

**Cape Light Compact  
Governing Board and Executive Committee  
Open Session Meeting Minutes  
Wednesday, January 11, 2017**

The Cape Light Compact Governing Board and Executive Committee met on Wednesday, January 11, 2017, in the Innovation Room, Open Cape Building, Barnstable County Complex, 3195 Main Street, Barnstable, MA 02630 at 1:38 p.m.

**PRESENT WERE:**

1. Joyce Flynn, Chair, Yarmouth
2. Robert Schofield, Vice-Chair, Bourne
3. Ronald Zweig, Secretary, Falmouth
4. Peter Cocolis, Treasurer, Chatham
5. Fred Fenlon, Eastham
6. Valerie Bell, Harwich
7. Thomas Donegan, Provincetown – Until 3:57 PM.
8. Tim Carroll, Chilmark – by phone
9. Richard Elkin, Wellfleet
10. Sue Hruby, West Tisbury - by phone until 4:02 PM.
11. Paul Pimentel, Edgartown –
12. Martin Culik, Orleans Alternate
13. David Anthony, Barnstable
14. Richard Toole, Member at Large, Oak Bluffs
  
15. Andrew Gottlieb, Mashpee - at 2:12 PM.
16. Leo Cakounes, Barnstable County Commissioner – at 2:39 PM
17. Rob Hannemann, Duke’s County
18. Christiane Mason, Wellfleet Alternate
19. Joseph Buteau, Truro
20. Brad Crowell, Dennis
21. Colin Odell, Brewster
22. Joshua Peters, Sandwich

**ABSENT WERE:**

23. Michael Hebert, Aquinnah
24. Tisbury - Vacant

Members/Alternates physically present:  
19  
Members present by phone: 2

**LEGAL COUNSEL**

Jeff Bernstein, Esq., BCK Law, PC  
Katy Terrell, Esq., Associate, BCK Law, PC

**STAFF PRESENT**

Maggie Downey, Administrator  
Austin Brandt, Senior Power Supply Planner  
Margaret Song, Commercial and Industrial Program Manager  
Briana Kane, Planning and Evaluation Manager  
Lindsay Henderson, Analyst and Marketing  
Jacob Wright, Special Projects Coordinator

Chr. Flynn opened the meeting at 1:38 PM and recognized Sue Hruby and Tim Carroll who were participating by phone due to geographic distance. Chr. Flynn introduced Christine Mason from Wellfleet, Rob Hannemann from Duke’s County, and Colin Odell from Brewster. Jeff Bernstein introduced his associate, Katy Terrell.

**2017 EXECUTIVE COMMITTEE NOMINATIONS AND VOTE**

Maggie Downey reviewed the slate of candidates nominated to serve on the Cape Light Compact Governing Board Executive Committee on the December 7, 2016 Governing Board meeting.

*Richard Elkin nominated Joyce Flynn for the position of Chairman at the December 7, 2016, meeting. With no other nominations, Richard Elkin moved to vote for the position of Chairman, seconded by Bob Schofield and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. David Anthony – Barnstable      | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. Robert Schofield - Bourne       | yes | 15. Joshua Peters – Sandwich      | yes |
| 3. Colin Odell – Brewster          | yes | 16. Joseph Buteau – Truro         | yes |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | yes | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | yes | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | yes |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |
| 11. Valerie Bell – Harwich         | yes |                                   |     |
| 12. Richard Toole – Oak Bluffs     | yes |                                   |     |
| 13. Martin Culik – Orleans         | yes |                                   |     |

*Motion carried in the affirmative (19-0-0)*

*Peter Cocolis nominated Bob Schofield for the position of Vice Chairman at the December 7, 2016, meeting. With no other nominations, Peter Cocolis moved to vote for the position of Chairman, seconded by Ronald Zweig and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. David Anthony – Barnstable      | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. Robert Schofield - Bourne       | yes | 15. Joshua Peters – Sandwich      | yes |
| 3. Colin Odell – Brewster          | yes | 16. Joseph Buteau – Truro         | yes |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | yes | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | yes | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | yes |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |

- |                                |     |
|--------------------------------|-----|
| 11. Valerie Bell – Harwich     | yes |
| 12. Richard Toole – Oak Bluffs | yes |
| 13. Martin Culik – Orleans     | yes |

*Motion carried in the affirmative (19-0-0)*

*Sheila Lyons nominated Peter Cocolis for the position of Treasurer at the December 7, 2016, meeting. With no other nominations, Bob Schofield moved to vote for the position of Treasurer, seconded by Ronald Zweig and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. David Anthony – Barnstable      | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. Robert Schofield - Bourne       | yes | 15. Joshua Peters – Sandwich      | yes |
| 3. Colin Odell – Brewster          | yes | 16. Joseph Buteau – Truro         | yes |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | yes | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | yes | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | yes |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |
| 11. Valerie Bell – Harwich         | yes |                                   |     |
| 12. Richard Toole – Oak Bluffs     | yes |                                   |     |
| 13. Martin Culik – Orleans         | yes |                                   |     |

*Motion carried in the affirmative (19-0-0)*

*Robert Schofield nominated Ronald Zweig for the position of Secretary at the December 7, 2016, meeting. With no other nominations, Bob Schofield moved to vote for the position of Secretary, seconded by Peter Cocolis and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. D. Anthony – Barnstable         | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. R. Schofield - Bourne           | yes | 15. Joshua Peters – Sandwich      | yes |
| 3. Colin Odell – Brewster          | yes | 16. Joseph Buteau – Truro         | yes |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | yes | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | yes | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | yes |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |
| 11. Valerie Bell – Harwich         | yes |                                   |     |
| 12. Richard Toole – Oak Bluffs     | yes |                                   |     |
| 13. Martin Culik – Orleans         | yes |                                   |     |

*Motion carried in the affirmative (19-0-0)*

*Sue Hruby nominated Richard Toole for the position of Member-at-Large at the December 7, 2016, meeting. With no other nominations, Bob Schofield moved to vote for the position of Member-at-Large, seconded by Peter Cocolis and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. D. Anthony – Barnstable         | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. R. Schofield - Bourne           | yes | 15. Joshua Peters – Sandwich      | yes |
| 3. Colin Odell – Brewster          | yes | 16. Joseph Buteau – Truro         | yes |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | yes | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | yes | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | yes |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |
| 11. Valerie Bell – Harwich         | yes |                                   |     |
| 12. Richard Toole – Oak Bluffs     | yes |                                   |     |
| 13. Martin Culik – Orleans         | yes |                                   |     |

*Motion carried in the affirmative (19-0-0)*

#### **PUBLIC COMMENT**

There were no members of the public present.

#### **CONSIDERATION OF MEETING MINUTES**

The Board considered the Dec 7, 2016, Meeting Minutes. *Chr. Flynn moved the board to accept the amended minutes, seconded by M. Culik and voted by roll call as follows:*

- |                                    |     |                                   |     |
|------------------------------------|-----|-----------------------------------|-----|
| 1. D. Anthony – Barnstable         | yes | 14. Thomas Donegan – Provincetown | yes |
| 2. R. Schofield - Bourne           | yes | 15. Joshua Peters – Sandwich      | abs |
| 3. Colin Odell – Brewster          | abs | 16. Joseph Buteau – Truro         | abs |
| 4. Peter Cocolis – Chatham         | yes | 17. Richard Elkin – Wellfleet     | yes |
| 5. Tim Carroll – Chilmark          | abs | 18. Sue Hruby – West Tisbury      | yes |
| 6. Brad Crowell – Dennis           | abs | 19. Joyce Flynn – Yarmouth        | yes |
| 7. Robert Hannemann – Dukes County | abs |                                   |     |
| 8. Fred Fenlon - Eastham           | yes |                                   |     |
| 9. Paul Pimentel – Edgartown       | yes |                                   |     |
| 10. Ronald Zweig – Falmouth        | yes |                                   |     |
| 11. Valerie Bell – Harwich         | yes |                                   |     |
| 12. Richard Toole – Oak Bluffs     | yes |                                   |     |
| 13. Martin Culik – Orleans         | yes |                                   |     |

*Motion carried in the affirmative (13-0-6)*

## DISCUSSION AND POWERPOINT PRESENTATION ON JOINT POWERS ACT AND ESTABLISHMENT OF A JOINT POWERS ENTITY, COMPACT COUNSEL

Jeff Bernstein, Compact legal counsel, stated that this statute, passed last year, chiefly came from Department of Revenue. It allows for governmental units to enter into a Joint Powers Agreement (JPA) to form a Joint Powers Entity (JPE). This arrangement can potentially address questions revolving around Intergovernmental Agreements (IGA) in terms of member liability. This system also allows two or more entities to enter into a JPA, involving the exercise of powers in a particular region. Jeff Bernstein went on to explain that a major advantage of a Joint Powers Entity is that the member towns would be insulated from liability for the actions of the entity. David Anthony asked if this would create potential conflicts of interest in the event that an employee of a member – like a selectman - was also on the board of directors, and Jeff Bernstein replied that it would function very much the same as the IGA does and should not present an issue. Valerie Bell asked how the transition to this would be accomplished. Jeff Bernstein referred to his slide, explaining that the transition would occur in three phases. He stated that this JPA would replace the IGA, and the Board, as it is currently composed, would eventually be gone. He noted that the current IGA expires in 2022. The JPA would require selection of a Treasurer who would be an independent entity, as well as a business officer. Peter Cocolis asked if we would still operate with a Fiscal Agent, and Jeff Bernstein said that the JPE would function very similarly to the way the Board does right now. Maggie Downey went on to say that this arrangement, with the addition of an independent Business Officer and Treasurer, would function similarly to the way the arrangement with Barnstable County works now. Tom Donegan asked if we could contract with a private organization or do it ourselves. Jeff Bernstein said that both are possible, but it would be advisable to consult with the Department of Revenue on the issue of using a private party. The positions of Business Officer and Treasurer would be accountable to the Board. Any agreement reached between a Joint Powers Entity and a potential fiscal agent would clearly specify responsibilities.

*Andrew Gottlieb arrived at 2:12 PM.*

Ron Zweig asked if we would lose the Treasurer position on the Board. Jeff Bernstein answered saying that yes, the Treasurer position would be eliminated in lieu of the newly created independent position as part of the Joint Powers Entity, but you could create a new position on the board to carry out the duties that Peter Cocolis has already been performing. Ron Zweig inquired as to what the advantages of moving to this Joint Powers Agreement, versus simply staying the way things currently are.

Jeff Bernstein stated the Joint Powers Entity provides protection against liabilities to the member towns and clarifies the ability to sue and be sued, make and execute contracts and finance agreements, receive and expend funds, and apply for and receive grants. Much of this is either not possible, or very ambiguous under the current arrangement.

The JPE must establish and maintain a budget and perform annual audits, which must be distributed to its members and to the Department of Revenue. Richard Elkin asked how this differs from what we already do, and Maggie Downey replied by saying that while we don't currently send the audit information to the Department of Revenue, the Compact posts its annual audit on its web site.

Jeff Bernstein stated that the Joint Powers Entity offers liability protection for its members, and has a public employer status. It gives the entity independent corporate and politic status. Maggie Downey asked what the situation would be if a Joint Powers Entity was formed and, twenty years down the line, the Compact no longer

existed - would member towns be responsible for liabilities? Jeff Bernstein replied that under our current agreement, this could certainly happen; but, under a JPA, we could expressly indemnify the members, and the claim would be extinguished. David Anthony asked how we would be able to secure liabilities to this risk of the potential extinguishing of claims were the Compact to go under. Jeff Bernstein replied by saying that the funds we receive would backstop these liabilities.

Jeff Bernstein referenced his transition slides noting that the transfer of operations would allow a newly formed Joint Powers Entity to serve as the Compact's administrative arm. The Entity would allow for an orderly transition of employees from Barnstable County to the Joint Powers Entity. After this was accomplished, other Compact members could join the Entity. The agreement could provide a trigger that once a majority of Compact members join the Entity, it could achieve operational status. Richard Elkin asked for clarification in terms of what entity the employees would fall under, and Jeff Bernstein replied that the employees would fall under the Joint Powers Entity. Maggie Downey stated that this addresses the issue that some member towns have had about becoming the fiscal agent, in terms of taking on employees. Richard Elkin stated that the entity would need a human resources person, and Maggie Downey said that the Board could contract for this service.

Fred Fenlon asked, if the Compact entity is created by a new JPA, how long does it take before the entity becomes operational? Jeff Bernstein replied by saying that the Board could decide how that worked, whether it was a simply majority of members, a timeline, or a different threshold.

County Commissioner Leo Cakounes arrived at 2:39 PM.

It was noted that John Giorgio, Esq., Town Counsel for eight of the towns on the Cape and the Town of Tisbury, agrees that the Joint Powers Agreement is the best step for the towns going forward in reference to the Compact. Discussions also will be taking place with Ron Rappaport, Esq., Town Counsel for the other five Vineyard towns. Jeff Bernstein stated that it will be a matter of when the Board decides to send the memo out to town counsels for the other towns not represented by Messrs. Giorgio and Rappaport. Martin Culik stated that sooner rather than later seemed wise, to give people an opportunity to get acquainted with the idea.

Jeff Bernstein stated that the name of the Joint Powers Entity also needs to be decided. Tom Donegan stated that the name 'Cape Light Compact, JPE' seemed good. Ron Zweig asked about the cost implication of the transition. Maggie Downey stated that we already pay Barnstable County for services; the Compact will pay its new fiscal agent for services. Tom Donegan stated that Provincetown wanted to operate as a banking entity, and did not want to be responsible for operational or business functions. Peter Cocolis agreed with Tom.

Jeff Bernstein brought up the subject of how future amendments could be made to the Joint Powers Agreement. There was a discussion as to whether or not major substantive amendments should go back to the members. Minor, ministerial amendments could be handled by the Board of Directors. Richard Elkin asked if the vote would have to be unanimous or merely a simple majority and Jeff Bernstein replied that this is something that could be structured into the Agreement depending on what the members wished. One way to do it is that Boards of Selectmen would have to review and vote on major substantive amendments with weighted voting by population. Under this construct, minor changes could be accomplished by a simple majority of the Board of Directors.

Once the Joint Powers Entity is operationally active, guidance from the Department of Public Utilities would need to be sought to find out if the Aggregation Plan would need to be revised.

Jeff Bernstein explained that any member municipality that does not wish to the join the Entity can either choose to petition to become their own aggregator or relinquish their status as an aggregator, at which point consumers would revert to Basic Service (or could choose another Competitive Supplier) and the town's share of energy efficiency funds would revert to Eversource. Town residents and businesses would not receive energy efficiency services from the Compact, JPE.

David Anthony asked what would happen in terms of the current transition agreement expiring after we've agreed to become a Joint Powers Entity. Maggie Downey continued by saying that it's important for these issues to get on Selectmen's dockets sooner rather than later, in the event we have to petition the county for an extension by April 1. Colin Odell stated that he is concerned that once the transition is completed, the Department of Public Utilities may get involved as banking information changes. Jeff Bernstein stated that the fiscal agent would maintain an account in the name of the Joint Powers Entity. Maggie Downey explained that under the current IGA the towns would have to make a decision prior to the 2022 expiration as to what to do in any event.

County Commissioner Leo Cakounes asked if there would be a separate '04' number for this entity, and Jeff Bernstein replied that there would be because the Joint Powers Entity would be considered a separate employer.

Peter Cocolis stated his concern about the details of what constitutes a major amendment versus a minor amendment. He went on to state that, once a majority is established, a deadline of 12 months for other towns to join would be reasonable. Richard Elkin said an even longer deadline might be advisable given the situation. Jeff Bernstein replied that the entity becomes the Compact's administrative arm once two members join. He continued by saying that once a majority is reached, you could trigger a deadline to join, at which point the present Compact would cease to exist. Paul Pimentel asked what the guidelines for amendments to the IGA were initially. Maggie Downey stated that Town Meeting votes established the aggregation; but, after the agreement was established, amendments were executed by the Board. Paul asked why this new entity couldn't simply do things the same way, and Jeff Bernstein answered by saying that concerns had been raised by member towns. David Anthony stated that there's already a very hard deadline of June 2017, when the transition agreement with the County ends, at which point no checks can be issued until a fiscal agent or some other solution is reached. Maggie Downey stated that, really, March 31 is the first deadline because the Compact has an April 1 deadline to notify the County of plans for an extension beyond June 30. County Commissioner Leo Cakounes stated that the County's major issue is employee liability -- not the fiscal agent status -- and that, once this issue is resolved, he doesn't feel that there would be an issue with the County serving as fiscal agent.

Tom Donegan asked about the notification of potential amendments and who makes the changes. He went on to say that the operating structure, in terms of concurrent meetings and such, would need to be explained.

Maggie Downey stated selecting a specific date is important, and planning will be necessary on the part of the members. Jeff Bernstein asked what the sense of the Board was as to when the entity would become fully operational, whether by a date or a specific threshold of members. Martin Culik stated that because the situation works to the towns' advantage, convincing them to join shouldn't be an issue. County Commissioner Leo Cakounes stated that Phase III makes the most sense to have as the hard deadline, to force member towns to act, as the legal name changes, in how the organization signs contracts.

Peter Cocolis stated that we should potentially look to get something done in the next two years, prior to the next three-year Energy Efficiency plan to start in 2019; but he expressed doubt it would be doable in time. Brad Crowell stated that urgency should be an asset and used here or else member towns will simply procrastinate.

David Anthony said he didn't understand how operational budgets that pay employees could be transferred to two member entities in a potential Phase I of this Joint Powers Agreement. Jeff Bernstein stated that the entity would only be operating in an administrative capacity. Maggie Downey went on to explain that Compact employees would operate as Joint Powers Entity employees and the members could contract out for services for (or serve as) fiscal agent.

Ron Zweig asked if there's past experience or precedent with an organization transitioning to a Joint Powers Entity. Jeff Bernstein agreed that this is new ground in Massachusetts, although many other states such as California have considerable experience with joint powers entities. Ron asked if there's a downside for members in using the Joint Powers Agreement construct. Jeff Bernstein expressed that he didn't see a downside. Maggie Downey stipulated that the only real downside is that the member towns have an opportunity to leave if they don't like the Compact – which was inevitable anyway when the present agreement expires.

Valerie Bell stated that she believes Phase III should be decided sooner rather than later, to provide a sense of urgency. Tom Donegan stated that he believes this needs to move quickly, in both securing a new space for the Compact and a new fiscal agent.

Tom Donegan left at 3:57 PM.

Maggie Downey asked Valerie if she implied a year in terms of a deadline of December 31<sup>st</sup>, 2017? Valerie agreed, stating that there's not a lot of difference in terms of services provided for the towns in terms of energy efficiency and ratepayers. Jeff Bernstein stated that the towns will have stronger protections against liability because of the built-in protections that the Joint Powers Agreement provides to the members.

Sue Hruby left the call at 4:02 PM.

Brad stated that there may be a need for additional pressure on certain towns in order for them to get on board. Maggie Downey said that December 31, 2017 would be sufficient time to get the next three year plan ready in terms of planning for members' potential departures.

David Anthony asked what the procedure could be going forward, to avoid debating and rehashing the same arguments among a board of this size. Maggie Downey stated that she believes a document will be ready for review, following review by all town counsels at the February meeting. Richard Elkin asked when it would be appropriate to visit the Selectmen. Jeff Bernstein stated that the towns will hear from their attorneys regarding the JPA soon thereafter, along with much simpler PowerPoints, to assist in dealing with this.

County Commissioner Leo Cakounes stated that he feels concerned about appointed representatives voting on major amendments without direct input from the Selectmen. Jeff Bernstein stated, for clarification purposes, that he was referring to major amendments, and County Commissioner Leo Cakounes agreed, stating he trusted legal counsel's reasoning. He indicated that minor, ministerial amendments should indeed be acted upon by the board, with larger amendments being brought to the boards of selectmen for their input.

County Commissioner Leo Cakounes left at 4:14 PM.



**OVERVIEW OF DPU 16-177: PRESENTATION AND POTENTIAL VOTE ON CAPE LIGHT COMPACT DEMAND RESPONSE OFFERING AND POTENTIAL MID-TERM MODIFICATION: AUSTIN BRANDT**

Austin Brandt provided a presentation on Demand Response Program as part of its 2016-2018 Energy Efficiency Plan. A filing to reallocate funds from Behavior Initiative to Demand Response was denied by the Department of Public Utilities, stating that a mid-term modification (“MTM”) would be necessary. In the summer of 2016, there were 9 demand response events with 39 participants with 56 thermostats. There was a very low opt-out rate, and the concept was well received. Challenges involved a low number of central a/c homes due to the overwhelming use of ductless mini splits, vendors’ concerns, and lack of smart metering. 2017 improvements involved a revised platform, expanding participation, and reducing costs by eliminating the energy monitoring equipment. The Compact staff is discussing the implementation of thermal storage for commercial and industrial projects. The advantages of this technology are that it’s safe, easily paired, and very easy to repair. Expanding a demand response program would provide a demand response offering to commercial and industrial customers while diverting funds away from a Behavior Initiative program that has costs that haven’t weighted out the benefits.

Richard Toole left at 4:31 PM.

Colin Odell asked first if Wi-Fi thermostats are available at the commercial level. Austin replied that the Honeywell Lyric will be the one that is used next summer. Colin asked whether the Ice Bear technology would be able to work with split systems, and Austin said, yes, that there are several different systems available up to 20-ton units. Ron Zweig asked if dehumidifiers could be used for this, and Austin replied saying that he isn’t confident that dehumidifiers have the same technology.

Joyce Flynn asked Austin what his recommendation was. Austin stated that he felt excited about the potential, more specifically on the residential side, but storage is important. The sense of the Board was that it supported requesting an MTM: the Board also asked for a budget presentation at the next meeting.

Brad Crowell left at 4:40 PM.

**EXECUTIVE SESSION**

*Robert Schofield moved we enter into Executive Session, pursuant to MGL Chapter 30A §21(a) 3 to discuss strategy with respect to pending regulatory litigation relative to National Grid and the Cape Light Compact and the National Grid Agreement for Natural Gas Heated Homes (DPU 16-169), and pending regulatory litigation strategy regarding the 2017 Eversource rate case.*

Joyce Flynn as Compact Chair declared that than open session may have a detrimental effect on the Cape Light Compact’s litigating position. The board would not return to Open Session at the conclusion of Executive Session.

*Peter Cocolis seconded the motion, voted by roll call as follows:*

- |                            |     |                               |     |
|----------------------------|-----|-------------------------------|-----|
| 1. D. Anthony – Barnstable | yes |                               |     |
| 2. R. Schofield - Bourne   | yes | 11. Joshua Peters – Sandwich  | yes |
| 3. Colin Odell – Brewster  | yes | 12. Joseph Buteau – Truro     | yes |
| 4. Peter Cocolis – Chatham | yes | 13. Richard Elkin – Wellfleet | yes |
| 5. Tim Carroll – Chilmark  | yes | 14. Joyce Flynn – Yarmouth    | yes |

- |                              |     |
|------------------------------|-----|
| 6. Fred Fenlon - Eastham     | yes |
| 7. Ronald Zweig – Falmouth   | yes |
| 8. Valerie Bell – Harwich    | yes |
| 9. Andrew Gottlieb – Mashpee | yes |
| 10. Martin Culik – Orleans   | yes |

*Motion carried in the affirmative (14-0-0)*

Respectfully submitted,  
Jacob Wright

**LIST OF DOCUMENTS & EXHIBITS**

- Meeting Notice/Agenda
- December 7, 2016, Meeting Minutes - Draft
- 8074 CLC Operating Fund Budget dated 12/10/2017
- 2016 CLC Energy Efficiency Fund Projected and Actual Budgets through December 3016
- Power Supply Price Comparison Informational Sheet
- Residential Rebates 2017 Pamphlet
- Demand Response Demonstration Offering Presentation
- Joint Powers Statute and Formation of a Joint Powers Entity Powerpoint Presentation