

Cape & Vineyard Electric Cooperative, Inc.

EXECUTIVE COMMITTEE MINUTES

EXECUTIVE SESSION

REMOTE MEETING VIA ZOOM

Thursday, February 24, 2022 08:30 AM

1. Executive Session (Item 8 on Public Agenda)

a. Roll call vote and notice of reconvening/adjourning.

President Lake announced that the board would go into to Executive Session for the following items and would not reconvene in open session. He further stated that the exemption under section is being utilized because the Committee intends to discuss “confidential, competitively-sensitive or other proprietary information as an energy supplier” and that public disclosure at this time would have an adverse effect on CVEC’s ability to conducts its business.

*Upon a motion and second, the Committee approved the agenda and purpose(s) to enter into Executive Session and to reconvene for the sole purpose of adjourning.*

*W. Lake-yes; J. Rand-yes; C.McLaughlin-yes; M. Forest-yes; M. Marchand-yes.*

At the beginning of the meeting, Liz Argo of Yarmouthport entered the meeting but was not admitted. CVEC emailed her and she acknowledged that the meeting was in Executive Session.

b. Executive Session Minutes, November 23, 2021

The item was tabled.

c. Discussion of matters conducted by a cooperative consisting of governmental entities organized pursuant to section 136 of said chapter 164, pursuant to MGL c. 30A, s. 21 (a) 10

1. Round 6 contract negotiations

Round 6 contracts have not been finalized, with the issue focusing primarily on indemnification.

2. Opportunity to advance renewable energy projects, Vineyard Power Cooperative, Inc.

Vineyard Power, another MA electric cooperative, expressed interest in a number of CVEC’s projects, including ideas to fulfill the Round 6 projects that received no winning bids, the potential purchase of the Tisbury and West Tisbury Landfill projects, and the potential for the development of the Oak Bluffs Landfill project currently in the Eversource Group Study and for which Greenskies indicated that it may exercise its right of early termination if they could not obtain financing (due to increased interconnection cost.) In addition, Vineyard Power expressed interest in working with CVEC for any long-term strategies for Martha’s Vineyard.

There was discussion that for the Round 6 projects in W.Tisbury, Oak Bluffs, Tisbury and at the MV Airport, CVEC should ask the towns and Airport if they would like CVEC to reissue the RFP, specific to the Vineyard projects, with the qualification that if successful bids are identified, that the towns would pay for any additional legal costs associated with a new bidder.

For the Oak Bluffs landfill, CVEC would direct Vineyard Powe to act on their own as a private party with Greenskies to seek any assignment. In regard to the purchase options, CVEC will formulate its policy due in part to Tisbury’s interest (presented during open session) to inquire further about its ability to purchase the systems at the termination of contracts., or other opportunity, including a legal opinion on transfer rights to the extent that CVEC complies with procurement rules .

d. Discussion of matters relative to litigation if an open meeting may have a detrimental effect on litigation position, pursuant to MGL c. 30A, s. 21 (a)3, IT Project

The Executive Director explained that the IT developers at Dartmouth Tech had promised CVEC a deliverable by the end of last year and failed to do so.

Upon a motion by J.Rand and a second by W. Lake, the Committee approved the following:

*To authorize the Executive Director to issue a demand letter (unfair and deception acts; i.e, failure to deliver contract database to CVEC on or before 12.31.21) to Dartmouth Tech of Dartmouth, MA for \$4,500 and to advance the matter to superior court if the matter is not resolved.*

*With only Committee members and the Executive Director remaining on the call and upon a motion by J. rand and second by C.McLaughlin, the Committee voted to enter into Executive Session to discuss the items above under the applicable exemptions and to reconvene in open session only for the purposes of adjourning the meeting.*

*W. Lake-yes; J. Rand-yes; C.McLaughlin-yes; M. Forest-yes; M. Marchand-yes.*

2. Adjournment

a. The Meeting adjourned at approximately 10:30 am.

Approved: 4.14.22

Deemed a public record: 4.14.22