



**COMMUNITY
POWER COALITION
OF NEW HAMPSHIRE**


BOARD OF DIRECTORS – MINUTES

Meeting Type: **Board of Directors**
 Meeting Location: **305 McConnell Center, 32 St Thomas St, Dover, NH 03820**
 Meeting Date: **Thursday, June 16, 2022**
 Meeting Time: **Noticed for 10:00 AM on CPCNH.org and at Lebanon City Hall**

1. Call to Order and Quorum Check

At 10:10am, Chair Clifton Below called the meeting to order and asked Secretary Doria Brown to call the roll.

Member	Director	Present / Absent	Alternate	Present / Absent
Cheshire County	Terry Clark	Present Virtually	Chris Coates	Absent
Dover	Chris Parker	Present	Jackson Kaspari	Present
Durham	Mandy Merrill	Absent	Nat Balch	Present
Enfield	Kim Quirk	Present Virtually	Jo-Ellen Courtney	Present Virtually
Exeter	Nick Devonshire	Absent	Julie Gilman	Present
Hanover	April Salas	Present Virtually	Peter Kulbacki	Absent
Harrisville	Andrea Hodson	Present Virtually	Andrew Maneval	Absent
Hudson	Craig Putnam	Present Virtually	Kate Messner	Absent
Lebanon	Clifton Below	Present Virtually	Greg Ames	Absent
Nashua	Doria Brown	Present Virtually		
Newmarket	Toni Weinstein	Absent	Steve Fournier	Absent
New London	Jamie Hess	Absent	Tim Paradis	Absent
Pembroke	Matt Miller	Absent	Jackie Wengenroth	Present Virtually
Plainfield	Evan Oxenham	Present Virtually	Steve Ladd	Absent
Portsmouth	Kevin Charette	Present	Peter Rice	Present Virtually
Rye	Lisa Sweet	Present	Howard Kalet	Present
Walpole	Paul Looney	Present Virtually	Dennis Marcom	Absent
Warner	Clyde Carson	Present Virtually	George Packard	Present Virtually
Webster	Martin Bender	Present Virtually	David Hemenway	Present Virtually

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2. Agenda review

Chair Clifton Below asked if there were suggest changes to agenda. None were voiced.

3. Approve Minutes of 5/19 Board Meeting

Director Kevin Charette noted that he was present in Lebanon, which was inconsistent with the minutes.

Director Paul Looney noted he was absent, which is inconsistent with the minutes.

Treasurer Kim Quirk noted that on Page 7 should read “Treasurer Quirk” not “Secretary Quirk,” and noted an additional typo.

Chair Clifton Below asked for unanimous consent to approve the minutes including the stated recommend changes. Discussion ensued. Hearing no objections, the minutes were approved by unanimous consent with the noted corrections.

4. Reports of Officers and Committees (Informational)

4.1. Chair Report – p. 9

Chair Clifton Below provided an overview of the report included in the Board Packet.


Chair Below reported he has been overseeing enterprise planning and budgeting in coordination with Chairs of Risk Management Committee and Member Ops Committee. Risk Management Committee Chair Matt Miller, Member Ops Committee Chair Lisa Sweet, and Board Chair Clifton Below have developed work plans with hourly tasks and budgets for Henry Herndon and Samuel Golding so the Board can make informed decisions about the consulting services it needs. These work plans and budgets have been mapped to meet the requirements of the NH Charitable Foundation grant and it is clear CPCNH can meet those requirements within the work plans and budgets proposed for the two contractors. CPCNH Finance Committee recommended extending the contracts of both consultants. The Member Operations and Engagement Committee has also voted a recommendation with regard to Henry Herndon’s contract.

The Board discussed fundraising efforts.

The Board discussed the process by which Lebanon would submit a revised Electric Aggregation Plan (EAP) to the Public Utilities Commission (PUC) to comply with its request for additional information, and in doing so run a “test case” to demonstrate the viability of the modifications and new appendices.

The Board discussed the role of the Executive Committee.

The Board discussed the Critical Path report submitted by Samuel Golding as an informational document.

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4.2. Finance Committee – p. 20

Treasurer Quirk reported that Finance Committee had public meeting on June 6. The Committee reviewed the details for budget and draft work plans, hours, costs, contractor proposals for Community Choice Partners and Herndon Enterprises work plans. The Committee also walked through mapping of how the NH Charitable Foundation grant requirements can be met. The Committee discussed approval of a budget at this time, looked at the work plans, and put that into a budget. The only budget approved by Board is from November 2021 and its information is old. The Committee also talked about a QuickBooks chart of accounts and reports that can be generated by QuickBooks and attached to the Treasurer’s report.

The Committee’s action was to unanimously recommend the Board extend both contracts with Herndon Enterprises and Community Choice Partners.

4.3. Secretary & IT Reports


Director Craig Putnam noted there is an informal IT working group consisting of himself, Director Doria Brown, Director Matt Miller and more recently Chair Clifton Below. The group is looking at documents and document access, and considering various digital platforms. Director Putnam noted he will send a survey out to the Board, and he hoped people can fill it out so the working group has important information to make a recommendation on Google vs Microsoft.

4.4. Risk Management – p. 21

Treasurer Kim Quirk, as a member of the Risk Management Committee and in Committee Chair Matt Miller’s absence, described the Risk Management Committee Chair Report. No public meeting of Risk Management Committee was held since the last Board meeting, but much work has progressed. The second, third and fourth addendums to the RFP were drafted and issued, a full day evaluation workshop date has been set with DWGP and Community Choice Partners for June 29. The RFP closed yesterday and twelve applicants submitted responses. Next up is reading, evaluating, scoring, discussing, interviewing, etc. This also includes the detailed work proposals and budget items, which discussion is forthcoming.

4.5. Member Operations & Engagement – 6/15 addendum

Chair of Member Operations and Engagement (Member Ops) Committee Lisa Sweet reviewed the Report shared with the Board. Member Operations has had many interactions with interested communities, and developed educational materials. For Member Services, which is the bulk of the work, a memo was drafted describing the proposed JPA amendment, which Lebanon modified for its Council approval last night. Member Ops is developing templates for Members to support bringing the proposed JPA amendment and EAP modifications to Governing Bodies and will be meeting with committees to provide support. Member Ops has drafted a checklist for implementation milestones along the critical path, and will incorporate shifting developments. Member Ops is working on a Q2 update, which will be taken up and finalized at next Member Ops meeting.

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Member Operations and Engagement Committee actions included voting unanimously to recommend that the CPCNH Board approve the first amendment to Herndon Enterprises agreement.

4.6. CEO & Staff Search Committee – 6/15 addendum

Committee Chair April Salas noted the Committee, comprised of Directors Doria Brown, Kevin Charette, Christopher Parker, and April Salas, met two days before the Board Meeting. The Committee reviewed the draft CEO position description which is good but needs some minor refreshing, reviewed other JPA CEO compensations for comparison, and created a draft timeline. Comparable CEO salaries for California JPAs are in the \$300,000s to mid-\$400,000s range. This comparison is largely based on California CCAs but also includes the CEO of NH Electric Cooperative, whose annual salary is \$391,000. The Committee discussed whether or not enlisting a search firm is necessary.

5. Critical Path Update

Mr. Golding presented the Critical Path Report. Discussion ensued.

6. ACTION ITEMS. c

6.1. Director Miller Report: Work Authorization re: CC Partners, – p. 23

Treasurer Kimberly Quick presented the Report and recommendation of approving an additional 420 hours of work for Community Choice Partners. Discussion ensued.

Vice Chair Christopher Parker moved that Board of Directors approve an additional 400 hours of work by Community Choice Partners as recommended by the Risk Management Chair. Treasurer Kimberly Quirk seconded.

Director April Salas moved to amend the motion to approve the risk management portion of the proposed work plan of 200 hours and to defer the approval of the remaining hours to subsequent decision-making. Director Andrea Hodson seconded. Roll call vote on the motion as amended by Director Salas and seconded by Director Hodson failed, 6 yes, 10 no.

Member	Director	Vote	Alternate	Vote
Cheshire County	Terry Clark	Absent	Chris Coates	Absent
Dover	Chris Parker	No	Jackson Kaspari	
Durham	Mandy Merrill		Nat Balch	Yes
Enfield	Kim Quirk	No	Jo-Ellen Courtney	



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Hanover	April Salas	Yes	Peter Kulbacki	
Harrisville	Andrea Hodson	Yes	Andrew Maneval	
Hudson	Craig Putnam	Yes	Kate Messner	
Lebanon	Clifton Below	No	Greg Ames	
Nashua	Doria Brown	Yes		
Newmarket	Toni Weinstein	Absent	Steve Fournier	Absent
New London	Jamie Hess	Absent	Tim Paradis	Absent
Pembroke	Matt Miller		Jackie Wengenroth	Yes
Plainfield	Evan Oxenham	No	Steve Ladd	
Portsmouth	Kevin Charette	No	Peter Rice	
Rye	Lisa Sweet	No	Howard Kalet	
Walpole	Paul Looney	No	Dennis Marcom	
Warner	Clyde Carson	No	George Packard	
Webster	Martin Bender		Dave Hemenway	No

Roll call vote on the motion as originally presented by Vice Chair Christopher Parker and Seconded by Treasurer Kimberly Quirk: Motion passes 15 yes, 0 no, 1 Abstain.

Member	Director	Vote	Alternate	Vote
Cheshire County	Terry Clark	Absent	Chris Coates	Absent
Dover	Chris Parker	Yes	Jackson Kaspari	
Durham	Mandy Merrill	Yes	Nat Balch	
Enfield	Kim Quirk	Yes	Jo-Ellen Courtney	



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Nashua	Doria Brown	Abstain		
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Portsmouth	Kevin Charette	Yes	Peter Rice	
Rye	Lisa Sweet	Yes	Howard Kalet	
Walpole	Paul Looney	Yes	Dennis Marcom	
Warner	Clyde Carson	Yes	George Packard	
Webster	Martin Bender	Yes	Dave Hemenway	

Chair Clifton Below noted he would call a special meeting next Thursday to return to Herndon Enterprises contract and the budget.

Director Hodson moved to adjourn the meeting. Director Craig Putnam seconded. With no objection the vote is dispensed with and the meeting adjourned by unanimous consent.