

**Cape Light Compact JPE  
Governing Board  
Open Session Meeting Minutes  
Wednesday, January 9, 2019**

The Cape Light Compact JPE Board of Directors met on Wednesday, January 9, 2019 in the Martha's Vineyard Conference Room at the Cape Light Compact JPE Offices at 261 Whites Path, Yarmouth, MA 02664 at 2:00 PM.

**Present Were:**

1. David Anthony, Secretary, Barnstable
2. Robert Schofield, Executive Committee, Bourne
3. Colin Odell, Brewster
4. Peter Cocolis, Executive Committee, Chatham
5. Timothy Carroll, Chilmark – **By Phone**
6. Fred Fenlon, Eastham – **By Phone**
7. Paul Pimentel, Edgartown – **By Phone**
8. Ronald Zweig, Vice-Chair, Falmouth
9. Valerie Bell, Harwich
10. Richard Toole, Executive Committee, Oak Bluffs
11. Martin Culik, Orleans
12. Leanne Drake, Sandwich
13. Richard Elkin, Wellfleet
14. David Mead-Fox, Wellfleet Alternate
15. Sue Hruby, West Tisbury
16. Joyce Flynn, Chair, Yarmouth

**Absent Were:**

1. Michael Hebert, Aquinnah
2. Timothy Carroll, Chilmark
3. Brad Crowell, Dennis
4. Robert Hannemann, Dukes County
5. Wayne Taylor, Mashpee
6. Kirk Metell, Tisbury
7. Jarrod Cabral, Truro

**Members/Alternates:**

Physically present: 13

Present by phone: 3

**Legal Counsel:**

Jeffrey Bernstein, Esq., BCK Law, P.C.

**Staff Present:**

Austin Brandt, Senior Power Supply Planner

Phil Moffit, Planning and Evaluation Manager

Dan Schell, Marketing and Communications Coordinator

Maggie Downey, Administrator

Margaret Song, C&I Program Manager  
Melissa Allard, Senior Administrative Coordinator

**Public Present:**

None Present.

Joyce Flynn called the meeting to order at 2:04 PM. Joyce Flynn recognized Timothy Carroll of Chilmark, Fred Fenlon of Eastham and Paul Pimentel of Edgartown who were remotely participating because physical attendance at the meeting would be unreasonably difficult.

**Open Session Vote on entry into Executive Session pursuant to M.G.L. c. 30A §§21(a)(1) and (3) to discuss matters below, to return to open session:**

1. Regulatory litigation strategy for the following matters: DPU 18-116, CLC 2019-2021 Energy Efficiency Plan Filing; DPU 16-169, National Grid; DPU 18-128, 2019 Energy Efficiency Surcharge, Potential Votes
2. Discuss matters regarding physical health of an individual

*Joyce Flynn at 2:06 PM moved to enter into Executive Session pursuant to MGL Chapter 30A §21(a)(1) and (3) to discuss pending litigation strategy regarding the Compact's 2019-2021 Energy Efficiency Plan (DPU 18-116 and DPU 18-128) and pending regulatory proceeding with NGRID (DPU 16-169) and matters regarding the physical health of an individual.*

*Joyce Flynn declared that an open session may have adversely affect the Cape Light Compact's litigating position. The Governing Board will return to Open Session at the conclusion of Executive Session. Seconded by Martin Culik.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Paul	Pimentel	Edgartown	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
David	Mead-Fox	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (15 – 0 – 0)*

**Richard Elkin arrived shortly after the start of Executive Session  
Paul Pimentel left meeting at 2:33pm.**

**Return to Open Session**

*At 3:14 PM, Joyce Flynn asked for a motion to end executive session, moved by Robert Schofield, seconded by Colin Odell.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (14 – 0 – 0)*

**PUBLIC COMMENT:**

There were no members of the public present.

**APPROVAL OF MINUTES:**

The Board considered the December 5, 2018 Meeting Minutes. The only correction made was to remove Valerie Bell from the absent list.

*Robert Schofield moved the Board to accept the minutes as amended, seconded by Martin Culik.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (14 – 0 – 0)*

**CHAIRMAN’S REPORT:**

1. Elections for 2019 Officers

Joyce Flynn stated that Thomas Donegan will be stepping down from the CLC Board due to personal obligations, and as a result, he asked that his name be removed from the nominations as a member of the Executive Committee.

*Maggie Downey asked if there were any nominations for Chair. Robert Schofield nominated Ronald Zweig. Seconded by Sue Hruby.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Election of Ronald Zweig by a vote of 14 – 0*

*Maggie Downey asked if there were any nominations for Vice Chair. Peter Cocolis nominated Joyce Flynn. Seconded by Ronald Zweig.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes

Joyce	Flynn	Yarmouth	Yes
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*Election of Joyce Flynn by a vote of 14 – 0*

*Maggie Downey asked if there were any nominations for Secretary. Martin Culik nominated David Anthony. Seconded by Colin Odell.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Election of David Anthony by a vote of 14-0.*

*Maggie Downey asked if there were any nominations for the position of Treasurer. Martin Culik nominated Glivinski and Associates, Inc. Seconded by David Anthony.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Election of Glivinski and Associates, Inc by a vote of 14-0.*

*Maggie Downey asked if there were any nominations for the position of Interim Business Officer. Joyce Flynn nominated Peter Cocolis. Seconded by Valerie Bell.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Absent
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Election of Peter Cocolis by a vote of 13-0.*

## 2. Elections for 2019 Executive Committee Members

*David Anthony moved the Board to vote that the Executive Committee will be made of five members for the 2019 year. Seconded by Richard Toole.*

Colin Odell asked if the Board was comfortable with having only three Board Members make decisions, as that would be the quorum of a five-member Executive Committee. David Anthony stated that in his time of being on the Executive Committee, he rarely had to make decisions of significance as a member of the Executive Committee. Colin Odell stated that the Board can't overturn what the Executive Committee votes on. Jeffrey Bernstein stated that a minority of members of the Executive Committee could make the decision to bring a matter before the full Board pursuant to the Joint Powers Agreement. Joyce Flynn stated that it would be best to have a slightly larger Executive Committee especially with what is going on with the DPU and flu season coming up.

*David Anthony amended the motion to read that the Executive Committee will be made up of seven members instead of five members for the 2019 year.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes

Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (14 – 0 – 0)*

*Martin Culik moved the Board to vote that the Executive Committee include the Chair, Vice Chair and Secretary. Seconded by David Anthony.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (14 – 0 – 0)*

Maggie Downey asked that if there were any nominations for the general seats on the Executive Committee members beyond the Chair, Vice Chair, and Secretary nominations.

*Martin Culik nominated Peter Cocolis. Seconded by David Anthony.  
Valerie Bell nominated Martin Culik. Seconded by Robert Schofield.  
Peter Cocolis nominated Bob Schofield. Seconded by David Anthony  
Peter Cocolis nominated Richard Toole. Seconded by Valerie Bell.*

David	Anthony	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Timothy	Carroll	Chilmark	Yes
Fred	Fenlon	Eastham	Yes
Ronald	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Leanne	Drake	Sandwich	Yes
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes

Joyce	Flynn	Yarmouth	Yes
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*Election of Peter Cocolis, Martin Culik, Robert Schofield and Richard Toole by a vote of 14-0.*

**OVERVIEW OF 2019 CONTRACTS, PETER COCOLIS:**

Peter Cocolis reviewed the 2019 Contract Tracking Sheet. He stated that the Energy Federation Inc. (“EFI”) amendments were for rebate processing and did not have a specific defined budget amount. David Anthony asked whether the Request for Proposal (“RFP”) for a vendor allowed for multiple contract years. Maggie Downey stated that both the RFP and the contract include language for multiple years of service.

**ADMINISTRATOR’S REPORT:**

1. Overview and Discussion of Compact Operating Budget

Maggie Downey stated that the 2018 books are not closed yet and won’t be until sometime in mid-February. Colin Odell stated that there are three items that are still at 100% and should be transferred into some sort of reserve fund. Maggie Downey stated that it will happen at the end. Ronald Zweig asked if this was the time that all Board member requests for travel reimbursements should be sent in. Maggie Downey answered yes, that Board Members should get them in soon and she will email the expense report forms to the Board.

Maggie Downey reviewed the Power Supply and Operating Fund Balance Report dated 1/9/19. She stated the \$297,792.42 on the first line of the Operating column is what the Barnstable County sent to us as part of closing out our bank accounts with the County. In the same column the (\$271,651.83) is the unspent operating fund balances from 2015 and 2016; these funds were moved from the Operating fund to the Power Supply fund. Under power supply column, the interest income hasn’t been verified by the auditor yet. The Compact did earn this amount, but the 2017 audit will verify whether 100% of this amount belongs in the Power Supply account. The capital credit is the rebate the Compact received for being a member of Washington Electric Cooperative, and the \$150 under misc. income is the wellness grant from Cape Cod Municipal Health Group. Maggie Downey stated that this is a report the Compact may provide quarterly with the new comptroller.

2. Review Set-Up of CLC Board Member Email Accounts

Austin Brandt stated that David Botelho is sending out emails to Board Member on how to log into their new CLC email accounts. Board Members with public town email accounts can have their CLC emails forwarded to that account.

3. Review Documents Sent to CLC Board

- a. Summary of Conflict of Interest Law for Municipal; Employees
- b. Office of the Attorney General: Open Meeting Law Guide and Educational Materials
- c. Office of the Attorney General: 940 CMR: Open Meetings
- d. Office of the Inspector General: How to be an Effective Board Member of a Public Board or Commission

Maggie Downey stated that since the Board went through the Open Meeting Law training last year, we are not required to do this again until next year, 2020. However, Board member must sign the Certificate of Receipt of Open Meeting Law Materials and turn them into her.

Maggie Downey reminded the Board that pursuant to the Joint Powers Agreement, Board Members are required to attend at least 50% of the meetings unless the Board member requests an exemption due to special circumstances from this requirement.

**ADJOURNMENT:**

*Motion to adjourn made at 4:18 PM moved by Robert Schofield, seconded by Martin Culik.*

Respectfully submitted,

Melissa Allard

**LIST OF DOCUMENTS AND EXHIBITS:**

- Meeting Notice/Agenda
- December 5, 2018 Draft Meeting Minutes
- 2019 Contract Tracking Sheet
- 2018 Operating Budget
- Power Supply Reserve Fund and Operating Fund Balance Report dated 1/9/19
- Summary of Conflict of Interest Law for Municipal; Employees
- Office of the Attorney General: Open Meeting Law Guide and Educational Materials
- Office of the Attorney General: 940 CMR: Open Meetings
- Office of the Inspector General: How to be an Effective Board Member of a Public Board or Commission