



**COMMUNITY
POWER COALITION
OF NEW HAMPSHIRE**

BOARD OF DIRECTORS – MINUTES

Meeting Type: **Special Meeting of the Board of Directors Called by the Chair**
 Meeting Location: **2nd Floor Seminar Room, Gateway Building, Derryfield School, 2226 River Road, Manchester, NH 03104**
 Meeting Date: **Thursday, July 28, 2022**
 Meeting Time: **Noticed for 10:00 AM on CPCNH.org and at Lebanon City Hall**

1. Call to Order, Roll call of Member Representatives and Alternates and Verification of Meeting Quorum

Chair Clifton Below called the meeting to order at 10:02 am and called the Member roll as follows:

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

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The Directors and Alternates attending virtually noted that it is not reasonably practicable for them to attend in person.

2. Approve Minutes of 6/23 Board Meeting

Director Mandy Merrill moved to approve the minutes as included in the Board packet. Director Craig Putnam seconded. Chair Below declared the minutes approved by unanimous consent without objection.

3. Approve Town of Peterborough Membership

Director Evan Oxenham moved to approve Town of Peterborough as a Member of CPCNH (pursuant to CPCNH JPA § 3.5). Director Kevin Charette seconded. Approved by unanimous rollcall vote 16-0.

<u>Member</u>	<u>Director</u>	<u>Vote</u>	<u>Alternate</u>	<u>Vote</u>
Cheshire County	Terry Clark	Yes	Chris Coates	
Dover	Chris Parker		Jackson Kaspari	Yes
Durham	Mandy Merrill	Yes	Nat Balch	
Enfield	Kimberly Quirk		Jo-Ellen Courtney	Yes
Exeter	Nick Devonshire	Absent	Julie Gilman	Absent
Hanover	April Salas	Yes	Peter Kulbacki	
Harrisville	Andrea Hodson	Yes	Andrew Maneval	
Hudson	Craig Putnam	Yes	Kate Messner	
Lebanon	Clifton Below	Yes	Greg Ames	
Nashua	Doria Brown	Absent		
Newmarket	Toni Weinstein		Steve Fournier	Yes
New London	Jamie Hess	Absent	Tim Paradis	Absent
Pembroke	Matt Miller	Yes	Jackie Wengenroth	
Plainfield	Evan Oxenham	Yes	Steve Ladd	



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

On behalf of the Board, Chair Below welcomed Peterborough representatives Steve Walker (Director) and Danica Melone (Alternate Director). Director Steve Walker’s career has been in clean energy. He founded New England Wood Pellet and has been involved in other clean energy ventures. Alternate Danica Melone is a Planner for the Town of Peterborough.

4. Chair Report

Chair Below introduced a discussion of the contract negotiation process and timeline requirements, which would include regular non-public weekly consultations with legal counsel open to all directors.

10:15, Director Nick Devonshire joined the meeting.


Director Evan Oxenham moved to adopt the resolution as included in the Chair’s report, Bates Page 13 of the Board Meeting Agenda Packet, authorizing and directing:

- 1. CPCNH General Counsel to schedule weekly consultations, at a set time each week, for all members to confer with Counsel regarding the contract drafting and negotiation process for the purpose of identifying and addressing any potential legal issues and to identify any related areas that warrant clarification.*
- 2. Chair Below to be one of two Directors authorized to communicate directly with service providers and designated as responsible for drafting and negotiating service contracts to bring back to the Board for approval, with support from CPCNH Counsel and consultants, and other Directors and Alternative Directors in consultation with CPCNH Counsel as necessary throughout the process.*
- 3. Contingent upon the Board voting in approval to accept the Risk Management Committee’s recommendation to commence contract negotiations with the specific entities referenced below:*
 - a) Treasurer Quirk to support the contract drafting and negotiation process for and directly communicate with River City Bank.*
 - b) Director Charette to support the contract drafting and negotiation process for and directly communicate with Calpine Energy Solutions, LLC.*

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Mandy Merrill seconded the motion. Motion carried 18-0 on rollcall vote.

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

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5. Risk Management Committee Report

Director Miller reviewed the process resulting in a unanimous recommendation from the Risk Management Committee to enter into contract negotiations with the two vendors. He referred Directors to review the Risk Management Committee Report included on Bates Page 17 of the Board Meeting Packet which describes the process resulting in the recommendation. Director Miller noted that the service area of Energy Portfolio Management requires more interviews with proposers which have been scheduled and will be followed by consultation with legal counsel to finalize committee recommendations to the Board. Member Services similarly requires a continuation of legal consultation that has yet to result in a recommendation from the Risk Management Committee.

Director Kevin Charette provided the following summary of Calpine’s Retail Customer Services proposal and highlighted the manner in which it aligned with the needs of CPCNH and the requirements of the RFP.

Scope

Broadly speaking, Retail Services includes the following:

- Providing Electronic Data Information (EDI) exchange platform with the NH distribution utilities, that is tested and in compliance with regulatory requirements.
- Managing the customer opt out/in notification and enrollment process.
- Providing billing services from straightforward to the complex.
- Providing call center services.
- Providing data management services

Related to each, the scope includes both ‘launch’ and ‘steady state’ services. Calpine’s final proposal, interview and additional clarification communications all have been highly responsive to CPCNH’s requirements.

Experience

- Calpine has launched CPAs similar to CPCNH dating back to 2010
- Since then, Calpine has launched 23 California CPAs
- Calpine would bring a wealth of experience, lessons learned and best practices to CPCNH
- Calpine has substantial experience operating in the ISO-NE competitive supply market and working with the NH utilities

Proposal



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- Calpine will provide a proven and comprehensive implementation / launch strategy – supported by an experienced Calpine implementation manager – and they can deliver on CPCNH’s Wave 1 schedule.
- Calpine already has its EDI platform set up with the NH utilities – it is tested, compliant with regulations and operational. Calpine will make any necessary adjustments based on the final PUC CPA rules.
- Calpine will leverage their best practices to support the customer notification and enrollment process in compliance with NH regulations – as the initial CPCNH customer touch point, Calpine’s experience over 23 implementations is valuable.
- Calpine’s Billing system will effectively administer, with industry leading accuracy, CPCNH’s basic to the most complex billing needs – typically consolidated on the utility statement along with dual billing for selected customers
- Calpine offers a very flexible call center model supported by a center of 70 agents that is designed specifically to support CPA clients with both dedicated and overflow agents. If desired agents can be hired in NH (“work from territory”) to work remotely as part of Calpine’s broader call center team.
- Calpine’s call center is supported by robust CRM (Microsoft product) – and importantly data will be fully available to CPCNH staff – and will also enable desired customer facing web functionality built out over time.
- Calpine will provide a robust suite of data analytic and warehouse tools, so CPCNH can leverage the value of data – proposal includes an impressive package of reports and a willingness to customize reports for CPCNH
- Finally, Calpine will also stand-up a load forecasting tool using available retail customer data for our direct use that will provide value to CPCNH’s procurement team

Other Take Aways

In support of this important work scope, Calpine has demonstrated important capabilities and characteristics:

- Strong commitment to cyber security
- Strong focus on managing and securing customer’s personal data
- Significant capabilities and internal controls to ensure data quality – proven processes to identify gaps in data supplied by local utilities (example: California covid customer arrearage program)
- Commitment to flexibility in working with us given there always unknowns to work through – especially during launch
- In general, Calpine demonstrated a high degree competence and deep understanding of the CPA retail services space

Financials

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The cost side of Calpine’s proposal was equally strong.

- Pre-Launch Calpine will not charge or accrue fees on a deferred basis
- Calpine’s service fee post-launch is highly competitive compared to industry benchmarks – and substantially lower than CPCNH anticipated in its business plan
- Calpine will provide \$750K for start-up funding for CPCNH’s use, at our discretion, in securing services and support staff, etc. to ensure a successful launch, with any unused monies credited toward Calpine’s fees post launch

Outside CPCNH’s specific RFP ask, Calpine also offered:

- \$250K credit to offset the costs of CPCNH potentially using, in the future, an advanced data analytics service that supports distributed resources / demand flexibility programs
- And, as a community reinvestment, Calpine has offered to donate 2% of their fees to NH nonprofit organizations that support the mission of the CPCNH

Overall, Calpine demonstrated that beyond being a very experienced and strong retail services transactional manager, they also want to be a true partner to help advance CPCNH and CPAs in NH. That desire really came through in their proposal, interview, and additional clarifying discussions. The overall positive impression of Calpine’s services and leadership was readily echoed in client reference discussions – 3 California CPAs – each operating in different utility territories (PG&E, SCE and SD&GE)

Director Kimberly Quirk moved to authorize entering contract negotiations with Calpine Energy Solutions for the provision of Retail Services and with River City Bank for “lockbox” and banking services. Evan Oxenham seconded. Motion carried 16-0 on rollcall vote.

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Hudson	Craig Putnam	Yes	Kate Messner	
Lebanon	Clifton Below	Yes	Greg Ames	
Nashua	Doria Brown	Absent		
Newmarket	Toni Weinstein		Steve Fournier	Yes
New London	Jamie Hess	Absent	Tim Paradis	Absent
Pembroke	Matt Miller	Yes	Jackie Wengenroth	
Peterborough	Steve Walker	Yes	Danica Melone	
Plainfield	Evan Oxenham	Yes	Steve Ladd	
Portsmouth	Kevin Charette	Yes	Peter Rice	
Rye	Lisa Sweet		Howard Kalet	Dropped Off
Walpole	Paul Looney	Yes	Dennis Marcom	
Warner	Clyde Carson		George Packard	Yes
Webster	Martin Bender	Yes	Dave Hemenway	

6. Update on PUC CPA Administrative Rules Final Proposal

Consultant Henry Herndon provided a report on the PUC meeting to approve a final rules proposal, which proposal as adopted on July 27 is favorable to CPCNH. Mr. Herndon referred the Board to review the transcript of Commissioner Carleton Simpson’s closing remarks in which Commissioner Simpson endorsed the landmark nature of the rules and the transformative potential of Community Power. PUC Attorney Eric Wind stated to Mr. Herndon that the PUC would submit the final rules proposal to Joint Legislative Committee on Administrative Rules (JLCAR) by close of business today, July 28, so that the final proposed rules could be included on the August 18th JLCAR agenda.

There was discussion of hosting a meeting for Members to discuss process for finalizing Electric Aggregation Plan modifications and submitting EAPs to the PUC.



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7. August Board meeting dates and locations.

By consensus, the Board agreed to meet on August 18th.

8. Committee and Member Updates, Questions, and Announcements, as time allows.

9. Adjournment

Director Kimberly Quirk moved to adjourn. Director Evan Oxenham seconded. Without objection, Chair Below declared the meeting adjourned by unanimous consent at 11:55am.