	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

Roll Call:

Present:

Directors: Clifton Below, Clyde Carson (remote), Terry Clark (remote), James Garrity, Jamie Hess (remote), Andrea Hodson (remote), Jackson Kaspari (remote), Kathleen Kelley (remote), Peter Kulbacki (remote), Joseph Lamattina, Matt Miller, Evan Oxenham, Kim Quirk (remote), Lisa Sweet, Bruce Tucker (remote), Charles Willing

Absent:

Directors: Doria Brown, Nick Devonshire, David Hemenway, Steve Holmgren

Guests: B-Fresh (remote), Bill Baber (remote), Mark Bolinger (remote), Madelyn Bradley (remote), Brian Callnan, Jo-Ellen Courtney, Deana Dennis (remote), Paul Deschaine (remote), Elijah Emerson, DWGP (remote), Henry Herndon (remote), David Kunhardt (remote), Scott May (remote), Bobbi-Jo Michael, Jennifer Michael (remote), Howard Moffett, Paul Panish (remote), Robin Rainie-Lobacz (remote), Tom Rooney (remote), Megan Schmitt (remote), Carol Schute (remote), Gabrielle Watson (remote)

I. Welcome, Roll Call, Quorum Confirmation & Agenda check

Chair Below called the May 30, 2024, Board of Directors meeting to order at 10:03am. A quorum was confirmed following roll call. Directors attending remotely all stated it was not reasonably possible for them to attend in person.

II. Approve Minutes of the April 25, 2024 Board of Directors Meeting

 [2024_04_25_CPCNH_Annual_Board_of_Directors_Meeting_DRAFT_Minutes.pdf](#)

Motion to approve the minutes from the April 25, 2024 Board of Directors Meeting

Motion moved by Charles Willing and motion seconded by Evan Oxenham.

Without objection Chair Below approved the motion by unanimous consent.


Jo-Ellen was not at the April Membership or Board of Directors meetings and needs to be removed from the list of Guests in the minutes.

III. Admit & Welcome Town of Mason as 59th Member

Curt Spacht, Primary Representative, Chair Mason EAC

Kate Batcheller, Alternate, Chair Mason Board of

Selectmen

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

Motion to admit the Town of Mason as CPCNH's 59th Member.

Motion moved by Lisa Sweet and motion seconded by Matt Miller. Without objection Chair Below declared the motion approved by unanimous consent.

Curt Spacht, Primary Representative, Chair Mason EAC and Kate Batcheller, Alternate, Chair Mason Board of Selectmen. Kate Batcheller joined us at the meeting and shared the Town of Mason's excitement to be joining CPCNH and hopefully launching in October of 2024.

IV. CEO Report (Presenters: Brian Callnan)

 [CPCNH CEO Report 20240530.pdf](#)

CEO Callnan shared that over NH Energy Week CPCNH was recognized in a few different areas.

Doria Brown as Young Professional Energy Champion and Bethlehem Energy Committee – as Community Energy Champion

Director Jackson Kaspari, and Contract Employee Madelyn Bradley were nominated for the Young Professional Energy Champion and Lebanon, Nashua and Stratford were nominated for Community Energy Awards.

A lot of activity in the next few months. Joint Risk Management Committee & Finance Committee meeting to discuss the rates and make a recommendation.


June 27th is an opportunity for any community to change their rates they are using. Without notice from the community customers will be enrolled with the default option with opt-ups. Any community using Granite Plus need to let us know that they would like to continue with that as their default rate.

The Discretionary Rate option could be used as the default, the adder is up to each community. This can be an opt-in option as well.

Director Sweet added there is a Discretionary Rate Office Hour with CEO Callnan coming up on Friday, 5/31/2024 at noon on Zoom.

V. Rate Setting Timeline (Presenters: Henry Herndon)

Henry shared the rate setting timeline with meeting participants. CPCNH will know the utility rates by June 21st. CEO Callnan will issue and publish a rate on June 24th. On June 25th at the joint Risk Management Committee (RMC) and Finance Committee the CEO will share a rate recommendation. On June 27th the Board of Directors meeting will be held and the rate recommendation will be discussed.

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

Terry Clark shared that he is meeting with Cheshire County towns to consider an optional adder rate. He would like to know the deadline to determine this. Henry Herndon responded, the deadline is prior to or by the end of the Board of Directors meeting on the 27th. CPCNH Member Gabrielle Watson asked that someone explain the procurement authorization and window. RMC Chair Matt Miller responded that each month the committee is given an outline of CPCNH's current positions and recommendations for expected load from Ascend Analytics. Chair Below added the Energy Portfolio Risk Management Regulations policy is a helpful resource that explains this.

Director Kulbacki and Treasurer Quirk asked about communications to Net Metering customers and solar installers.

Henry Herndon shared that Calpine is working on a draft email for net metering customers explaining how community power works and the technical issues and regulatory and legislative efforts CPCNH is making.


Treasurer Quirk asked about the validity of the net metering flags with Eversource & Unitil. Calpine is looking for customers that are registering zeros in the usage data and flags from utilities which indicates their exporting power to identify these customers.

Secretary Oxenham asked about not notifying net metering customers that opted in to CPCNH. Deana Dennis responded that while the flagging is not foolproof Calpine is doing some analytics to help identify these customers. One thing CPCNH has asked is for the PUC to require the flags for net-metering customers.

VI. Treasurer Report (Presenters: Kim Quirk)

-  [2024_05_27_CPCNH_Treasurer's_Report.pdf](#)
-  [CPCNH - Financial Forecast FinCom 05202024.pdf](#)
-  [StatementofActivity Mar 2024.pdf](#)
-  [StatementofFinancialPosition Mar 2024.pdf](#)
-  [CB Report thru MAR 2024.pdf](#)
-  [Opt Action Report thru MAR 2024.pdf](#)

Treasurer Quirk shared the Statement of Activity and Statement of Financial Position with the meeting participants and discussed some of the highlights and takeaways from the reports. She pointed out the variances and the importance of reviewing the notes.

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

Community Benefit Report tells us there are twenty-three communities receiving energy from CPCNH. She shared some of the highlights from this report and pointed out where to find the MWh's for each community.

Director Miller asked about the accuracy of the launch dates. Treasurer Quirk requested Scott May to look at these and determine if they are correct. Director Sweet noted that the Portsmouth launch date should be checked.

Director Hess pointed out that Joint Reserves and Community Benefit are negative, when will that change. Treasurer Quirk explained it starts out negative but to keep watching the numbers as it will change once the community launches and begins paying for power. CEO Callnan shared that communities with Joint Reserves are not impacted negatively when new communities join.

Director Hodson asked if CPCNH could add the data to the town websites. Director Miller added this should be on the CPCNH website. Director Sweet added that this information is on SharePoint.

Treasurer Quirk discussed the Opt-Action Report. Add Scott's information. Director Sweet asked about the opt-out rates considering their increases. CEO Callnan shared that Calpine is working on determining out why there are differences and determining what is the accurate information.

VII. Executive Committee Report (Presenters: Clifton Below)

 [2024-5-27 CPCNH Executive Committee Report.pdf](#)

Chair Below shared the following on behalf of the Executive Committee:

The committee is still working on the CEO Performance review and compensation recommendations.

There was discussion around Meeting Notices, the use of CPCNH email addresses, SharePoint, OnBoard and Team's access.


Board of Director and Member Representatives can request reimbursement for in-state travel expenses (mileage). The policy does not include any out-of-state travel. The question is there may be opportunities to have members travel to conferences that are taking place out-of-state. He will propose something at the June Board of Directors meeting.

VIII. Finance Committee Report (Presenters: Clyde Carson, Kim Quirk)

 [CPCNH Finance Committee Report - May 30, 2024.pdf](#)

Chair Clyde Carson shared the following on behalf of the Finance Committee:

Treasurer Quirk did a great job going over the CPCNH Finances. The Finance Committee is working on developing an Investment Policy and will be sharing that hopefully in the next

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

couple of months with the board. The committee is looking forward to meeting with RMC for the rate setting consideration.

IX. Governance Committee Report (Presenters: Andrea Hodson)

Action Item: Quorum size

 [GovCom, 2024 05, Board update \(2\).pdf](#)

Chair Hodson shared the following on behalf of the Governance Committee:

The committee met once this month on May 13th. Welcomed new members, meeting topics were to review a strategic planning process and continue working on the Board Culture and Self Awareness Survey.

The proposed Strategic Planning process was shared with the Executive Committee. At the next meeting we will discuss the best way to move forward with the process of identifying and selecting a consultant.

The survey will be coming soon, and we will be looking for all directors to respond.

Committee Chair Hodson shared that the Governance Committee is requesting to change their in-person quorum requirement from three people to two people. Chair Below shared how this can be accomplished.

Chair Hodson discussed and explained the Governance Committee's role with the strategic plan and identifying and selecting a consultant to run the process.

Motion to provide the Governance Committee in-person quorum requirement be 1/3 of the committee membership which would require two in-person committee members instead of three because the committee has six members.

Motion moved by Clifton Below and motion seconded by Andrea Hodson.

Without objection Chair Below declared the motion approved by unanimous consent.

X. Member Engagement & Outreach Committee Report (Presenters: Lisa Sweet)


 [2024-05-23 MOEC Board Report.pdf](#)

Committee Chair Sweet shared the following on behalf of the MOEC:

MOEC met once this month. The MOEC Report has links to helpful resources which is a great option for members to access CPCNH information. Planning a press release about new staff members, rate announcements and RECs in NH.

Critical action report is included in the report.

CPCNH sponsored the NHPR By Degrees conference and there was a lot of engagement at the table.

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

The Staff Report included in the MOEC Report that also has a lot of helpful information for members to access.

Office Hour with CEO Callnan tomorrow, Friday, 5/31/2024 at noon on Zoom.

XI. Regulatory & Legislative Affairs Committee Report (Presenters: Bill Baber)

 [2024-05-24 CPCNH RLAC Committee Report.pdf](#)

Chair Bill Baber shared the following on behalf of the Regulatory and Legislative Affairs Committee:

Planning for the upcoming year as the legislative session for this year is coming to an end. Focus on the policy platform, outreach to members via a survey to help determine priorities based on that feedback. Hoping to work with MOEC to get information out to members. HB1600 update - this bill is important and there are details about this in the report. There was pressure on the DOE to kill the bill so they could have more time to discuss. The DOE was unmoved, and opposed because they want another year to work on this. The bill will either get killed today or be assigned to a committee to study.

Chair Below and Deana Dennis provided an updated on how to move forward and some additional legislative updates.

XII. Risk Management Committee Report (Presenters: Matt Miller)

 [CPCNH RMC Report May 21, 2024.pdf](#)

Chair Matt Miller shared the following on behalf of the Risk Management Committee:

The Hedge Recommendation Memo was approved. Interesting update from Ascend Analytics on load forecasting.

New to the committee, two renewable energy projects were introduced by Mark Bolinger and CEO Callnan. Proposal to provide power to CPCNH under certain terms and conditions.

The process for vetting these types of projects is: 1. Receive a proposal 2. Introduce to RMC 3. Second meeting (more deliberative) 4. RMC proposal 5. Final approval by the Board of Directors


RMC is in preparation for the second step of reviewing the proposals. Chair Miller would like there to be a legal consult meeting to discuss and determine next steps for reviewing these proposals.

Upcoming June 10th monthly meeting. Still need a quorum for this meeting in Lebanon.

June 25th joint meeting with the Finance Committee in Lebanon.

Howard Moffett asked if the projects are in NH. It was confirmed that they are.

Director Sweet asked about the variance percentage. Chair Miller responded that we just want to continue to improve in that area.

	BOARD OF DIRECTORS – DRAFT MINUTES	
	Meeting Type:	Board of Directors
	Meeting Location:	Ste. 201, 14 Dixon Ave., Concord, NH 03301
	Meeting:	Thursday, May 30, 2024
	Meeting Time:	Noticed for 10:00 AM

CEO Callnan added that three percent is a number to reach for.

CEO Callnan added that the goal is to be as transparent as possible. Section 10 of the Joint Powers Agreement discusses the process and policies around these types of projects.

XIII. Other business, questions & reflections

Chair Below offered an opportunity for other business, questions, or reflections from the meeting.

Howard Moffett asked how the three regulatory dockets interact with one another. Chair Below responded.

CEO Callnan added CPCNH has been effective in proposing the need for net metering in all three dockets.

Director of Regulatory & Legislative Affairs, Deana Dennis, shared we are nearing a critical juncture; the utilities are in the best position to share the information and oversee it through this docket. DOE nearing deciding about our complaint to the DOE.

XIV. Adjournment

Motion to adjourn the May 30, 2024 Board of Directors meeting at 12:43pm

Motion moved by Evan Oxenham and motion seconded by Lisa Sweet.

Without objection Chair Below declared the motion approved by unanimous consent.

APPROVED