

**Cape and Vineyard Electric Cooperative, Inc**

Executive Committee Remote Meeting Minutes

Thursday, January 28, 2021 1:00 pm

**PRESENT WERE:**

1. Steve Gavin, Finance Committee Member/Director, Yarmouth
2. Jennifer Rand, V. President/Executive Committee Member/Director, West Tisbury
3. Austin Brandt, Executive Committee Member/Director, Cape Light Compact (CLC)
4. William Lake, President, Executive Committee Member/Director, Aquinnah
5. Charles McLaughlin, Executive and Finance Committee Member/Director, Barnstable
6. Richard Toole, Director, Oak Bluffs

**ABSENT WERE:**

Mark Forest, Executive Committee Member/Director, Barnstable County

**STAFF PRESENT:**

Liz Argo, Executive Director

Maria Marasco, Deputy Director

Tatsiana Nickinello, Business Administrator, Records Officer

**PUBLIC PRESENT:**

George Babcock

**1. CALL TO ORDER**

W. Lake called the Executive Committee meeting to order at 1:02 p.m. Agenda was duly posted on January 26, 2021 at 11.00 a.m. W. Lake verified Executive Committee quorum and announced that the meeting is recorded.

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

The participants identified themselves.

**3. PUBLIC COMMENT**

There were no public comments.

**4. DISCUSSION AND POSSIBLE VOTE ON "SUCCESSION AND TRANSITION: PLAN AND TIMELINE"**

W. Lake said that the "Transition Plan" is not working as expected. He added that the next step would be to accelerate L. Argo's retirement. L. Argo expressed that she is willing to leave with due compensation. She added that she is concerned about M. Marasco's readiness due to her limited industry knowledge. The members discussed M. Marasco's performance review signed by L. Cakounes and J. Rand. C. McLaughlin noted that due to complexity of the organization, learning curve is expected for anyone coming in. He added that with L. Argo's plans to retire, the situation of seeking a replacement would inevitably emerge. C. McLaughlin said that CVEC cannot afford to lose M. Marasco and start the process all over again. He expressed his confidence in M. Marasco who is still learning the industry but bringing a lot of administrative experience. C. McLaughlin said that L. Argo has made the decision to move on, and it is time to talk about exit package. He recognized L. Argo's hard work and dedication. R. Toole added that he is also very pleased with L. Argo's good work, achievements and reputation. The members

discussed M. Marasco's performance as reported by third parties. W. Lake noted that he and J. Rand reached out to some organizations and entities that CVEC works with, and received positive reviews on M. Marasco achievements thus far. W. Lake added that L. Argo experience was acquired overtime, and so will M. Marasco's. A. Brandt added that although he understands L. Argo's concerns pertaining M. Marasco's limited energy industry knowledge, he felt good to select M. Marasco as he believes the position of CVEC Executive Director calls for organizational leadership experience. L. Argo suggested December 2021 as the date of retirement, and added that M. Marasco is the one claiming that the relationship is untenable. W. Lake mentioned that he feels it is unlikely to go on with two staff. The members agreed that they will need to discuss what would be fair exit financial package. L. Argo added that based on previously discussed dates of her retirement, her attorney believes there is a case of detrimental reliance.

*Upon a motion and second, Executive Committee voted to recommend to the Board of Directors that M. Marasco will take over a position as Executive Director, and negotiate L. Argo's severance package and effective date, and voted as follows:*

*A.Brandt- yes; C. McLaughlin-yes; W.Lake-yes, J. Rand-yes.*

#### **5.EXECUTIVE SESSION**

#### **6. ADJOURNMENT**

*Upon a motion and second, Executive Committee voted to adjourn, and voted as follows:*

*A.Brandt- yes; C. McLaughlin-yes; W.Lake-yes, J. Rand-yes.*

The meeting adjourned at 3:02 pm.