

BERKSHIRE WIND POWER COOPERATIVE CORPORATION

MEMBERSHIP MEETING

VIA REMOTE PARTICIPATION

**OCTOBER 3, 2025
10:00 AM**

REGULAR SESSION

MINUTES

1. CALL TO ORDER

Chairman Driscoll declared a quorum of the Members present and called the Regular Session of the Berkshire Wind Power Cooperative Corporation Membership Meeting to order at 10:09 AM.

Those present:

BOARD OF DIRECTORS

Peter Dion, Wakefield; John Driscoll, Templeton; Barry Tupper, Holden; Tom Barry, MMWEC

MEMBERS

Mark Barakian, Boylston; Daniel Faille, Chicopee; Michael Schmitt, Hull; Christopher Roy, Shrewsbury; Matt Stelmach, Sterling; 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 Membership Meeting as presented was made by Tupper and seconded by Barakian 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 and augmented.

Barry	"aye"
Barakian	"aye"
Dion	"aye"
Driscoll	"aye"
Faille	"aye"
Roy	"aye"
Stelmach	"aye"
Schmitt	"aye"
Tupper	"aye"

3. REGULAR SESSION

a. Approval of Minutes of prior meeting: - Joint Membership & Board of Directors Meeting: November 15, 2024 Regular Session – Membership Portion Only

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

Barry	"aye"
Barakian	"aye"
Dion	"aye"
Driscoll	"aye"
Faille	"aye"
Roy	"aye"
Stelmach	"aye"
Schmitt	"aye"
Tupper	"aye"

b. Election of Director

Driscoll stated that the vacancy on the Berkshire Cooperative Board was created by the retirement of Panos Tokadjian. The replacement will serve for the remainder of Panos Tokadjian's three-year term, which commenced on November 15, 2024.

Driscoll stated that, other than the Board member from MMWEC, members of the Board are elected by the Berkshire Cooperative Membership.

Driscoll said that in response to his earlier inquiry, three Berkshire Cooperative Member Managers expressed an interest in filling the vacancy.

To facilitate the process and in accordance with Article III, §1(c) and §2 of the Cooperative's By-Laws, the following three Member Managers' names were placed on a ballot:

Brooke Czasnowski, Ashburnham Municipal Light Plant

Daniel Faille, Chicopee Electric Light Department

Matthew Stelmach, Sterling Municipal Light Department

Driscoll considered these individuals as being nominated. Driscoll requested a motion for any additional nominations. Hearing no motion, Driscoll requested a motion to close nominations

A motion to close the nominations was made by Tupper and seconded by Dion and because this is a remote participation meeting it was unanimously voted to close the nominations for the election of a director as follows:

Barakian	"aye"
Dion	"aye"
Driscoll	"aye"
Faille	"aye"
Roy	"aye"
Stelmach	"aye"
Schmitt	"aye"
Tupper	"aye"

Driscoll declared the nominations closed and asked Scobbo to report on the number of written ballots he received as Clerk. Scobbo reported that seven (7) written ballots were received.

Scobbo explained the process to vote per nominated candidate, with the candidate who receives the majority of the votes being elected as the new director. Scobbo said that the written ballots would be accounted for so as to avoid duplication of votes.

Driscoll then went through each of the three nominated candidates, asking the members to vote by saying "aye" and raising their hands.

Driscoll asked that all of those in favor of **Brooke Czasnowski** to please say “aye” and raise their hand. Czasnowski received a total of 5 votes , all written ballots

Driscoll asked that all of those in favor of **Dan Faille** to please say “aye” and raise their hand. Faille received a total of 2 votes, including 1 written ballot.

Driscoll asked that all of those in favor of **Matt Stelmach** to please say “aye” and raise their hand. Stelmach received a total of 1 vote, which was 1 written ballot Scobbo declared that the individual with the majority of votes and next Board Member is Brooke Czasnowski and that she will replace Panos Tokadjian for the remainder of his term.

c. Operations/Status – Phase 1 and Phase 2

Jason Viadero presented the Berkshire Wind Phase 1 &2 2025 Summary.

For Phase 1: Viadero said that year-to-date for 2025, the Availability Factor was approximately 50%, the Capacity Factor was approximately 20% and production was 17,934.94 MWH.

Viadero said that there were significant issues relating to the age of the towers and towers 1 and 2 both had the same issue of yaw motor failure. The planetary gearbox on the drive of two motors failed and needed replacing on both towers Because of the size of the yaw motor (over 500lbs), a crane had to be mobilized for the replacements. This resulted in down time for both towers.

Viadero said that this was the most significant work on the site for Phase 1 and expectations are better going into the fall. Viadero said that the Maintenance & Remote Operations Agreement with GE has been executed, which will provide critical engineering support. Viadero noted that the Cooperative has struggled with GE because GE has changed dramatically as a company since the wind project was first constructed. The present entity is known as GE Vernova.

Viadero said that turbines 6 & 7 hopefully will be brought back on-line today and that work is being done to get all turbines up and running for the high wind season, which begins next month

Barakian asked about the status of spare parts. Viadero responded that, for smaller spare parts, which fail more frequently, there is a good supply. Viadero said that there is less stock of larger parts, which do not fail frequently (such as the yaw motors). Viadero said that having two yaw motors fail in one year is indicative of the age of the turbines.

Tupper asked about the lifespan of the turbines.

Viadero responded that his understanding is that the expected lifespan is 25 years, which could run from manufacture or operation. The turbines were manufactured in 2009, but placed into service in 2011.

Dion indicated that the in-service date applied.

For Phase 2, Viadero said it was a good year: year-to-date for 2025, the Availability Factor was approximately 99%, the Capacity Factor was approximately 45% and production was 13,223.20 MWH.

Viadero stated that, barring any significant event or icing, Phase 2 is expected to continue to have a good year. The Phase 2 towers are significantly younger, a newer style, which utilizes the ESS platform and is readily supported. Viadero said that there had been no significant events so far this year for Phase 2.

No questions were asked about Phase 2.

4. EXECUTIVE SESSION

A motion was made by Tupper and seconded by Dion to enter into Executive Session for purposes of discussing trade secrets and confidential, cooperative -sensitive information where the cooperative has determined that disclosure will have an adverse effect on its ability to conduct its business with respect to competitors, to discuss strategy with respect to litigation and to reconvene the Membership 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:

Barry	"aye"
Barakian	"aye"
Dion	"aye"
Driscoll	"aye"
Faille	"aye"
Roy	"aye"
Stelmach	"aye"
Schmitt	"aye"
Tupper	"aye"

The Membership Meeting entered Executive Session at 10:27 AM.

The Membership Meeting re-entered Regular Session at 10:28 AM.

5. OTHER

There was no other business.

6. ADJOURNMENT

All business having been concluded, a motion was made by Tupper and seconded by Dion to adjourn the Berkshire Wind Power Cooperative Corporation Membership Meeting and it was unanimously voted by all present to adjourn the Membership Meeting.

Barry	"aye"
Barakian	"aye"
Dion	"aye"
Driscoll	"aye"
Faille	"aye"
Roy	"aye"
Stelmach	"aye"
Schmitt	"aye"
Tupper	"aye"

Chairman Driscoll declared the Berkshire Wind Power Cooperative Corporation Membership Meeting adjourned at 10:28 AM.

A TRUE RECORD

ATTEST:



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