

**Cape & Vineyard Electric Cooperative, Inc.**  
**Executive Committee**  
**Open Session Meeting Minutes**  
**Monday, August 31, 2015**

The Executive Committee of the Cape & Vineyard Electric Cooperative, Inc. met in Open Session on Monday, August 31, 2015 at 1:00 p.m. in Barnstable County Commissioners Meeting Room, 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 – by phone until 1:50 pm.
3. Leo Cakounes, Executive Committee Member/Director, Barnstable County
4. Stephan Wollenburg, Executive Committee Member/Director, Cape Light Compact  
Charles Hanson, Clerk/Director, Brewster

**STAFF PRESENT:**

Liz Argo, Manger, Programs & Administration  
Karen Loura, Assistant Clerk

**1. CALL TO ORDER**

Pres. Checklick called the meeting to order at 1:03 p.m. stating that the Meeting Notice/Agenda had been duly posted pursuant to the Open Meeting Law on August 26, 2015 @ 2:45 pm on the CVEC Website and exterior public meeting notice board at the Superior Court House.

**2. NO PUBLIC COMMENT**

There were no members of the Public Present.

Pres. Checklick noted receipt of notice from Peter Cabana resigning the Dukes County Directors position. He informed the Committee on the idea to have an interim Director to appointed to the Executive Committee to replace P. Cabana but since the Bylaw are unclear it was decided it would be best to await the annual meeting of election of Executive at large members.

Since C. McLaughlin would need to disconnect early, *L. Cakounes moved the Committee vote to take up item #6 (Review of CVEC financials and plans for future Operational Adder) out of order, seconded by S. Wollenburg and voted unanimously in favor (4-0-0).*

**6. REVIEW OF ACCOUNTING AND BOOKKEEPING ROLES AND RESPONSIBILITIES/SERVICES**

Pres. Checklick provided a summary of the history of this topic, specifically the amount and complexity of bookkeeping and accounting work had increased dramatically. L. Argo prepared an outline of all the services and tasks to be performed monthly. She and J. Bayne met with Tammy Glivinski, of Glivinski & Associates to review the accounting who upon further review determined the accounting would be a far more involved undertaking than originally thought. There was discussion about the available options and procurement options. C. McLaughlin said if the Committee goes with a CPA there is no need for competitive bidding as they are exempt from MGLA Chapter 30B Procurement Laws. He said otherwise he would recommend a full Request for Proposals (RFP), review responses, delivery of services and accuracy and see how pricing comes in. L. Argo said M. Zielinski @ \$50.00/hr. L. Argo was then able to estimate 40/hours/month @ \$50.00 (\$24,000 annually). There was discussion about moving the accounting responsibility out of the County but keeping the Administrative Services Agreement. There was discussion about clerical support staff needs.

L. Cakounes suggested hiring an employee and reported the County will soon hire a full time Finance Director and she will propose they review the services being provided to CVEC & Cape Light Compact (CLC) and if it is determine additional staff are needed, there would be increased charges to warrant hiring new staff or services would be discontinued.

C. McLaughlin expressed concern that limiting the RFP to \$25,000 may preclude highly qualified candidates. He said the review process could be expedited and suggested the Executive Committee along with J. Bayne, Treasurer and C. Hanson, Clerk form a subcommittee to review applicants. Pres. Checklick suggested 3 members including J. Bayne and C. McLaughlin. L. Cakounes suggested a 2-stage process with a rating committee for the initial review referring 2 candidates to the Executive Committee. L. Argo expressed time constraints to manage an RFP process. She said she and J. Bayne have a meeting scheduled for September 9<sup>th</sup> with T. Glivinski.

There was discussion about the length of the term.

C. McLaughlin said he is comfortable issuing a request for quotations (RFQ) capped at \$25,000 and disconnected from the phone at 1:50 p.m.

*L. Cakounes moved the Committee vote to direct the President and Treasurer to formulate an RFQ for accounting and bookkeeping services not to exceed beyond June 30, 2016 and to present all proposals to the Executive Committee for appropriate action, seconded by S. Wollenburg and voted unanimously in favor (3-0-0).*

### **3. CONSIDERATION OF MEETING MINUTES**

The Committee considered the June 11, 2015 Executive Committee Meeting Minutes. *L. Cakounes moved the Committee vote to accept the minutes as presented, seconded by S. Wollenburg and voted 2-0-1 with S. Wollenburg abstaining.*

### **4. DEPARTMENT OF ENERGY RESOURCES COMMUNITY CLEAN ENERGY RESILIENCE INITIATIVE GRANT CONTRACT**

L. Argo reported she is working with the Dept. of Energy Resources (DOER) on the grant contract and a critical piece is the matching funds. She read an email from Phil Burt, Barnstable County Emergency Preparedness Project Assistant, Barnstable County Department of Health and Environment / REPC confirming that \$3,500 will be provided by Barnstable County Resource Development Office for Phase I matching funds. An RFQ will be used for the feasibility and economic study portion and Executive Committee approval will be sought. BCK Law will review and help finalize the contract. At the conclusion of Phase I, CVEC can withdraw if not confident in the project.

S. Wollenburg reported ISO New England has many markets with a minimum size of 100 KW. The proposed battery back-up system is 500 KW. He said he, L. Argo and other committee members have met with a few vendors including Seapower who have a contract with DCAMM, a Demand Response Manager.

There was discussion about possibly borrowing funds for the match and also about asking the School to contribute. L. Argo said the school will spent \$20-30,000 to upgrade the circuits to accommodate a battery. For now, there is a need for CVEC to match \$35,000 w/\$3,500 for a consultant to provide battery revenue report.

*L. Cakounes moved the Executive Committee vote to authorize the President to sign the DOER Community Clean Energy Resiliency Grant Contract subject to confirmation of the matching grant of \$3,500 provided by Barnstable County RDO for Phase I and that a plan be developed to cover the matching portion of Phase II, seconded by S. Wollenburg and voted unanimously in favor (3-0-0).*

The Executive Committee will seek a resolution from the full Board.

#### **5. REPORT ON STATUS OF FY15 ANNUAL REPORT PREPARATION AND PRESENTATION TO DIRECTORS**

L. Argo reported there is a draft in review and J. Bayne will assist with and sign off on financials. Pres. Checklick requested the Agenda and Board packet be provided to Directors by September 10<sup>th</sup> to allow for review time.

#### **6. REVIEW OF CVEC FINANCIALS AND PLANS FOR FUTURE OPERATIONAL ADDER**

See above following Item #2.

#### **7. ROUND I OPERATIONAL ADDER UPDATE**

L. Argo reviewed the 7 host towns and 9 off-takers (14 total) involved in the Round I PV Project who will be asked to begin paying an adder to CVEC for operating expenses. Provincetown has agreed with CVEC to pay the adder. A presentation has been made in Brewster and the matter is going before the Board of Selectmen officially on 9/15. L. Argo reviewed the upcoming scheduled meetings/presentations. Currently with Chilmark & Dukes County the Board previously carved out an exemption for them due to high legal costs. The consensus of the executive committee was to not provide an exemption for the Round 1 adder.

#### **8. OPEN SESSION VOTE TO ENTER INTO EXECUTIVE SESSION TO REVIEW EXECUTIVE SESSION MEETING MINUTES.**

##### **(NO VOTE TO ENTER EXECUTIVE SESSION)**

L. Cakounes said he did not believe an Executive Session is required to approve Executive Session Minutes containing no other business but the approval of Executive Session Minutes *and moved the Committee vote to accept the minutes as presented, seconded by S. Wollenburg and voted unanimously in favor (3-0-0).*

*At 2:45 S. Wollenburg moved to adjourn, seconded by L. Cakounes and voted unanimously in favor (3-0-0)*

Respectfully submitted,

Karen E. Loura  
Assistant Clerk

#### **LIST OF DOCUMENTS & EXHIBITS:**

- Meeting Notice/Agenda
- June 11, 2015 Executive Committee Open Session Meeting Minutes
- May 14, 2015 Executive Committee Executive Session Meeting Minutes