

Ashburnham Municipal Light Board

Wednesday, March 20, 2019
24 Williams Road, Conference Room
Ashburnham, MA 01430

Meeting Minutes

Commissioners: Rick Ahlin, Chairman
Mark Carlisle, Vice Chairman
Stephen Hogan, Secretary

AMLP General Manager: Kevin Sullivan

Other Attendees: Brooke Czasnowski, Jim Goulet and Heather Issacs (Goulet, Salvidio & Associates, PC)

Ahlin called the meeting to order at 9:04am with a roll call vote. Hogan present, Carlisle present, Ahlin present.

Ahlin announced all Board meetings are subject to audio and video recording.

Ahlin stated there was a revised agenda and Sullivan presented it to the Board. Carlisle made a motion to accept the revised agenda. Hogan seconded. All in favor. Ahlin aye, Carlisle aye, Hogan aye.

Hogan made a motion to approve the January 17th open session meeting minutes. Carlisle seconded. All in favor. Carlisle aye, Hogan aye and Ahlin aye.

General Manager Items:

Goulet, Savlidio & Associates (GSA): Sullivan thanked GSA for their professionalism and guidance while preparing the audit. Issacs handed out copies of the financial statements and the DPU report. She presented the Internal Control Report and discussed the financials. Issacs noted that one of the prior year comments had been eliminated this year and that the AMLP is on track to remove the remaining comments in 2019. (Goulet and Issacs left at 10:34am).

Battery Storage Project Update: Sullivan presented the Battery Storage Value to the AMLP spreadsheet. He stated that all values for future success are forecasted around hitting our peak. Sullivan said that we are on target to hit our cost avoidance goal for 2019.

Murray Road Annual PV Production Comparison: Sullivan discussed the Murray Road PV comparison chart for 2014-2018. He noted that there have not been any real peaks within the last couple of years. He will be looking to determine if there is a problem with the system degrading or see if there is a possibility that the panels are dirty.

Distributed Generation Ownership: Sullivan spoke about distributed generation ownership within an MLP territory. He stated that according to MGL Chapter 164, Section 47A that no owner of distributed generation (in this case PV) can resell within town lines of any MLP.

AMLP Policy Review and Signature: Sullivan stated that there was a revision to the sick policy originally based on a recommendation from GSA. This will be tabled until next meeting.

EV Purchase and Charging Update: Sullivan informed the Board that a Chevy Bolt was brought to the AMLP and was driven by all employees. He said he is looking to move forward with the purchase. MMWEC is in the process of applying for a grant to help fund a level II charger for the car.

Carlisle discussed an opportunity for a dual charging station. He stated that through the DOER Green Community grant the Town could receive \$7,500 towards the charging station. The Economic Development Commission would like to work with the AMLP to share the remaining cost of the charging station. The Economic Development Commission has agreed to pay 50% of the project after the DOER contribution. Sullivan stated that the AMLP has included in their 2019 budget money to be allocated to charging stations and this money will be used toward the contribution.

PILOT Payment Review: Sullivan discussed the pilot payment to the Town of Ashburnham (Town). The annual sales to the ultimate customer found on page 57 of the DPU report for 2018 was 34,637,563 kWh. That total kWh is multiplied by .002 to calculate the 2019 annual contribution to the Town. Carlisle made a motion for the AMLP to contribute \$69,275.13 as a PILOT to the Town of Ashburnham. Hogan seconded. All in favor. Ahlin aye, Carlisle aye, Hogan aye.

MMWEC Pooled Loan Close Review: Sullivan explained that the pooled loan for the battery storage unit is currently a revolving line of credit and it will be converted to a bond on Friday. Originally the bond purchase was thought to be done publicly, but Bank of America has now decided to buy privately. Sullivan stated that there are three votes from the Board that are needed to move forward with the refinancing of the pooled loan program. The information regarding the change was presented to the Board.

Sullivan read:

CONFIRMATION AND RATIFICATION OF AUTHORIZATION AND AMENDMENT OF
POOLED LOAN PROGRAM LEASE AGREEMENT FOR THE PURPOSES OF
REFINANCING CERTAIN OBLIGATIONS THEREUNDER

WHEREAS, pursuant to its votes taken at the February 21, 2018 meeting of the Ashburnham Municipal Light Plant ("AMLP") Commission ("Commission"), the Commission, among other things:

- 1) approved the Pooled Loan Program Lease Agreement ("PLP Lease Agreement") which had attached to it as part of Appendix B a description of the lease and a schedule of lease payments ("Appendix B"), substantially in the forms presented to the Commission at the February 21, 2018 meeting;
- 2) authorized the General Manager of AMLP to execute and deliver the PLP Lease Agreement, substantially in the form of the PLP Lease Agreement presented to the Commission at the February 21, 2018 meeting; and
- 3) authorized and approved the borrowing of funds by AMLP from MMWEC, from time to time, pursuant to MMWEC's Pooled Loan Program; and

WHEREAS, the General Manager of the AMLP executed the PLP Lease Agreement, effective as of August 29, 2018; and

WHEREAS, AMLP now desires to refinance a portion of its obligation under the PLP Lease Agreement, evidenced by the existing Appendix B to the PLP Lease Agreement; and

WHEREAS, in order to effectuate the refinancing, the existing Attachment 1 to Appendix A, and Appendix B of the PLP must be amended in order to reflect the changes to the principal amount and schedule of payments remaining under the revolving line of credit, and an additional Appendix B-1 must be appended to the PLP Lease Agreement to reflect the refinanced portion of the obligation of AMLP thereunder.

WHEREFORE, it is voted that:

Carlisle made a motion to borrow funds from MMWEC and to repay funds borrowed pursuant to the Pooled Loan Program Lease Agreement:

For purposes of both: (1) St. 1975, c. 775 § 6, which authorizes the Town of the Ashburnham, as a member of MMWEC acting by and through the AMLP by vote of the AMLP Commission, to borrow funds from MMWEC to be repaid by the AMLP pursuant to the Pooled Loan Program; and (2) the Pooled Loan Program processes and requirements contained in the PLP Lease Agreement, the Commission hereby delegates to the General Manager of the AMLP the authority to execute and/or issue any number of changes or additions to the PLP Lease Agreement and/or the

Appendices thereto (including but not limited to any number of changes or additions to Attachment 1 to Appendix A and to Appendix B for lease payments in various amounts), for any number of purposes and at various times, all as contemplated by and pursuant to the PLP Lease Agreement, without the need for further approval or action by the Commission, including but not limited to the Amended Attachment 1 to Appendix A, the Amended Appendix B required to evidence the amount remaining under the revolving line of credit, and the additional Appendix B (“Appendix B-1”), required to evidence the refinancing of the PLP Lease Agreement, substantially in the forms of the Amended Attachment 1 to Appendix A, Amended Appendix B, and Appendix B-1 presented to the Commission at this meeting and made a part of the record of this meeting.

Hogan seconded. All in favor. Carlisle aye, Hogan aye, Ahlin aye.

Hogan made a motion to confirm and ratify the prior votes taken on February 21, 2018:

That the Commission hereby confirms and ratifies the votes taken at its February 21, 2018 Commission meeting with respect to the Pooled Loan Program (“Prior Votes”).

Carlisle seconded. All in favor. Carlisle aye, Hogan aye and Ahlin aye.

Carlisle made a motion that the prior votes and the votes adopted today provide the General Manager with the authority to take any and all actions necessary without the need for further approval:

That the Prior Votes and the votes adopted today provide the authority to the General Manager of the AMLP to execute, accept, deliver or perform obligations for such further documents, or agreements and take any and all further actions, as the General Manager deems reasonably may be required to carry out, give effect to and consummate the PLP Lease Agreement, without the need for further approval or action by the Commission.

Hogan seconded. All in favor. Carlisle aye, Hogan aye, Ahlin aye.

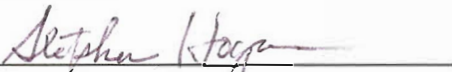
May Meetings: Sullivan informed the Board that the MMWEC Annual Conference is May 1st & 2nd and the MEAM Annual Managers’ meeting is May 16th and 17th. He asked if there is any interest from the Board in attending the meetings.

Donation from AMLP: Sullivan presented copies of the donation letters that were sent to the Ashburnham Food Pantry and to the Good Neighbor Energy Fund.

Certificate in Reliability: Sullivan informed the Board that the AMLP was the recipient of a Certificate of Excellence in Reliability from the American Public Power Association for 2018.

The next meeting for the Board was scheduled for April 17, 2019 at 4:00pm.

Carlisle made a motion to adjourn the meeting. Hogan, seconded. Vote was taken at 12:25pm. All in favor. Carlisle aye, Hogan aye, Ahlin aye.



Stephen Hogan, Secretary