

BERKSHIRE WIND POWER COOPERATIVE CORPORATION
BOARD OF DIRECTORS MEETING

VIA REMOTE PARTICIPATION

OCTOBER 28, 2021
10:00 AM

REGULAR SESSION

MINUTES

1a. CALL TO ORDER

After a roll call of those present on the remote link, Chairman Driscoll declared a quorum present and called the Regular Session of the Berkshire Wind Power Cooperative Corporation Board of Directors Meeting to order at 10:05 AM.

Those present:

BOARD OF DIRECTORS

John Driscoll, Templeton; Peter Dion, Wakefield; (10:45); Jon Blair, Ipswich; Panos Tokadjian, Hull; and Ronald C. DeCurzio, MMWEC.

OTHERS

Brian Quinn, Director, Engineering & Generation Assets; Jason Viadero, Engineering Supervisor; Carol Martucci, Director – Financial Reporting & Corporate Technology; and Matthew Ide, Executive Director – Energy & Financial Markets, all of MMWEC; and Nicholas J. Scobbo, Jr., Clerk and Tammy Kane, Recording Secretary, Ferriter Scobbo & Rodophele, PC.

1b. APPROVAL OF AGENDA

A motion to approve the Agenda was made by DeCurzio and seconded by Blair and because this is a remote participation meeting on the basis of a roll-call vote as follows it was unanimously voted to approve the Agenda as presented.

Blair	“aye”
DeCurzio	“aye”
Driscoll	“aye”
Tokadjian	“aye”

1c. NEW BOARD MEMBER – PANOS TOKADJIAN

Scobbo stated that with the retirement of Sean Hamilton, there was a vacant Director slot to fill. Tokadian expressed interest and he was elected by a majority of Cooperative Members *via* an Action by Consent/Vote. Scobbo stated the Action by Consent will be ratified at the Annual Meeting next month. Driscoll welcomed Tokadian to the Board of Directors.

1d. APPROVAL OF REGULAR SESSION MINUTES OF April 21, 2021

A motion to approve the Regular Session Minutes of April 21, 2021, was made by Blair and seconded by DeCurzio and because this is a remote participation meeting it was unanimously voted on the basis of a roll-call vote as follows to approve the Minutes as presented:

Blair	“aye”
DeCurzio	“aye”
Driscoll	“aye”
Panos	“aye”

1e. ACTIVITIES REPORT - UPDATE

Quinn stated Eversource upgraded the Partridge substation from a 25 MVA substation to 62 MVA. As part of the upgrade, there was no station power for ten (10) days. The Board had instructed MMWEC to see what could be done for the Cooperative about this because as a customer, the Cooperative should not be out of operation. MMWEC relayed those concerns to Eversource and asked Eversource for an alternate power connection. Eversource installed and paid for the Cooperative to connect to the 15E7, 15E4 circuits that would keep the Cooperative's turbines on standby and keep electronics warm. Eversource installed two (2) air breakers and three (3) poles. This was very important to the Cooperative.

Viadero provided Phase 1 and 2 operating data. Phase 1 had a Capacity Factor of 28.40% for September 2021. The summer Capacity Factor, 23.40% was below average for Phase 1. In October the Capacity Factor moved in the right direction. Phase 2 had a Capacity Factor of 12.92% for September 2021. The year as a whole was difficult because of the Eversource outages at Partridge but now the groundwork is set for the future and no major Eversource upgrades are expected over the next ten (10) years or more. One of the reasons for the Partridge upgrade is that solar is in the queue to tie into the Partridge substation. Phase 2 issues will be discussed in Executive Session. Viadero stated there is a problem with a Phase 2 CMS. The tower is receiving false signals causing turbine shutdowns resulting in availability decline. GE is working on component replacement.

Martucci reviewed the Clean Peak RECS. As mentioned at the last meeting, Phase 2 was able to take advantage of these new RECS through the Massachusetts Clean Peak Program. The RECS were recently minted and sold by MMWEC on behalf of the Cooperative resulting in \$412,870.50 for the Cooperative. This money has not been returned to the Participants because of the issue with Turbine HN-9 which will be discussed in Executive Session. There is only a small reserve fund for Phase 2 so it is best to hold this money for unexpected expenses that may not be covered by GE or insurance. Martucci stated Members will be informed of the

Turbine HN-9 issue at the November Annual Meeting. Viadero stated regular Class 1 RECS provide a revenue stream. Phase 2 RECS are not promulgated.

Toakdjian asked Viadero the reason for the Partridge upgrade. Viadero replied Eversource is oversizing the transformer due to increased solar generation in rural areas, i.e., Brimfield and Chester. Quinn stated Partridge was due for an upgrade, there was no concrete foundation. Now there is more of an opportunity for a Phase 3 or any solar developer to run through Partridge.

Scobbo stated the upgrade to 62 MVA at Partridge also has an impact on the SGIA payment. A 25 MVA transformer was used as a denominator in calculating the allocation of costs for the SGIA , if 62 MVA is used as the denominator, then the annual fee decreases.

Toakdjian asked if there is a one-line diagram for Phase 1 and 2. Viadero said yes, he would send same to Toakdjian.

2. EXECUTIVE SESSION

A motion was made by Blair and seconded by Tokadjian for the Board of Directors to enter into Executive Session for purposes of discussing strategy with respect to litigation, the potential purchase, exchange or lease of real property, trade secrets and confidential, corporate-sensitive information where the corporation has determined that disclosure will have an adverse effect on the corporation's ability to conduct its business with respect to competitors, and to reconvene the Board of Directors Meeting into Regular Session at the conclusion of the Executive Session for purposes of adjournment and on the basis of a roll-call vote as follows:

Blair	"aye"
DeCurzio	"aye"
Driscoll	"aye"
Tokadjian	"aye"

The Board of Directors entered Executive Session at 10: 28 AM.

The Regular Session of the Board of Directors meeting reconvened at 11:25 AM.

3. OTHER

There was no other business to discuss.

4. ADJOURNMENT

All business having been concluded, a motion was made by Tokadjian and seconded by Blair to adjourn the Berkshire Wind Power Cooperative Corporation Board of Directors meeting and because this is a remote participation meeting on the basis of a voice vote as follows, the motion was approved.

Blair	"aye"
DeCurzio	"aye"
Dion	"aye"
Driscoll	"aye"
Tokadjian	"aye"

Chairman Driscoll declared the Berkshire Wind Power Cooperative Corporation Board Directors meeting adjourned at 11: 26 AM.

A TRUE RECORD

ATTEST:



Nicholas J. Scobbo, Jr.
Clerk, Berkshire Wind Power Cooperative Corporation