



**COMMUNITY  
POWER COALITION  
OF NEW HAMPSHIRE**

## EXECUTIVE COMMITTEE – APPROVED MINUTES

Meeting Type: **Executive Committee**  
Meeting Location: **Council Chambers, City Hall, 51 N. Park St., Lebanon NH**  
Meeting Date: **Monday, April 3, 2023**  
Meeting Time: **Noticed for 3:30PM @ CPCNH.org & Lebanon City Hall**

### Attendees:

- Chair Clifton Below, Lebanon Director
- Treasurer Kimberly Quirk, Enfield Director
- Secretary Evan Oxenham, Plainfield Director
- Vice Chair Kevin Charette, Portsmouth Director (virtual)
- Immediate Past Chair April Salas, Hanover Director (virtual)

### Guests:

- Member Operations and Engagement Committee Chair Lisa Sweet, Rye Director
- Attorney Michael Postar, DWGP
- Consultant Samuel Golding, Community Choice Partners
- Consultant Henry Herndon, Herndon Enterprises
- Lindsey Busk, Calpine Energy Solutions

### 1. Call to Order, quorum check, agenda review

Chair Below called the meeting to order at 3:33pm.

### 2. Approve Minutes of 1/16/23 Meeting – (attached)

*Treasurer Quirk moved to approve the minutes as presented. Vice Chair Charette seconded. Hearing no objection, Chair Below declared the minutes approved by unanimous consent.*

### 3. Recommendation from RLAC to authorize Coalition to oppose SB 54 as passed by the Senate – See attached Memo from Chair explaining.

Chair Below described the recent amendment re-writing Senate Bill 54 into a form that would be detrimental to CPCNH by allowing utilities to procure power and recover costs through distribution rates, thus shifting costs of monopoly utility power contracts unfairly onto competitive supply and Community Power customers. Utility power contracts under this legislation could look attractive and cost effective today in the current high-price market, but could quite likely be out-of-the-money in a year or a few years, thus creating added power costs for all customers, including for Community Power customers who do not participate in utility default power.

The CPCNH Regulatory and Legislative Affairs Committee (RLAC) acted unanimously to recommend CPCNH oppose Senate Bill 54 as passed by the Senate.

Senate Bill 54 is supported by Eversource, the NH Business and Industry Association (BIA), and Governor Sununu as what they claim as a quick fix to high energy costs.



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Vice Chair Charette noted it curious that the legislation was moving forward despite the Public Utilities Commission investigation into utility default supply procurements not yet coming to conclusion (IR 22-053 — <https://www.puc.nh.gov/regulatory/Docketbk/2022/22-053.html>).

The Committee discussed the similarity to what California did over a decade ago in allowing utilities to enter into long-term contracts for renewable power, which ended up to be much more costly than the market, and then to impose fees onto Community Choice Aggregation customers to pay for stranded costs of those contracts. The legislation would allow utilities to, if the contracts are out-of-the-money, to sell it into the wholesale market and charge all customers for the costs.

*Treasurer Quirk moved Adopt a motion authorizing the Coalition and Regulatory and Legislative Affairs Committee to represent CPCNH's strong opposition to Senate Bill 54 as passed by the Senate, and (a) engage at the Legislature, at the Public Utilities Commission, with the Membership and media, and in the public sphere generally, and (b) take such actions as may be necessary to protect and defend CPCNH's interests regarding the matters contained in this report. Seconded by Secretary Oxenham. Motion Carried unanimously on a rollcall vote 5-0.*

- 4. Review and recommend amendments to JPA, Articles of Agreement & By-laws to be considered at Annual Membership Meeting, due out by 4/6. See attached. Attorney Postar will have a memo concerning such and attend the meeting to discuss.**

Articles of Agreement — Summary of Proposed Changes

- Update mailing address to Community Power Coalition of New Hampshire, PO Box 840, Concord, NH 03302
- Update email address to [CPCNH@CommunityPowerNH.gov](mailto:CPCNH@CommunityPowerNH.gov)

JPA ARTICLE IX: Committees — Summary of Proposed Changers

- Clarifies that if individuals are appointed to Committees over the course of the year they would serve until the conclusion of the next annual meeting, except in the case of special or ad hoc committees, the term of appointment could be different and specified at the time of creation and appointment.
- Adds that minutes of Committees, in addition to Committee Reports, be reported to the Secretary.
- Clarifies that primary or alternate Member representatives can sit on Committees, in addition to Board Directors.
- Finance Committee changed to no longer require the Treasurer be the Committee Chair, and allows that if another Director is the Finance Committee Chair, they are empowered to serve as Treasurer in the Treasurer's absence.
- No longer requires the Treasurer to sit on the Risk Management Committee, and provides instead that one member of the Finance Committee will sit on the Risk Management Committee



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- Provides that audit reports under the Audit Committee could be presented at next Membership meeting in addition to at annual meetings
- Allows that the Regulatory and Legislative Affairs Committee Charter may be adopted or amended at any Membership Meeting (as opposed to only at an Annual Membership Meeting), and provides that the Annual Board Meeting (not the Annual Membership Meeting) will determine the number of seats on the Committee.
- Removes Treasurer as mandatory member of Risk Management Committee
- If a Member has multiple representatives on Risk Management, only one vote could be cast on behalf of that Member.
- Allows that the Governance Committee will have one seat for a City, Town, and County if desired by such members.

### JPA ARTICLE X: Projects — Summary of Proposed Changers

- Accommodates differences between and among utility service territories recognizing that some projects may be limited to a particular electric distribution utility franchise territory.

JPA Attachment A, Definition of “Enterprise Risk Management Policy” updated to reflect how responsibilities have been divided between CEO and Membership in policies and regulations.

### BY-LAWS:

- Section 4.1 expands required advance 30 day notice of Annual Membership Meeting to include primary and alternate representatives and allows Membership by a 2/3 vote to consider matters that were not included in a 30-day advance notice of a Membership Meeting.
- Section 4.2 expands required notice of other Membership Meetings to include primary and alternate representatives.
- Section 4.3 does likewise for Special Meetings.
- Section 5.10 deletes a provision limiting tie-breaking votes to those attending in person.
- Section 7.7 adds a provision that the Chair of the Finance Committee shall serve as Treasurer in the Treasurer’s absence.
- Other minor technical corrections were also reviewed.

***Vice Chair Charette moved to recommend these adjustments and amendments to the JPA, the Articles of Agreement and the By-laws and that they be considered at the annual meeting for approval.***

***Treasurer Quirk seconded the motion.***

***After further discussion the roll was called. The motion passed 4-0 with 1 abstention with Directors Below, Charette, Quirk and Oxenham voting yes and Director Salas abstaining.***



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### 5. Non-public Session

\_\_\_\_\_ moved to enter *Non-public Session pursuant to RSA 91-A:3, II(b) The hiring of any person as a public employee.* \_\_\_\_\_ seconded the motion. Motion Approved on a roll call vote of 5-0 at \_\_\_\_\_ pm.

The potential hiring of a person as a public employee was discussed.

\_\_\_\_\_ moved to leave *Non-public Session.* \_\_\_\_\_ seconded the motion. The motion was approved by unanimous consent at \_\_\_\_\_ pm.

6. Possible suggested meeting schedule for Membership to consider at Annual Meeting was discussed – maybe 2 or 3 meeting per year, maybe July and October.
7. Further Planning for April Membership & Board Annual Meetings was discussed including future role of CEO & Staff Search Committee, electing Directors, updating the budget and extending contracts for Herndon Enterprises, LLC and Community Choice Partners, LLC..
8. The Meeting was adjourned by the Chair by unanimous consent at \_\_\_\_\_ pm

APPROVED