

**NEW HAMPSHIRE ELECTRIC COOPERATIVE, INC.**

**Minutes of the Special Board Meeting**

**July 20, 2020**

Pursuant to proper notice duly provided to all Directors, a Special Meeting of the New Hampshire Electric Cooperative, Inc. (NHEC) Board of Directors was held July 20, 2020. In light of the COVID-19 pandemic and in response to Governor Sununu's Executive Order 2020-04, the meeting was conducted remotely via Zoom videoconferencing.

Directors present were Thomas Mongeon, Alana Albee, Brenda Boisvert, William Darcy, Sharon Davis, Leo Dwyer, Edward French, Carolyn Kedersha, Madeline McElaney, Jeffrey Morrill, and Daniel Senie. Others present were Steve Camerino, President/CEO; Jim Bakas, VP of Operations and Engineering; Brian Callnan, VP of Power Resources and Access; Mark Dean, Attorney; Drew Dunagin, VP of Financial Services/CFO; Mike Licata, VP of Member Services/Public Affairs; Pam Ouellette, VP of Human Resources and Organizational Development; Craig Snow, VP of Energy Solutions/Facilities; Geoff Ziminsky, VP of Technology and Business Services/CIO; and Sharon Yeaton, Executive Services Administrator (recording).

Chair Mongeon called the meeting to order at 8:03 a.m.

**Agenda Review**

There were no changes to the agenda.

Chair Mongeon noted that the objectives for today's meeting are for the Broadband Committee to provide an update and for the board to weigh in with feedback. He recognized the extraordinary efforts of staff and directors who have been involved in the process and expressed appreciation.

**Executive Session**

Upon motion of Mrs. Boisvert, seconded by Mrs. Kedersha, it was

**VOTED:** That the Board of Directors move into executive session for the purpose of discussing confidential contract information and legal issues.

Vote for the motion was unanimous and the Board moved into executive session at 8:05 a.m.

The board moved out of executive session at 9:43 a.m.

The board agreed that today's meeting would be recessed and reconvened on Thursday, July 23, 2020, at 11:30 a.m.

Upon motion of Mr. Senie, seconded by Mrs. Kedersha, it was

**VOTED:** That the Board of Directors move into executive session for the purpose of discussing confidential personnel matters.

Vote for the motion was unanimous and the board moved into executive session at 9:49 a.m. Staff, with the exception of Mr. Camerino, left the meeting at this time.

The board moved out of executive session at 10:40 a.m.

Upon motion of Mr. French, seconded by Mr. Darcy, the board unanimously voted to recess the meeting at 10:41 a.m.

Chair Mongeon reconvened the meeting at 11:32 a.m. on Thursday, July 23, 2020. All those in attendance prior to the recess rejoined the meeting, with the exception of Mrs. Boisvert.

Mr. Morrill indicated that we are still waiting for information from the state on our CARES application so there are no additional details to be addressed today.

It was agreed to recess the meeting and reconvene at 9 a.m. on Saturday, July 25, 2020.

Chair Mongeon indicated that he would communicate with the board at the end of the day on Friday, July 24, 2020, whether or not information was received from the state on our CARES application. If no information is received on Friday, then the full board will not need to meet on Saturday. Directors Mongeon, Morrill, and Dwyer will join the meeting for the sole purpose of adjourning the meeting.

Mr. Morrill mentioned that there is a need for a Broadband Committee meeting and all member of the Committee agreed to schedule a meeting for Friday, July 24<sup>th</sup> at 2 p.m.

Upon motion of Mr. Darcy, seconded by Mr. Morrill, the board unanimously voted to recess the meeting at 11:43 a.m.

Chair Mongeon reconvened the meeting at 9:02 a.m. on Saturday, July 25, 2020, with Messrs. Mongeon, Darcy, Dwyer, and Morrill and Mrs. Yeaton in attendance.

Chair Mongeon noted that no additional information was received from the state so there is no need to meet today.

## **Adjournment**

Mr. Dwyer moved to adjourn the meeting, which was seconded by Mr. Morrill. Vote for the motion was unanimous and Chair Mongeon adjourned the meeting at 9:02 a.m.

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Brenda Boisvert, Secretary

A TRUE COPY ATTEST:

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Thomas Mongeon, Chair of the Board