

BERKSHIRE WIND POWER COOPERATIVE CORPORATION

BOARD OF DIRECTORS MEETING

VIA REMOTE PARTICIPATION

AUGUST 29, 2024

10:00 AM

REGULAR SESSION

MINUTES

1. CALL TO ORDER

Chairman Driscoll declared a quorum of the Board of Directors present and called the Regular Session of the Berkshire Wind Power Cooperative Corporation Board of Directors Meeting to order at 10:03 AM.

Those present:

BOARD OF DIRECTORS

Peter Dion, Wakefield; John Driscoll, Templeton; Panos Tokadjian, Hull; and Ronald C. DeCurzio, MMWEC.

MEMBERS

Brooke Czasnowski, Ashburnham; Mark Barakian Boylston; Joseph Kowalik, Marblehead; Tara Rondeau, Paxton; and Jon Fitch, West Boylston in addition to the members of the Board of Directors.

OTHERS

Nicholas J. Scobbo, Jr. Clerk; and Sherry Vaughn, Ferriter Scobbo & Rodophele PC; Jason Viadero, Director, Engineering & Generation Assets, MMWEC.

2. APPROVAL OF AGENDA

A motion to approve the Agenda of the Board of Directors Meeting as presented was made by Tokadjian and seconded by DeCurzio 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.

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

3. APPROVAL OF MINUTES OF PREVIOUS MEETING

a. Joint Membership & Board of Directors Meeting: May 15, 2024 Regular Session – Board portion only

A motion to approve the Board portion only of the Minutes of the Regular Session of the May 15, 2024 Joint Board of Directors and Membership Meeting was made by Tokadjian and seconded by DeCurzio and because this is a remote participation meeting it was unanimously voted to approve the Board portion only of the Minutes of the Regular Session of the May 15, 2024 Joint Board of Directors and Membership Meeting as follows:

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

4. OPERATIONS REPORT

Viadero presented the operations report for Phase 1 and Phase 1.

For Phase 1, Viadero stated that, looking at statistics year over year, there has been a decline due mostly to delays in acquiring parts. Viadero stated that one of the towers has been down since April, awaiting a yaw drive. Viadero stated that the yaw drive was due in the beginning of September, but has been pushed back a couple of times. Viadero stated that currently only 7 of

the 10 Phase 1 towers are available and 2 of the available 7 have been off-line for blade patching. Viadero said that, typically, Sky Stacks inspects every Spring and O'Connor or Upwind come in physically to make repairs necessary from the inspection. Viadero stated that blade repair is a slow process and will probably go through 2nd week of September. Viadero stated that GE parts support through the renewable energy store has been problematic and has been a detriment to availability.

For Phase 2, Viadero stated that the August numbers were lower than typical generation because of parts issues. Viadero said that BWPCC has been waiting for 3 weeks for GE parts. Viadero said that, in general, the tracking has been in line with production. Viadero stated that some inventory supply was purchased after construction that GE is still supporting, but GE is not maintaining an inventory for a lot of parts. Viadero stated that MMWEC/BWPCC is working to acquire inventory in a strategic way to mitigate supply chain issues with GE.

Dion asked how BWPCC will get parts in the next 10 years. Viadero stated that for some of the existing parts, GE has offered new or upgraded parts, but a lot are not a direct fit. Viadero stated that, when there is no direct fit, some reverse engineering must be done. Viadero also stated that GE is giving some support and there is some support from the aftermarket. Viadero stated that the other alternative is to upgrade or re-power components within turbine itself.

DeCurzio asked if GE is supporting new parts and for what period of time. Viadero stated that he was not sure if it was a function of GE's planned obsolescence or minimizing parts and inventory to limit amount of cash on parts. Viadero stated that, as a company, GE is very cost conscious and risk conscious and that some of the way GE operated previously is not the way it is currently operating.

Tokadjian stated that Hull is having the same problem with Vestas. Tokadjian stated that once the turbine hits a certain age, there is no longer money in it. Tokadjian stated that he thinks it is across the board for all manufacturers.

Kowalik asked if there are any support obligations in original purchase agreement for over the economic life cycle. Scobbo stated that within the agreement itself there was a 1 or 2 year warranty period. Scobbo stated that the way GE operates is that they turn you over to their operating group and then want you to enter into new contract for maintenance. Scobbo stated that MMWEC might have entered into new maintenance contract (he doesn't recall), but GE's model has not changed; GE wants you to enter into new maintenance contract with them and its very expensive.

DeCurzio stated that BWPCC did purchase some spare parts. Viadero said that a lot of the parts were consumables because it did not make economic sense to have other parts just sitting on the shelf.

Dion asked who the big players in the market are now and are they longer than GE in terms of success. DeCurzio said that part of the reason BWPCC went with GE was because GE had the turbines at the time. Viadero stated that it is a changing landscape and that now there are Siemens/Gamesa (which merged), followed by Vestas and GE. Viadero stated that Siemens/Gamesa does not have a big presence in U.S.

In response to question by DeCurzio, Fitch stated he used Furhlander in Princeton.

Scobbo stated that initially BWPCC was going to go with Siemens for Phase 2, but Siemens pulled out because only 2 turbines and had a better deal elsewhere. BWPCC went with GE because individual at GE who was involved with Phase 1 helped with Phase 2.

Dion stated that BWPCC should start looking now for the future and replacement. Fitch states that when smaller stuff is phased out, we'll have to go up. Dion stated that we should be thinking now about a long-term strategy to replace the turbines when we can no longer repair.

Tokadjian asked what the long-term plan is for the area. DeCurzio stated that a lot will come into better focus once we know whether there are no replacement parts what happens with bigger turbines and what happens with off-shore wind. DeCurzio said that it might be a different project and if current project participants want to get out, that might be a consideration.

Tokadjian stated that no one makes the smaller turbines anymore. In the long-term, Tokadjian stated that he does not see re-powering making any financial sense.

DeCurzio suggested putting line item in budget during November meeting for future study.

Dion stated that the other side of Panos' argument is the push to go green and if part of portfolio is to have wind, may make sense.

There was discussion of Maine Class 2 RECs among Tokadjian, DeCurzio and Kowalik.

Kowalik asked how many other on-shore wind turbines are in New England right now. Viadero went over a number of turbines that MMWEC has been reviewing. Kowalik stated that it would be a good idea to get more information about on-shore wind turbines in New England.

Kowalik asked what impacts there would be from installing more turbines. Driscoll discussed town regulations and other local issues. Dion mentioned the off-take. Viadero stated that the limit is 556. Dion stated that the substation is o.k. but the lines going to the substation would need to be upgraded. Driscoll stated that at the time BWPCC wanted 795, but 556 was the highest construction standard at the time. Driscoll stated that for a Phase 3, we would probably have to deal with National Grid and if the current circuit is 13.8, would need two circuits.

Viadero stated that there is a lot that needs more discussion regarding both Phase 1 and Phase 2 and at the time of next Board meeting will probably have more information. Kowalik stated that from dollar/kwh perspective it is not a pretty picture and that it seemed that we are in a pretty dire spot right now without a real solution to say we are near the end of this. Driscoll stated that we will have to collect an enormous amount of data to secure participation in a Phase 3. Driscoll stated that even though there is a mandate to maintain green, some people will hit a financial limit. Driscoll stated that if there is a Phase 3 in the future, hopefully there will be a lot of good preparation work so that members are not disappointed 5-7 years down the line.

5. OTHER

There was no other business.

6. EXECUTIVE SESSION

A motion was made by Dion and seconded by Driscoll to enter into Executive Session for purposes of discussing 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, to discuss strategy with respect to litigation 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:

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

The Board of Directors Meeting entered Executive Session at 10:39 AM.

The Board of Directors Meeting re-entered Regular Session at 11:18 AM.

7. ADJOURNMENT

All business having been concluded, a motion was made by Tokadjian and seconded by DeCurzio to adjourn the Berkshire Wind Power Cooperative Corporation Joint Membership and Board of Directors meeting and it was unanimously voted by all present to adjourn the Board Meeting.

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

Chairman Driscoll declared the Berkshire Wind Power Cooperative Corporation Board Directors meeting adjourned at 11:18 AM.

A TRUE RECORD

ATTEST:



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