

MASSACHUSETTS MUNICIPAL WHOLESALE ELECTRIC COMPANY

BOARD OF DIRECTORS' MEETING

MMWEC VIA GO TO MEETING

REGULAR SESSION

NOVEMBER 4, 2020

MINUTES

A. PROCEDURE

1. Chairman Flynn called the meeting to order at 10:17 a.m. stating that a quorum was present.

Those present:

Directors and Officers:

Chairman Michael Flynn; President Peter Dion; Charmaine White, Gubernatorial Appointee/Director; Directors: Kevin Kelly, Joseph Sollecito, Sean Hamilton, John Driscoll, Charles Orphanos, James Lavelle, Christopher Roy; CEO and Secretary Ronald C. DeCurzio; General Counsel Peter Barry; Executive Director, Energy & Financial Markets and Treasurer Matthew J. Ide;

Members:

Jane Parenteau, Holden Manager; Panos Tokadjian, Hull Manager; Joseph Kowalik, Marblehead Manager; Jonathan Fitch, West Boylston Manager

Others:

Director, Engineering and Generation Assets Brian Quinn; Director of Business Support and Administrative Services Eric Womack; Director of Communications and External Affairs Kate Roy; Director of Financial Reporting and Corporate Technologies Carol Martucci; Budget Manager, Kelly Joyce; Treasury and Financial Services Manager, Maria McCarthy; Chief Emerging Technologies Engineer, Jason Viadero

2. Approval of Agenda

A motion was made by Mr. Hamilton, seconded by Mr. Lavelle and it was unanimously voted to accept the agenda as presented.

3. Approval of September 23, 2020 Regular Session Minutes

A motion was made by Mr. Hamilton, seconded by Mr. Orphanos and it was voted to accept the September 23, 2020 Regular Session Minutes as presented, with Mr. Lavelle abstaining.

4. Approval of October 21, 2020 Regular Session Minutes

A motion was made by Mr. Lavelle, seconded by Mr. Orphanos and it was voted to accept the October 21, 2020 Regular Session Minutes as presented, with Mr. Hamilton abstaining.

B. CURRENT AGENDA

1. Member/Participant Comments

There were no comments.

2. Activities Report

Mr. Fitch recommended removing the statement regarding the Hydro-Quebec deal on page 10 as to whether the energy would qualify under proposed legislation. In addition, Mr. Fitch questioned the statement on page 21 that the REC's will not be eligible for the state's AQ31 filings. Mr. Fitch asked whether DEP had ruled on this. Mr. Ide stated that he would check on whether DEP had issued anything in writing. Mr. DeCurzio stated that MMWEC would modify the statements to make them less declarative and accommodate the uncertainty.

Next, Mr. DeCurzio addressed the decommissioning report on page 2. Initially, MMWEC was quasi-successful in having NextEra keep a portion of the escrow fund in place, but NextEra is planning to release the remaining \$6 million soon. MMWEC has \$12 million in the fund, which will not collect much interest. If NextEra pulls their remaining funds, MMWEC may want to follow suit and reallocate the \$12 million to an escrow account controlled by MMWEC.

Mr. Ide described the FERC press release that was sent out today. The Energy Security Initiative was a proposed market rule that redesigned how revenues for generators occurred, with an incentive to encourage generators to purchase fuel in advance of winter. MMWEC argued against the initiative proposed by ISO-NE, and the "watered-down" version proposed by NEPOOL. MMWEC took the lead in asking FERC to reject both proposals and send them back to NEPOOL and ISO. Late Friday, FERC issued a ruling and agreed with MMWEC completely and rejected both NEPOOL and ISO's proposal. A very important revenue stream would have been eliminated without MMWEC's effective action.

Ms. Roy proposed a fact sheet to all members regarding the shut-off criteria during winter. MMWEC understands that this a sensitive issue to some and does not want to

send anything to anyone who may not want it. Discussion regarding the shut-off moratorium and regulations ensued.

3. 2021 Administrative and General Budget (Vote)

Chairman Flynn read the proposed vote. There was no discussion regarding the proposed budget.

A motion was made by Mr. Hamilton, seconded by Mr. Sollecito and it was unanimously:

(20-43 VOTED): that the Board of Directors accepts the recommendation of the Chief Executive Officer who recommends approval of the 2021 Proposed MMWEC Administrative and General Budget and hereby approves the 2021 A&G Operating Expense Budget in the amount of \$11,130,381 and the Capital Budget of \$143,800 as submitted to and made a part of the permanent records of this meeting, and further authorizes the Chief Executive Officer to carry out the programs and related expenditures included therein, with quarterly presentation of actual to budget financial statements to the Board of Directors; and that the Chief Executive Officer is authorized to take such other action as he deems necessary or advisable to carry out the purpose of the vote within the overall budget amount.

C. EXECUTIVE SESSION

A motion was made by Mr. Hamilton, seconded by Mr. Sollecito, that the MMWEC Board meeting enter Executive Session for the purpose of discussing strategy with respect to discussing commercial or financial information the disclosure of which would adversely affect MMWEC’s ability to conduct business in relation to other suppliers of electric power and energy, under St. 1975, c.775 Section 19(a), and to reconvene the meeting in Open Session upon termination of the Executive Session for the purpose of adjournment. Based on roll call vote as follows:

Driscoll	“aye”
Sollecito	“aye”
Lavelle	“aye”
Orphanos	“aye”
Kelly	“aye”
Hamilton	“aye”
Roy	“aye”
White	“aye”

It was:

(VOTED 20-44): To enter Executive Session pursuant to St. 1975, c. 775 Section 19(a) for the purpose of discussing

strategy and competitively sensitive commercial and financial information that would adversely affect its ability to conduct its business and that upon termination of the Executive Session, the Board Meeting will be reconvened in Regular Session to adjourn the meeting.

The Board entered Executive Session at 10:35 a.m.

The Board meeting reconvened Regular Session at 11:10 a.m.

All business having been concluded, it was moved by Mr. Lavelle, seconded by Mr. Hamilton, and it was unanimously voted to adjourn the Board of Directors' meeting.

Chairman Flynn declared the Regular Session of the Board of Directors' Meeting adjourned at 11:10 a.m.

A TRUE RECORD

ATTEST:

  
Peter H. Barry, General Counsel to MMWEC