

Cape & Vineyard Electric Cooperative, Inc.
Board of Directors
Executive Session Meeting Minutes
Thursday, November 20, 2014

The Cape & Vineyard Electric Cooperative, Inc. Board of Directors met in Executive Session on Thursday, November 20, 2014 @ 1:30 p.m. in Conference Room 11/12, Superior Court House, 3195 Main Street, Barnstable MA 02630

PRESENT WERE:

1. John C. Checklick, President/Executive Committee Member/Director, Falmouth
2. Charles McLaughlin, V. President/Executive Committee Member/Director, Barnstable
3. Stephan Wollenburg, Executive Committee Member/Director/Cape Light Compact
4. Peter Cabana, Member at Large/Executive Committee Member/Director, Dukes County
5. Charles Hanson, Clerk/Director, Brewster
6. John Scott, Director, Chatham
7. Joseph Bayne, Eastham
8. Lawrence Cole, Director, Harwich
9. Richard Toole, Director, Oak Bluffs
10. Austin Brandt Director, Provincetown
11. William Straw, Director, Tisbury
12. Jennifer Rand, W. Tisbury
13. Steven Gavin, Director, Yarmouth

ABSENT WERE:

14. Sheila Lyons, Executive Committee Member/Director, Barnstable County
15. Jon Nelson, Director, Bourne
16. Timothy Carroll, Director, Chilmark
17. Richard White, Director, Dennis
18. Barbara Conroy, Edgartown
19. Michael Richardson, Director, Mashpee
20. Ronald Collins, Director, Orleans
21. James Killion, Director, Sandwich

LEGAL COUNSEL:

Audrey Eidelman, Esq., BCK Law P.C.

STAFF PRESENT:

Liz Argo, Special Projects Coordinator
Karen Loura, Assistant Clerk

OPEN SESSION VOTE TO ENTER EXECUTIVE SESSION

At 1:30 p.m. Pres. Checklick requested a vote to enter into executive session for the purpose of approving Executive Session Meeting Minutes pursuant to MGL Ch. 30A§21(a)(10). He stated that an open session may have a detrimental effect on CVEC's ability to conduct business in relation to other entities making, selling or distributing electric power and energy and a detrimental effect on the bargaining or litigating position of the public body. He said the Board would return to Open Session at the conclusion of Executive Session. *J. Rand moved the Board vote to enter into Executive Session, seconded by S. Wollenburg and voted by roll call vote as follows:*

- | | | | |
|------------------------------|-----|------------------------|-----|
| 1. J. Checklick, Falmouth | Yes | 8. J. Rand, W. Tisbury | Yes |
| 2. C. McLaughlin, Barnstable | Yes | 9. J. Scott, Chatham | Yes |
| 3. J. Bayne, Eastham | Yes | 10. S. Gavin, Yarmouth | Yes |
| 4. C. Hanson, Brewster | Yes | 11. W. Straw, Tisbury | Yes |

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|--------------------------------------|-----|-----------------------------|-----|
| 5. A. Brandt, Provincetown | Yes | 12. R. Toole, Oak Bluffs | Yes |
| 6. S. Wollenburg, Cape Light Compact | Yes | 13. P. Cabana, Dukes County | Yes |
| 7. L. Cole, Harwich | Yes | | |
| 8. J. Rand, W. Tisbury | Yes | | |
- Motion carried in the affirmative (13-0-0).

CONSIDERATION OF EXECUTIVE SESSION MEETING MINUTES

The Board Considered the September 18, 2014 Board of Directors Annual Meeting Executive Session Minutes. J. Rand asked that the name for "FGW" be spelled out Future Generation Wind. C. McLaughlin moved to accept the minutes as edited, seconded by S. Wollenburg and voted by roll call vote as follows:

- | | | | |
|--------------------------------------|-----|-----------------------------|-----|
| 1. J. Checklick, Falmouth | Yes | 8. C. Hanson, Brewster | Yes |
| 2. C. McLaughlin, Barnstable | Yes | 9. J. Scott, Chatham | Yes |
| 3. J. Bayne, Eastham | Yes | 10. S. Gavin, Yarmouth | Yes |
| 4. A. Brandt, Provincetown | Yes | 11. R. Toole, Oak Bluffs | Abs |
| 5. S. Wollenburg, Cape Light Compact | Yes | 12. W. Straw, Tisbury | Abs |
| 6. L. Cole, Harwich | Yes | 13. P. Cabana, Dukes County | Abs |
| 7. J. Rand, W. Tisbury | Yes | | |
- Motion carried in the affirmative (10-0-3).

The Executive Committee then considered the October 24, 2013 Executive Session Meeting Minutes. S. Wollenburg moved the Board vote to accept the minutes as presented, seconded by P. Cabana and voted by roll call vote as follows:

- | | | | |
|------------------------------|-----|--------------------------------------|-----|
| 1. J. Checklick, Falmouth | Yes | 3. S. Wollenburg, Cape Light Compact | Yes |
| 2. C. McLaughlin, Barnstable | Yes | 4. P. Cabana, Dukes County | Yes |
- Motion carried in the affirmative (4-0-0).

VOTE TO EXIT EXECUTIVE SESSION AND RETURN TO OPEN SESSION

At 1:42 W. Straw moved the Board vote to exit Executive Session and return to Open Session, seconded by A. Brandt and voted unanimously in favor by roll call vote as follows:

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|--------------------------------------|-----|-----------------------------|-----|
| 1. J. Checklick, Falmouth | Yes | 8. J. Rand, W. Tisbury | Yes |
| 2. C. McLaughlin, Barnstable | Yes | 9. J. Scott, Chatham | Yes |
| 3. J. Bayne, Eastham | Yes | 10. S. Gavin, Yarmouth | Yes |
| 4. C. Hanson, Brewster | Yes | 11. W. Straw, Tisbury | Yes |
| 5. A. Brandt, Provincetown | Yes | 12. R. Toole, Oak Bluffs | Yes |
| 6. S. Wollenburg, Cape Light Compact | Yes | 13. P. Cabana, Dukes County | Yes |
| 7. L. Cole, Harwich | Yes | | |
- Motion carried in the affirmative (13-0-0).

Respectfully submitted,
Karen E. Loura
Assistant Clerk

LIST OF DOCUMENTS & EXHIBITS:

Meeting Notice/Agenda
Draft 9/18/14 Board of Directors Executive Session Meeting Minutes
Draft 10/24/14 Executive Committee Executive Session Meeting Minutes