
 <p>COMMUNITY POWER COALITION OF NEW HAMPSHIRE</p>	BOARD OF DIRECTORS – APPROVED MINUTES	
	Meeting Type:	Meeting of the Board of Directors
	Meeting Location:	14 Dixon Ave., Suite 201, Concord, NH 03301
	Meeting Date:	Tuesday, February 21, 2023
	Meeting Time:	Noticed for 9:30AM @ CPCNH.org & Lebanon City Hall

AGENDA

1. Welcome & Roll Call - agenda check
2. Approve Minutes of 1/31/23 Board Meeting (**Action Item**)
3. Welcome City of Berlin as 29th community to execute the JPA
 - Defer action on admitting as a new Member to March Board meeting
4. Chair's Report
 - Review and Discuss Status of Contracts and Launch Timetable
 - Approve Services Contract with B-Fresh Consulting LLC (**Action Item**)
5. Member Operations & Engagement Committee Report
 - Approve Date, Time, & Place of Membership & Board Annual Meetings (**Action Item**)
 - Discuss Board Elections at Annual Meetings
6. Risk Management Committee Report
 - Review indicative rate options, presentation with Ascend Analytics
7. Regulatory and Legislative Affairs Committee Report
 - Authorize participation in POR dockets (Action Item)
8. CEO & Staff Search Committee Report
9. Treasurer's Report
10. Finance Committee Report
11. PENDING Action Items on Contracts
 - Master Purchase & Sale Agreement, between Calpine LSE affiliate and CPCNH, inclusive of: LSE Services, ISO-NE Credit Support, and an optional Credit Sleeve and Exhibits – pending
 - Amendment to Ascend Analytics, LLC – pending
 - Lock Box Agreement – pending
 - Accounting Services – pending
12. Other business, questions & reflections
13. Adjournment

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MINUTES


1. Welcome & Roll Call

Chair Clifton Below called the meeting to order at 9:30am. Eighteen Members were present and represented.

<u>Member</u>	<u>Director</u>	<u>Present/Absent</u>	<u>Alternate</u>	<u>Present/Absent</u>
Boscawen	Charlie Niebling	Present (virtual)	Ed Cherian	
Brentwood	Rick Labrecque	Absent	Bob Radlinksi	Present (virtual)
Canterbury	Kent Ruesswick	Present	Howard Moffett	Present
Cheshire County	Terry Clark	Absent initially, arrived later in the meeting	Chris Coates	
Dover	Jackson Kaspari	Present (virtual)	Bill Baber	Present (virtual)
Durham	Mandy Merrill	Absent	Nat Balch	Present (virtual)
Enfield	Kimberly Quirk	Present (virtual)	Jo-Ellen Courtney	Present
Exeter	Nick Devonshire	Absent	Julie Gilman	Absent
Hancock	Jim Callihan	Absent	Robbie Hertnecky	Absent
Hanover	April Salas	Present (virtual)	Peter Kulbacki	
Harrisville	Andrea Hodson	Present (virtual)	Andrew Maneval	Present (virtual)
Hudson	Craig Putnam	Present	Kate Messner	
Lebanon	Clifton Below	Present	Greg Ames	
Nashua	Doria Brown	Present (virtual)	Deb Chisholm	
Newmarket	Toni Weinstein	Absent	Steve Fournier	Absent
New London	Jamie Hess	Absent	Tim Paradis	Absent
Peterborough	Steve Walker	Present (virtual)	Danica Melone	
Pembroke	Matt Miller	Present	Jackie Wengenroth	Present (virtual)
Plainfield	Evan Oxenham	Present	Steve Ladd	
Portsmouth	Kevin Charette	Absent	Peter Rice	
Rye	Lisa Sweet	Present	Howard Kalet	Present (virtual)
Shelburne	Michael Prange	Present (virtual)	Ray Danforth	
Sugar Hill	Jordan Applewhite	Absent	Margo Connors	Absent
Walpole	Paul Looney	Absent	Dennis Marcom	Present (virtual)
Warner	Clyde Carson	Present (virtual)	George Packard	Present (virtual)
Webster	Martin Bender	Present	Dave Hemenway	
Westmoreland	Mark Terry	Absent	John Snowdon	Absent
Wilmot	William Chaisson	Absent		

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

2. Approve Minutes of 1/31/23 Board Meeting (Action Item)

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Director Kent Ruesswick moved to approve the minutes of the 1/31/23 Board Meeting. Director Lisa Sweet seconded. Hearing no objection, Chair Below declared the minutes approved by unanimous consent.

3. Welcome City of Berlin as 29th community to execute the JPA

Jeffrey Quackenbush, Berlin’s appointed Member Representative, introduced himself, described the Androscoggin Valley Energy Collaborative and the regional interest from Shelburne, Berlin, Randolph and other municipalities, and the interest in procuring local power from renewable generators. Berlin’s admittance was deferred until a later date to maintain a quorum of 7 during the fast-moving launch phase and meeting schedule.

4. Chair's Report

Chair Below summarized the report, its detailing of the utility barriers impeding CPCNH’s service of time-of-use and net metering customers, and the contracting approach that would allow for launch. Launch delays have largely derived from Eversource’s refusal to deviate from a legacy Supplier Services agreement which does not consider or comply with the Community Power Aggregation (CPA) statute and rules. Discussions with utilities on updating the supplier service agreement are occurring this week, but the plan is for CPCNH to launch without waiting for utilities to agree to updates to a supplier service agreement.


The contracts being proposed allow for an evolution from (1) the legacy Competitive Electric Power Supplier model, to (2) a model in which CPCNH is the registered supplier with the utilities and Calpine temporarily remains the registered market participant and Load Serving Entity (LSE) with ISO New England, and finally (3) to CPCNH becoming a fully self-sufficient power agency by being registering with ISO New England as the LSE as well as the supplier of recorded registered with the utilities.

Director Hodson asked why the cost of \$1.2 million per week imposed by utility delay was not being brought to the court of public opinion and being communicated to the Members and the grassroots more clearly.

Chair Below responded that an option would be to file a petition/complaint with the Public Utilities Commission (PUC) documenting the harm caused by delay and calling on the PUC to order the utilities to take certain actions to remedy or ameliorate the harms.

To comply with law and enable CPAs to provide service to net metering customers, utilities must provide the quantity of exported net metering power on an ongoing basis. The law provides that CPAs can serve net metering customers, but the utilities have not taken steps in the three years since the law has been in effect to establish a system for properly sharing the net metering export data on an ongoing basis to allow CPAs to serve them.

Attorney Michael Postar agreed that it could be possible to quantify the damages caused by utility delays, and suggested a detailed discussion of strategies to address such issues could be held in an alternative forum.

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The Board discussed the tentative launch schedule / action list included in the Member Ops Report and shown below, and determined the timeline column beginning with Tues. 2/28 to be more appropriate:

Date		Actions for Launch
2/21/23		Public engagement campaigns ramp-up for all Wave 1 Members <ul style="list-style-type: none"> ⚡ CPA websites go-live
Mon. 2/27	Tues. 2/28	Board approves Master Power Purchase & Sale Agreement with Calpine (includes LSE Services, ISO-NE Credit Support & Credit Sleeve) + Ascend contract amendment + Lockbox Agreement
2/27	2/28	Risk Management Committee meets to assess market conditions, review Ascend hedging recommendations, and votes to authorize procurement. <ul style="list-style-type: none"> ⚡ Wave 1 Authorized Officers receive advance notice. ⚡ Authorized Officers may attend meeting and (prior to the vote) may verbally 'opt out' to defer launch of their CPA.
2/27	2/28	Coalition submits written notification of commencement of service 45+ days before CPA launch to PUC, DOE, OCA & utilities. <ul style="list-style-type: none"> ⚡ Login credentials requested from DOE to access Shopping Comparison Website (to prepare for posting rates).
2/28 or 3/1	3/1 or 3/2	Procurement: Ascend negotiates & executes hedge transactions (within price ranges authorized by Risk Management Committee vote, up to the Hedge Ratio limits required under the Risk Policy)
3/2	3/2 or 3/3	Finance Committee meets to deliberate rate setting and solicit public input (Ascend supports)
3/2	3/2 or 3/3	Risk Management Committee meets to solicit public input & finalize rates for recommendation to Board (Ascend supports)
Fri. 3/3	3/3 or Mon. 3/6	Board meets to approve rates (Ascend supports). <ul style="list-style-type: none"> ⚡ Wave 1 Principal Executive Officers receive advance notice. ⚡ Prior to or during the meeting: Wave 1 Member Authorized Officer (or GB) may select rate products. (If no selection is made, CPA will be assigned Granite Basic as default + Granite Plus, Clean 50 & Clean 100 as opt-in.)
3/3 or 3/6	3/6 or 3/7	Customer notification data sent to printer / mailer. <ul style="list-style-type: none"> ⚡ Product selections & rates populated for each CPA. ⚡ Public meeting dates set for each CPA. ⚡ Content for opt-in & opt-out mailers finalized.



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3/3 or 3/6	3/6 or 3/7	Press conference on rates & launch schedule (PR firm supports) CPA rates announced published on DOE's Shopping Comparison Website (as soon as DOE provides log-in credentials by 3/13-14): <ul style="list-style-type: none"> ✓ Default and Opt-In Products + Prices ✓ Environmental Disclosure Labels ✓ Fixed & Variable Rate Structures ✓ Terms & Conditions of Service (including all charges) Call Center goes live (Calpine)
3/13	3/14	≥ 30 days before launch: customer notices mailed (may take several days complete, sent in batches per CPA)
4/3	4/4	Within 15 days of mail drop commencing: public information meetings held by each Member
4/19	4/20	30+ days after mail drop completes: customer enrollment transactions submitted to utilities (Calpine)
4/21	4/22	2+ days thereafter: Target Launch Date (first customers enrolled)


Consultant Golding described the proposed contracting approach to allow for launch.

Contract Structure. Consultant Golding summarized that the contract with Calpine is an Edison Electric Institute (EEI) Master Purchase and Sale Agreement, which CPCNH will put in place with multiple suppliers to be able to buy blocks of power from them. The contract includes Strategic Annex with LSE and Market Participant services and help with Utility Supplier Implementation and Registration Process. The contract includes \$25 million in credit support for ISO New England obligations, integrates an evolution of the lockbox account, and maintains CPCNH's ability to structure and manage its own power portfolio.

Covenants. Calpine will directly assume financial obligation with utilities and ISO New England and require covenants to ensure CPCNH is managed in a fiscally prudent manner. Calpine has familiarized itself with the Risk, Rates, Reserves policies and the Cost Sharing Agreement and Complete Services Bundle Contract. The covenants in the contract require that CPCNH adhere to its own policies and cannot change certain policies without Calpine agreeing.

Director Sweet asked about the possible amendments to the Energy Portfolio Risk Management Policy referenced in the Chair's report. Consultant Golding noted that any such amendment would be brought for approval along with the contract.

Service Fees. For LSE Services, Calpine will charge as follows: for the first two months, zero charge; for the next 16 months, \$5,000 / month; for the remainder of contract period, \$20,000 / month. Calpine will receive and pay invoices two times per week from ISO New England, and accrue fees based upon the provision of that service. Eventually, CPCNH will register with ISO-NE and pay those invoices itself.

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For Credit Support, Calpine will charge as follows:

- \$1.00 per MWh for periods in which CPCNH is invoiced monthly, for payment ~3 weeks thereafter.
- \$0.50 per MWh for periods in which CPCNH elects to pay every two weeks.
- \$0.45 per MWh for periods in which CPCNH elects to pay each week.
- \$0.40 per MWh for periods in which CPCNH elects to pay twice per week.

Retail Ratesetting and Customer Service Planning. There is no barrier to serve the vast majority of customers who are on typical default rates from utilities. However, for some customer groups, (including time-of-use, net metering customers, and the largest customers on default service for which utilities have not provided historic hourly interval usage data as required in the rules), there remain barriers to the provision of service. The utilities need to take additional action to allow CPCNH to properly serve these customers. Utilities must provide data on when net metering customers export to the grid in order for CPCNH to properly serve those customers.


One temporary solution will be for utilities to put certain data in the data sets shared with customer names, addresses, and account numbers that would allow CPCNH to not enroll on an opt-out basis certain customers such as time-of-use, net metering, and the largest customers, until they can be properly served. Electric Aggregation Plan amendments allow CPCNH to not enroll certain customers automatically if utilities have not provided the data required to properly serve those customers. So long as CPCNH knows which account numbers are net metered (if the utilities provide that information in the Puc 2204.03 data sets), CPCNH can elect not to enroll certain customers, such as net metering customers, if the net metering export data is not adequately provided.

Treasurer Quirk noted that CPCNH has had discussions with two accounting firms, one based in California with Community Power experience, and the other firm is a standard large accounting firm working all over the country experienced in governmental accounting, but not Community Power. The aim is to bring pricing for the two options to the next Board meeting.

Chair Below, Director Sweet, and Consultant Herndon described the B-Fresh proposal for media engagement services.

Secretary Evan Oxenham moved to approve the Services Contract with B-Fresh Consulting LLC. Seconded by Director Ruesswick. Motion carried unanimously 18-0 on a rollcall vote.

Member	Director	Vote	Alternate	Vote
Boscawen	Charlie Niebling		Ed Cherian	
Brentwood	Rick Labrecque		Bob Radlinks	Y
Canterbury	Kent Ruesswick	Y	Howard Moffett	
Cheshire County	Terry Clark		Chris Coates	
Dover	Jackson Kaspari	Y	Bill Baber	
Durham	Mandy Merrill		Nat Balch	Y

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Enfield	Kimberly Quirk	Y	Jo-Ellen Courtney	
Exeter	Nick Devonshire		Julie Gilman	
Hancock	Jim Callihan		Robbie Hertnecky	
Hanover	April Salas	Y	Peter Kulbacki	
Harrisville	Andrea Hodson	Y	Andrew Maneval	
Hudson	Craig Putnam	Y	Kate Messner	
Lebanon	Clifton Below	Y	Greg Ames	
Nashua	Doria Brown	Y	Deb Chisholm	
Newmarket	Toni Weinstein		Steve Fournier	
New London	Jamie Hess		Tim Paradis	
Peterborough	Steve Walker	Y	Danica Melone	
Pembroke	Matt Miller	Y	Jackie Wengenroth	
Plainfield	Evan Oxenham	Y	Steve Ladd	
Portsmouth	Kevin Charette		Peter Rice	
Rye	Lisa Sweet	Y	Howard Kalet	
Shelburne	Michael Prange	Y	Ray Danforth	
Sugar Hill	Jordan Applewhite		Margo Connors	
Walpole	Paul Looney		Dennis Marcom	Y
Warner	Clyde Carson	Y	George Packard	
Webster	Martin Bender	Y	Dave Hemenway	
Westmoreland	Mark Terry		John Snowdon	
Wilmot	William Chaisson			


5. Member Operations & Engagement Committee Report

Director Sweet summarized the report, noted that 11 Members are adopting EAPs this spring, that ten Members are fully authorized for Launch with executed Cost Sharing Agreements, and that CommunityPowerNH.gov is live inclusive of a webpage each for the ten launching members.

At 5:30pm this evening, there is a zoom meeting for Community Power Campaigners; at 9am tomorrow morning there is a “Member Mentors Huddle” and Thursday 5:30pm there is a Virtual Forum for Member Candidates. The next Member Ops meeting is March 14.

There will be an Annual Membership Meeting which will include the election of the Board, and an Annual Board Meeting which will include the election of officers and appointments to committees. The Board must determine what the size of the Board will be (between 11 and 21 seats).

Director Putnam moved to set the date, time, and place of the Annual Membership Meeting as Friday April 21, 10am at Kimball Jenkins Estate in Concord, with Annual Board Meeting following immediately thereafter. Director Hodson seconded.

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Director Miller asked if Members who were not Board Directors could serve on Committees or as Committee Chairs. Chair Below responded that it varied by Committee, and that it may be worth considering amending the by-laws to allow Member Representatives to serve on certain Committees, in addition to Directors and Alternates.

The Board discussed whether individuals put forward for Board seats should act in the interest of regional and/or demographically similar Members, and some suggested that perhaps regional or demographically similar groups of Members could coordinate amongst themselves to put forward individuals for a Board seat.

Hearing no objection to the motion put forward by Director Putnam and seconded by Director Hodson, Chair Below declared the motion approved by unanimous consent.

6. Risk Management Committee Report

Director Miller recapped that the Risk Management Committee (RMC) meeting to authorize initial hedges and procurement will occur subsequent to the Board’s review and approval of the contracts and contract adjustments with Calpine, Ascend and for the Lockbox. Ascend maintains that the market is currently very favorable. A meeting of Finance Committee and Risk Management Committee to deliberate and recommend rates will be held after the RMC meeting to authorize procurement. For the RMC meeting to authorize procurement, Wave 1 Member communities will be invited to attend this meeting and may at that meeting elect to delay procurement.

Scott Wrigglesworth presented indicative rates and costs, and it was noted the presentation would be made available.


Alternate Radlinski asked why, if he can get an ~14 cent rate from a competitive supplier for three years, would he want to take an 18 cent from CPCNH with the Eversource rate being 20 cents. Scott Wrigglesworth responded that the competitive supplier seeks to lock customers into a rate that appears attractive today for a long period, understanding that market prices are forecasted to fall in the future and erode or eliminate the discount. CPCNH will accrue reserves and maintain rate discounts over the long-term for lasting and expanding customer benefits.

The Board discussed the need to collectively understand the difference between uniform rates across Members and utility service territories, and uniform percentage discounts relative to different utility default rates.

7. Regulatory and Legislative Affairs Committee Report

Director Sweet moved to approve CPCNH’s intervention in Public Utilities Commission dockets DE 23-002, DE 23-003 and DE 23-004 relative to investor-owned utility Purchase of Receivables (POR) proposals. Hearing no objection, Chair Below declared the motion adopted by unanimous consent.

8. CEO & Staff Search Committee Report

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Committee Chair Salas described the report and the materials attached therein and reported on the good progress with the interviews with the several qualified candidates for the role of CEO.

9. Treasurer’s Report

10. Finance Committee Report

Treasurer Quirk noted that the Committee was working on the budget and was waiting for the numbers on procurement costs and revenues.

11. PENDING Action Items on Contracts (forthcoming)

Master Purchase & Sale Agreement, between Calpine LSE affiliate and CPCNH, inclusive of: LSE Services, ISO-NE Credit Support, and an optional Credit Sleeve and Exhibits – pending

Amendment to Ascend Analytics, LLC – pending

Lock Box Agreement – pending

Accounting Services – pending

12. Other business, questions & reflections

The Board discussed the following action items and tentative schedule for launch:

- Tuesday, 2/28
 - 10am, Board continues the meeting to take up final contract approvals
 - 1pm, Risk Management Committee (RMC) “go/no-go” meeting to authorize procurement
 - Written notification of commencement of service to PUC, DOE, OCA and utilities
- Friday 3/3: Finance Committee and RMC meet to deliberate rate setting, solicit public input and recommend rates to Board
- Monday 3/6: Board meets to approve rates
- Tuesday 3/7: Press conference
- Tuesday 3/7: Customer notification data sent to printer / mailer, inclusive of public meeting dates set for each CPA
- 3/14 – 3/17: Mailers sent

13. Adjournment

Director Putnam moved to adjourn this meeting and to continue it on Tuesday February 28 at 10am at 14 Dixon Ave, Suite 201. Seconded by Director Sweet. Motion carried unanimously on a rollcall vote 12-0.

Member	Director	Vote	Alternate	Vote
Boscawen	Charlie Niebling		Ed Cherian	
Brentwood	Rick Labrecque		Bob Radlinks	



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Hudson	Craig Putnam	Y	Kate Messner	
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