

**Reading Municipal Light Board of Commissioners**  
**Executive Session**  
**230 Ash Street**  
**Reading, MA 01867**  
**May 26, 2010**

**Start Time of Executive Session: 7:05 p.m.**

**End Time of Executive Session: 7:50 p.m.**

**Commissioners:**

**Mary Ellen O'Neill, Chairman**

**Robert Soli**

**Phil Pacino, Secretary**

**Gina Snyder**

**Attendees:**

**Vincent Cameron, General Manager**

**Jane Parenteau, Energy Services Manager**

**Rob Miller, Romarke, Insurance Consultant**

**(Phone in)**

**Beth-Ellen Antonio, Human Resources Manager**

**Diedre Lawrence, Esquire, Rubin & Rudman**

**Approval of Minutes of April 28, 2010 Executive Board Meeting**

Mr. Pacino made a motion seconded by Ms. Snyder to approve the Executive Session meeting minutes April 28, 2010 with changes as accepted.

**Motion carried 4:0:0.**

**Indemnification and Risk Assessment**

Mr. Cameron opened the meeting by stating that the Board had concerns about the Other Post Employment Benefits (OPEB) Trust Fund and indemnification of the Board in the event that the fund performed badly. Mr. Cameron explained that he had Diedre Lawrence from Rubin and Rudman and Rob Miller, RMLD's insurance consultant from Romarke Insurance, to discuss this issue.

Mr. Miller said that the RMLD has two insurance policies, Fiduciary and Employee Benefit Liability as well as Public Officials and Employees Liability insurance. The question the Board is asking is whether they are covered for bad performance of investments made under the OPEB. Mr. Miller explained the coverage for each policy.

Discussion followed.

Ms. Lawrence explained some of the reasons why the RMLD is insulated from a law suit however, did say that they could be sued. Ms. Lawrence then discussed the Massachusetts Tort Claim Act.

Discussion followed.

Mr. Pacino stated that he would like the RMLD examine the Pension Trust and look into indemnification for the Board members. Mr. Pacino wants to be able to hire his own attorney in the event he is sued as a Board Member. Mr. Cameron said that he would have Rubin Rudman look into this. Mr. Cameron also said that he would have Ms. Lawrence look at the RMLD's Pension Trust and determine what changes are necessary.

**Power Supply**

Ms. Parenteau stated that it was time for the RMLD to go out for bid for power supply. Prices in the natural gas market are attractive now.

Discussion followed.

Mr. Pacino made a motion seconded by Ms. Snyder that the RMLD Board of Commissioners authorize the General Manager to execute one or more Power Supply Agreements in accordance with the RMLD's Strategic Power Supply Plan for power supply purchases for a period not to exceed 2011 through 2014 and in amounts not to exceed 20.375 MW in 2011, 20.700 MW in 2012, 18.300 MW in 2013, and 18.875 MW in 2014.

**Motion carried 4:0:0.**

**Union Negotiations Update**

Mr. Cameron updated the Board that the Professional Unit ratified their contract and it needs to be signed by the Board. Chairman O'Neill asked if there were any major changes since the last meeting. Ms. Antonio responded that the contract was for 0%, 3%, 3% and the same as the other two contracts which settled earlier in the year.

Mr. Soli made a motion seconded by Ms. Snyder to approve the contract.

**Motion carried 4:0:0.**

**Motion to Adjourn**

At 7:50 p.m. Mr. Pacino made a motion seconded by Ms. Snyder that the Board return to Regular Session.

**Motion carried 4:0:0.**

**Chairman O'Neill called for a poll of the vote:**

Mr. Pacino, Aye; Chairman. O'Neill, Aye; Mr. Soli, Aye; and Ms. Snyder; Aye.

A true copy of the RMLD Board of Commissioners minutes as approved by a majority of the Commission.

Philip B. Pacino, Secretary  
RMLD Board of Commissioners