

**DRAFT**

**Cape & Vineyard Electric Cooperative, Inc.  
Board of Directors, Executive Committee and Finance Committee  
Remote Call-in Meeting Minutes – Thursday, November 19<sup>th</sup>, 2020**

The Cape & Vineyard Electric Cooperative, Inc. Board of Directors, Finance Committee and Executive Committee met via remote call-in publicly accessible conference line on Thursday, November 19<sup>th</sup>, 2020 at 9:30 a.m. from home-based locations.

**PRESENT WERE:**

1. Tain Leonard-Peck, Director, Dukes County
2. Tom O'Connor, Director, Dennis
3. Jay Grande, Director, Tisbury
4. Robert Wirtshafter, PhD, Finance Committee Member, Treasurer, Director, Chatham
5. Lydia Hamnquist, Director, Provincetown
6. Alan Strahler, Director, Edgartown
7. Janice Marks, Director, Bourne
8. Stephen Lewenberg, Director, Chilmark
9. Bill Saltonstall, Director, Marion
10. Richard Toole, Director, Oak Bluffs
11. Jennifer Rand, V. President, Executive Committee/Procurement Officer/Director, W Tisbury
12. Rosemary Dreger-Carey, Director, Falmouth
13. Charles Hanson, Finance Committee Member, Clerk, Director, Brewster
14. Steve Gavin, Finance Committee Member, Director, Yarmouth
15. Charles McLaughlin, Esq., Executive and Finance Committees Member, Director, Barnstable
16. William Lake, President, Executive Committee Member, Director, Aquinnah
17. Adam Prince, Director, Eastham

**ABSENT WERE:**

1. Barnstable County- Vacant
2. Wayne Taylor, Director, Mashpee
3. Lauren Sinatra, Director, Nantucket
4. Ronald Collins, Director, Orleans
5. Laura Gregorio-Tanguilig, Director, Sandwich
6. Austin Brandt, Executive Committee Member, Director, Cape Light Compact (CLC)
7. Leo Cakounes, Director, Harwich

**STAFF PRESENT**

Liz Argo, Executive Director  
Maria Marasco, Esq., Deputy Director  
Tatsiana Nickinello, Business Administrator, Records Officer

**PUBLIC PRESENT**

None

**1. CALL TO ORDER**

Pres. Lake called the Board of Directors’, Executive Committee and Finance Committee meeting to order at 9:36 a.m. and announced the Meeting Notice/Agenda was duly posted on the CVEC, Inc. website in accordance with the Open Meeting Law on November 13, 2020 at 2:10 p.m. He verified that there was a quorum of the Board of Directors, Executive and Finance Committees.

**2. PERSONS ON THE PHONE ASKED TO IDENTIFY THEMSELVES**

Persons on the phone identified themselves. The Board welcomed new Director from the Town of Tisbury, Jay Grande, and a new Director from the Town of Dennis, Tom O’Connor. CVEC Executive Director, Liz Argo, demonstrated a plaque to be awarded to former CVEC President, Leo Cakounes, for his contributions to the organization.

**3. PUBLIC COMMENT**

There were no public comments.

*T. O’Connor departed at 10:00 a.m.*

Pres. Lake asked the Board if there are any objections to take items on the Agenda out of order due to quorum issues. There were none.

**7. DISCUSSION AND VOTE TO AUTHORIZE THE CVEC PRESIDENT AND VICE PRESIDENT TO EXECUTE THE CONTRACT WITH DEVELOPER, AMERESCO, AS THE ENGINEER, PROCUREMENT, CONSTRUCTION CONTRACTOR (EPC) FOR THE INSTALLATION AND MANAGEMENT OF THE BATTERY ENERGY STORAGE SYSTEM (BESS) AT DENNIS-YARMOUTH HIGH SCHOOL UNDER THE COMMUNITY CLEAN ENERGY RESILIENCE INITIATIVE GRANT CONTINGENT UPON LEGAL REVIEW AND APPROVAL**

L. Argo reported that Executive and Finance Committee reviewed the contracts with the developer and the state, and there were some decisions to be made. She added that the bridge loan is secured with Cape Cod 5. It was reported that CVEC is working with the Board of Health and Fire Department, feasibility study is done, and legal review performed. L. Argo said that the down payment amount percentage down was lowered from 30% to 10% by the developer. Cumulative expenses were estimated at \$251,000. The debt services were calculated as follows: principal amount- \$750,000, interest rate- 3.25%; Grant budget: \$1,479,193. The battery cost was estimated at \$745,845, \$588,168 was calculated for maintenance and operational expenses. Line of credit cost total was \$9,898. It was suggested to use CVEC funds if possible, to avoid interest payment.

*R. Toole moved the Board to approve the Execution of the contract with the developer, Ameresco, as the Engineer, Procurement, Construction contractor (EPC), seconded by J. Rand and voted by roll call as follows:*

- |    |                                   |                |     |                                  |            |
|----|-----------------------------------|----------------|-----|----------------------------------|------------|
| 1. | <i>T. Leonard-Peck, Dukes</i>     | <i>Abstain</i> | 9.  | <i>R. Toole, Oak Bluffs</i>      | <i>Yes</i> |
| 2. | <i>J. Grande, Tisbury</i>         | <i>Yes</i>     | 10. | <i>J. Rand, West Tisbury</i>     | <i>Yes</i> |
| 3. | <i>R. Wirtshafter, Chatham</i>    | <i>Yes</i>     | 11. | <i>R. Dreger-Carey, Falmouth</i> | <i>Yes</i> |
| 4. | <i>L. Hamnquist, Provincetown</i> | <i>Yes</i>     | 12. | <i>C. Hanson, Brewster</i>       | <i>Yes</i> |
| 5. | <i>A. Strahler, Edgartown</i>     | <i>Yes</i>     | 13. | <i>S. Gavin, Yarmouth</i>        | <i>Yes</i> |
| 6. | <i>J. Marks, Bourne</i>           | <i>Yes</i>     | 14. | <i>C. McLaughlin, Barnstable</i> | <i>No</i>  |
| 7. | <i>S. Lewenberg, Chilmark</i>     | <i>Yes</i>     | 15. | <i>W. Lake, Aquinnah</i>         | <i>Yes</i> |
| 8. | <i>B. Saltonstall, Marion</i>     | <i>Yes</i>     | 16. | <i>A. Prince, Eastham</i>        | <i>Yes</i> |

*The vote carried in the affirmative (14-1-1)*

**8. DISCUSSION AND VOTE TO AUTHORIZE THE CVEC EXECUTIVE DIRECTOR TO SIGN THE COMMITMENT LETTER FOR THE CC5 REVOLVING LINE OF CREDIT LOAN IN THE AMOUNT OF \$750,000.**

The members reviewed the commitment letter reviewed. C. McLaughlin recommended to perform a comprehensive review that would result in a signed letter from council before signing the commitment letter.

*R. Toole moved the Board to authorize the CVEC Executive Director to sign the Commitment Letter for Cape Cod 5 revolving line of credit loan, seconded by W. Lake and voted by roll call as follows:*

1.	<i>T. Leonard-Peck, Dukes</i>	<i>Yes</i>	9.	<i>R. Toole, Oak Bluffs</i>	<i>Yes</i>
2.	<i>J. Grande, Tisbury</i>	<i>Yes</i>	10.	<i>J. Rand, West Tisbury</i>	<i>Yes</i>
3.	<i>R. Wirtshafter, Chatham</i>	<i>Yes</i>	11.	<i>R. Dreger-Carey, Falmouth</i>	<i>Yes</i>
4.	<i>L. Hamnquist, Provincetown</i>	<i>Yes</i>	12.	<i>C. Hanson, Brewster</i>	<i>Yes</i>
5.	<i>A. Strahler, Edgartown</i>	<i>Yes</i>	13.	<i>S. Gavin, Yarmouth</i>	<i>Yes</i>
6.	<i>J. Marks, Bourne</i>	<i>Yes</i>	14.	<i>C. McLaughlin, Barnstable</i>	<i>No</i>
7.	<i>S. Lewenberg, Chilmark</i>	<i>Yes</i>	15.	<i>W. Lake, Aquinnah</i>	<i>Yes</i>
8.	<i>B. Saltonstall, Marion</i>	<i>Yes</i>	16.	<i>A. Prince, Eastham</i>	<i>Yes</i>

*The vote carried in the affirmative (15-1-0)*

*R. Wirtshafter stepped out at 10:30 a.m.*

**9. DISCUSSION AND POSSIBLE VOTE ON PROPOSED “SUCCESSION AND TRANSITION: PLAN AND TIMELINE”**

W. Lake presented L. Argo’s transition plan from the Executive Director to a consultant by December 2021. The focus of the plan was training of the current staff and hiring a new person.

*R. Toole moved the Board to approve “Succession and Transition: Plan and Timeline”, seconded by W. Lake and voted by roll call as follows:*

1.	<i>T. Leonard-Peck, Dukes</i>	<i>Yes</i>	9.	<i>J. Rand, West Tisbury</i>	<i>Yes</i>
2.	<i>J. Grande, Tisbury</i>	<i>Yes</i>	10.	<i>R. Dreger-Carey, Falmouth</i>	<i>Yes</i>
3.	<i>L. Hamnquist, Provincetown</i>	<i>Yes</i>	11.	<i>C. Hanson, Brewster</i>	<i>Yes</i>
4.	<i>A. Strahler, Edgartown</i>	<i>Yes</i>	12.	<i>S. Gavin, Yarmouth</i>	<i>Yes</i>
5.	<i>J. Marks, Bourne</i>	<i>Yes</i>	13.	<i>C. McLaughlin, Barnstable</i>	<i>Yes</i>
6.	<i>S. Lewenberg, Chilmark</i>	<i>Yes</i>	14.	<i>W. Lake, Aquinnah</i>	<i>Yes</i>
7.	<i>B. Saltonstall, Marion</i>	<i>Yes</i>	15.	<i>A. Prince, Eastham</i>	<i>Yes</i>
8.	<i>R. Toole, Oak Bluffs</i>	<i>Yes</i>			

*The vote carried in the affirmative (15-0-0)*

**10. DISCUSSION AND POSSIBLE VOTE ON CVEC POLICY TO GUIDE THE DEPARTMENT OF ENERGY RESOURCES ALTERNATIVE ON BILL CREDITS (AOBCs) BEING APPLIED TO ELECTRIC ACCOUNTS IN TANDEM WITH THE DEPARTMENT OF PUBLIC UTILITIES NET METERING CREDITS**

L. Argo reported that DOER and DPU sent confirmation emails pertaining to mechanisms of AOBCs. DPU sent tariff and regulations directions to the material (read the DPU 17-140-A), while Eversource emailed their initial confirmation as well.

R. Toole moved the Board to authorize the Executive Committee to adopt the policy regarding application of Alternative On-Bill Credits to electric accounts in tandem with Department of Public Utilities Net Metering Credits, contingent receiving a satisfactory clarification from Eversource, seconded by W. Lake and voted by roll call as follows:

1.	T. Leonard-Peck, Dukes	Yes	9.	J. Rand, West Tisbury	Yes
2.	J. Grande, Tisbury	Yes	10.	R. Dreger-Carey, Falmouth	Yes
3.	L. Hamnquist, Provincetown	Yes	11.	C. Hanson, Brewster	Yes
4.	A. Strahler, Edgartown	Yes	12.	S. Gavin, Yarmouth	Yes
5.	J. Marks, Bourne	Yes	13.	C. McLaughlin, Barnstable	Yes
6.	S. Lewenberg, Chilmark	Yes	14.	W. Lake, Aquinnah	Yes
7.	B. Saltonstall, Marion	Yes	15.	A. Prince, Eastham	Yes
8.	R. Toole, Oak Bluffs	Yes			

The vote carried in the affirmative (15-0-0)

**11. DISCUSSION AND POSSIBLE VOTE ON CVEC OFFERING FINDER, CONTRACTING, AND MANAGEMENT SERVICES TO THE TOWNS OF AQUINNAH AND TRURO AS THE TOWNS SEEK OFFTAKERS FOR THEIR EXCESS NET METERING CREDITS**

W. Lake reported that CVEC may offer service agreements to Aquinnah and Truro. Similar “oftaker finder” agreements may become available to other towns going forward.

R. Toole moved the Board to approve CVEC offering finder, contracting, and management services to the Towns of Aquinnah and Truro, seconded by W. Lake and voted by roll call as follows:

1.	T. Leonard-Peck, Dukes	Yes	9.	J. Rand, West Tisbury	Yes
2.	J. Grande, Tisbury	Yes	10.	R. Dreger-Carey, Falmouth	Yes
3.	L. Hamnquist, Provincetown	Yes	11.	C. Hanson, Brewster	Yes
4.	A. Strahler, Edgartown	Yes	12.	S. Gavin, Yarmouth	Yes
5.	J. Marks, Bourne	Yes	13.	C. McLaughlin, Barnstable	Yes
6.	S. Lewenberg, Chilmark	Yes	14.	W. Lake, Aquinnah	Yes
7.	B. Saltonstall, Marion	Yes	15.	A. Prince, Eastham	Yes
8.	R. Toole, Oak Bluffs	Yes			

The vote carried in the affirmative (15-0-0)

**12. NOTICE AND DISCUSSION ON CVEC’S COLLABORATION WITH THE CAPE LIGHT COMPACT TO STAGE A REMOTE SUMMIT MEETING OF THE ENERGY COMMITTEES OF THE CAPE AND ISLANDS ON DECEMBER 10<sup>TH</sup>**

W. Lake noted that the announcement of the meeting is informational. He encouraged Board members to check out CVEC’s website for further meeting details.

**5. REVIEW AND APPROVAL OF SEPTEMBER 24, 2020 ANNUAL FULL BOARD, EXECUTIVE AND FINANCE COMMITTEES MEETING MINUTES**

W. Lake moved the Board to approve September 24, 2020 Annual Full Board, Executive and Finance Committees Meeting minutes, seconded by J. Rand and voted by roll call as follows:

1.	T. Leonard-Peck, Dukes	Yes	9.	J. Rand, West Tisbury	Yes
2.	J. Grande, Tisbury	Yes	10.	R. Dreger-Carey, Falmouth	Yes
3.	L. Hamnquist, Provincetown	Yes	11.	C. Hanson, Brewster	Yes
4.	A. Strahler, Edgartown	Yes	12.	S. Gavin, Yarmouth	Yes
5.	J. Marks, Bourne	Yes	13.	C. McLaughlin, Barnstable	Yes
6.	S. Lewenberg, Chilmark	Yes	14.	W. Lake, Aquinnah	Yes
7.	B. Saltonstall, Marion	Yes	15.	A. Prince, Eastham	Yes
8.	R. Toole, Oak Bluffs	Yes			

The vote carried in the affirmative (15-0-0)

#### **6. TREASURE’S REPORT AND UPDATE ON FY20 AUDIT**

W. Lake reported that most recent financials were review at the previous Executive Committee meeting. He noted that the financials were in good standing.

#### **13. UPDATE AND DISCUSSION ON CVEC MONITORING OF CVEC PV SYSTEM**

T. Nickinello delivered a brief update on monitoring CVEC PV system via accessing Data Acquisition System portals.

#### **14. DISCUSSION AND POSSIBLE VOTE ON BOARD APPOINTMENT OF MARIA MARASCO AS CVEC PROCUREMENT OFFICER**

W. Lake moved the Board to approve the appointment of Jen Rand as a Procurement Officer, seconded by R.Toole and voted by roll call as follows:

1.	T. Leonard-Peck, Dukes	Yes	9.	J. Rand, West Tisbury	Yes
2.	J. Grande, Tisbury	Yes	10.	R. Dreger-Carey, Falmouth	Yes
3.	L. Hamnquist, Provincetown	Yes	11.	C. Hanson, Brewster	Yes
4.	A. Strahler, Edgartown	Yes	12.	S. Gavin, Yarmouth	Yes
5.	J. Marks, Bourne	Yes	13.	C. McLaughlin, Barnstable	Yes
6.	S. Lewenberg, Chilmark	Yes	14.	W. Lake, Aquinnah	Yes
7.	B. Saltonstall, Marion	Yes	15.	A. Prince, Eastham	Yes
8.	R. Toole, Oak Bluffs	Yes			

The vote carried in the affirmative (15-0-0)

J. Rand delegated Maria Marasco to perform her duties as CVEC Procurement Officer.

R. Wirtshafter returned at 11:00 a.m.

#### **15. UPDATES ON:**

A) PV Storage Initiative Round 4 and Round 5

L. Argo presented the chart on the status report for CVEC Round 4 and Round 5.

b) Update on PV Initiative Round 6

M. Marasco delivered a summary of Round 6 projects. She added that CVEC has been receiving responses. CVEC is asking for non-binding letters of commitment by the end of December. M. Marasco added that she will be sending a questioner to towns shortly.

*c) Battery Retrofit for Round 3*

L. Argo reported that CVEC is waiting for the update from the developer.

*d) Annual Presentations to all participants and CVEC members*

L. Argo reported that CVEC is halfway through annual presentation.

**16. PRESIDENT'S REPORT**

Pres. Lake expressed appreciation on staff's effort in developing the Transition Plan.

**17. DIRECTORS' REPORT**

Directors delivered their reports. Edgartown is working with Cape Light Compact (CLC) on energy savings. Marion considers combining future Climate committee with current Energy committee. Aquinnah reported that they have combined Energy and Climate Committees. Oak Bluffs is continuing pursuing green community designation in addition to possibly combining Energy and Climate committees. Brewster reported of the town potentially using the energy manager by collaborating with CLC. Barnstable's current commitments are dedicated to the the sewage plant; going forward, Barnstable may be considering deploying car ports and alike in the light of possible AOBs opportunities. Yarmouth is launching the program through the Energy committee, Solarize Yarmouth, promoting PVs, EVs and charging stations for homeowners and businesses. Marthar's Vineyard 6 towns past symbolic resolution to commit to renewable energy. Eastham is in motion with EV's and charging station and taking steps to join Green Community. Falmouth is working towards Green Community designation; the town passed the stretched code. Falmouth added that Mayflower Wind is assessing locations. It was recommended to check recently published Woods Hole vulnerability assessment. Barnstable added that they have a prototype development agreement with wind energy developer, and currently looking into containment of cooling fluids, crafted state of the art of containment equipment. Barnstable encouraged Falmouth to reach out for more information. Bourne Energy committee is working on Green Community designation. Tisbury is trying to get reestablished with projects and implement technologies with battery storage. Tisbury reported about their recent school renovation efforts, and their attempt to cooperate with Vineyard Power.

*The meeting was unanimously adjourned at 11:34 a.m.*