

**Cape Light Compact JPE  
Governing Board and Executive Committee  
Open Session Meeting Minutes  
Wednesday, February 14, 2018**

The Cape Light Compact JPE Board of Directors and Executive Committee met on Wednesday, February 14, 2018 in the Martha's Vineyard Conference Room at the Cape Light Compact JPE Offices at 261 Whites Path, Yarmouth MA 02664 at 12:30PM.

**Present Were:**

1. Peter Doyle, Barnstable Alternate
2. Robert Schofield, Executive Committee, Bourne
3. Colin Odell, Brewster
4. Peter Cocolis, Executive Committee, Chatham
5. Brad Crowell, Dennis
6. Fred Fenlon, Eastham
7. Paul Pimentel, Edgartown – By Phone
8. Ronald Zweig, Vice-Chair, Falmouth
9. Valerie Bell, Harwich
10. Wayne Taylor, Mashpee
11. Richard Toole, Executive Committee, Oak Bluffs – By Phone
12. Martin Culik, Orleans
13. Thomas Donegan, Executive Committee, Provincetown
14. Leanne Drake, Sandwich
15. Richard Elkin, Wellfleet
16. Sue Hruby, West Tisbury
17. Joyce Flynn, Chair, Yarmouth

**Absent Were:**

1. Michael Hebert, Aquinnah
2. David Anthony, Secretary, Barnstable
3. Tim Carroll, Chilmark
4. Robert Hannemann, Duke's County
5. Jay Grande, Tisbury
6. Jarrod Cabral, Truro

Members/Alternates

Physically present: 15

Members present by phone: 2

**Legal Counsel:**

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

**Staff Present:**

Austin Brandt, Senior Power Supply Planner

Briana Kane, Planning and Evaluation Manager

Joanne Nelson, Comptroller

Lindsay Henderson, Analyst and Marketing

Maggie Downey, Administrator  
Margaret Song, C&I Program Manager  
Matthew Dudley, Senior Analyst  
Melissa Allard, Senior Administrative Coordinator

**Consultant:**

Christian Rogers, Clifton Larson Allen

**Public Present:**

Chris Powicki, Brewster

Joyce Flynn called the meeting to order at 12:40 pm. Joyce Flynn recognized Paul Pimentel of Edgartown and Richard Toole of Oak Bluffs who were remotely participating because physical attendance at the meeting would be unreasonably difficult.

**Ron Zweig, Falmouth joined the meeting at 12:42 pm.**

**PRESENTATION AND DISCUSSION ON COMPACT PENSION AND OPEB LIABILITIES, CHRISTIAN ROGERS**

Christian Rogers, Compact's auditor, discussed the Compact's pension and Other Post-Employment Benefits (OPEB) liabilities. He gave a general overview of pension liability and OPEB liability; how they are calculated and funded. The Board discussed whether the CLC JPE had transferred all its liabilities from Barnstable County. Christian Rogers confirmed that both the Pension and OPEB liabilities for Compact employees have been transferred to the CLC JPE, and that none of these liabilities remain with Barnstable County. He also noted that these liabilities are calculated consistent with Massachusetts General Laws. The Compact Governing Board directed staff to work with Christian Rogers to prepare an FAQ document on this issue to be posted on the Compact's web site.

**Jeffrey Bernstein, Esq., BCK Law, P.C. joined the meeting at 12:58 pm.**

**Christian Rogers and Chris Powicki left the meeting at 1:30 pm.**

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

1. Regulatory litigation strategy. DPU 17-05, 2017 Eversource Rate Case
2. Update on Regulatory Litigation and discussion of strategy related to the Compact's Aggregation Plan, DPU 14-69, and the Compact's Request for an Advisory Ruling, DPU 17-95, Potential Vote
3. Competitively Sensitive Power Supply Procurement and Pricing Discussion

*Joyce Flynn at 1:30 pm moved to enter into Executive Session pursuant to MGL Chapter 30A §21(a) 3 to discuss strategy with respect to pending regulatory litigation relative to DPU 17-05, the Eversource Rate Case, and DPU 14-69, the Compact's Request for an Advisory Ruling; and pursuant to MGL Chapter 30A §21(a) 10 to discuss competitively sensitive Power Supply Procurement and Pricing discussions.*

*The recordkeeper of today's executive session shall be Compact staff. The Executive Session meeting minutes shall be presented to the Compact's Secretary for review and approval.*

Joyce Flynn declared that an open session may have a detrimental effect on the Cape Light Compact's litigating position and that disclosure of such power supply information will adversely affect the Compact's ability to conduct business in relation to other entities making, selling or distributing electric power and energy.

. The Governing Board will return to Open Session at the conclusion of Executive Session. Seconded by Robert Schofield.

Peter	Doyle	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Peter	Cocolis	Chatham	Yes
Brad	Crowell	Dennis	Yes
Fred	Fenlon	Eastham	Yes
Paul	Pimentel	Edgartown	Yes
Ron	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Wayne	Taylor	Mashpee	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Thomas	Donegan	Provincetown	Yes
Leanne	Drake	Sandwich	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

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

**Colin Odell joined the meeting at 1:32 pm.**

Returned to Open Session at approximately 2:00 PM

**PUBLIC COMMENT:**

There were no members of the public present.

**APPROVAL OF MINUTES:**

The Board considered the January 10, 2018 Meeting Minutes. Joyce Flynn suggested several amendments to the first paragraph on page eight of the minutes.

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

Peter	Doyle	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Colin	Odell	Brewster	Yes
Peter	Cocolis	Chatham	Yes
Brad	Crowell	Dennis	Yes
Fred	Fenlon	Eastham	Yes

Paul	Pimentel	Edgartown	Yes
Ron	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Wayne	Taylor	Mashpee	Yes
Richard	Toole	Oak Bluffs	Yes
Martin	Culik	Orleans	Yes
Thomas	Donegan	Provincetown	Yes
Leanne	Drake	Sandwich	Abstained
Richard	Elkin	Wellfleet	Yes
Sue	Hruby	West Tisbury	Yes
Joyce	Flynn	Yarmouth	Yes

*Motion carried in the affirmative (16 – 0 – 1)*

**MA STATE ETHICS AND OPEN MEETING LAW TRAINING, JEFFREY BERNSTEIN**

Attorney Bernstein guided the Board and CLC Staff through an online training on the mass.gov website regarding the Conflict of Interest Law for Municipal Employees.

**FISCAL REPORT, PETER COCOLIS**

Peter Cocolis reviewed the CLC JPE Operating Fund Budget Report for January 2018. He noted that this was first operating budget on a calendar year basis and that the budget reflects one month’s expenditures. The December 2017 Energy Efficiency Program budget report was distributed, the Board will discuss 2017 expenditures at their March meeting.

**MEETING PROTOCOLS UPDATE, THOMAS DONEGAN**

Thomas Donegan provided a handout on a proposed Cape Light Compact Code of Conduct Policy for Board Members.

Maggie Downey stated she will send the Word Documents to the Board for them to review and make suggested edits to be send back to her. Those edits will then be considered at next month’s meeting.

**ADMINISTRATOR’S REPORT:**

**1. Discussion on CLC Board Member Email Accounts**

Austin Brandt discussed the possibility of getting each board member their own Cape Light Compact email. Maggie Downey stated that the Compact staff was looking for a sense from the board, and that the details would be discussed at next month’s meeting. The Board also discussed the requirements of the Public Records Law with respect to emails concerning Compact business.

**Colin Odell left the meeting at 4:20 pm.**

**2. DOER Public Comment Listening Session**

Maggie Downey notified the board of the upcoming Public Comment Listening Session in Mashpee on March 19<sup>th</sup>.

### **3. Discussion of Questions from the Attorney General Office**

Maggie Downey reviewed the document, “Questions from the Attorney General’s Office Relative to the Cape Light Compact’s Aggregation Plan Compliance Filing in Response to the Advisory Ruling from the Department of Public Utilities (D.P.U. 17-95) on the Compact’s Internal Reorganization to a Joint Powers Entity in Accordance with the Joint Powers Agreement Statute, G.L. c. 40, §4A ½.” She noted that most of the requested information is on the Compact’s web site and a response has been prepared with respect to the remainder, all of which will be provided to the Attorney General and made public.

**Martin Culik left meeting at 4:30 pm.**

### **4. 2016 Annual Report**

Lindsay Henderson handed out the 2016 Annual Report booklets. Maggie Downey stated that the Town Representatives would receive one with the offer to have someone from the Compact come and speak with them about it.

### **5. Assembly of Delegates Requested Financials**

**Maggie Downey noted that the Assembly of Delegates has requested Compact financial documents be discussed at the next Assembly of Delegates meeting.**

### **6. Resolution in Support of Offshore Wind**

Maggie Downey asked for a sense of the Board in support of preparing a Resolution to generally support the development of offshore wind energy projects off the Cape and Vineyard. The Board supported and requested the Resolution be drafted for the Board’s consideration for next month’s meeting.

**Brad Crowell left the meeting at 4:35 pm.**

## **ENERGY EFFICIENCY:**

### **1. 2018 Customer Rebates and Marketing Update, Lindsay Henderson**

Lindsay Henderson reviewed the 2018 Customer Rebates/Incentives PowerPoint and made the new pamphlets available to be picked up at the end of the meeting.

Lindsay Henderson then presented a marketing update stating that the Compact would be starting a campaign soon to get more seasonal residents involved. The board was asked that if they knew of ways to best reach out to the seasonal residents to let them know of Compact programs.

### **2. Commercial & Industrial Program: 2018 Main Streets Offering, Matthew Dudley**

Matthew Dudley gave a review of the 2018 Main Street offering. 100% incentives are given to those small commercial customers who use less than 60,000 kwh a year. The Compact plans to send out marketing materials for the program when completed.

**ADJOURNMENT:**

*Motion to adjourn made at 4:54 pm moved by Peter Cocolis, seconded by XX.*

Peter	Doyle	Barnstable	Yes
Robert	Schofield	Bourne	Yes
Peter	Cocolis	Chatham	Yes
Fred	Fenlon	Eastham	Yes
Paul	Pimentel	Edgartown	Yes
Ron	Zweig	Falmouth	Yes
Valerie	Bell	Harwich	Yes
Wayne	Taylor	Mashpee	Yes
Richard	Toole	Oak Bluffs	Yes
Thomas	Donegan	Provincetown	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)*

Respectfully submitted,

Melissa Allard

**LIST OF DOCUMENTS AND EXHIBITS:**

- Meeting Notice / Agenda
- January 10, 2018 Minutes
- Questions from the Attorney General’s Office
- 2018 Customer Rebates/Incentives PowerPoint
- CLC Code of Conduct Policy for Board Members
- CLC JPE Operating Fund Budget Report for January 2018
- December 2017 Energy Efficiency Budgeted Report
- Email from Matt Rusteika
- Summary of the Conflict of Interest Law for Municipal Employees