

**NORTHEAST PUBLIC POWER ASSOCIATION
BOARD OF DIRECTORS
MINUTES
May 19, 2020
ZOOM meeting**

Present

Mr. James Bakas; Mr. Reginald Beliveau; Mr. Bill Bottiggi; Mr. Jeff Cady, chair; Mr. Mike Cloutier; Mr. Justin Connell; Mr. Jonathan Elwell; Mr. Jonathan Fitch; Mr. Scott Hallowell; Mr. Paul Heanue; Mr. Rick Hendershot; Mr. Mike Kirkwood; Mr. Jim Lavelle; Mr. Nick Lawler; Mr. Craig Myotte; Ms. Patty Richards; Mr. David Schofield; Mr. Todd Shea; Mr. Panos Tokadjian; and Mr. John Tzimirangas.

Absent

Mr. John Driscoll

Staff

Ms. Bonnie Biocchi; Ms. Elizabeth Dailey;

Call to Order

Mr. Cady called the meeting to order at 9:10 a.m. A motion was made and seconded to amend the minutes to include the following statement on page 3: "There was a discussion by some Board members to leave Mutual Aid "as is" but no vote was taken. The motion passed with Mr. Hendershot and Mr. Humphrey abstaining. There was an additional motion made and accepted to correct a typographical error removing the "d" from the word an(d) in the 3rd sentence under Mutual Aid, p.2. The motion passed. The motion to approve the minutes as amended passed.

Mr. Cady made a motion to amend the agenda under New Business to include the Mutual Aid software purchase recommendation and two new appointments to the Mutual Aid Committee. The motion passed.

DISCUSSION ITEMS

Financial Reports

Ms. Dailey presented the financial reports which were accepted.

LELWD Unbilled Invoices

Ms. Biocchi informed the Board that our landlord, Littleton Electric Light and Water, had informed us in early April that they had discovered an error in their billing regarding our lease for the Training Center. Since the inception of the lease, Littleton had not been billing us for items that they should have been billing us for. LELWD had been undercharging our monthly lease amount which allows for a 1% interest escalator to the MMDT interest rate adjustment that determines annual lease payment increases. Additionally, the lease stipulates that mechanical systems (such as repairs to the HVAC) are to be paid by NEPPA. LELWD never invoiced us for repairs as they were apparently unaware that they should be doing so. Also included in these unbilled costs were electricity charges calculated at the municipal rate. LELWD's attorney has sent us a letter and accompanying list of charges that total, \$87,645 dating back 6 years. The Fincom has met to discuss this issue and has

recommended we work out a payment plan over 6 years if LELWD is amenable. As NEPPA's counsel is the same as LELWD, a motion was made and seconded that the Executive Director secure an outside attorney to pursue due diligence and review all charges. When completed, Ms. Biocchi should then develop a payment plan over 6 years. The motion passed with Mr. Lawler abstaining.

Covid-19 Update:

Ms. Biocchi reviewed what NEPPA has been doing in response to the pandemic. In addition to creating a business continuity plan and a COVID-19 resource center, NEPPA has cancelled, postponed and rescheduled trainings beginning March 17 and begun developing a reopening plan for the office and training center.

Ms. Biocchi reviewed the revised financial projections due to the pandemic. It is estimated that there will be a 25% reduction in revenue for @yoursite and North programs and a 34% reduction in revenue for NY safety programs. Dozens of classes have been rescheduled and postponed including PUMP, Metering II, Substation and Advanced Lineworker to 2021. We have been holding virtual roundtables and have added virtual modules to accommodate micro-learning. To mitigate the effects of this drop in revenue, we have taken measures to reduce expenses, notably in the payroll and benefits section. The overall effect of these changes has resulted in a projected loss less than that of the original budget.

In addition to cancelling the May E & O, the Annual Conference is at risk for cancellation as it remains unclear if Vermont regulations will allow for congregant gatherings of more than 50 people. Ms. Biocchi committed to sending a survey to the membership to ascertain interest in a virtual conference in August. Ms. Biocchi queried the Board about interest in a virtual conference, with mixed results. Suggestions for a successful conference included more segmented learning sessions, webinars rather than Zoom meetings, and panel sessions. There was concern that since the Conference is held in August, people might not attend an on-line session. There was also concern that Sponsors might not support the conference if it were held virtually. Staff is researching on-line platforms to determine cost and feasibility of pursuing this approach.

NEW BUSINESS

Committee Reports

A & R: Mr. Heanue discussed the current CARES legislation and HEROES Act in response to the pandemic. NEPPA has been weighing in on impacts to municipal systems regarding liquidity issues, moratoriums on shutoffs for non-payment and general impacts on loads. We have been working closely with Meguire Whitney and APPA to ensure our message is carried to the Hill.

COPC: Mr. Cloutier added new members (Lawler, Tzimorangas, Fitch) to the Annual Conference Subcommittee; 7 new members were appointed to the E & O subcommittee.

Education Development: Mr. Connell informed the Board that the SME project has resulted in strong input to upgrade several programs.

Member Value: Ms. Richards discussed the results of the member survey that was sent prior to the Pandemic. The response rate was about 9.7% and indicated that NEPPA programming was strong among the respondents. Areas listed consistently as highest value were Mutual Aid and Training. The full results of the survey will be circulated to the Board. Ms. Richards also informed the Board that the Benevolent Fund campaign would be delayed until the fall.

Mutual Aid: Mr. Lawler recapped the response to the call for Mutual Aid for Groton due to a microburst on 5/15. Crews from Littleton, Groveland, Danvers, Middleton and West Boylston participated in restoration efforts over the course of 3 days. Pandemic protocols that had been developed early in the Pandemic were followed. The Board thanked the Mutual Aid Group for their tireless and on-going efforts that have created a superior program for the benefit of our members.

Mr. Lawler indicated that he had called a meeting on 5/18 with the Mutual Aid Committee to discuss a Board proposal regarding the mutual aid program. The Committee voted unanimously to reject the proposal. Mr. Lawler also wished to clarify the role of secondary APPA Coordinator for NEPPA. Mr. Connell was designated to act in this capacity on NEPPA's behalf.

Mr. Cady advised the Board that the Executive Committee will be focusing on the Strategic Plan soon as they have been working on governance issues first. Ms. Dailey left the meeting. At 11:15 the Board unanimously voted to enter Executive session to discuss sensitive matters.

At 11:32, the Board reconvened in open session. Mr. Cady called for a motion to appoint Brian Allen and Mike Menten to the Mutual Aid Committee. The Board voted to endorse the appointments.

Mr. Cady then presented a recommendation by the Mutual Aid Committee, supported by the Executive Director and the Executive Committee to purchase Veoci's mutual aid software. A motion was made and seconded for the Executive Director to negotiate and execute the contract with Veoci. There was discussion as to whether the contract should be signed before determining if the Mutual Aid Program would remain a NEPPA program with several members expressing concern that we should not be using NEPPA resources to support the program unless the program were under the oversight of NEPPA. The motion passed with 14 members in favor, 4 opposed (Cady, Richards, Shea, Hallowell) and 1 undetermined (unfortunately Mr. Elwell's vote could not be heard due to a technical issue.)

Adjourn

There being no further business, the meeting was adjourned at 11:55 a.m.

Respectfully submitted,

Michael Cloutier
Secretary