

 <p><b>COMMUNITY POWER COALITION OF NEW HAMPSHIRE</b></p>	<b>GOVERNANCE COMMITTEE – MINUTES</b>	
	Meeting Type:	<b>Regular Meeting</b>
	Meeting Location:	<b>12 Court Street (County Hall Building, Commissioners Conference Room) Keene NH</b>
	Meeting Date:	<b>Monday, 21 August 2023</b>
	Meeting Time:	<b>10:15am</b>

<b>Members, attending in person</b>	<b>Members and Others, attending virtually</b>	<b>Members, absent</b>
<ul style="list-style-type: none"> <li>● Committee Chair Andrea Hodson, Harrisville Director</li> <li>● Mark Terry, Westmoreland, Member Rep</li> </ul>	<ul style="list-style-type: none"> <li>● Member, Joseph Lamattina, Newmarket Director</li> <li>● Brian Callnan, CPCNH CEO</li> </ul>	<ul style="list-style-type: none"> <li>● Andrew Maneval, Member Rep, Harrisville</li> <li>● April Salas, Hanover Director</li> <li>● Terry Clark, Cheshire County Director</li> </ul>

**Proposed Agenda** Welcome, Roll Call  
 Agenda, 7/24 Meeting Minutes  
 JPA Amendments, updates  
 GovCom’s proposed JPA Amendment Process  
 What next  
 Adjournment

**Attendance, Agenda, 7/24 Meeting Minutes.** After Hodson called the meeting to order at 10:15 am with roll call and in-person quorum established, Members unanimously consented to approve the Proposed Agenda (Terry moved/Hodson seconded), and the 7/24 Meeting Minutes as prepared (Lamattina moved/Terry seconded).

**JPA Amendments.** Members reported updates on efforts to bring all Member Municipalities current with the Board’s proposed *JPA XVI Amendment*. The team will continue to support others to complete the approval process in Lyme, Nashua, Pembroke, Randolph, Rollinsford, Stratham, and Sugar Hill.

**Proposed JPA/By-Law Amendment Process.** Members reviewed a first draft, agreeing that after the “final” iteration is settled, Legal Counsel should review it – and all such amendments. Incidental to this aspect, Members also agreed that Counsel should review the GovCom’s *Charter*. Callnan agreed to follow up.

The team agreed it would be most efficient to present the proposed *Amendment Process* after Counsel review and after the *JPA Article XVI Amendment* approval process has been completed.

Most notably, because reference is made to the Board’s “Annual Meeting”, which the team changed to “Membership Meeting” in anticipation of full approval of the *Article XVI Amendment*. Contingent on the timing of that outcome, the proposed *Amendment Process* could be presented at the Membership Meeting in October.

Lamattina agreed to copy edit the *Proposed Amendment* for clarity ahead of GovCom’s next meeting.

**What next.** Following Board approval of the GovCom Charter, Members began to brainstorm the work plan –

- Members agreed with Lamattina’s recommendation and offer to create guidelines for processing Right to Know requests, referencing Counsel’s RTK presentation to the Board in July 2023.
- In considering the evolving role of Board Committees, Callnan reviewed the structure of his team and relationship of the positions to Board Committees. The Director of Administration will hold the HR, IT, Finance, and general operations functions, and be a conduit for contractors providing these services. The Director of Load and Energy Resource Optimization will be a conduit for the Risk Management Committee and Projects. The Director of Regulatory and Legislative Affairs, a conduit for the RLA Committee. The Director of Member Operations, a conduit for Member Outreach and Engagement Committee. Details about open positions can be viewed at the CPCNH website, where the searches are posted.
- Members will review the bulleted areas of responsibility in the *Charter* ahead of the next meeting to prepare for ordering priorities in order to schedule its work plan for the year ahead at the next meeting.

**Adjournment.** The team adjourned at 11:15 am by unanimous consensus.