

 <p><b>COMMUNITY POWER COALITION OF NEW HAMPSHIRE</b></p>	<b>GOVERNANCE COMMITTEE – MINUTES</b>	
	Meeting Type:	<b>Regular Meeting</b>
	Meeting Location:	<b>Harrisville Town Hall, 705 Chesham Road NH</b>
	Meeting Date:	<b>Tuesday, 16 May 2023</b>
	Meeting Time:	<b>Noon CPCNH.org and at Harrisville Post Office</b>

<b>Attendees, in person</b>	<b>Attendees, virtual</b> (unable to attend in person due to logistical inconvenience)
<ul style="list-style-type: none"> <li>• Committee Chair Andrea Hodson, Harrisville Director</li> <li>• Andrew Maneval, Harrisville Member Rep</li> <li>• Mark Terry, Westmoreland, Member Rep</li> </ul>	<ul style="list-style-type: none"> <li>• <i>Henry Noel, Berlin Member Rep</i></li> <li>• Terry Clark, Cheshire County Director</li> <li>• April Salas, Hanover Director</li> <li>• Doria Brown, Nashua Director</li> <li>• <i>Joseph Lamattina, Newmarket Director</i></li> <li>• <i>Jackie Wengenroth, Pembroke Member Rep</i></li> </ul> <p><b>Guests:</b> Clifton Below (Member, Executive, Finance, Regulatory/Legislative Affairs, and Risk Committees)</p>

**Proposed Agenda** Welcome, Roll Call Attendance  
 Agenda, Minutes (vote)  
 Committee Membership (Updates)  
 Governance (Deliberation)  
 Survey existing by-laws, policies (Deliberation)  
 Next meeting (Schedule)  
 Adjournment

**Attendance, Agenda, Minutes (5/3).** After Hodson called the meeting to order at noon and conducted a roll-call attendance, Members voted unanimously to approve the Agenda (as amended to add Committee Updates and Board Report). And, approved the 5/3 Meeting Minutes as prepared. Both votes were moved by Maneval, seconded by Terry, and tallied by roll call vote.

**Committee Members.** Hodson shared Board Chair Below and CPCNH Legal Counsel’s recommendation that Members who volunteered to step out of formal, voting roles submit resignation letters for Board approval at the next meeting 5/25, noting that the Board can consider the Committee’s recommendation to increase the number of Committee seats from 6 to 9 at the next Membership Meeting in July. Those members will follow up.

**Governance.** Clark started the Committee's discussion about the preliminary survey of Governance overall, and the charter as defined and contained in the Joint Powers Agreement Section 8. Noel noted the responsibility to review organizational operations, ensure operations follow policies, and recommend corrective action. Terry noted the practical utility of surveying other CCAs for best practice, and Salas agreed to follow up with two CCAs. Maneval noted the room for interpretation in the charter. Brown noted the need to clarify roles with other Committees and coordinate work accordingly, recommending that the Committee meet with other Committees. Hodson suggested that the team could work toward shaping an introduction for the Board and committees to present at the July Membership meeting. This might include work-plan priorities for the year. There was also consensus to invite CEO Callnan to a meeting to get acquainted as he assumes CPCNH leadership on 5/22. No decisions were made.

**Other Committee Updates.** Hodson noted the Finance team’s plan to meet CEO Callnan on 6/5 to review the budget; and, Member Outreach/Engagement team’s request for input on its workplan, which Hodson will share for discussion at the next meeting.

**GovCom Board Report.** Hodson proposed to draft the Committee Report for the Board meeting next week, and post it for review and comment. This precipitated discussion about the gray area of Right To Know rules as they pertain to using collaborative software to co-create documents for discussion or information. Below also acknowledged the gray area. Because the Committee’s report will recap its public discussion for public dissemination and because this task will not be a platform for deliberation, meeting attendees were generally agreed that this would not be an inappropriate approach to producing the Report for the Board packet timely.

**Next meeting, Adjournment.** As the hour was up before the next meeting appointment could be settled, Hodson will follow up to coordinate a survey for a meeting during the week of 5/29. Members adjourned at 1:02pm.