, Cape Light Compact	Yes	Peter Cabana, Dukes County	Yes
Ronald Collins, Orleans	Yes	Richard Toole, Oak Bluffs	Yes

Motion carried in the affirmative.

At 1:48 pm the Committee returned to Open Session.

SOFTWARE RFP

L. Argo gave an update on the CVEC RFP currently being advertised through Barnstable County. A subsequent discussion was held on CVEC efforts to explain the effect the PV projects may have on town budgets and how they will want to prepare for such effects. Further discussion centered on NSTAR Net Metering benefit cash-out scenario versus an NSTAR Net Metering allocation scenario.

CVEC CASH FLOW CONSIDERATIONS FOR PV PROJECTS

Alternatives were discussed regarding how to address anticipated cash flow requirements when the PV systems first come online. It was recognized that a line of credit may be necessary either through a local financial institution or potential with Cape Light Compact. A schedule of cash flow requirements and corresponding timeline needs to be developed to better identify the need.

INTERCONNECTION PEER REVIEW UPDATE

L. Argo reported on a phone meeting last month with Atty. A. Eidelman, C. McLaughlin, S. Wollenburg and David Colombo, Electrical Engineer. She reported that CVEC received valuable information on expectations from a request for a peer review of interconnection costs. There was discussion about the timing of a peer review. J. Checklick said regulations provide for interconnection cost audit once constructed to be requested by the developer within 15 days. Results of an audit require either a refund or payment of upgrade costs. Atty. Bernstein agreed to inquire as to whether CVEC should request the basic cost breakdown.

EDGARTOWN PV SYSTEM

L. Argo reported abutters to the Nunnepog System complained about tree clearing occurring too close to their properties. L. Argo and ACE Representatives met with abutters twice last week. ACE has agreed to a 25-foot setback (vs 20-foot) and to moving the NSTAR meter & re-closer as well as elimination of a proposed berm. ACE agreed to plant Leyland Cypress instead of Arbor Vitae and working with the town also agreed to look at additional ornamental plantings in the spring. The abutters were pleased and satisfied.

WHOLESALE ENERGY PACKAGING

The Board discussed the option of a meeting with the Cape Light Compact to discuss packaging wholesale renewable energy for inclusion in the CLC energy offering to ratepayers.

DIRECTORS REPORTS

P. Cabana reported:

- The Airport Commissioner reported that after the completion of the master plan it was discovered that any property developed for non- aviation purposes, must get compensated by \$1-\$1.50 per square foot. J. Checklick suggested that Peter make inquiries of Barnstable Airport officials to see how they addressed the non-aviation use of airport properties and the requisite compensation requirement.
- He is exploring the possibility of developing PV on fire lanes in state forests with Sen. Dan Wolf.
- His term with Dukes County expires next month. He is not sure how he will proceed.

B Straw reported:

- There is generally a negative perception of CVEC in Tisbury because the project for the Landfill in Tisbury has taken two years. He notes that CVEC has a marketing problem. He asked if future projects should be individually financed. It seems the bundling has allowed better pricing but difficulty in financing and extended completion dates.
- He recommended *Energy Biz.com Magazine* to all Board members.

R. Toole reported:

- Oak Bluffs has a landfill that would be perfect for PV development.

C. Hanson left the meeting at 2:45 p.m. With a quorum of the Executive Committee present, the meeting moved to an Executive Committee Meeting.

L. Cole reported:

- He will be leaving his Harwich Director's position.

M. Zielinski reported:

-On the Barnstable County restructuring plan. The Assembly has concluded their part of the charter review. Consideration will now go back to the County Commissioners.

J. Checklick reported:

- Falmouth is evaluating a 46-acre landfill to determine its potential municipal use.

The Board agreed to move the next scheduled Board Meeting to March 27, 2014.

At 2:53 p.m. S. Wollenburg moved to adjourn seconded by M. Zielinski and voted unanimously in favor.

Respectfully submitted,
Liz Argo
Special Projects Coordinator

List of Documents & Exhibits:

- Meeting Agenda
- 10/17/13 Draft Open Session Meeting Minutes
- 11/21/13 Draft Open Session Meeting Minutes
- 10/9/13 Draft Executive Committee Open Session Meeting Minutes
- 12/06/13 Draft Executive Committee Open Session Meeting Minutes
- 12/27/13 Draft Executive Committee Open Session Meeting Minutes