

**NORTHEAST PUBLIC POWER ASSOCIATION
BOARD OF DIRECTORS
MINUTES
May 15, 2021
ZOOM Meeting**

Present

Mr. James Bakas; Mr. Jon Blair; Mr. Bill Bottiggi; Mr. Jeff Cady; Mr. Mike Cloutier; Mr. Justin Connell, chair; Mr. Jonathan Fitch; Mr. Scott Hallowell; Mr. Rick Hendershot; Mr. Bill Humphrey; Mr. Mike Kirkwood; Mr. Jim Lavelle; Mr. Nick Lawler; Ms. Patty Richards; Mr. David Schofield; Mr. Todd Shea; Mr. Panos Tokadjian; and Mr. John Tzimirangas.

Absent

Mr. Reginald Beliveau; Mr. Jonathan Elwell; Mr. Paul Heanue

Staff

Ms. Bonnie Biocchi; Ms. Elizabeth Dailey; Ms. Jackie Campbell

Guests

Mr. Mark Biron

Call to Order

Mr. Connell called the meeting to order at 9:03 a.m. The Board reviewed the Consent Agenda (which included the Board meeting Agenda, minutes from 3/12/2021, the first quarter financial report, the Executive Director's report, and the acceptance of New Members and Committee appointments for ratification)

Mr. Connell announced the retirement of Mr. Jeff Cady and Mr. Paul Heanue. The Board engaged in discussion and congratulations. Mr. Connell announced the candidate put forward by the CT members to fill the seat vacated by Mr. Cady was Mr. Mark Biron (Groton). This will be forwarded to the nominating committee in advance of the annual election.

Ms. Patty Richards announced her 2022 retirement and informed the board that Mr. Ken Nolan (VPPSA) was recommended to fill her seat at the annual election. This will be forwarded to the nominating committee in advance of the annual election. Mr. Michael Cloutier reviewed process of board vacancy nominations going through the nominating committee. Several members remarked they thought it important to maintain regional representation on the Executive Committee.

Consent Agenda

Mr. Cloutier made a motion to amend the 3/12/2021 minutes, correcting "The Board voted to appoint Mr. Blair to the Board" to "The Board voted to appoint Mr. Blair to assume the role of Treasurer". A motion was made and accepted to approve the consent agenda, as amended.

Committee Reports

Mutual Aid: Mr. Lawler informed the Board the committee has formally adopted the Mutual Aid Playbook. This will be sent to the Board for review and suggestions are welcome.

COPC: Mr. Cloutier discussed the upcoming conjoined E&O and Lineworkers' Rodeo, as well as the Annual Conference. He advised the Board the committee has toured the AC venue and are currently finalizing speakers and topics as well as reviewing activities for the E&O/Rodeo.

Education Development: Mr. Connell and Mr. Schofield engaged in a discussion with the Board regarding different program developers to expand NEPPA's programs. The committee will be identifying outdated training material and work on updating it. Ms. Richards will be the new chair of the committee.

Finance: Mr. Blair informed the Board NEPPA has received a clean report from the Auditors. The committee has met with the Century portfolio manager in regard to investments and will be making some changes to the portfolio to gradually shift to a more balanced portfolio. The committee will also be reviewing the dues schedule and cost restructure with information gleaned from the Great Blue survey currently underway. The committee will also consider the New York dues structure.

Member Value: Ms. Biocchi discussed the current focus of the committee will be the Great Blue survey to provide information for NEPPA's value proposition.

A & R: Mr. Tzimirangas discussed the upcoming infrastructure bill and how it could impact our systems. Elizabeth Whitney suggested putting together a briefing packet for members visiting their local district offices. Mr. Tzimirangas also discussed Distributed Energy Resources as one of the resolutions the committee would be recommending to the Board and suggested presenting the resolution items to the Board before the Annual Conference. Ms. Biocchi will send the DER resolution and other resolutions out to the Board in advance of the August Board meeting.

OLD BUSINESS

MEUA Update

Ms. Biocchi updated the Board that she negotiated an agreement with MEAU to pay a portion of their dues for 2020 due to the effects of the pandemic. This was done to maintain the relationship and preserve the significant revenue received from training the NY systems. MEAU has agreed to pay the past due amount and the invoices for 2021 and has committed to honoring the PSA which is in place. Ms. Biocchi will keep the Board informed if the invoices remain unpaid after 5/21 and will report on further action if necessary. This report was for informational purposes and no Board action was required.

NEW BUSINESS

HRA Plan Resolutions (vote required)

Ms. Biocchi and Ms. Elizabeth Dailey discussed an amendment to the HRA paperwork regarding the realigning of the deductible and calendar year. This is a housekeeping measure required by the carrier. The Board engaged in discussion, Mr. Cloutier requested that the Board receive a copy of the employment benefits package and motioned to pass the resolution contingent upon receiving documents to review. It was voted to pass the resolution contingent upon receiving the benefits information. Mr. Scott Hallowell opposed the motion.

Connecticut and Vermont Board Seats

Mr. Connell advised the Board due to his change of venue from a CT to MA utility, the next vacant MA Board seat is planned to be filled by a CT member to maintain proportional representation on the Board. It was the recommendation that Mr. Mark Biron (Groton) be placed into nomination. NEPPA will be creating a nominating committee who will solicit candidates for incoming vacancies and officer positions. The Board engaged in discussion on evenly distributing seats to states. This report was for informational purposes and no Board action was required.

Governance Task Force update

Mr. Connell presented the Governance Task Force packet to the Board, which includes the objectives, scope, goals, mission, and vision of the NEPPA Governance Task Force. The Board engaged in discussion of the presented recommendations. Mr. Lawler motioned to accept Recommendation #1 – to further clarify the By-Law amendment process, and Recommendation #2 – to remove the obligation of committees to prepare an annual budget, to be presented at the Annual Business Meeting. The Board voted to accept recommendations to be presented to membership with Mr. Connell being the single member abstaining from the vote.

Adjourn

There being no further business, the meeting was adjourned at 10:16 a.m.

Respectfully submitted,

Michael Cloutier
Secretary
Accepted 8/25/2021