



# CPCNH Board of Directors Meeting Minutes

Community Power Coalition of NH

Mar 28, 2024 at 10:00 AM EDT

@ 14 Dixon Ave., Ste. 201, Concord, NH 03301

## Attendance

### Present:

Guests: Bill Baber (remote), Robert M. Belmore (remote), B-Fresh Consulting (remote), Jo-Ellen Courtney, Michael Postar, DWGP (remote), Charlie Horn (remote), Howard Kalet (remote), Paul Panish (remote), Craig Putnam (remote), Robin Rainie-Lobacz (remote), Hope Stragnell (remote), Chuck Townsend (remote), Charles (Chuck) Willing

CPCNH Staff: Brian Callnan (remote), Deana Dennis (remote), Henry Herndon, Bobbi-Jo Michael

Voting Members: Terry Clark (remote), Jackson Kaspari (remote), Steve Holmgren (remote), Kim Quirk (remote), Nicholas Devonshire (remote), April Salas (remote), Andrea Hodson (remote), Clifton Below, Doria Brown (remote), Jamie Hess, Joseph Lamattina, Matt Miller, Bruce Tucker (remote), Evan Oxenham, Kathleen Kelley (remote), Paul Looney (remote), Lisa Sweet, David Hemenway, Kevin Charette (remote)

### Absent:

Voting Members: Clyde Carson

#### I. Welcome & Roll Call - Agenda check

Chair Below opened the meeting at 10:03am. Eighteen of twenty Directors were present with seven Directors attending in person at the physical location exceeding the 25% quorum requirement of five. The Directors attending remotely each stated that it was not reasonably practical to travel to the meeting location to attend in person.

Director Kathleen Kelley joined the Board of Director meeting around 11:00 a.m.

#### II. Approve Minutes of the 2/22/2024 Board Meeting

 [2024\\_02\\_22\\_CPCNH\\_Board\\_Meeting\\_DRAFT\\_Minutes-cb\(1\).pdf](#)

### Motion:

Motion to approve the minutes from the 2/22/24 Board of Directors meeting with the proposed edits discussed at the meeting.

Motion moved by Matt Miller and motion seconded by Lisa Sweet. Hearing no objection, Chair Below declared the minutes approved by unanimous consent.

#### III. Admit & Welcome the Town of Stratford, City of Concord and town of Canann as CPCNH's 57th, 58th and 59th Members,

**Motion:**

Motion to approve the Town of Stratford, City of Concord and Town of Canaan as CPCNH's 57th, 58th and 59th Members.

Motion moved by Lisa Sweet and motion seconded by Evan Oxenham. Hearing no objection, Chair Below declared the motion approved by unanimous consent.

- A. Welcome to the Town of Stratford Primary Member Rep Suzanne Goulet.  
A representative of the Town of Stratford wasn't present.
- B. Welcome from the City of Concord Primary Member Rep Charles (Chuck) Willing and Alternate Member Rep Beth Fenstermacher  
Chuck Willing was present at the meeting, he thanked several CPCNH Members and Staff for their assistance and guidance with the City of Concord joining CPCNH. Chuck added that City of Concord Alternate Member Rep Beth Fenstermacher could not join today, but like him is very enthusiastic about the membership and looking forward to being a part of CPCNH.
- C. Welcome from the Town of Cannan Hope Stragnell and Charles Townsend  
Hope Stragnell was at the meeting virtually. She thanked CPCNH for welcoming her and added that Chuck Townsend would also be joining virtually. They are thankful for CPCNH's assistance with their membership.

IV. CEO Report

 [CPCNH CEO Report 20240325.pdf](#)

CEO Callnan began by sharing that we are all eagerly anticipating the Annual Meeting on April 25th at the NH Audubon McLane Center in Concord, NH. He invited all Members to please try to attend in person if possible as it is a great opportunity for all Members to come together and there will be some photos taken of the membership.

CEO Callnan provided the following updates:

**New hires:** We had 33 candidates for the Director position and 48 candidates apply for the Sr. Energy Analyst position. We had screening interviews, CEO interviews and panel interviews to select the best candidates. All candidates received a response from us regardless of their qualification. Thank you to Board Director Matt Miller for his assistance with the interview process.

We have hired two excellent folks. Mark Bolinger will start on or before May 1st as our new Director of Energy Programs and Projects. Mark comes to us from the Lawrence Berkley National Laboratory where he has been leading, conducting and reporting on renewable energy and battery storage market policies, economics and finance. Scott May will start on April 15th as our new Senior Energy Analyst. Scott has a strong background as a data scientist and software engineer with some great experience

working on algorithms to disaggregate residential meter reads to determine what types of appliances are being used. Both Mark and Scott live in Lyme, NH.

The Dir. Of Energy Programs and Projects will guide us towards meeting our community's energy goals including the development of renewable energy, the launching of innovative rates to increase beneficial electrification and other carbon reducing initiatives. The Senior Analyst will help us analyze our data, create models for forecasting costs, develop innovative new rates, review generation project benefits and in general, use data to guide us toward the best path to meet our members energy goals.

**Liberty Utilities:** Liberty has now caught up with their payments to CPCNH. We have also made headway on our need for a list of current default service customers. Their reporting for the refresh has been modified and the data is looking better. We have requested new lists and expect this data to also be current. We have not been able to enroll anyone in the Liberty territories. If the information is better, we could begin enrolling these customers in May or June. The expectation is that this reporting issue is now rectified.

**Inadvertent Enrollment:** On February 23rd we received a second letter from an attorney representing American Hydro, Inc. that was also addressed to the Town of Peterborough requesting that an inadvertent net metering enrollment be credited for net metering exports. CPCNH responded on March 13th requesting additional information to help better understand the calculations and how they were determined. The customer supplied impact is ~\$92,000 in lost credits. An estimate of the value of the exports that Eversource received is ~\$20,000. We will keep the Board updated on this unfortunate incident.

**IT Project:** we have migrated to Microsoft from Google Suite. Henry Herndon and Craig Putnam have worked very hard with Connection and TierPoint to move this migration forward. We were also using OnBoard board management software for the Board and Committee meetings. We received some good training from the OnBoard team. Please reach out to [Bobbi-Jo](#) if there are any questions about OnBoard.

**Audit:** We remain on track to have an audit report for 2022 and 2023 from our auditor BerryDunn in May. Many thanks to the ecoCFO team and our Treasurer Kim Quirk, Audit Committee Chair Kathleen Kelley for helping pull together the data that the auditors need to complete their work.

Director Sweet asked if there a press release planned to announce our new employees. CEO Callnan responded he will work on that. Chair Below added that we should include NHBR on this.

Director Hess noted that about the 22 communities approved Community Power plans. However, Lancaster voted it down and he was wondering if we knew why? Henry

Herndon responded that the Lancaster Energy Committee and Select Board were not aligned in some areas along the process of moving Community Power forward. Director Sweet added they will be regrouping, and Member Services will be there to support them as much as they would like.

V. Treasurer Report

 [2024\\_03\\_24\\_CPCNH\\_Treasurer's\\_Report.pdf](#)

Treasurer Quirk began her report by introducing Jennifer Michael from ecoCFO as our new Controller. She also thanked Brandon Spera from ecoCFO for his hard work getting the 2024 approved budget into QuickBooks and making sure our Pro Forma and Variance Reports are much more efficient.

Treasurer Quirk then provided the following updates and information.

The approved budget from last November for the 2024 calendar year showed estimated revenues of just over \$100MM. You can see the first big variance of the year in the new projected revenue, which is now \$83MM, resulting in an \$18.5MM variance decrease. About \$7MM of that was due to incorrectly forecasted loads for the communities that are launching this month, and about \$11.5MM of that is due to the fact that the rate chosen in December, after this budget was approved at our last rate setting session, is quite a bit lower than what we forecasted due to falling market prices in the month of November and December and Eversource having a much lower rate than expected. Everyone agreed it was still best for CPCNH to come in with a lower rate so we could launch all these communities.

The cost of goods variance was down by \$17.2MM, which means the gross margin impact is \$1.3MM for the year.

Revenues and COGS Forecast Going Forward - Rate setting and detailed knowledge of the loads for upcoming community launches will always be different than what we forecast. For instance, the 2024 budget only includes energy forecasts for the March wave and does not include the forecasts for the launches later in the year. She continued by explaining that the revenue for the second half of 2024 is based on a rate projection that will likely be different than what we expected it would be in Oct of 2023.

Along with lower revenues will be lower expenses, which is good to keep our net margins closer to what was expected in the 2024 budget. Also, operating and G&A are below expectations which results in Net margins being down by just under \$1MM.

Load forecast: Back in Oct, the data that was used to estimate loads for the communities launching now (March) was to compare new communities with existing ones of similar population. That turned out to be a poor analogy and we will not use that to project loads for new communities going forward. We will use the latest Utility historic data.

Rate forecast - One reason the rate was so much lower than we expected in Oct was because of the issue with Eversource's exceptionally low rate to make up for a very high rate in the previous period. Also, the warmer than usual winter meant prices stayed lower than usual as well. It was great that we were still able to set our rate below all the Utility's base rates.

Operating expense general and administrative - board/employees have more of an ability to hold this more carefully. When we look at how we are performing financially this is important. AS an exmample we hired later than expected and this lowered costs. Treasurer Quirk discussed the Reserve Operating Days. The expectation is to be in the 75-day range by the end of 2024. The Reserve Operating Days calculation was updated so that we are looking forward now instead of looking at the last month. This is a more realistic look at determining Reserve Operating Days.

Director Hemenway asked about the power outages and how that affects load forecasting. Matt Miller responded that RMC has talked about unused IBTs. CEO Callnan shared that historically it is a relatively minimal impact. Often during a power outage you're serving less load, so costs tend to go down but overall it rarely has a large impact for supply costs. Chair Below added that many communities did not experience the outages and so the bulk of our load was not affected.

Treasurer Quirk spoke about the two separate columns representing each six months. CEO Callnan added if Directors are looking for what they should focus on to pleas review the Net Margin Value and the Variance columns.

Director Brown asked about the reserves and CEO Callnan responded to Director Brown's question stating even though we are not at the same level of revenue that we passed during our budget, we're still forecasting an increase in our margin by \$10MM. That \$10MM is going into reserves, there's no dipping into reserves, we are still creating reserves.

Director Sweet stated if you look at reserve operating days. We were supposed to have 75 it looks like we will have 77. She added that the colors and parenthesis on the report are a bit confusing. Treasurer Quirk responded it's important to recognize the parentheses mean that the variance has gone down and the color represents whether that's positive or negative to our margins. CEO Callnan agreed that it is a little confusing with the colors and he will take that back to ecoCFO and check on that.

Treasurer Quirk shared that the Statement of Activity has a numbering system for our Chart of Accounts now in QuickBooks and ecoCFO reporting. We will likely move to looking at the financials from a quarterly basis rather than month-to-month.

Treasurer Quirk shared the Community Benefit Report. There are no dramatic changes. We do see an increase from \$9 to \$10MM in customer savings.

Treasurer Quirk shared the Opt Action Report and that we are looking to move to a participation rate concept in the future. CEO Callnan shared that for the next Board of Directors meeting we are hoping to share a participation rate and a value for customer savings. Calpine is going to assist with getting those values.

Director Hemenway asked what is driving the really large variance predicted for April? Treasurer Quirk responded when communities first join/launch there is a lag in the revenue.

Director Miller asked a question regarding the Community Benefit Report. How do you calculate a customer's savings for someone who has opted up to for example Clean 100. CEO Callnan responded it is reflected as a negative if the rate is higher than the utility default rate.

Director Hess asked a question regarding the Opt Action Report. He noticed there was a large variance on the opt out percentages is there a reason for this? Chair Below responded that part of this is the number of customers that are available to participate.

## VI. Executive Committee Report

Chair Below discussed the Executive Committee Report. There is a more detailed agenda for the Annual Membership Meeting that will go out next week. The Board of Directors election will take place fairly early in the meeting to have time to compile election results. Staff checked with Michael Postar, DWGP Counsel, on what to do in the unlikely event of tie. Those with clear plurality votes will be elected and those that are not clear will have to have a run-off vote by the Board of Directors.

The location for the Annual Membership Meeting is set for NH Audubon McLane Center 84 Silk Farm Road in Concord, NH. Encourage folks to come around 9:00 for breakfast/social gathering. The meeting will be called to order at 10:00 AM.

The following Proposed JPA & By-laws Amendments were presented and discussed:

1. Amend By-laws Section 5.3.2 "Subsequent Boards" to read as follows (with new text in ***bold italics***):

### **5.3.2 Subsequent Boards**

Until such time as there are a total of twenty-one (21) Members, all Member representatives or their alternates shall serve as Directors. At such time as there shall be more than a total of twenty-one (21) Members, members of the Board ("Directors") shall be selected from the representatives and alternates of Members of CPCNH, and such other persons as provided in Section 5.4 of these By-Laws. At such time, to ensure the broadest support for the goals of CPCNH, the organization shall seek Board members who reflect the qualifications and diversity determined by the Board in its policies.

Among these considerations the Board shall at all times, so long as there are sufficient

Member representatives from each of the following designations ***who desire to serve on the Board***, include the following: not less than two Directors from cities, not less than two Directors from towns, and not less than two Directors from counties or joint powers authorities. There shall not be two or more Directors that represent the same city, town, county, or joint powers authority. Every reasonable effort shall be made to assure geographic diversity on the Board.

2. To enable the appointment of alternate members of committees, amend Article IX Section 2 of the JPA to read as follows (with new text in ***bold italics***):

**SECTION 2. Appointment.** Except as otherwise provided in this Agreement, the Chair shall appoint the members, ***alternates***, and chairs of each committee, subject to approval or modification by the Board, or, in the case of a special or ad hoc committee, by the Executive Committee. Appointments to standing committees shall be for one-year terms, with each term beginning at the conclusion of the Annual Meeting, or as close to thereof as practicable, and ending at the conclusion of the following year's Annual Meeting, except that Committee members appointed and approved at times other than at the Annual Meeting shall begin their term upon approval by the Board or, in the case of a special or ad hoc committee, by the Executive Committee, and such term will expire at the conclusion of the next Annual Meeting of the Board of Directors or as specified in the vote to create a special or ad hoc committee.

Renumber the second duplicate Article IX Section 3 of the JPA to be Section 4, renumber subsequent sections accordingly and add a new Section 12 at the end to read as follows:

**SECTION 12. Alternates.** Except for the Executive Committee, alternates may be appointed to each committee pursuant to Section 2 of this article. Alternates will not have a vote on committees or count towards the quorum of the committee, unless the chair or vice chair who is presiding over a committee meeting appoints an alternate to fill in for an absent regular committee member at the start of or during a meeting. The number of alternates for each committee shall not exceed the number of Board members, primary member representatives, and alternate member representatives who are members of the committee.

3. To allow committees to elect a vice chair and/or clerk, add a new Section 13 to Article IX of the JPA to read as follows:

**SECTION 13. Committee Vice Chairs and Clerks.** Unless otherwise provided for in a committee charter, each committee other than the Executive Committee shall have the option of electing a vice chair and/or a clerk of the committee. A vice chair shall assume the duties of the chair in the absence of the chair and a clerk may assist in taking and maintaining meeting minutes and records of a committee.

*Note that the duplicate Sections 3 in Article IX of our JPA have existed since the original execution of the JPA and was only noticed by legal counsel after the E.C. meeting, so with*



*proposed new sections at the end of Article IX now is the time to correct this numbering oversight.*

We should take up the proposed amendment to the By-laws, Section 5.3.2 before proceeding with Board of Director elections because we will need to consider this if it is not passed.

Director Miller asked if there were any proposals that need to go back to the Governing Body for approval to make the changes? Chair Below shared there are certain sections that require that, but the proposals being brought before the membership in April are not affected by that.

Director Hemenway suggested we tighten up the language in the last sentence of the second proposed amendment Section 12 to read the number of alternates for each committee shall not exceed the number of regular committee members.

Michael Postar, DWGP, shared that the proposed amended language regarding the appointments to committees' works as is. If we were going to add after alternates, committee, we would want to add alternates after members as well. He also confirmed that the request to tighten up the language in Section 12 would also work well.

Director Hodson stated that when we vote to recommend these proposed By-laws, we need to make sure we note that they need to be voted on by the members.

Chair Below shared that we did send out the notice for the Annual Membership Meeting and did include a list of the proposed action items that would take place at the meeting.

**Motion:**

Motion to accept the proposed JPA and bylaw amendments for recommendation to the annual membership meeting, amended with the Section 12 last sentence to read *the number of alternates for each committee shall not exceed the number of regular committee members.*

Motion moved by David Hemenway and motion seconded by Jamie Hess. The Chair called for a roll call vote, which is reflected below. Green Check/Present indicates a YES vote on the motion. After the roll call the Chair declared the motion adopted unanimously, 19-0.

**Attendance**

**Present:**

Members: Kevin Charette, Clifton Below, Doria Brown, Terry Clark, Nick Devonshire, David Hemenway, Jamie Hess, Andrea Hodson, Steve Holmgren, Jackson Kaspari, Kathleen Kelley, Joseph Lamattina, Paul Looney, Matt Miller, Evan Oxenham, Kim Quirk, Lisa Sweet, Mark Terry, Bruce Tucker



VII. Governance Committee Report

 [GovCom BoardReport, MAR 2024.pdf](#)

Director Hodson explained that the Governance Committee has been teaming with Staff to develop the process for the nominations and elections for the April 2024 Membership Meeting and also develop an election ballot form.

Director Hodson shared and discussed the CPCNH election ballot sample with the board. She noted that there will be an opportunity for write-ins as members do have the opportunity to self-nominate at the meeting. One vote for Directors from each member community. The "polling" time will be listed on the Membership Meeting agenda. Director Hodson also shared the CPCNH Committee requests, which includes current committee membership.

Director Hemenway commented that the committee member charts do not show the level of interest. Director Hodson replied that each Committee Chair and the Board Chair do have access to the level of interest.

Director Hemenway asked about the ballot and how members will vote virtually or on paper? Remote participants will vote virtually using the ballot form. In person participants will vote either by using the virtual ballot form or on paper.

Director Hodson pointed out that the Right to Know Law does not allow for a secret ballot resulting in a requirement that each voter will need to include their name and member community.

Treasurer Quirk asked is there an opportunity for an absentee type of vote? Hodson responded, no, you have to be present at the Annual Membership Meeting to vote.

Director Brown asked what happens if someone wins all of the offices they are running for? Chair Below responded that the officer positions will be filled sequentially no one can have more than one position as an officer.

Representative Courtney asked how the need to consider geographic representations is being accounted for? Director Hodson pointed out that it is not Governance Committee's role to disqualify candidates based on their geographical location when the fundamental requirement is to be a Primary and Alternate Member Representatives. She further explained that the current list of candidates will not tilt the board towards having more cities, towns or counties represented.

Director Hodson asked when the Annual Membership meeting materials go out will it include the Board of Director meeting information as well? Chair Below stated that as much information as possible will be made available in OnBoard and emailed out next week for both the Membership Meeting and Board of Directors meeting. The materials will include the elections information with a map indicating the geographic locations of

each current Board Director and candidates for Director positions that will be developed by Henry Herndon.

Director Miller asked how do the committee appointments work? Director Hodson responded that the Committee Chairs gave their recommendations to Chair Below to consider. Chair Below will make the appointments at the Annual Board of Directors meeting and the Board Directors will vote to approve the Chair's committee appointments.

#### VIII. Member Engagement & Outreach Committee Report

 [2024-03-22 MOEC Board Report.pdf](#)

Lisa welcomed our newest CPCNH members. Lisa shared some highlights from the Member Services Report that was prepared by Henry Herndon. Wave 2 communities are launching in March and will bring on 30,000 new customers. The next refresh mailers will bring on potentially about 10,000 more customers. She shared that when someone moves into a town, they are put on the large utility as their default service provider. CPCNH can add them to community power using the refresh. Right now, CPCNH does the refresh quarterly.

MOEC developed a new customer information sheet one-pager explaining what community power is and how it works. This is a good reference piece for members to have available in places like their town office, library, or other places their community members might frequent.

Wave 3 update: 22 members approved their community power plans at Town Meeting. Ten member communities have sent in their CSA and will launch in June. There will be a Member Engagement virtual meeting for new members.

Representative Courtney asked about the possibility of a fall launch for the members that will not launch in June. Director Sweet responded that there is a possibility of that. Logos have been developed for the new member communities.

56 people have responded to the Programs and Projects Survey that MOEC sent out. Director Sweet shared some of the recent media highlights and added they are listed in the MOEC Board Report as well.

Planned meetings and activities: Office hour with CEO Brian Callnan to discuss Member Reserves on 3/29 at noon. NHPR by Degrees: Covering Climate Change on 4/4 at 2:00p.m. CPCNH is a primary sponsor and will have a table at the event.

There will be a public engagement for Wave 3 communities on April 11th.

MOEC meets next on 4/9 in Concord.

Director Sweet added a Helpful Resources for Members to the MOEC Board Report.

Director Miller asked if the materials discussed are available on the CPCNH website? Director Sweet and Henry Herndon are working on getting a folder built on the website for these types of materials.

Director Miller added that we want to make sure we make these available to customers and that they are professional looking.

Director Hess asked whether CPCNH has been reaching out to communities that launched with brokers and now have a higher default rate, and if there is anything he can do to help. He shared an example from Newbury. Henry Herndon asked that when this happens to make sure to let Madelyn Bradley know so we can reach out to those communities.

Director Looney asked if the 800 number received any calls during the power outage. Director Sweet responded we will check with Calpine on that.

Director Brown asked if materials are available for in person events. Nashua is celebrating one-year with CPCNH and would like to hand out materials. Lisa Sweet shared that this has been discussed but does not have a definite answer on that yet. You can touch base with Henry or Lisa to let us know what you need and give us feedback on what you would need/want.

Director Sweet reminded everyone to use the CPCNH 800 phone number for customers. CPCNH is sponsoring the North Country Energy Summit on 5/24/24.

Director Hess asked for clarification on the process for inadvertently enrolled Net Metering customers.

#### IX. Regulatory & Legislative Affairs Committee Report

Representative & RLAC Chair Bill Baber presented and shared that CPCNH is tracking 31 bills this session. This information is always available on the SharePoint along with the full meeting minutes. If members have any interest in current or pending legislation let RLAC know. Deana Dennis is doing a great job updating the Legislative Tracker please visit that for updates.

Representative Baber briefly discussed some of the bills CPCNH is working on and provided detailed updates in the RLAC Board Report on: HB 1600-FN, HB 1431, SB 391, Building code bills (HB 1059, SB 373, SB 437), HB 1059, SB 373 and HB 1479

Chair Below shared that regarding 23-063, the parties could not come to an agreement with the utilities on CPCNH's suggested priorities. CPCNH chose to ask the commission to resume the docket on these issues.

Net Metering (NEM) efforts were made to reach a settlement. The terms were simply kicking the can down the road and not improving anything. CPCNH will be moving to testify on our priorities in regard to NEM.

X. Risk Management Committee Report

 [CPCNH RMC Report March 25, 2024.pdf](#)

Director Miller thanked Director (Kevin) Charette for his service to the RMC. His experience and knowledge have been extremely helpful.

Next RMC meeting will be via OnBoard, please make sure your OnBoard account and Microsoft accounts work ahead of the meeting.

RMC held a training session, and it was interesting because it was showing how to access and navigate through Power BI, which is where a lot of the Risk Management reports information on load are broken down by the disparities and contracts.

Key topics over the last month include:

A regular review deliberation on a hedge recommendation memo, which we recommended, which would increase the hedge ratio for CPCNH through the end of the current utility period or 85% to 100%. That doesn't mean that CPCNH will execute those contracts, it just means they could if it makes sense to.

A fairly extensive discussion on this topic of how unused internal bilateral transactions are liquidated and what the implications are if they are above market price or below market price. This gave us a better understanding and we've been talking about bringing some of that information into our more regular discussion report just so it's visible. Director Miller gave some details around the financial impacts and shared that those contracts are doing what they're intended to which is creating price certainty for CPCNH. We also in the past month started to have some visibility on some discussions on opportunities for local clean and renewable energy contracts that could be used to offset Recs or CPCNH customers. This conversation centered around hydroelectric opportunities in Nashua. We're at the beginning of looking at this. It will be a key component to CPCNH's future.

Director Hemenway asked if there a place to sign up for the RMC trainings. Director Miller responded that there is not at this time, but he will add Director Hemenway to the list of members that receive the notice. Chair Below suggested that maybe OnBoard can be used for that.

XI. Other business, questions & reflections

Chair Below shared that at the Annual Membership Meeting we will decide any additional Membership Meeting dates going forward. Executive Committee is considering a fall Membership Meeting.

Bobbi-Jo Michael shared that an invite from Eventbrite will be sent to RSVP to the Annual Membership Meeting.

XII. Adjournment

☑ [Motion to Adjourn](#)

**Motion:**

Motion to adjourn the Board of Directors meeting.

Motion moved by Matt Miller and motion seconded by Jamie Hess. Without objection the Chair declared the motion approved and the meeting adjourned by unanimous consent.

APPROVED