

Cape and Vineyard Electric Cooperative, Inc

Executive and Finance Committees Remote Meeting Minutes

Wednesday, March 24, 2021 9:30 am

1. Call to Order

- a. Roll Call-
W. Lake called the meeting to order at 9:31 am.
- b. Identification of persons attending remotely.
In addition to the persons listed below, Liz Argo identified herself.

Present were:

1. Robert Wirtshafter, Treasurer/Finance Committee Member/Director, Chatham
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. Charles Hanson, Clerk/Finance Committee Member/Director, Brewster

Staff:

Maria Marasco, Deputy Director, Procurement Officer
Tatsiana Nickinello, Business Administrator, Records Officer

2. Approval of Minutes

- a. Executive and Finance Committees Remote Meeting Minutes, 1.14.21

Upon a motion and second, the Executive Committee voted to approve January 14, 2021 Executive Committee Meeting minutes with item 11 amended to strike out the word "not" in the motion, and voted as follows:

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

3. President's Report

Pres. Lake reported that L. Argo accepted the an offer of retirement. He noted that he is working closely with the Deputy Director during the transition period.

4. Treasurer's Report

- a. Financial Report
- b. CliftonLarsonAllen (CLA) Financial Assessment Proposal

R. Wirtshafter reported that staff was in the process of reviewing and amending the Chart of Accounts so that the QuickBooks system could be used to generate reports instead of having the reports be separately created by the Bookkeeper.

The members discussed the CLA proposal to assist CVEC in transitioning financial transactions in house and keeping oversight accounting and reconciliation activities with Glivinsky and Associates. The presented quote was \$7,500. C. McLaughlin suggested 3 to 6 months review with deliverable recommendations.

Upon a motion and second, the Executive Committee voted to approve to proceed with the Clifton Larson Allen proposal and authorize Acting Executive Director, Maria Marasco, to enter into contract, contingent not to exceed budgeted amount, and voted as follows:

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

5. Director's Report

- a. Operational Contracts
 - i. IT Status and Services

M. Marasco reported that during evaluation of IT, it was discovered that CVEC did not own its domain name, and it was about to expire. The focus points of further steps are to evaluate IT system, archive the old data and house current data, identify a IT consultant, possibly integrate the Access database with QuickBooks, develop a system of safely sharing documents with outside users and work on the website. A. Brandt and C. Hanson offered their help and advice pertaining to IT evaluation and program implementation, as well as collaborate with staff to produce deliverable product for the Board.

- ii. Renewal/extension/modification of current contracts: Glivinsky, Peregrine

M. Marasco informed the members that contract with Glivinsky ends at the end of fiscal year. She suggested modifying the contract within the contract period, and then entering into a new contract. The Peregrine contract ends at the end of fiscal year. P. Gromer, Peregrine consultant, offered sharing his database and training CVEC staff how to use it. M. Marasco suggested extending the contract with reassessed scope of services to June 30.

Upon a motion and second, the Executive Committee voted to proceed with the extension of contract with Glivinsky & Associates, and to authorize Acting Executive Director, Maria Marasco, to amend contracts' scope of services within the current budget, and voted as follows:

A.Brandt- yes; W.Lake-yes, J. Rand- yes.

Upon a motion and second, the Executive Committee voted to authorize the Acting Executive Director, Maria Marasco, to extend the contract with Peregrine Energy Group to the end of FY21 and amend contracts' scope of services within the current budget, and voted as follows:

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

- b. Legal Counsel representation

The members discussed that the legal costs may go over budget, but other accounts should be able to absorb the overage. C. McLaughlin was pleased to stay with BCK Law as a legal counsel.

- c. CPower and CleaResult Status

M. Marasco reported that Sandwich Police Canopy PV and Monomoy High School were enrolled into CPower ISO-NE auction. She thanked Tim Magner of DSD and Matt Tuttelman of CPower for their help.

- d. Services to Members

The item was tabled till next meeting. Staff to work on spreadsheet of current services provided.

- e. DOER Grant Status Report

M. Marasco reported that two contracts with Ameresco were executed as well as the lease with DYRSD. Staff and Ameresco conducted a site visit. The interconnection application was submitted to Eversource, and the equipment was ordered. Staff is working on the extension with DOER as the equipment is delayed. Mass Clean Energy Center and Eversource are willing to cooperate with an education program.

6. Project Reports

- a. Status of Rounds 4 and 5 Projects

M. Marasco informed the members that CVEC is working on developing a better contract tracking system. She reported that CVEC needs to have Harwich representative on the Board as there were some substantial changes pertaining to Harwich projects.

7. CVEC Executive Director

- a. Delegation of authority to contract with Deputy Director regarding position

Upon a motion and second, the Executive Committee voted to authorize Board President W. Lake in consultation with Vice-President J. Rand to begin negotiations with Acting Executive Director Maria Marasco to transition to Executive Director and ratify prior proceedings and advertisements, and voted as follows:

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

8. Other Business

There was no other business.

9. Executive Session

10. Adjournment

Upon a motion and second, the 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 11.30 am.