

 <p><b>COMMUNITY POWER COALITION OF NEW HAMPSHIRE</b></p>	<b>EXECUTIVE COMMITTEE – APPROVED MINUTES</b>	
	Meeting Type:	<b>Executive Committee</b>
	Meeting Location:	<b>Council Chambers, Lebanon City Hall, 51 N. Park St., Lebanon NH 03766</b>
	Meeting: Meeting Time:	<b>Thursday, February 1, 2024 Noticed for 11:30 AM</b>

<b>CPCNH Executive Committee, Elected 4/21/23</b>			
<b>Member</b>	<b>Name</b>	<b>Office</b>	<b>Present/Absent</b>
Lebanon	Clifton Below	Chair	Present
Portsmouth	Kevin Charette	Vice Chair	Present (virtual)
Plainfield	Evan Oxenham	Secretary	Present
Enfield	Kim Quirk	Treasurer	Present
Rye	Lisa Sweet		Present (virtual)

**Also Attending:** Brian Callnan, CEO; Bobbi-Jo Michael, Director of Administration

### MINUTES

1. Chair Below called the meeting to order at 11:34 am noting that a quorum of 3 was present at the noticed meeting location. Directors Charette and Sweet each stated that it was not reasonably practical to have traveled to the meeting location today.

2. Approve Minutes of 01/18/2024 meeting

**Treasurer Quirk moved to approve the minutes of the 01/18/2024 meeting. Secretary Oxenham seconded. Hearing no objection, Chair Below declared the minutes approved, with the edits requested orally at the meeting, by unanimous consent.**

### **3. Performance Metrics for Annual Evaluation of CEO:**

The Chair noted that our employment contract provides that our evaluation of the CEO and his Annual bonus be “based on progress toward and realization of performance goals to be established by mutual agreement between Executive and the Executive Committee during the first three months of Executive’s Employment Term.”

Director Sweet and Chair Below discussed the development of the evaluation metrics and noted how they developed off interview questions and were informed by the CEO Job Description and based on discrete actions, goals, and objectives for a first-year work plan.

Chair Below noted that the CEO contract calls for an evaluation following the first anniversary of his hiring, near the end of May. The original thought was that the evaluation could be reviewed over June/July of 2024 as this is also within the time frame for deciding the CEO Performance Bonus.

Director Charette shared that at this point there is no need to continue to revisit the definitions in the document any longer. These goals were originally articulated last summer, and it would not be appropriate to rework the goals at this point.

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Discussion continued around the makeup of the CPCNH CEO Evaluation Metrics goals and objectives and process and timetable for evaluation. There was discussion around the staff's roles and how their job responsibilities and performance have an impact on the CEO's role in terms of meeting his and CPCNH's goals. There was discussion of how the goals reflect a first-year operating plan.

Chair Below reviewed a number of final proposed edits, most of which resolved or clarified prior comments and questions. After some discussion there was a consensus to all the previous edits, accept the new edits as presented by Chair Below with some additional edits made on screen during the meeting.

***Secretary Oxenham moved to approve the [CEO] goals and objectives, as discussed at today's meeting. Seconded by Treasurer Quirk. Hearing no further discussion Chair Below called a roll call vote.***

<b>CPCNH Executive Committee Roll Call Vote</b>			
<u>Member</u>	<u>Name</u>	<u>Office</u>	<u>Present/Absent</u>
Lebanon	Clifton Below	Chair	Yes
Portsmouth	Kevin Charette	Vice Chair	Yes
Plainfield	Evan Oxenham	Secretary	Yes
Enfield	Kim Quirk	Treasurer	Yes
Rye	Lisa Sweet		Yes

Chair Below declared the motion adopted unanimously.

Director Charette asked about the timeline for the CEO Evaluation Metric to be implemented.

Treasurer Quirk suggested a June timeline at first and then later backed up into April.

Director Sweet suggested that the CEO come to the Executive Committee meeting in May with a completed Evaluation Matrix. Director Oxenham noted that he will be away in May through the 19<sup>th</sup>. Further discussion ensued.

Eventually a consensus emerged that the timeline for this year will be as follows:

April will be the beginning of the evaluation process. Director Charette will provide his feedback before he leaves the Board in April.

The CEO will self-evaluate using this CEO evaluation matrix.

The Executive Committee members will also complete the evaluation matrix to the best of their ability given what their work has been in proximity to the CEO role in April or May.



**COMMUNITY  
POWER COALITION  
OF NEW HAMPSHIRE**

## EXECUTIVE COMMITTEE – APPROVED MINUTES

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The Executive Committee will convene in a non-public session for the annual performance review and will publicly recommend a proposed base salary increase, annual bonus and retirement bonus. The Executive Committee will present this recommendation to the full Board at their June meeting.

The Executive Committee will also work on CEO performance goals for the next year as part of the annual performance review with the goal of having those finalized by July, if not in June.

Chair Below, following up on a suggestion by Director Sweet, asked that we find a way to include input from other Board Directors. As the Chair is charged with conducting the evaluation, he will solicit input directly from other Directors and particularly from committee chairs for goals related to their committee work as Director Charette suggested. Chair Below will announce this process at the February Board meeting and include this information in the board packet.

#### 4. Potential Future Meeting Dates:

Executive Board Meeting Date – February 15, 2024

February Board Meeting Date – February 22, 2024

#### 5. Adjournment

*Treasurer Quirk Moved to adjourn. Secretary Oxenham Seconded. Hearing no objection, Chair Below declared the meeting adjourned at 2:04 p.m.*

**CPCNH | Chief Executive Officer  
Annual Goals and Objectives  
June 2023 – May 2024**

	Level of Proficiency -- Rating/Comment			
	Not meeting expectations	Meeting expectations	Exceeding expectations	Comments:
<b>Operations/Service Provider Administration</b>				
Offer Granite Basic for fall 2023 and spring 2024 that is below NH alternatives				
Keep the organization on track to meet reserve targets as required by CPCNH policy				
Establish an annual revenue and expense forecast with succinct monthly variance reporting				
Establish a 2024 operational budget that includes revenue projections				
Establish a vendor management program (contract compliance, performance evaluation)				
Aid in securing external auditing services to address financial auditing requirements				
Ensure organization is meeting all Board policy requirements and complying with Board decisions and contractual obligations				
In particular, ensure compliance with EPRM, Rates, & Reserves Policies and Regulations				

	Level of Proficiency -- Rating/Comment			
	Not meeting expectations	Meeting expectations	Exceeding expectations	Comments:
Progress on finalizing, adopting, and implementing CPCNH's Enterprise Risk Management Policy				
Secure accounting services and establish accounting controls framework and reporting				
Progress on developing a plan and timetable for implementing a credit facility and becoming an ISO-NE market participant				
Implement efficiencies where appropriate				
Other initiatives and response to unanticipated challenges				
<b>Community Building &amp; Relationships (Members, Board)</b>				
Establish member reporting that addresses key metrics such as (kWhs sold, pounds of carbon reduced, money saved, opt-ups, ...)				
Meet with all member representatives to understand community energy goals				
Develop a strategy to increase CPCNH membership and actively participate and represent CPCNH when appropriate				

	Level of Proficiency -- Rating/Comment			
	Not meeting expectations	Meeting expectations	Exceeding expectations	Comments:
Ensure that members are updated on CPCNH progress / highlights / focus				
Establish effective member communication materials				
Build and use an association network to enable CPCNH to deliver members services more efficiently				
Ensure that the value of CPCNH is articulated and easily Identifiable for members and NH communities				
<b>Team Building/Management (Staff)</b>				
Develop and implement organizational structure and staffing plan				
Develop and implement employee benefits package				
Develop and implement organization policies and procedures and produce a handbook				
<b>Policy / Regulatory Advocacy Speaking</b>				
Effectively engage in relevant legislation and regulatory dockets				
Identify energy policy opportunities/potential legislation and garner stakeholder support				

	Level of Proficiency -- Rating/Comment			
	Not meeting expectations	Meeting expectations	Exceeding expectations	Comments:
Engage with key external stakeholders (gov't, regulators, utilities, trade organizations)				
Ensure strategy is developed on how to educate and when to engage membership to advocate for community energy needs				
<b>Culture</b>				
Consistently demonstrates passion for the New Hampshire communities as well as the people that CPCNH serves				
Embraces and promotes CPCNH mission and values within the membership and externally when representing CPCNH				
Ensure that CPCNH is an engaging and empowering workplace through effective management recognized in an annual Exec. Committee survey of staff				
Assist Board of Directors to ensure that Directors continue to stay engaged and fulfilled in their duties by minimizing administration and keeping membership rewarding				