



**COMMUNITY
POWER COALITION
OF NEW HAMPSHIRE**

RISK MANAGEMENT COMMITTEE – MINUTES

Meeting Type: **Risk Management Committee**
Meeting Location: **61 Locust Street, rm 305, Dover, NH 03820**
Meeting Date: **Wednesday, November 2, 2022**
Meeting Time: **Noticed for 9AM**

Committee Members in Attendance:

- Risk Management Committee Chair Matt Miller, Town of Pembroke Director
- Jackson Kaspari, City of Dover Alternate
- Kevin Charette, City of Portsmouth Director
- Peter Kulbacki, Town of Hanover Alternate (virtual)
- Clifton Below, City of Lebanon Director (virtual)
- Treasurer Kimberly Quirk, Town of Enfield Director (virtual)

Committee Members in Absence:

- April Salas, Town of Hanover Director
- Nick Devonshire, Town of Exeter Director

Guests:

- Scott Wigglesworth, Ascend Managing Director of Operations and Strategy, CPCNH Project Lead
- Carlos Blanco, Ascend Managing Director for Risk Management
- Samuel Golding, Community Choice Partners
- Henry Herndon, Herndon Enterprises
- Michael Postar, DWGP

Notes

1. Open meeting and Attendance.
2. Review and accept previous meeting minutes.

<https://docs.google.com/document/d/1FHv5Iy0p81UrXv48qwQZEzx1RPgw0XkM/edit>

Alternate Jackson Kaspari moved to adopt the meeting minutes as presented. Director Kevin Charette seconded. Without objection, Chair Matt Miller declared the minutes approved by unanimous consent.

3. Review the agenda
 - a. Kevin Charette—we need to discuss plans to conduct an independent review the CPCNH internal controls before we go live. It needn't be done during today's meeting, but it should be an agenda item in the near future.



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4. Review and discuss plans for review and revision of four policy documents

ExCom will review the Cost Sharing agreement during their November 4, 2022 meeting. Michael Postar submitted a redline version of the Cost Sharing agreement on October 28.

The RMC needs to provide its feedback on the four policy documents by November 8, 2022. As of November 2, only Matt Miller had submitted comments to Samuel Golding and Carlos Blanco.

After some discussion, the following plan was agreed upon for the policy documents:

1. **November 8**--due date for comments and feedback from the Risk Management Committee (RMC).
2. **November 11**--RMC will release updated drafts of the documents to all Member Directors and Alternates.
3. **17:00 to 19:00 November 15**--Legal Consultation for all Members and Alternates. Wave 1 Members should consider this legal consultation mandatory.
4. **November 22**--deadline for policy document feedback from all Member Directors and Alternates.
5. **November 25**--RMC will release updated drafts of the documents to all Member Directors and Alternates.
6. **16:00 to 18:00 November 29**--Legal Consultation for all Members and Alternates
 1. There will be a make up Legal Consultation on November 30 if there are Member Directors and Alternates that cannot attend the November 29 Legal Consultation.
7. **17:00 to 20:00 December 8, 2022**--Public Meeting Deliberative Session on the four policy documents.
 1. I consider this a mandatory meeting for all Member Directors/Alternates.
 2. The invitation is extended to appropriate professional staff from the Member Communities. We would like the Member Communities professional staff the opportunity to begin getting exposed to the policy documents.
 3. The RMC will conduct a vote regarding recommendations to the Member Board regarding the four policy documents.
8. **December 15, 2022**--Monthly Member Board Meeting, during which the Member Directors and Alternates will vote on whether to approve the four policy documents.

Action Item: Matt Miller to draft email and send to Clifton Below, Samuel Golding and Henry Herndon for review. The purpose of the email is to inform all CPCNH Member Directors and Alternates of the policy document plan and solicit their involvement..

5. Legal Counsel feedback on the Cost Sharing Agreement



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Michael Postar reviewed his mark up of the first Cost Sharing Agreement draft. He provided numerous revisions that improved document clarity, but did not alter the meaning of the document. He also proposed three significant revisions.

- a. Added a glossary of terms and a glossary of acronyms
- b. Significantly revised how the pre-launch costs are generated, accounted and shared/allocated to the member communities.
- c. There are two important authorization terms that need to be reconsidered regarding whether and how they are incorporated into the Cost Sharing Agreement. Those authorizations are, Collection of CPA Customer Revenues, and Authorization to Act as a Member Agent. The topic has yet to be resolved.

It was observed (Kevin Charette) that Article VII is very difficult to understand.

Project cost sharing is not well specified in the General Cost Sharing Agreement and will be defined in each individual project agreement.

6. Other business

Next Regular RMC Meeting: Wednesday December 7, 9am in Lebanon. However, this meeting will likely be canceled in lieu of the heavy schedule of events for the policy document.

7. Adjourn Meeting

Without objection, Chair Miller adjourned the meeting by unanimous consent at 11:03.