



RMILD

**READING MUNICIPAL
LIGHT DEPARTMENT**

**BOARD OF COMMISSIONERS
REGULAR SESSION MEETING**

WEDNESDAY APRIL 17, 2024



Town of Reading Meeting Posting with Agenda

Board - Committee - Commission - Council:

RMLD Board of Commissioners

Date: 2024-04-17

Time: 6:30 PM

Building: Reading Municipal Light Building

Location: Winfred Spurr Audio Visual Room

Address: 230 Ash Street

Agenda:

Purpose: General Business

Meeting Called By: David Talbot, Chair

Notices and agendas are to be posted 48 hours in advance of the meetings excluding Saturdays, Sundays and Legal Holidays. Please keep in mind the Town Clerk's hours of operation and make necessary arrangements to be sure your posting is made in an adequate amount of time. A listing of topics that the chair reasonably anticipates will be discussed at the meeting must be on the agenda.

All Meeting Postings must be submitted in typed format; handwritten notices will not be accepted.

Topics of Discussion:

ON MARCH 29, 2023, GOVERNOR HEALEY SIGNED INTO LAW A SUPPLEMENTAL BUDGET BILL WHICH, AMONG OTHER THINGS, EXTENDS THE TEMPORARY PROVISIONS PERTAINING TO THE OPEN MEETING LAW TO MARCH 31, 2025.

FOR REMOTE AND/OR PUBLIC PARTICIPATION

Please email rmldevents@RMLD.com. Please include your full name, address, and phone number. Comments and questions will be monitored during the meeting.

This meeting will be held in person, remotely on zoom, and streamed live on RCTV and YouTube: <https://www.youtube.com/c/RCTVStudios/videos?view=57>.

Join Zoom Meeting

<https://rmld.zoom.us/j/88131593814?from=addon>

Meeting ID: 881 3159 3814

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Town of Reading Meeting Posting with Agenda

1. Call Meeting to Order – D. Talbot, Chair

Code of Conduct: The RMLD Board of Commissioners recognizes the importance of hearing public comment, at the discretion of the Chair, on items on the official agenda. Once recognized by the Chair, all persons addressing the Board shall state their name and address prior to speaking. It the role of the Chair to maintain order in all public comment or ensuing discussion.

2. Public Comment – D. Talbot, Chair

- Citizens' Advisory Board
- Liaisons to the RMLD Board
- Public Comment

3. Approval of Board of Commissioners Meeting Minutes (attachment 1) – D. Talbot, Chair

Suggested Motion: Move that the RMLD Board of Commissioners approve the December 13, 2023, open session meeting minutes, as presented, on the recommendation of the General Manager and the Board Secretary.

4. Legislative Update (attachment 2) - Vincent J. Ragucci, Chief Strategy Officer, Energy New England

5. Ash Street Campus Update (attachment 3) and discussion of MOU and RMLD partial contribution for conceptual design services - G. Phipps, General Manager

6. In-Territory Generation Carbon Project Summary and Next Steps (attachment 4) - G. Phipps, General Manager

7. CY24 Capital Budget Increase – Security Upgrades (attachment 5) – G. Phipps, General Manager

Suggested Motion: Move that the Board of Commissioners, on the recommendation of the General Manager and contingent on the recommendation of the Citizens' Advisory Board, approve a \$135,000 increase to the 2024 capital budget of \$650,000 (project 119 on page 37 of the 2024 capital budget) for the purchase of Security and Access Control System Upgrades for substations and Ash Street campus.

8. Procurement Requests for Board Approval (attachment 6) - G. Phipps, General Manager

IFB 2024-02 – Office Renovations including supporting work of other Trades

Suggested Motion: Move that IFB 2024-02 for Office Renovations including supporting work of other Trades be awarded to: Page Building Construction Company, Inc., for \$253,234.00, pursuant to M.G.L., c. 149 §§ 44A through 44H as amended, as the lowest responsible and eligible bidder, on the recommendation of the General Manager.

IFB 2024-03 - Video Surveillance and Access Control System Project

Suggested Motion: Move that IFB 2024-03 for Video Surveillance and Access Control System Project be awarded to: Signet Electronic Systems, LLC, for \$782,888.00, pursuant to M.G.L., c. 149 §§ 44A through 44H as amended, as the lowest responsible and eligible bidder, on the recommendation of the General Manager.



Town of Reading Meeting Posting with Agenda

RFQ 2024-24 – One (1) Electric Vehicle DC Fast Charger (DCFC)

Suggested Motion: Move that RFQ 2024-24 for one (1) Electric Vehicle DC Fast Charger (DCFC) be awarded to: Voltrek, LLC, in the amount of \$104,827, pursuant to M.G.L. c. 30B, § 22 as the lowest responsible vendor, on the recommendation of the General Manager.

- 9. Policy Review (attachment 7) – G. Phipps, General Manager

Policy 13: Facility and Property Use

Suggested Motion: Move that the RMLD Board of Commissioners approve Policy 13: Facility and Property Use (Revision 8), as presented, on the recommendation of the General Manager.

Policy 19: Board of Commissioners

Suggested Motion: Move that the RMLD Board of Commissioners approve Policy 19: Board of Commissioners (Revision 16), as presented, on the recommendation of the General Manager.

Policy 32: Public Comment Policy

Suggested Motion: Move that the RMLD Board of Commissioners adopt Policy 32: Public Comment (Revision 0), as presented, on the recommendation of the General Manager.

- 10. General Manager’s Report (attachment 8) – G. Phipps, General Manager
- 11. Board Committees Discussion and potential formation of Board Committees (attachment 9) – D. Talbot, Chair
- 12. Adopting RMLD website as the official notice posting location (attachment 10) – D. Talbot, Chair

Suggested Motion: Move that the Board of Commissioners, in recognition that RMLD is defined as a Regional Public Body under 940 CMR 29.00 and the Massachusetts Open Meeting Law, M.G.L c.30A, post meeting notices and associated documents on the RMLD website and arrange for the websites of the four Towns in the RMLD service territory to provide directions to the RMLD website for such notices, effective May 1, 2024.

- 13. Scheduling – D. Talbot, Chair

BOARD OF COMMISSIONERS MEETING SCHEDULE

| Date | Time | Location | CAB Coverage |
|--------------------------|-------------|-----------------|---------------------|
| Wednesday April 17, 2024 | 6:30 PM | RMLD AV Room | |
| Thursday May 23, 2024 | 7:30 PM | RMLD AV Room | Kelley |
| Thursday June 20, 2024 | 7:30 PM | RMLD AV Room | Soni |

CITIZENS' ADVISORY BOARD MEETING SCHEDULE

| Date | Time | Location | BoC Coverage |
|-------------|-------------|-----------------|---------------------|
|-------------|-------------|-----------------|---------------------|

This Agenda has been prepared in advance and represents a listing of topics that the chair reasonably anticipates will be discussed at the meeting. However the agenda does not necessarily include all matters which may be taken up at this meeting.



Town of Reading Meeting Posting with Agenda

| | | | |
|-------------------------|---------|--------------|---------|
| Thursday April 18, 2024 | 6:30 PM | RMLD AV Room | Talbot |
| Thursday May 23, 2024 | 5:30 PM | RMLD AV Room | Coulter |
| Thursday June 20, 2024 | 5:30 PM | RMLD AV Room | Pacino |

2024 WARRANT SCHEDULE

| | AP | PAYROLL | CAB Coverage |
|------------------|------------|------------|--------------|
| April | Talbot | Daskalakis | Coulter |
| May | Pacino | Porter | Talbot |
| June | Daskalakis | Coulter | Pacino |
| July | Porter | Talbot | Daskalakis |
| August | Coulter | Pacino | Porter |
| September | Talbot | Daskalakis | Coulter |
| October | Pacino | Porter | Talbot |
| November | Daskalakis | Coulter | Pacino |
| December | Porter | Talbot | Daskalakis |

14. Adjournment – D. Talbot, Chair

Suggested Motion: Move that the Board of Commissioners adjourn regular session.

Note: Roll call vote required.

BOARD MATERIALS AVAILABLE BUT NOT DISCUSSED

Accounts Payable / Payroll Questions through April 8, 2024

Surplus and Scrap Material Report March 2024

January 2024 P&L

ATTACHMENT 1
APPROVAL OF MEETING MINUTES



Town of Reading Meeting Minutes

Board - Committee - Commission - Council:

RMLD Board of Commissioners

Date: 2023-12-13

Time: 7:15 PM

Building: Reading Municipal Light Building

Location: Winfred Spurr Audio Visual Room

Address: 230 Ash Street

Session: Open Session

Purpose: General Business

Version: Draft

Attendees: **Members - Present:**

Philip Pacino, Chair; David Talbot, Vice Chair; Robert Coulter, Commissioner; Marlena Bitá, Commissioner; Pamela Daskalakis, Commissioner.

Members - Not Present:

Others Present:

RMLD Staff: Gregory Phipps, General Manager; Erica Morse, Executive Assistant; John Pelletier, Director of Information Technology; Bill Bullock, Director of Integrated Resources.

Citizens' Advisory Board Rep: Vivek Soni

Public: Mary Ellen O'Neill, 125 Summer Ave, Reading MA

Minutes Respectfully Submitted By: Philip Pacino, Secretary Pro Tem

Topics of Discussion:

Call Meeting to Order

Chair Pacino called the RMLD Board of Commissioner's (BoC) meeting to order at 7:15 PM and announced that the meeting would be held in person, remotely on Zoom, and will be streamed live on RCTV and YouTube.

Opening Remarks and Introductions

Chair Pacino read the RMLD BoC Code of Conduct and asked all remote attendees to identify themselves.

Vice Chair Talbot attended the meeting remotely.

Vice Chair Talbot entered the meeting at 8:15 PM and left at 9:03 PM.

Public Comment

Citizens' Advisory Board (CAB)

Mr. Soni made a public comment on behalf of the CAB.

IT Capabilities and Executive Session

Mr. Soni reported that the CAB requested an executive session meeting, tentatively scheduled for March, to discuss IT capabilities, concerns, and progress in a confidential setting.

Emissions/Efficiency Analysis Request

Mr. Soni mentioned his request for RMLD to conduct an emissions/efficiency analysis to understand the importance of RMLD's scope 1, 2, and 3 emissions, in line with state guidelines. This request aims to have RMLD report on its carbon footprint starting in 2024, aligning with the practices of other utilities.

Mr. Phipps confirmed the initiation of steps to report not only on non-carbon compliance, but also on greenhouse gas emissions on a quarterly basis, eventually moving to a monthly report in 2024.

Policy 30 Updates

Mr. Soni noted the CAB's recommendation for specific language to be inserted in Policy 30 regarding fuel cells, reflecting RMLD's innovative approaches towards on-site energy generation.

Mr. Phipps acknowledged this, stating that additional sections had been added to the draft of Policy 30. A red-lined version of the document, including these updates, will be shared with the Board.

BoC Liaisons

There was no comment from the BoC Liaisons at this meeting.

Public Comment

Mary Ellen O'Neill, former Commissioner and Reading Resident (125 Summer Ave) made a public comment.

Funding for Heat Pumps and Energy Efficiency

Ms. O'Neill highlighted the lack of eligibility for oil customers in the RMLD territory for MassSave programs.

Ms. O'Neill cited an example of a neighbor who received a \$20K interest-free loan from MassSave for a heat pump installation and referenced a pilot program in Ipswich focusing on replacing oil furnaces with electric heat pump systems.

Ms. O'Neill suggested that RMLD could explore similar programs or initiatives to support energy efficiency, especially for oil customers, noting RMLD's robust financial position as a potential source for funding such programs.

Tree Cutting and Health Concerns

Ms. O'Neill expressed concerns over the increased span of tree cutting since RMLD's contract with Mayer Tree and its impact on tree health, especially in Reading.

Ms. O'Neill highlighted the detrimental effects of continuous development and tree removal on local tree populations.

Ms. O'Neill urged the BoC to consider compensatory actions for the additional damage to street trees due to the new trimming parameters. Ms. O'Neill sought assurances or plans to mitigate these impacts.

Policy 30 and Renewable Energy Certificates (RECs)

Ms. O'Neill shared her impressions of the draft on Policy 30, critiquing its tone and approach towards the management and sale of certificates.

Ms. O'Neill noted that she perceived the policy's tone as minimally compliant rather than proactive in addressing renewable energy and environmental sustainability.

Ms. O'Neill advocated against selling certificates, arguing that it allows corporations to avoid direct responsibility for reducing carbon footprints.

Ms. O'Neill emphasized the importance of BoC oversight in decisions related to certificate sales and energy supply contracts.

Tree Management Concerns – Chair Pacino

Later in the meeting Chair Pacino recalled Mary Ellen O'Neill's comment on trees and an organization she recommended for managing tree-related concerns. Chair Pacino asked if there was any follow-up or additional information regarding this suggestion.

Mr. Phipps highlighted the extensive research conducted on tree management within the context of RMLD's responsibilities.

Mr. Phipps emphasized the primary goal of providing reliable, low-cost, non-carbon energy and how tree trimming plays a crucial role in achieving this, especially in mitigating power outages caused by storm-related tree damage.

Mr. Phipps noted that the frequency of outages due to trees in Reading is significantly higher compared to other areas serviced by RMLD. According to Mr. Phipps this is partly due to the challenges faced in coordination with the tree warden which sometimes hinder timely tree trimming activities.

Mr. Phipps detailed the tree trimming program aimed at managing growth to prevent outages during storms.

Mr. Phipps acknowledged the importance of trees and expressed respect for their role in the environment.

Mr. Phipps mentioned that RMLD allocates budgetary resources for a tree planting program to replace trees, with the goal of maintaining a balance between necessary tree trimming for utility safety and conservation efforts.

Report on the Citizens' Advisory Board Meeting

Commissioner Daskalakis noted that Mr. Soni's update was comprehensive and that there were great discussions relative to the IT update, certificates, and Policy 30.

Approval of Board of Commissioner's Meeting Minutes

Materials: Draft Meeting Minutes (BoC Packet, attachment 1)

The minutes were approved as presented.

Commissioner Daskalakis made a **motion**, seconded by Commissioner Bitz that the RMLD Board of Commissioners approve the July 20, 2023, and September 15, 2023, open session meeting minutes, as presented, on the recommendation of the General Manager and the Board Secretary. **Motion Carried: 4:0:1** (4 in favor, 0 against, 1 absent) Roll Call Vote: Chair Pacino, Aye; Commissioner Coulter, Aye; Commissioner Bitz, Aye; Commissioner Daskalakis, Aye (*Vice Chair Talbot was absent at this point in the meeting*).

Information Technology (IT) Report

Materials: Information Technology Presentation (BoC Packet, attachment 2)

Mr. Pelletier presented an IT report to the BoC.

Agenda (slide 2)

Mr. Pelletier outlined the agenda which covers a range of topics aimed at enhancing cybersecurity and system performance within RMLD.

IT and OT Network Modernization (slide 3)

Mr. Pelletier discussed the progress of IT and OT (Operational Technology) network modernization within the organization and highlighted key project achievements.

Core Switch Upgrades

Mr. Pelletier reported that all planned upgrades to core switches were completed, enhancing the network's backbone.

Data Switches in Substations

Mr. Pelletier mentioned that new data switches have been installed in substations to improve data handling and connectivity.

Fiber Optic

Mr. Pelletier highlighted a significant increase in fiber optic throughput to substations, improving overall network performance and reliability.

IT OT Clarification

Mr. Pelletier clarified that OT (Operational Technology) involves generation, distribution and switching systems. OT is different from IT systems which includes components such as Office 365 applications in IT systems.

Mr. Pelletier emphasized the importance of continuous system management and improvement to ensure system integrity and performance.

Mr. Pelletier noted that ongoing efforts include keeping software code levels updated, adhering to patch best practices, and replacing equipment that has reached the end of its useful life.

Virtualized Environment Upgrades (slide 4)

Mr. Pelletier discussed RMLD's efforts in enhancing its virtualized document handling and disaster recovery capabilities at the Ash Street and the Medford locations. The aim is to improve document management and access

Mr. Pelletier emphasized RMLD's ongoing commitment to keeping its equipment and technology up to date and operating at the highest standards.

Disaster Recovery Capabilities

Mr. Pelletier noted that part of the virtualization effort includes enhancing disaster recovery capabilities, with backup servers located at the Medford site for redundancy and resilience.

Upgrades Completed

Mr. Pelletier mentioned that upgrades have been successfully completed across storage systems and software at both locations. These upgrades brought the systems up to the latest code levels and storage capacities, ensuring that RMLD benefits from the latest advancements in technology.

Upgrade of Business Operations Application Suite (slide 5)

Cogsdale Application Upgrade

Mr. Pelletier reported that RMLD has successfully upgraded the Cogsdale application, which is fundamental to the business's operations; including billing, customer service, financial applications, and purchasing.

Mr. Pelletier explained that the upgrade was significant due to its wide-ranging impact on critical business operations. It required substantial planning, collaboration among teams, and meticulous execution.

Execution Strategy and Challenges

Mr. Pelletier reported that the team ensured the system was updated efficiently, with minimal disruption to its services.

A key challenge in the upgrade process was the need to minimize downtime, given Cogsdale's role in handling essential services like meter readings and billing. Extended downtime would be unacceptable as the business operations depend heavily on the continuous availability of Cogsdale.

Scada Systems Upgrades (slide 6)

Mr. Pelletier discussed the upgrades and maintenance of the SCADA (Supervisory Control and Data Acquisition) system.

SCADA System Role

Mr. Pelletier explained that the SCADA System plays a critical role in the organization's network infrastructure control and switching operations.

Mr. Pelletier emphasized that the system is essential for the operational efficiency of the organization.

Upgrades Implemented

Mr. Pelletier highlighted the comprehensive upgrades that were carried out across the SCADA system, including application updates, enhancements to physical servers, and the implementation of the latest security patches. These updates are crucial for maintaining system integrity and functionality.

Security Considerations

Mr. Pelletier noted that despite the SCADA system not being publicly accessible, it is still vital to ensure its security through regular updates. The maintenance process involves a two-step approach that is necessary for protecting the system against potential vulnerabilities.

Ongoing commitment to Employee Cybersecurity Awareness training (slide 7)

Importance of Cybersecurity Training

Mr. Pelletier discussed the critical importance of employee cybersecurity training as an ongoing effort to safeguard RMLD and its employees against cyber threats.

Training Frequency and Content

Mr. Pelletier noted that the training is conducted quarterly with varied content to prevent repetition and ensure engagement.

Mr. Pelletier mentioned that training includes phishing awareness and general security tips.

In response to a query from Commissioner Bitá, Mr. Pelletier noted that training includes practical exercises like identifying phishing emails and is responsive to recent cybersecurity threats.

Engagement and Compliance

In response to a query by Commissioner Daskalakis, Mr. Pelletier noted that strategies to ensure participation include direct reminders and follow-ups by managers.

Mr. Pelletier added that compliance is monitored, and non-participation is addressed promptly to maintain high levels of awareness and preparedness.

Personal Security Awareness

Mr. Pelletier highlighted that the training emphasizes the importance of personal cybersecurity, offering guidance on recognizing suspicious activities even in non-work-related contexts, such as personal email and phone use.

RMLD investment in OT/ICS specific Cybersecurity (slide 8)

Mr. Pelletier discussed the critical importance of both end-user and IT team training within the organization and highlighted RMLD's dedication to investing in comprehensive training.

Continuous IT Training

Mr. Pelletier acknowledged the necessity of keeping the IT team's skills up-to-date to adapt to the rapidly changing cybersecurity landscape.

Mr. Pelletier stressed the evolving nature of attack vectors employed by cyber adversaries. Despite the organization's current strengths, the dynamic threat environment requires continual learning and adaptation.

OT Training

Mr. Pelletier highlighted the importance of training around securing OT systems, which are interconnected and susceptible to cyber threats.

Training Resources

Mr. Pelletier mentioned the utilization of the Science Institute for OT training, recognizing its reputation and effectiveness in providing specialized education tailored to the unique needs of OT security.

IT staff Cybersecurity skills development (slide 9)

Mr. Pelletier discussed the critical aspects of cybersecurity training and preparedness within the organization, highlighting RMLD's proactive stance in learning and adapting to enhance cybersecurity measures.

Digital Forensics Training

Mr. Pelletier highlighted the focus on training for digital forensics to learn from incidents and prevent future occurrences.

Mr. Pelletier noted that the organization encourages a culture of transparency and learning from incidents by engaging third-party assessments to evaluate the cybersecurity environment and identifying areas of strength and opportunities for improvement.

Threat Detection and Remediation

Mr. Pelletier discussed the importance of being able to identify, detain, and stop threats.

Mr. Pelletier emphasized that continuous monitoring and response to cybersecurity incidents is crucial for maintaining organizational security.

Vulnerability Identification and Management

Mr. Pelletier discussed the systems in place for identifying vulnerabilities.

Mr. Pelletier highlighted a protocol for addressing high vulnerabilities within 24 hours through remediation or risk acceptance to minimize exposure.

External Support and Guidance

Mr. Pelletier noted the importance of utilizing external agencies, such as CISA, for assistance with vulnerability management and remediation strategies.

Mr. Pelletier emphasized the need for consistent review and application of federal guidelines to the organization's context.

Certificate Management

Materials: Certificate Management Presentation (BoC Packet, attachment 3)

Outline (slide 2)

Mr. Bullock outlined the presentation topics, as noted on slide 2.

Policy Timeline (slide 3)

Mr. Bullock provided an overview of the development and evolution of the RPS (Renewable Portfolio Standard).

RPS Inception and Purpose

The RPS for IOUs (Investor-Owned Utilities) was introduced in 1998 through the Electricity Restructuring Act, aiming to support investor resilience by promoting renewable energy sources

Regulatory Framework Establishment

In 2003, the Department of Energy Resources promulgated specific rules for the RPS, including the creation of classifications for renewable energy contributions.

Legislative Developments

The 2008 legislative amendment expanded the types of renewable resources eligible for RPS compliance and increased the targets, demonstrating a commitment to environmental sustainability.

Recent Advancements

The Massachusetts 2021 Climate Law extended the RPS concept, setting significant greenhouse gas reduction goals and establishing deadlines for achieving these objectives (50% by 2030, 75% by 2040, and net-zero by 2050).

Compliance for RPS and MLP GGES (slide 4)

Mr. Bullock provided a comparative analysis of the RPS as applied to IOUs versus MLPs (Municipal Light Plant).

RPS Application

Mr. Bullock explained how the RPS applies to IOUs emphasized common compliance goal but different compliance trajectories between IOUs and MLPs.

Compliance Trajectories

Mr. Bullock referenced the graph on slide 4, demonstrating the progress of MLPs in meeting compliance goals compared to IOUs.

Mr. Bullock highlighted a step function for municipal compliance alongside a gradual increase for investor-owned utilities.

Mr. Bullock emphasized that MLPs are on a path to match or exceed the compliance levels of IOUs.

Compliance Methods

Mr. Bullock noted that the graph differentiates between adherence through actual renewable resources, (indicated in green) and alternative compliance methods as defined by legislation, (shown in blue).

Challenges and Adaptations

Mr. Bullock acknowledged the difficulties in achieving the necessary penetration of renewable resources to meet future targets.

Mr. Bullock highlighted that different compliance standards have been established to address the need for varied approaches to reach environmental objectives.

Many Types of Certificates (slide 5)

Certificate Types

Mr. Bullock discussed the various types of certificates associated with renewable energy and explained the classification system based on emissions and renewable status.

Classification Framework

Mr. Bullock referred to the chart on slide 5, which is a two-dimensional framework where the Y-axis represents emissions, and the X-axis denotes whether an energy source is classified as renewable.

Mr. Bullock mentioned that the framework clarifies the spectrum of energy sources and their environmental impacts.

Non-Renewable, Low-Emission Sources

Mr. Bullock discussed energy sources like nuclear and large hydro, which do not emit greenhouse gases but are not considered renewable.

Mr. Bullock explained that these sources still contribute to environmental goals by generating certificates that can be retired.

Renewable and Emission-Free Sources

Mr. Bullock emphasized that sources such as small hydro, solar, and wind, are ideal for compliance due to their renewable nature and lack of emissions.

However, the limited availability of these resources poses a challenge to meeting compliance standards.

Alternative Compliance Sources

Mr. Bullock mentioned sources that emit but are considered for compliance due to their role in significantly reducing CO2 emissions, such as liquid gas and waste.

Certificate purpose and market prices (slide 6)

Mr. Bullock provided an overview of the value associated with different types of Environmental Attribute Certificates (Certificates) and their role in promoting renewable energy development.

Class 1 RECs

Mr. Bullock discussed Class 1 RECs (most valuable), which are generated from new renewable energy sources, such as solar farms, and are aimed at encouraging the development of new renewable energy projects.

Class 2 RECs

Mr. Bullock discussed Class 2 RECs, which are associated with existing renewable energy sources. These RECs have a lower value compared to Class 1 but still play a significant role in recognizing and supporting existing renewable energy production.

Emission-Free Energy Certificates

Mr. Bullock discussed Emission-Free Energy Certificates, which are generated by large hydro and nuclear plants, these certificates are valued for their contribution to emission reduction, despite their lower market value and the energy sources not being classified as renewable.

Certificate Generation and Compliance

Mr. Bullock explained that the issuance of Certificates is contingent upon the generation of a megawatt-hour (MWh) of electricity by the qualifying renewable energy assets.

Market Variability

Mr. Bullock noted the variability in Certificate value depending on the class and the state and provided specific examples for Massachusetts certificates.

Certificate Management (slide 7)

Mr. Bullock discussed the management and strategic planning of Certificates within the organization.

Certificate Retirement Overview

Mr. Bullock highlighted RMLD's compliance efforts and the cost implications for ratepayers.

Mr. Bullock referenced the chart on slide 7, which shows the retirement of various types of Certificates (nuclear, hydro, wind, solar, and others).

Strategic Certificate Forecasting

Mr. Bullock discussed RMLD's projected certificate management from 2024 to 2050, based on current contracts and anticipated policy compliance.

Mr. Bullock highlighted the addition of nuclear Certificates in 2022 as a strategic move to comply without needing to retire many hydro Certificates.

Incremental REC Retirement

Mr. Bullock discussed the strategy of incrementally increasing the percentage of total RECs retired each year.

Mr. Bullock emphasized the balanced approach to managing financial impacts on RMLD and ratepayers.

Percentage of Total RECs Retired

Chair Pacino sought clarification on the percentage of total RECs represented in the chart, with a specific reference to the 23% retirement rate in 2023 and the planned incremental increases.

Certificate Management (continued) (slide 8)

Cost vs. Value of Certificates

Mr. Bullock discussed the financial aspects of managing Certificates and highlighted the cost of retirement versus the value of selling Certificates.

Mr. Bullock referenced the graph on slide 8, with blue bars representing the cost of Certificate retirements and green bars indicating the revenue from selling Certificates.

Mr. Bullock highlighted that over the past seven years, the cost of Certificate retirements has been maintained at or below \$1m, while the potential revenue from selling Certificates could reach up to \$8m annually.

Certificate Management Process

Mr. Phipps provided an overview of the process for purchasing and selling Certificates, emphasizing that the revenue from Certificate sales is not new income but rather selling certificates that were purchased in association with energy and hence, selling certificates is a means to recover fuel costs and reduce the net cost of certificate compliance.

Internal Compliance Obligation

Mr. Phipps emphasized that RMLD has voluntarily increased its internal compliance obligation by 3% annually starting at 20% in 2020. This is a strategic decision not mandated by state policy but aimed at enhancing the organization's sustainability commitments and avoid rate shock in 2030 by steadily increasing certificate retirement each year.

Market Dynamics and Compliance Strategy

Mr. Phipps discussed the impact of global energy market changes and legislative developments on RMLD's Certificate management and compliance strategies.

Mr. Phipps mentioned the impact of natural gas transportability and highlighted the complexity of managing Certificates in a rapidly evolving landscape.

Discussion on Certificate Management

The discussion addressed the dynamics of managing and retiring Certificates within the

organization, focusing on the financial implications and the impact of a renewable choice program offered to customers.

Financial Impact of Certificate Management

In response to a query by Commissioner Bita, Mr. Bullock highlighted the fluctuation in the cost and value of Certificates over the years, with specific attention to the increased value in 2023 due to strategic retirement and selling practices.

Renewable Choice Program

In response to a query by Chair Pacino, Mr. Phipps explained that the Renewable Choice program is designed to increase customer participation in renewable energy consumption, allowing customers to opt for 50%, 75%, or 100% renewable energy.

Mr. Phipps discussed the program's impact on Certificate retirement and sales, including its financial viability and customer uptake.

Communication and Participation

Mr. Phipps acknowledged the need for improved communication strategies to boost participation in the renewable choice program.

Mr. Phipps suggested more frequent webinars, newsletter features, and direct engagement during customer service interactions.

Market Dynamics and Policy Impact

Mr. Phipps discussed the changing energy market and the impact of policies such as the 2021 Climate Bill on Certificate management and compliance strategies.

Customer Impact and Rate Planning

Mr. Soni and Commissioner Coulter stressed the importance of clear communication to customers regarding their options for supporting renewable energy and the implications for rates and sustainability efforts.

Residential Bill Impacts of Certificate Retirement (slide 9)

Renewable Energy Certificates and Policy Adjustments

Mr. Bullock provided an overview of the current and projected percentages of renewable energy in RMLD's power supply and the implications for policy and customer billing.

Mr. Bullock noted an annual increase in renewable energy percentages and outlined the financial impact of different retirement rates of Certificates on the average customer bill.

Mr. Bullock discussed the effects of retiring 30% of Certificates versus retiring all available certificates on the average bill.

Vice Chair Talbot entered the meeting at 8:15 PM.

Financial Implications

Mr. Phipps discussed how changes in the retirement rate of renewable energy certificates would affect the average customer bill, with detailed projections provided for upcoming years.

Commissioner Coulter raised concerns about the balance between advancing renewable energy goals and managing costs to customers.

Mr. Phipps discussed the impact of inflation, energy market conditions, and cost margins on billing.

Strategic Positioning and Market Analysis

Commissioners Daskalakis and Coulter asked about RMLD's strategic positions relative to other MLPs regarding the retirement of renewable energy certificates and non-carbon

energy percentages.

Strategies to increase the department's non-carbon energy percentage and the cost implications of these strategies were discussed.

Future Planning and Decision Guidance

Mr. Phipps acknowledged the need for further analysis and strategic planning, with an emphasis on balancing renewable energy goals with financial sustainability and market competitiveness.

Mr. Phipps highlighted the importance of aligning future plans with RMLD's mission, focusing on reliable service, cost management, and advancing non-carbon energy goals.

Mr. Phipps noted the potential for more aggressive retirement of renewable energy certificates as part of future strategic adjustments.

Mr. Soni recommended focusing on RMLD's decision-making regarding the extent of certificate retirement.

YTD 2023 Power Supply Mix (slide 12)

Energy Portfolio and Natural Gas Usage

Mr. Phipps highlighted the historical reliance on natural gas, constituting 50-55% of the energy mix, and the recent shift towards a lower percentage due to increased renewable energy usage.

Mr. Phipps emphasized that this shift signifies RMLD's efforts to reduce its greenhouse gas footprint and highlights the complexities of comparing strategies across different MLPs due to varying contract terms and market positions.

Renewable Energy Certificates and Strategy

Mr. Phipps discussed the strategic considerations for balancing the retirement rate of Certificates with the need to maintain reliable, low-cost, and non-carbon energy sources.

Mr. Phipps discussed the potential costs and benefits of accelerating the retirement goals and the impact on RMLD's financial projections.

Financial Projections and Market Analysis

Mr. Phipps referenced slide 9, which showed detailed financial projections for increasing the retirement rate of Certificates from 50% to 72% by 2029.

Mr. Phipps discussed the incremental cost implications of such a strategy and how to optimize the department's financial and environmental goals.

Transaction Facility Agreement (TFA) Contracts Overview

In response to a query by Commissioner Daskalakis, Mr. Phipps referenced slide 12, and explained the role of TFAs in forecasting load and securing favorable prices.

Mr. Phipps outlined the reasons for the program's diminished use given more recent market conditions that did not favor the TFA model.

Mr. Phipps and Mr. Bullock discussed the historical success of TFA contracts, and the challenges posed by rising unit prices in the current market.

Certificates Process Flow

Mr. Phipps addressed Vice Chair Talbot's queries regarding the certificates process and noted the existence of detailed slides prepared to respond to Vice Chair Talbot's questions from previous meetings.

Vice Chair Talbot sought clarification on the process of disposing of certificates, including

who handles the disposal, the direct involvement of the Board, and the identity of the purchasers.

Vice Chair Talbot emphasized the importance of transparency in this process.

Due to Vice Chair Talbot's remote attendance, it was proposed that these slides could be discussed in more detail either in the current meeting or offline.

Policy Review

Materials: Policy Review Packet (BoC Packet, attachment 4)

Mr. Phipps presented the Policy Review to the BoC.

Policy 30: Renewable And Greenhouse Gas (GHG)

Mr. Phipps discussed RMLD's recommendations for modifying Policy 30 and suggested that the Board could vote on these modifications in the current meeting or take time to review the details further.

RMLD Policy Changes

Mr. Phipps noted that RMLD is looking to streamline and update board policies to reflect current operations and strategic goals.

CAB Recommendations

Mr. Phipps highlighted the recent redlines made based on feedback from the CAB, as previously discussed by Mr. Soni

Proposed Policy 30 Modifications

Mr. Phipps provided a brief overview of the proposed modifications to Policy 30 and emphasized the focus on RMLD's commitment to the Commonwealth's greenhouse gas reduction goals and the exploration of new technologies to support these goals.

Mr. Phipps highlighted a proposed modification that includes the exploration of other generation technologies that comply with legislative and regulatory frameworks, including carbon capture fuel cells, hydrogen systems, and low-temperature geothermal for electricity generation.

Mr. Phipps emphasized RMLD's proactive approach to identifying and implementing novel solutions that align with legislative goals and technological advancements.

Vote Postponement

The BoC agreed to postpone voting on policy changes until the next meeting to allow the Commissioners more time to review the proposed changes in detail.

BoC Policies Review Schedule

Chair Pacino and Commissioner Daskalakis asked questions regarding the schedule for reviewing BoC policies.

It was clarified that all BoC policies should be reviewed at least every three years, with the option for more frequent updates or changes as necessary.

Procurement Requests for Board Approval

Materials: Procurements Requests for Approval (BoC Packet, attachment 5)

Mr. Phipps presented the procurement requests for approval to the BoC.

IFP 2023-36 Single Phase Pole Mounted Transformers

Bid Process Review

Mr. Phipps reviewed the bid process for single-phase pole-mounted transformers, noting that MVA Power Transformer was selected from five bids for a trial order due to their satisfactory balance of quality, cost, and delivery.

Trial Order with MVA

Mr. Phipps discussed the trial order from MVA , providing details on the quality assessment of the 20 tested transformers out of an initial order of 52.

Mr. Phipps highlighted that the results were positive, and RMLD is recommending a subsequent order.

Evaluation of Other Vendors

Commissioner Coulter inquired about the other vendors, particularly ULS and Switch Gear US LLC, concerning their delivery times and pricing.

Mr. Phipps clarified that despite the domestic preference, MVA offered the most cost-effective solution without significantly compromising on quality or delivery times.

Future Procurement Strategy

Mr. Phipps recognized the need to maintain a cautious approach with MVA due to the global scarcity of transformers and the desire for domestic options.

Mr. Phipps confirmed that RMLD is recommending moving forward with MVA due to the immediate need for transformers and MVA's satisfactory performance on the trial order.

Commissioner Daskalakis made a **motion**, seconded by Commissioner Coulter, that IFP 2023-36 for Single Phase Pole Mounted Transformers be awarded to: MVA Power, Inc., for \$381,752.00, pursuant to M.G.L. c. 164 § 56D, on the recommendation of the General Manager. **Motion Carried: 4:0:1** (4 in favor, 1 abstained, 0 absent) Roll Call Vote: Chair Pacino, Aye; Vice Chair Talbot, Abstain; Commissioner Coulter, Aye; Commissioner Bitz, Aye; Commissioner Daskalakis, Aye

2024 NextEra Public Power Summit Attendance

Materials: NextEra Public Power Summit (BoC Packet, attachment 6)

Mr. Phipps discussed the request for GM attendance at the 2024 NextEra Public Power Summit.

Event Overview and Cost

Mr. Phipps introduced the topic of attending a public policy event hosted by NextEra next year, highlighting the potential benefits of networking and gaining insights from one of the larger and more innovative US-based energy companies.

Mr. Phipps confirmed the cost of attendance would be below \$1000, with NextEra covering all expenses except for the flight.

Value and Sponsorship

Commissioner Daskalakis inquired about the value of attendance and the possibility of NextEra sponsoring the entire cost.

Mr. Phipps responded that if NextEra were to sponsor full attendance, the cost might reach around \$1,000.

Vice Chair Talbot left at this point in the meeting (9:03PM).

Contracts and Influence Concerns

Commissioner Coulter raised a concern about potential influences on energy purchase contracts and noted that all such contracts must be reviewed by the BoC.

Commissioner Coulter emphasized the importance of transparency and impartiality, especially if NextEra, as a customer, offers to cover expenses.

Accommodation Preferences

Commissioner Bitá questioned the choice of accommodation, implying the importance of staying at a place conducive to networking and informal discussions, which often occur outside formal event settings.

Mr. Phipps assured the BoC of his intention to participate in a manner that aligns with the BoC's expectations and the professional nature of the event

Commissioner Daskalakis made a **motion**, seconded by Commissioner Coulter, that the RMLD Board of Commissioners approve Greg Phipps's travel to, and attendance at, the 2024 Public Power Summit, to take place on February 11th – 14th 2023, at the Boca Raton, Boca Raton, FL. **Motion Carried: 4:0:1** (4 in favor, 0 against, 1 absent) Roll Call Vote: Chair Pacino, Aye; Commissioner Coulter, Aye; Commissioner Bitá, Aye; Commissioner Daskalakis, Aye (*Vice Chair Talbot was absent at this point in the meeting*).

General Manager's Report

Materials: General Manager's Report (BoC Packet, attachment 7)

Mr. Phipps provided a General Manager's Report to the BoC.

Recruitment and Staff Updates

Mr. Phipps reported on the recruitment status of a Director of Engineering and a Director of Operations.

Mr. Phipps reported that the Director of Operations position has been successfully filled following an extensive search and interviews.

The team is still in the process of recruiting for the Director of Engineering, emphasizing selectivity in hiring to maintain team quality.

Mr. Phipps discussed the new Director of Enterprise Data position, with plans to recruit by 2024.

Flex Time Program and Employee Morale

Mr. Phipps discussed the Flex Time program which was implemented in July 2022 for all employees except line workers. The program, initially set for May to September, extended to October.

Mr. Phipps reported that the program showed positive results, and subsequently has been refined and implementation extended through March.

Mr. Phipps noted that efforts to ensure coverage on Fridays and weekends are ongoing, indicating successful cooperation with the union.

Financial Updates and Forecasts

Mr. Phipps emphasized that the team is closely monitoring load forecasts, which have significant implications for sales, costs, and regulatory compliance.

Mr. Phipps mentioned that 2023 started with mild weather, affecting hydroelectric power generation positively due to a wetter 2023 summer.

Mr. Phipps noted that load forecasts for kilowatt hours show a decrease of just under 3% from the previous year due to milder weather, aligning with 2020 load levels.

Mr. Phipps highlighted that the 2024 winter forecast is mild, which may lead to lower than

budgeted power supply costs for 2024.

Sustainability and Environmental Initiatives

Mr. Phipps discussed ongoing efforts in carbon capture and fuel cells, highlighting the team's focus on reducing the carbon footprint.

Mr. Phipps noted that an update on these initiatives will be provided in January, incorporating feedback and questions from the last meeting.

Property and Infrastructure Developments

Mr. Phipps reported on collaboration with the town of Reading regarding the Ash St campus, involving grants and creative project ideas.

Mr. Phipps discussed the Maple Meadows energy part acquisition and environmental considerations.

Mr. Phipps mentioned RMLD's presentation to the Reading Select Board and the Water Department at Lynnfield. The presentation focused on solar and battery systems for water treatment.

Distributed Generation Strategy

Mr. Phipps provided an update on distributed generation within the territory, noting ongoing projects and support from local authorities.

Mr. Phipps noted that the strategy involves expanding solar potential in more areas, and RMLD is planning to present to the Water Board of Commission in March.

Chair Pacino commented on the Lynnfield Board meeting, highlighting the open-mindedness to innovative solutions for non-carbon electricity generation.

Mr. Phipps emphasized the importance of thinking outside the box and learning from others in developing business models for sustainability.

Scheduling

The next RMLD Board of Commissioners meeting will be held on Wednesday January 31, 2024, at 6:30 PM.

Adjournment

At 9:20 PM Commissioner Daskalakis made a motion, seconded by Commissioner Bitá, that the Board of Commissioners adjourn regular session. **Motion Carried: 4:0:1** (4 in favor, 0 against, 1 absent) Roll Call Vote: Chair Pacino, Aye; Commissioner Coulter, Aye; Commissioner Bitá, Aye; Commissioner Daskalakis, Aye (*Vice Chair Talbot was absent at this point in the meeting*).

ATTACHMENT 2
LEGISLATIVE UPDATE

RMLD



Legislative & Regulatory Overview

**Vincent Ragucci
Chief Strategy Officer**

**Board of Commissioners & Citizens' Advisory Board Meetings
Wednesday, April 17, 2024 – Thursday, April 18, 2024**



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- In our 10th year of providing local and state government relations assistance with appointed, elected and municipal and state regulatory officials. (32) Total clients - (31) MLP Clients and (1) Private energy client (FirstLight Power)
- Legislative Session Work:
 - testified on behalf of 31 MLP's at the legislature and at Regulatory Hearings for DOER
 - tracked Legislation using Mass Trac legislation tracker
 - notified clients of Bill Hearings and house/senate movement
 - attended monthly meetings with EEA and DOER senior staff
 - Grant development and support of client submissions
 - provided ENE Strategies Alerts for Bills, Hearings, Media/News and Regulatory actions



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ENE Strategies by the Numbers 2023-2024

| Legislative Activity | Total Meetings |
|--|------------------------|
| House Joint Committee on Telecommunications Utilities and Energy (TUE) | 14 (27 Total Meetings) |
| Senate Committee on Telecommunications Utilities and Energy (TUE) | 13 (27 Total Meetings) |
| Typical Year TUE Meetings | 10 - 12 |
| Other Committee Hearings | 8 |
| Meetings with Elected Officials | 41 |
| Meetings with Appointed Officials & Regulators | 33 |



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Last Session MA Legislative Action Recap

- Massachusetts Senate Bill S.9 from the 192nd General Court (signed March 2021)
 - “An Act Creating a Next-Generation Roadmap for Massachusetts for Climate Policy”
 - Establishes first-time GHG emissions standard for MLPs to purchase non-emitting electricity at the following levels
 - 50% by 2030
 - 75% by 2040
 - 100% by 2050



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ENE Non-Carbon Emitting Projects since 2020

| Year | MW | MWh |
|-----------------|--------------|------------------|
| 2020 | 146.3 | 572,365 |
| 2021 | 100.0 | 182,000 |
| 2022 | 54.5 | 298,482 |
| 2023 | 123.1 | 673,123 |
| Total | 423.8 | 1,725,970 |
| Resource | | |
| Wind | 103.8 | 297,969 |
| Solar | 150.0 | 268,600 |
| Hydro | 94.0 | 493,641 |
| Nuclear | 76.0 | 665,760 |
| Status | | |
| New | 238.5 | 538,587 |
| Existing | 185.3 | 1,187,383 |

Project List:

| Project | Status | MW | MWh |
|-----------------------------|----------|--------|---------|
| RoxWind | New | 16.80 | 50,300 |
| Gravel Pit III | New | 50.00 | 86,600 |
| Cabot Turner | Existing | 39.04 | 200,941 |
| Great River Hydro | Existing | 15.83 | 22,200 |
| Great River Hydro | New | 4.70 | 38,000 |
| NextEra Seabrook 10 Year | Existing | 19.90 | 174,324 |
| Broadleaf Solar | New | 100.00 | 182,000 |
| Spruce Mountain Extension | Existing | 20.00 | 65,982 |
| Shepaug/Stevenson Extension | Existing | 34.46 | 232,500 |
| NextEra Seabrook 2030-2050 | Existing | 56.10 | 491,436 |
| Mason Bay Wind | New | 9.00 | 26,687 |
| Western Maine Renewable | New | 58.00 | 155,000 |



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Climate Law New DOER Requirement

Large Building Energy Reporting

- DOER was tasked by the legislature with collecting data for large buildings (defined as >20,000 square feet or larger)
- This falls under Chapter 25 which does not include MLP's
- Call on March 26th with DOER to look at voluntary assistance
- Conversations continue with DOER Commissioner and staff



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MLP Bills on the Move This Session

HB-3142 – Rep. Jay Barrows

Retirement Benefit Protection for Lineworkers and other MLP Employees

- Authorizes a municipal light board to provide services and assistance to any municipal or state utility, tribal utility, or other publicly-owned or operated utility in the construction, installation, alteration, operation, maintenance or repair of utility poles and conduit, wires, cables, and equipment, and streetlights and traffic signals; allows municipal light boards to sell, rent, or lease equipment, fixtures, and goods related to such services; additionally entitles employees of municipal lighting plants providing such services public employee retirement benefit protections to the same extent as if they were performing duties within the scope of their employment; subjects and entitles employees providing emergency aid to rights and obligations under any existing laws while providing emergency aid.

HB- 3699 – Rep. Kim Ferguson

Emergency Mutual Aid

- Amends GL 164:133 relative to emergency mutual in the manufacture and sale of gas and electricity by adding provisions that establish that any municipal lighting plant providing emergency mutual aid may sell, rent, or lease equipment, fixtures, and goods of any description related to the provision of emergency mutual aid. Employee of a municipal lighting plant providing emergency mutual aid are to be covered by the provisions of GL c.32 relative to state pensions.



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Regulatory Update – HER/HEAR Programs

Infrastructure Reduction Act (IRA) allocation to Massachusetts
~\$145 million which is broken into two buckets

- Home Energy Rebates ~\$73.2 million
 - MLP's are currently being allocated ~\$22 million
- Home Electrification Appliance Rebates ~72.8 million
 - MLPs do not currently have any funding assigned to them

Loan Program

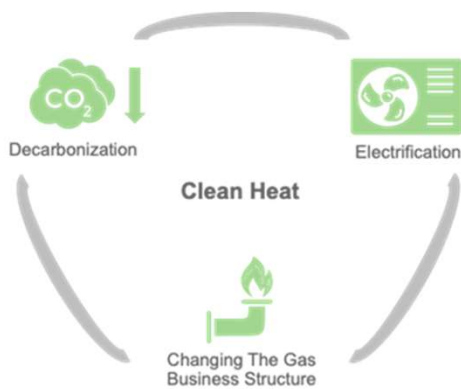
- US DOE has given the MA DOER a grant for ~\$1.8 million for an MLP loan program
- MA DOER has allocated ~\$8.8 million for MLPs to create a loan program



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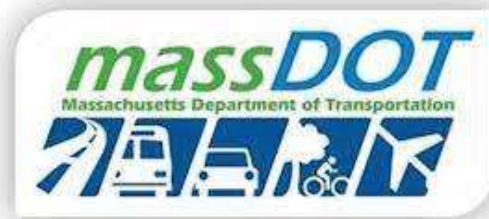
Proposed MA Clean Heat Standard



- Requires heating suppliers to replace fossil fuels with clean heat or by purchasing credits.
- Heat pumps are the primary heating source that are credited under the proposed standard.
- Mass DEP has suggested in its proposed Draft Framework and in its response to inquiries at its public sessions that it does have such regulatory and statutory authority pursuant to c. 21N.

ENE is Advising Mass DOT on the Statewide Gap NEVI Charging Network

- Assisting with locations to strategically deploy EV fast chargers across the commonwealth.
- 80% Federal Funding for NEVI
- Chargers are required according to specific criteria. ENE has been a NEVI Gap assistant to find cheaper locations in MLP areas that help EV drivers save money.



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Massachusetts Commission on Clean Energy Infrastructure Siting and Permitting



ENE President & CEO, John Tzimirangas was appointed by Governor Maura Healey on September 26, 2023 to represent the Public Power and Electric Utility Sector. Recommendations are expected by early April to be recommended for initial action at the legislature this session.



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Transformer Efficiency Rule and Shortage Issue

Secretary of Energy Jennifer Granholm appeared March 20, 2024, before the House Subcommittee on Energy and Water Development and Related Agencies



- Secretary Granholm received multiple questions about electric grid capacity and DOE's pending distribution transformer rule, which has faced criticism for its potential impact on electrification efforts and the clean energy transition.
- A shortage of distribution transformers has slowed the development of new housing and manufacturing projects that need grid access, lawmakers said. And requiring greater efficiency from these devices would worsen the supply chain situation while also threatening the nation's steel production.
- ENE met with Massachusetts delegation to educate them on the issues with transformer delivery and costs and how this rule would further cause delays to electrification. 2-year delay announced in new standards..



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Expectations – End of Session

- Look for separate House & Senate Bills to emerge that take on many of the Bills voted favorably out of the Telecommunications Utility and Energy (TUE) Committee.
- Look for those Bills to become the collective vehicle of a conference committee that will meet and eventually agree by end of session on a Compromise Omnibus Energy Bill (focused on climate, offshore wind and electrification).
- Look for DOER and DEP to continue with regulatory changes that move the Commonwealth closer to achieving Climate Goals.



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**Thank you RMLD for being an ENE Strategies Customer...and
personally for being my public power utility !**



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A Little Bit about Vin Ragucci (for Peter's introduction)

- ❑ 10-year Everett City Councilman, Council President
- ❑ Headed Government Relations (US & Canada) for Covanta Energy, CH2M HILL and Parsons Brinckerhoff/WSP
 - Lobbied in 17 states for previous companies
- ❑ Served as an outside Board Member at ENE before accepting his current position at ENE. Started ENE Strategies which is in its 10th year.
- ❑ Appointed in 2017 by Governor Baker to the Massachusetts Water Resources Commission – Interbasin transfers & drought oversight. Continues in his 7th year as a State Water Commissioner.
- ❑ Serves on the President's Leadership Council and Advisory Board of the School of Engineering and Computational Science at Merrimack College.



MUNICIPAL ELECTRIC ASSOCIATION OF MASSACHUSETTS

PUBLIC COMMENTS

TO: Massachusetts Department of Environmental Protection
FROM: Municipal Electric Association of Massachusetts
DATE: December 21, 2023
RE: Comments—MASS DEP Clean Heat Standard (CHS)

Draft Framework

The Municipal Electric Association of Massachusetts (“ MEAM”) appreciates the opportunity to submit its comments regarding the Clean Heat Standard (“CHS”) Draft Framework. MEAM is a statewide organization which is comprised of all 40 municipal light plants in Massachusetts and collectively provide 14% of the electric consumption in the Commonwealth. Municipal Light Plants (“MLP’s”) are committed to providing efficient, clean and reliable electricity to their customers. The MLPs commitment to the reduction in greenhouse gas emissions is embodied in the Greenhouse Gas Emissions statute (c. 8 of the Acts of 2021) which was endorsed by MEAM.

However, MEAM reiterates its position (as articulated in its comments regarding the proposed Clean Energy Standard (“CES”)); the Mass DEP does not have the statutory authority under c.21N of the Mass. General Laws to apply the proposed CHS to MLP’s. Mass DEP has suggested in its proposed Draft Framework and in its response to inquiries at its public sessions that it does have such regulatory and statutory authority pursuant to c. 21N. MEAM would be pleased to provide a legal analysis in this regard (as it has in the past when the Clean Energy Standard was proposed). In any event MEAM requests an opportunity to meet with Mass DEP to discuss the issue of applicability. In order to facilitate such a discussion and to focus any areas of disagreement and/or agreement, MEAM would request that Mass DEP provide its analyses and legal reasoning as to how and why c. 21N provides the authority to the Mass DEP to apply the proposed CHS to MLPs. In addition, to be complete the Mass DEP legal analyses should include how and why Mass DEP G.L. c.111 sec. 142A and 142B provide the DEP with the authority to impose a CHS on MLP’s.

The following comments are not intended to be exhaustive at this time but rather to highlight some of the key elements of the proposed Draft Framework without waiving any of MEAM’s appellate rights regarding any proposed Mass DEP regulations applicable to Municipal Lighting Plants. It is hoped that the comments can serve foundationally for further in person discussions in this regard.

CURRENT LAW REGARDING APPLICABILITY OF VARIOUS STATE PROGRAM TO MLP'S

The Renewable Energy Portfolio (RPS), the Alternative Portfolio Standard (APS), the Clean Peak Standard (CPS) and the Clean Energy Standard (CES) do **not** apply to MLP's. The most succinct overview is provided in the recent November 28, 2023 release of the Massachusetts 2021 Annual Compliance Report by the Massachusetts Department of Energy Resources. At page 2 of the Executive summary paragraph 6:

“The RPS, APS, CPS and CES regulations require Massachusetts retail electricity suppliers to obtain each year, a certain percentage of their retail customers' electricity supply from resources qualified under each portfolio standard. **The RPS, APS, CPS and CES requirements do not apply to municipal light plants.**” (emphasis added)

As the Mass DEP is aware and cited above, even without the RPS, APE, CPS and CES requirements, the MLP's have their own statutory clean energy requirements embodied in the Greenhouse Gas Emission Program specifically promulgated by statute. Therefore, MLP's are already obligated to reach their respective 100% Clean Energy goals by 2050. This fact then begs the question, why does MassDEP believe that it has such authority to include the MLP's in the CHS? MEAM's view is that c. 21N specifically applies to MLPs only with respect to reporting requirements.

Why is the burden on the MLP's to require heat pump conversions?

MLP's can encourage but not compel its customers to convert to heat pumps. If, after all of the various programs including MLP subsidies, residential customers may still be required to provide a substantial outlay of money to effect such conversion. Customers may simply refuse to expend the dollars required to convert. It appears, based on Mass Save's own number that the typical full home conversion is \$22,000 (see: Mass Save Webpage: Residential rebates/air source heat pumps). That figure does not appear to include additional weatherization projects which may be required in the home to assure the most efficient outcome of the heat pump conversion. The figure may also not include the necessity to a upgrade 100 amp service to a 200 amp service to accommodate the conversion. The \$22,000 number is likely higher today with a full year of inflation added. In addition, since the average MLP residential rate is approximately 40%-50 % lower than investor owned utility (“IOU”) rates it will take twice as long to recoup their capital outlay than if the customer was served by an investor owned utility. In addition, heat pumps are likely to have a shorter life expectancy than gas or oil fired furnace systems which will further increase life-cycle costs for the MLP customers. An MLP customer may do the math and decide that these factors may not justify their out of pocket expenses to convert.

The Alternative Compliance Payments are essentially MLP regulatory ratemaking.

ANY mandatory compliance payment without statutory authority must result in rate increases. As the Mass DEP is aware, ONLY MLP Boards can establish rates as is the local control authority bestowed upon MLPs by a long legislative history. If MLP's cannot meet their respective annual conversions they must set money aside to make compliance payments. It is still their respective ratepayers who must underwrite the costs through the MLP's rates. The

MLP board would have no alternative but to incorporate the Alternative Compliance Payment (“ACP”) costs into its rates, essentially ratemaking by the MassDEP and violative of statutory authority exclusive to MLPs.

MLP’s do not participate in Mass Save but rather have their own programs or programs offered by the Massachusetts Municipal Wholesale Electric Company or Energy New England.

If the ACP payments are to be assigned and distributed through various existing state programs, including Mass Save, this could result in MLP customers paying to assist in installations in IOU service territories! Any ACP payments by an MLP must go back to assist programs in the respective MLP making the payment.

MLP’s have invested in their own heat pump conversion programs approved at the local level.

MLP’s have not ignored heat pump conversion programs and in fact almost 90 % of MLP’s already have existing heat pump conversion programs. Some MLP’s have programs which offer up to \$10,000-\$15,000 dollars in rebates! These programs are **approved** at the local level by Municipal Light Boards after discussions at public meetings. The programs are reflected in the customer rates which are also approved by the Municipal Light Board.

Heat Pump installers could sell Clean Energy Credits created by MLP projects to an IOU.

This dichotomy could result in MLP’s not receiving credits for their own project! The MLP’s would be paying to incentivize kwh conversions in their service territory without the attendant benefit of credits. Since MLP’s do not have the vast customer base as an IOU it would be imperative that any such credit generated as a result of an MLP conversion **MUST** be credited back to the MLP from which it originated.

The annual amount of sales by ‘fuel suppliers’ (which would include MLP’s as per the proposal) is the basis from which an annual requirement for residential conversions is calculated for each MLP.

It appears that the statewide annual Mwh sales volume is not limited to residential sales but also includes commercial and industrial sales. Those annual sales amounts are then utilized to determine the annual number of each MLP’s heat pump conversion obligations. This could create a disincentive to commercial or industrial base customer to expand (or an incentive to relocate) as it would require an increase in the annual compliance obligations and result in an increase in rates across both the commercial, industrial as well as residential rates in order to meet the MLP’s residential electrification requirements.

Unlike IOU's, MLP's are not homogenous in their respective load customer demographic characteristics.

MLP's vary in size from a few hundred customers with little or no commercial or industrial base, to those with tens of thousands of customers. Russell MLP has 470 customer meters with little or no commercial and industrial customers. Taunton MLP on the other hand serves 39,000 customer meters with both a commercial and industrial base. Some larger MLP's have a higher percentage of low income customers than most MLP's such as Holyoke MLP. Holyoke's MLP for example may have proportionately higher ACP payments due to the inability of various lower income customers to afford the conversion costs even with the various subsidy programs. The two major investor owned electric companies have a much broader customer base upon which to meet their annual CHS requirements and can simply pass through such increased costs through their rate filings with the Massachusetts Department of Public Utilities. In addition, perhaps it is best that the Massachusetts proceed with the distribution of monies received pursuant to the Inflation Reduction Act ("IRA") which will provide additional incentives to residential customers before it proceeds with development and imposition of a CHS on MLP's.

MLP's should not be conflated with investor owned utilities ('IOU's').

As the Mass DEP is aware, MLP's have no investors and are self-regulated. They are governed by different statutory schemes. While IOU's are organized as profit making entities, MLP's do not have shareholders and their return is capped by statute and operated under the supervision of public officials. In a meeting with the MassDEP MEAM would be anxious to discuss and delineate the numerous differences between the two types of entities in addition to the statutory schemes governing each.

MEAM believes that it is essential that MassDEP fully appreciates not only the clear statutory schemes which distinguish MLPs requirements from those of IOU's but also the practical implications of imposing a Clean Heat Standard on the 40 unique MLP's in Massachusetts. Municipal Light Plants in Massachusetts have and continue to be the beacon of leadership in clean energy. MEAM would once again request a meeting with MassDEP in order to address the issue of applicability of c.21N to MLP's.

Contacts:

Jane Parenteau Sec./Treasurer MEAM

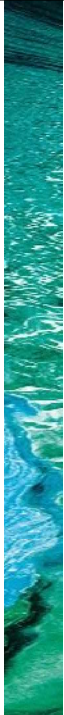
sec.treas@meam.org

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Boston, MA 02110 rrodophele@ferriterscobbo.com

ATTACHMENT 3
ASH STREET CAMPUS UPDATE



Ash Street Campus Development

*Update to the
RMLD Board of Commissioners
and Citizens Advisory Board*

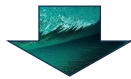
17 April 2024

Town of Reading / RMLD Teamwork

RMLD and Town planning have been working to make progress

Recognition that are many stakeholders and goals not fully aligned

Recognition that Town and RMLD must collaborate and make progress



Town secured \$100,000 grant to create area (both sides of MBTA rail) concepts

RMLD open to contribute \$50,000 to append \$100,000 grant and have input on concept designs (total \$150,000 for area concepts)

Town to issue RFP to select vendor to create drawings based on public input

RMLD to have voice on vendor and resultant concept drawings

Preliminary Ash Street Development Milestones ^{DRAFT}

| | |
|---------------------------------------|---------|
| Hold outside public event | 3Q 2023 |
| Share Ash Street Campus concepts | 3Q 2024 |
| Confirm Ash Campus partners | 4Q 2024 |
| Finalize Ash Campus design | 1Q 2025 |
| Transfer property ownership | 4Q 2025 |
| Reconfigure Ash and Main intersection | 3Q 2026 |
| Complete permitting | 1Q 2026 |
| Start 218 - 232 construction | 2Q 2027 |
| Move RMLD into new building(s) | 2Q 2029 |
| Open new 230 – 232 complex | 1Q 2030 |




⁴ Note: numerous details to be defined and executed to support these milestones

Thank You



ATTACHMENT 4
IN-TERRITORY GENERATION
CARBON PROJECT
SUMMARY AND NEXT STEPS



In-Territory Carbon Captured Fuel Cell as One Component of RMLD Power Supply Portfolio

17 April 2024 snapshot

Outline

Context – not improving

Power Supply Portfolio – risk management

RMLD Power Supply – new components

CCFC – managing risk

Context - keep moving forward

- Commonwealth legislative / regulatory goals unlikely to soften
- 2X RMLD load forecast by 2050 is credible
- Fewer efficiency opportunities; time shift load is next big wave
- Wholesale costs facing continued upward pressure (~4% cagr)
- Electricity bills will increase; net total energy spend likely less
- In-territory assets checks all three mission elements
- Vendor partners value reference accounts, early discounts
- New asset funding sources will dry up
- Commonwealth cautious on long-term fossil fuel solutions
- Nat gas will have a reduced role in ISO NE, but not zero

RMLD continues to build a risk managed power supply portfolio

context has not improved since last summer

Gordon van Welie ISO NE - Keynote

NEPPA 2023

Key Points

Key Themes – **legislation, energy mix, winter peaking, winter reliability**

New England States pushing non-carbon (use and source)

PV Generation is well funded, but wind and transmission are not

First 6,000 MW of wind can be brought offshore with existing assets

Natural gas remains critical fuel source, but utilization will drop below 15%

Adequacy (reliability) is critical issue between 2027 and 2032

Transmission, capacity, and energy costs are increasing

Dramatic Changes in the Energy Mix
Of approximately 100,000 MW of installed capacity, 40,000 MW are new capacity.
Percent of Total Energy Generated from Various Sources
2010 2011 2012 2013 2014 2015 2016 2017 2018 2019 2020 2021 2022

Implications for RMLD

- a) Address reliability (adequacy) with energy storage and generation (both w/in territory)
- b) Build distribution network for winter peaking and dramatic load increases
- c) Expect EV and heating (ASHP) to be major load drivers (look at load profiles)

Source: NEPPA 2023 Annual Conference; Keynote: NE Changing Resource Mix and Planning for Future Growth 2023-09-21

RMLD Retailing, Municipal Light Department
RELIABLE POWER

3 Source: long-term-forecast 2023-10-02; 2023 CELT; actual RMLD 2022 is base year and cagr is compound annual growth rate; Cost Comparison CCFC 2024-04-03

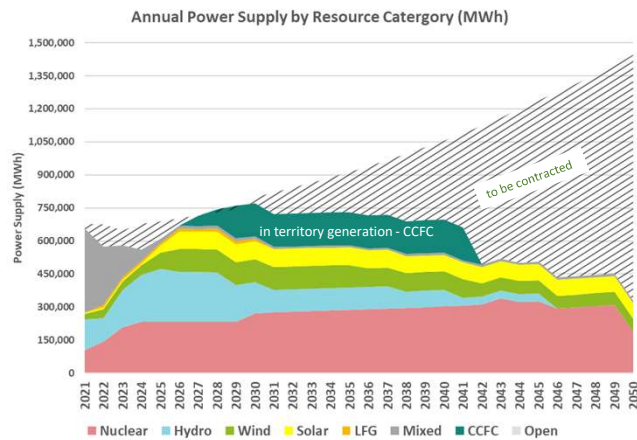
RMLD power supply – risk managed portfolio

Power supply portfolio supports our mission

- 1) reliability (keep the lights on)
- 2) low-cost (affordable total energy bills)
- 3) non-carbon (compliance)

Minimize risks via mix of sources (factors):

- a) Geography and site concentration
- b) Generation type (wind, hydro, ...)
- c) Contract duration and price structure
- d) Vendor reliability and concentration
- e) Hedge level
- f) In-territory vs wholesale
- g) Asset life (economic and physical)



4 source: Energy Position MASTER 2X with dashboards 2024-04-11

RMLD's risk managed power supply portfolio

Numerous components of our risk managed power supply

- Continuous attention to market conditions
- Ongoing contract management and pursuit of new sources
- More storage (30 MW 3 hr)
- Commission novel 10 MW 100 hr storage
- Maximize in territory solar PV (30 more MWs)
- Expand TOU as AMI / MDM deployed
- Uncover new demand management (behavior)
- Pilot and expand V2G (more balancing assets)
- Expand to transmission tie-points
- Build three ~20 MW generation assets (2026, ~2032, ~2038)
- Distribute assets around network (distribution ring)
- and more in research and exploration

*In-territory CCFC is just **one** component of the larger portfolio*



Managing CCFC risks

Financial

Positive cash flow w/in first 3 years (earlier likely)
 CC system likely contracted as a service, that pays RMLD
 \$30 million net present value on an \$80 million investment
 30% investment tax credit from IRA22; additional grants possible

Technology

Bloom fuel cell proven / low risk (1 GW across 1,000 sites)
 Non combustion solid-oxide
 Carbon capture process known (bolt on to fuel cell is what's new)
 Carbon capture strategically important to Bloom

Fuel Supply

Pipeline transport is the constraint in New England
 RMLD uniquely positioned to secure firm transport, at a discount
 Transmission and distribution pipelines w/in RMLD territory
 Baseload run time means firm supply can be economical
 Low leak source of nat gas possible

External Opinion

RMLD CO2 output 40% lower
 Interim bridge solution
 Transparency with Commonwealth (several compliance options)
 Customer education
 CCFC part of an efficient local and regional microcosm

*RMLD has been exploring in-territory options since early 2022 and proactively pursuing potential partners
 Project worth pursuing as one component of the larger power portfolio strategy
 RFP / contracting process to be refined and shared
 Any approach will provide numerous off-ramps along milestones, to minimize risk to RMLD customers and community*

6 source: Cost Comparison CCFC 2024-04-03

RMLD  Reading Municipal Light Department
 RELIABLE POWER

Thank You
from the RMLD Team



RMLD



Reading Municipal Light Department
RELIABLE POWER

Department
of Public Works

ATTACHMENT 5
CY24 CAPITAL BUDGET INCREASE –
SECURITY UPGRADES

Physical Security (access control, video, audio)

Physical security required at Ash Street and substations (3, 4, 5)

Physical security is more than fences and keys

- Video pointing inside perimeter AND outside
- Audio annunciator
- Access control card

RMLD project began April 2020

- Burns & McDonald awarded risk assessment contract (Oct 2020 – April 2021)
- Contract extended to provide design and support (Dec 2021 – Nov 2023)
- Design change orders to include video and audio (Mar – Aug 2023)
- Lease vs buy discussion; buy for data security and cost (Aug 2023)
- Bid package refined and released (Oct 2023 – Feb 2024)
- Bid opening (Mar 2024)

Original budget was \$550,000; remaining current budget \$624,605

Two bids received but only one qualified

Qualified bid \$782,888 or \$158,283 over 2024 budget



1

ATTACHMENT 6
PROCUREMENT REQUESTS FOR
BOARD APPROVAL



April 8, 2024

Town of Reading Municipal Light Board

Subject: IFB 2024-02 Office Renovations including supporting work of other Trades

Pursuant to M.G.L., c. 149 §§ 44A through 44H, as amended, on February 14, 2024, an invitation for bid (IFB) was placed as a legal notice in the Middlesex East Section of the Daily times Chronicle, and posted on COMMBUYS, in the Central Register and on RMLD’s website requesting sealed bids for Office Renovations including supporting work of other Trades.

An invitation for bid was sent to forty-four (44) companies.

Sealed bids were received from five (5) companies: Infrastructure Ltd., NEL Corporation, Page Building Construction Company, Inc., Paxor Construction, LLC, and R. Mullen & Associates, Inc.

Sealed bids were publicly opened and read aloud at 11:00 a.m. on March 13, 2024, in the Town of Reading Municipal Light Department’s Audio Visual Spurr Room, 230 Ash Street, Reading, Massachusetts.

The bids were reviewed, analyzed, and evaluated by staff and recommended to the General Manager.

Move that IFB 2024-02 for Office Renovations including supporting work of other Trades be awarded to: **Page Building Construction Company, Inc., for \$253,234.00¹**, pursuant to M.G.L., c. 149 §§ 44A through 44H as amended, as the lowest responsible and eligible bidder, on the recommendation of the General Manager.

¹See attached analysis.

The 2024 Capital Budget amount for this item is \$240,000.

Christopher Zaniboni

Michael O'Neill

Gregory J. Phipps

**Office Renovations including supporting work of other Trades
IFB 2024-02**

| Bidder | <u>Electrical Sub- bidder</u> | <u>HVAC Sub- bidder</u> | <u>General Contractor</u> | <u>General Contractor Combined</u> | <u>Responsive Bidder</u> | <u>Exceptions</u> |
|---|--|------------------------------------|--------------------------------------|---|-------------------------------------|--------------------------|
| Infrastructure Ltd. | \$43,334.00 | \$54,390.00 | \$163,610.00 | \$261,334.00 | Yes | No |
| NEL Corporation | \$43,334.00 | \$54,390.00 | \$181,610.00 | \$279,334.00 | Yes | No |
| Page Building Construction Company, Inc. | \$43,334.00 | \$54,390.00 | \$155,510.00 | \$253,234.00 | Yes | No |
| Paxor Construction, LLC | \$43,334.00 | \$54,390.00 | \$292,286.41 | \$390,010.41 | Yes | No |
| R. Mullen & Associates, Inc. | \$43,334.00 | \$54,390.00 | \$435,610.00 | \$533,334.00 | Yes | No |



April 8, 2024

Town of Reading Municipal Light Board

Subject: IFB 2024-03 Video Surveillance and Access Control System Project

Pursuant to M.G.L., c. 149 §§ 44A through 44H, as amended, on February 14, 2024, an invitation for bid (IFB) was placed as a legal notice in the Middlesex East Section of the Daily times Chronicle, and posted on COMMBUYS, in the Central Register and on RMLD’s website requesting sealed bids for Video Surveillance and Access Control System Project.

An invitation for bid was sent to twenty-five (25) companies.

Sealed bids were received from two (2) companies: American Alarm and Communications, Inc. and Signet Electronic Systems, LLC.

Sealed bids were publicly opened and read aloud at 11:00 a.m. on March 13, 2024, in the Town of Reading Municipal Light Department’s Audio Visual Spurr Room, 230 Ash Street, Reading, Massachusetts.

The bids were reviewed, analyzed, and evaluated by staff and recommended to the General Manager.

Move that IFB 2024-03 for Video Surveillance and Access Control System Project be awarded to: **Signet Electronic Systems, LLC, for \$782,888.00¹**, pursuant to M.G.L., c. 149 §§ 44A through 44H as amended, as the lowest responsible and eligible bidder, on the recommendation of the General Manager.

¹See attached analysis.

The 2024 Capital Budget amount for this item is \$624,605.

Christopher Zaniboni

Michael O'Neill

Gregory J. Phipps

**Video Surveillance and Access Control System Project
IFB 2024-03**

| Bidder | <u>Total Price</u> | <u>Responsive Bidder</u> | <u>Exceptions</u> |
|--------------------------------|---------------------------|---------------------------------|--------------------------|
| American Alarm Communications | N/A | No ¹ | No |
| Signet Electronic Systems, LLC | \$782,888.00 | Yes | No |

¹Bidders were required to be DCAMM certified in the category of Electronic Security Systems



April 5, 2024

Town of Reading Municipal Light Board

Subject: RFQ 2024-24 – One (1) Electric Vehicle DC Fast Charger (DCFC)

Pursuant to M.G.L. c. 30B, § 22 on March 19, 2024, a Request for Quotes (RFQ) was sent to four (4) Statewide Contract VEH102 vendors requesting quotes for ‘One (1) Electric Vehicle DC Fast Charger (DCFC)’.

The Quotes were submitted via email and opened on April 2, 2024, at 12:00 Noon. Quotes were received from one (1) company: Voltrek, LLC.

The quote was reviewed, analyzed, and evaluated by staff and recommended to the General Manager.

Move that RFQ 2024-24 for one (1) Electric Vehicle DC Fast Charger (DCFC) be awarded to: **Voltrek, LLC, in the amount of \$104,827.98¹**, pursuant to M.G.L. c. 30B, § 22 as the lowest responsible vendor, on the recommendation of the General Manager.

¹See attached spreadsheet for quote detail.

The 2024 Capital Budget amount for this item is \$110,000.

Brian Smith

William Bullock

Gregory J. Phipps

RFQ 2024-24 ONE (1) ELECTRIC VEHICLE DC FAST CHARGER (DCFC) QUOTE DETAIL

| | | VOLTREK, LLC | | |
|--------------|--|---------------------|-------------------|--------------------|
| | | Quantity | Unit Price | Total Price |
| 1 | ABB Terra 184 DCFC, Model T184 CC | 1 | \$82,242.17 | \$82,242.17 |
| | Commercial Cloud Plan/ Software Costs (1 Year) | 2 | \$422.50 | \$845.00 |
| | Station Activation/ Set-up | 1 | \$395.00 | \$395.00 |
| | Shipping | 1 | \$2,950.00 | \$2,950.00 |
| Total | | | | \$86,432.17 |

| OPTIONAL PRICING | | Quantity | Unit Price | Total Price |
|-------------------------|---|-----------------|-------------------|--------------------|
| 1 | ABB Terra 184 DCFC, Model T184 CC | | | |
| | Maintenance Plans/ Five (5) Year Warranty costs | 1 | \$18,395.81 | \$18,395.81 |

| | | | |
|--|--|--|---------------------|
| TOTAL PRICE OF UNIT PLUS MAINTENANCE PLAN/ FIVE (5) YEAR WARRANTY | | | \$104,827.98 |
|--|--|--|---------------------|

ATTACHMENT 7
POLICY REVIEW

POLICY 13
FACILITY AND PROPERTY USE

RMLD Board of Commissioners Meeting
April 17, 2024
Policy 13: Facility & Property Use



In accordance with the Board’s periodic policy review, attached is the review package for Policy 13: Facility and Property Use (Revision 8).

Included are the following four components for Policy 13: Facility and Property Use R8:

- 1) Summary & highlights (this page)
- 2) Final clean copy with all changes accepted.
- 3) Redlined copy, showing specific edits.

At the Board’s request, Policy 13 was revisited. Based on current employee count and available space, proposed Revision 8 is a streamlined draft that provides more clarity on RMLD Facility and Property Use. Key changes for Revision 8 include:

- a) Added verbiage to clarify that the availability of RMLD facilities and outdoor property is for RMLD purposes only, unless approved as an exemption.
- b) Added verbiage clarifying that town departments, town boards, or town committees may fall under exemptions, pending RMLD approval.
- c) Added the provision that visitors who are approved to use RMLD facilities or outdoor properties under Section 2: Exemptions” will be charged support costs, as appropriate.
- d) In addition to medical marijuana, recreational marijuana was included as a prohibited drug.
- e) Added title verbiage to clarify that smoking is prohibited.
- f) Added that RMLD may impose additional restrictions as deemed necessary for system reliability.

Specific policy modifications are outlined below.

| | |
|---|---|
| Section 1: Purpose and Eligibility | <ul style="list-style-type: none"> • Added “unless approved as an exemption” to clarify the availability of RMLD facilities and outdoor property use. |
| Section 2: Exemptions | <ul style="list-style-type: none"> • Added “town” to boards and committees to clarify exemptions. • Added “Support costs, such as facility and IT personnel, will be charged to the visitors as appropriate”. |
| Section 3: RMLD Property, Facilities and Buildings Requirements and Restrictions | <ul style="list-style-type: none"> • Added “recreational marijuana” to “a) Drugs and Alcohol Beverages Prohibited.” • Added “Prohibited” to” b) Smoking.” • Added “system reliability” to “as it deems necessary for safety, and the protection of its properties, its employees, or the public or as otherwise in the public interest.” |

**RMLD Policy No. 13
FACILITY & PROPERTY USE**

Revision No. 8

Commission Vote Date:

General Manager

Next Review Date:

I. PURPOSE AND ELIGIBILITY

This policy governs access to use of facilities and properties placed in the custody and control of the Reading Municipal Light Department ("RMLD"). The RMLD's facilities and outdoor properties are secure areas that are subject to higher security standards established by the North American Electric Reliability Corporation ("NERC"). As a result, RMLD facilities and outdoor properties are available only for RMLD purposes, unless approved as an exemption.

II. EXCEPTIONS

Any town department, town board, or town committee within RMLD's service territory that wishes to use RMLD facilities or outdoor properties shall contact RMLD to request permission to use RMLD facilities or outdoor properties. Support costs, such as facility and IT personnel, will be charged to the visitors, as appropriate.

III. RMLD PROPERTY, FACILITIES AND BUILDINGS REQUIREMENTS AND RESTRICTIONS

- a) Drugs and Alcohol Beverages Prohibited
Illegal drugs, medical and recreational marijuana, and alcoholic beverages of any kind are strictly prohibited.
- b) Smoking Prohibited
Smoking, vaping, and tobacco use are prohibited.
- c) Additional Restrictions
RMLD may impose additional restrictions, at any time, as it deems necessary for safety, system reliability, and the protection of its properties, its employees, or the public or as otherwise in the public interest.

RMLD Policy No. 13

FACILITY & PROPERTY USE

Revision No. 8

Commission Vote Date:

Next Review Date:

General Manager

I. PURPOSE AND ELIGIBILITY

This policy governs access to use of facilities and properties placed in the custody and control of the Reading Municipal Light Department ("RMLD"). The RMLD's facilities and outdoor properties are secure areas that are subject to higher security standards established by the North American Electric Reliability Corporation ("NERC"). As a result, RMLD facilities and outdoor properties are available only for RMLD purposes, unless approved as an exemption.

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Any town department, town board, or town committee within RMLD's service territory that wishes to use RMLD facilities or outdoor properties shall contact RMLD to request permission to use RMLD facilities or outdoor properties. Support costs, such as facility and IT personnel, will be charged to the visitors, as appropriate.

III. RMLD PROPERTY, FACILITIES AND BUILDINGS REQUIREMENTS AND RESTRICTIONS

a) Drugs and Alcohol Beverages Prohibited

Illegal drugs, medical and recreational marijuana, and alcoholic beverages of any kind are strictly prohibited.

b) Smoking Prohibited

Smoking, vaping, and tobacco use are prohibited.

c) Additional Restrictions

RMLD may impose additional restrictions, at any time, as it deems necessary for safety, system reliability, and the protection of its properties, its employees, or the public or as otherwise in the public interest.

POLICY 19
BOARD OF COMMISSIONERS

RMLD Board of Commissioners Meeting
April 17, 2024
Policy 19: Board of Commissioners



In accordance with the Board's periodic policy review, attached is the review package for Policy 19: Board of Commissioners (Revision 16).

Included are the following four components for Policy 30: Non-Carbon Power Portfolio Mix R2:

- 1) Summary & highlights (this page)
- 2) Final clean copy with all changes accepted.
- 3) Table detailing the changes.
- 4) Policy 19 Revision 15

The attached Revision 16 is the result of consolidating all the Board Member responsibilities into one policy rather than spread across 30 other policies.

This consolidation will minimize internal inconsistencies and provide an easier reference.

This Revision 16 was assembled by the GM office and then reviewed and refined with external legal counsel. Legal counsel will attend the BoC meeting to answer any additional questions.

**RMLD Policy No. 19
BOARD OF COMMISSIONERS**

Revision No. 16

Commission Vote Date: _____

General Manager/Date

Next Review Date: _____

I. PURPOSE

- a) To establish procedures and the respective roles and duties of members of the RMLD Board of Commissioners (“Board”).
- b) To establish administrative controls for certain Board activities.

II. GOVERNING LAWS

- a) The role of the Board in the operation and management of RMLD shall be governed by M.G.L. c. 164 and other applicable state statutes and regulations. Specific Board responsibilities are outlined in Attachment A.
- b) The conduct of meetings of the Board shall conform to M.G.L. c. 30A, §§ 18-25 - the Massachusetts Open Meetings Law. Meeting procedures and details can be found in Attachment B.
- c) Members of the Board shall act in accordance with G.L. c. 268A “Conduct of Public Officials and Employees.”, G.L. c. 4 § 7 (26) “Public Records”, and any and all other applicable federal and state statutes and regulations.

III. BOARD MEMBER POSITIONS AND DUTIES

a) Membership and Quorum

The Board shall consist of five (5) members elected for three (3) year terms.

A majority of at least three (3) members of the Board shall constitute a quorum for doing business. Unless otherwise specified herein, or applicable law, all actions and approvals require a majority vote of a quorum of the Board.

b) Officer Designation

The Board shall designate a Chair and Vice Chair with each having a maximum term of one (1) year unless a special restructuring of the Board is needed. The designations shall be made prior to the expiration of their terms, by a majority vote of the Board.

A Secretary shall be appointed by the Chair from time to time as expedient and convenient for the Board.

c) Board Chair

The Chair serves as the presiding officer of the Board.

The Chair is responsible for scheduling regular meetings and calling special and/or emergency

meetings, as needed.

The Chair presides over Board meetings, approves meeting agendas and recognizes all speakers, including other Board members.

The Chair is responsible for determining whether a topic is appropriate for discussion in executive session meetings and shall make all announcements as required in Attachment B if an executive session meeting is convened.

The Chair is responsible for nominating Board members to represent the Board at appropriate functions, events, and outside meetings. Final appointment is by a majority vote of the Board.

The Chair is responsible for nominating Board members to Board Committees. Final appointment is by a majority vote of the Board.

The Chair may waive any procedures or formalities that are not required by law to facilitate the conduct of Board's business at his/her discretion.

d) Board Vice Chair

The Vice Chair serves as the presiding officer in the Chair's absence, followed by the most senior member of the Board.

e) Board Secretary

The Secretary is responsible for performing certain administrative functions on behalf of the Board.

The Secretary is responsible for reviewing draft Board minutes for accuracy, completeness, and compliance with Open Meeting Laws.

The Secretary certifies, as required by law, votes of the Board.

IV. BOARD CONDUCT

In executing its responsibilities to the RMLD, the Board and its members shall:

- a) Serve the best interests of all RMLD's multi-town service territory customers.
- b) Operate in accordance with the spirit, as well as the letter, of all laws affecting RMLD's business and its employees.
- c) Act with the highest level of integrity, business ethics, and objectivity, in all matters involving or pertaining to the RMLD.
- d) Not misuse the authority or influence of his/her Board member position.
- e) Affirmatively and courteously respond to requests for public information, subject to the constraints of Policy 12, Board Document Dissemination, and the Massachusetts Public Records Law. All requests and responses will be arranged through the General Manager.
- f) Not contribute, in any form, to civic, charitable, benevolent, or other similar organizations as a

representative of the RMLD Board or on behalf of the RMLD.

- g) Set policies to support RMLD's then current mission statement and as otherwise deemed necessary or expedient by the Board in accordance with applicable law.

V. BOARD COMMITTEES

Board committees serve as a mechanism to assist the Board with reviewing and considering specific issues.

The Board may establish committees to assist the Board from time to time. Committees may recommend a course of action to the Board. The listing of current Board Committees and duties are found on Attachment C of this policy.

VI. RELATIONSHIP OF BOARD AND GENERAL MANAGER AUTHORITY

Under the direction and control of the Board, as set forth in M.G.L. c. 164 and interpretive caselaw, the General Manager has the authority and responsibility for the day-to-day operation and management of the RMLD.

VII. INSURANCE AND INDEMNIFICATION

The General Manager or designee shall cause the RMLD to procure public officials liability insurance to provide liability coverage for the errors and omissions of Board members arising from their role as members of the Board as set forth in such insurance policy.

The RMLD and each Board Member shall enter into an indemnity agreement that indemnifies each Board Member against certain costs and on such terms that are agreed upon by the RMLD and the Board from time to time.

The Board may request that the General Manager report on the details of public officials' liability insurance for review and comment.

Appendix A, B, C attached.

**BOARD RESPONSIBILITIES AND REPORTING
ATTACHMENT A**

I. EMPLOYMENT OF THE GENERAL MANAGER

- a) Appoints the General Manager and establishes his/her compensation, benefits, and terms and conditions of employment.
- b) Prior to the start of each Agreement Year (as defined in the General Manager’s employment agreement, or at any other time as agreed to by the General Manager), the Board will meet with the General Manager to cooperatively develop goals and tasks (“Performance Review Criteria”) to be undertaken and completed by the General Manager during that Agreement Year or such other period of time as agreed to by the General Manager.

The General Manager and the Board shall review and approve such Criteria within thirty days of development by General Manager and RMLD Board.

Following the completion of each Agreement Year the Board will provide the General Manager with an annual performance review. At that time, an assessment of the General Manager’s performance, including achievement of goals set forth in the Performance Review Criteria will be conducted.

- c) Authorizes the General Manager’s reimbursable travel for trips that exceed \$1K.

II. BOARD POLICIES

- a) Approves overall goals, objectives, and policies governing RMLD to be implemented and discharged by the General Manager within the constraints of M.G.L. c. 164 and other applicable statutes and regulations.
- b) Reviews all policies under a 3-year review cycle. Policies may be reviewed at any time upon the Board of Commissioners’ request, at the recommendation of the General Manager, and in response to internal procedure or federal/state legislation changes.

III. PERSONNEL AND UNION MATTERS

- a) Approves all collective bargaining agreements.
- b) Supports a good working relationship between RMLD management and its unions.
- c) Directs all employee issues, matters, and concerns to the General Manager.
- d) May supplement non-union management employee benefits subject to a majority vote in accordance with Policy 21. (*Policy 21*)

IV. FINANCE & ACCOUNTING

- a) Approves the annual capital and operating budgets after allowing a 30-day review period for CAB input, as provided for in the Twenty-Year Agreement.
- b) Receives quarterly reports concerning variance on the operating budget.
- c) May direct the General Manager to give an update on outside services expenditures, which could include

legal, engineering, audit, lobbying, and other consulting services.

If any legal issues are being or have been considered in an executive session meeting, then the explanation of that legal issue will be given in an executive session meeting, unless the subject matter for the executive session meeting no longer meets the requirements for holding an executive session meeting.

- d) Appoints one Board member to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Town of Reading election.
- e) The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility.
- f) Accepts the audited financial statements and management letter.
- g) May require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.
- h) Reviews and approves the payroll and weekly accounts payable warrants in conjunction with the General Manager.
- i) Approves significant Expansion or Retirement of the RMLD's Transmission, Distribution, General Plant, or Generation.

V. OPEB

The Board established a separate ("OPEB") Liability Trust Fund and subsequently established a Declaration of Trust governing the management of RMLD's OPEB Fund and the duties of the Trustee.

- a) Performs the functions relative to the RMLD Other Post-Employment Benefits Liability Fund Trust as set forth in Policy No. 8 – Other Post-Employment Benefits ("OPEB") Liability Trust Fund.
- b) Develops and updates policies governing the investment of the OPEB Fund as permitted under the Declaration of Trust and applicable law.
- c) Designates a Trustee of OPEB Fund as permitted by M.G.L.c. 32B, § 20 and the Declaration of Trust (*Policy 8*)
- d) Approves a funding schedule and makes appropriations to the Fund consistent with applicable laws and accounting standards
- e) Appropriates OPEB funds to pay RMLD's share of health insurance benefits.
- f) Approves financial statements and reports as may be required by M.G.L. c. 32B, § 20 and statements of account provided by the Trustee.
- g) Approves and executes necessary documents and forms to authorize and effectuate the investment of the Fund.
- h) Takes all other actions consistent with the role and duties of the Board under M.G.L. c. 164 and M.G.L. c. 32B,

§ 20 and the Declaration of the Trust to supervise, manage, and/or administer the Fund.

VI. POWER SUPPLY, & RATES

- a) Approves long-term power supply contracts and agreements, unless otherwise voted through a strategic risk mitigation plan, e.g., (“TFA”) and approves annual certificate retirement targets.
- b) Approves electric rates, which are based on cost-of-service principles.

VII. COMMUNICATIONS

- a) Approves the final annual report of the RMLD in segments: previously accepted Audit, report highlights from General Manager evaluation, report art/cover selected by Board/staff.
- b) Approves all correspondence written on behalf of the Board and/or otherwise attributable to the Board.
- c) Approves all presentations made by or on behalf of the Board to other elected boards or committees

VIII. FUNCTIONS, MEETINGS, CONFERENCES & TRAINING

- a) Attends meetings, conferences, training sessions and similar functions as appropriate for enhancing skills and functions pertaining to being a member of the Board.
- b) Attends functions sponsored by the Town of Reading, the Commonwealth of Massachusetts for elected officials, the American Public Power Association, and New England Public Power Association, all of which are presumed to be appropriate for Board member attendance.
- c) Any Board member attending meetings, conferences, training sessions and similar functions as appropriate for enhancing skills and functions pertaining to being a member of the Board are required to make a full report at the next available Board meeting.
- d) It is the policy of the Board that no Board member will have a personal or economic interest or benefit, directly or indirectly, from attendance in meetings, conferences, training sessions and similar functions. It is the responsibility of each Board member to make a full public disclosure of any personal interest or benefit in advance and shall otherwise comply with any restrictions imposed by G.L. c. 268A.

IX. INFORMATION TECHNOLOGY

- a) Uses RMLD information systems in compliance with Policy 27 and Open Meeting Law.
- b) Complies with RMLD IT security policies and/or operating procedures.

X. MISCELLANEOUS

Considers other issues that may come before the Board that are within its jurisdiction.

**BOARD MEETING AND DOCUMENT PROCEDURES
ATTACHMENT B**

I. MEETING SCHEDULE AND TIME RESTRICTIONS

Regular Board meetings generally will be held once a month or as otherwise needed. Board meetings will not hear new topic discussions after 10:45 PM and meetings will be adjourned no later than 11:15 PM.

II. MEETING CONDUCT

- a) All meetings shall be conducted in open session in accordance with M.G.L. c. 30A, § 20, unless the particular matter to be discussed involves an appropriate topic for the executive session.
- b) The Board may follow Robert's Rules of Order and or any rules of order as established and determined by the Board from time to time.
- c) Public Comment may be allowed in accordance with the Board's Public Comment Policy.

III. BOARD DELIBERATION

- a) No quorum of the Board may engage in any deliberations or otherwise discuss substantive matters involving Board business outside of a duly noticed meeting session in accordance with the Open Meeting Law.
- b) Restrictions on deliberations include serial communications, which means any oral or written communication through any medium, including electronic mail, between, among, or received by a quorum of the Board on any public business within RMLD's jurisdiction.
- c) To the extent permitted by law, the General Manager, who is not a member of a public body and who is not subject to the Open Meeting Law, may provide oral or written communications, including email, to a quorum of the members of the Board, subject to the limitations in paragraph d) below.
- d) The Board shall not deliberate on such communications outside of a public meeting. Deliberations include the expression of an opinion on matters within the Board's jurisdiction to a quorum of the Board, even if no other Board member responds.

IV. BOARD DOCUMENTS DISSEMINATION

The dissemination of Board Documents shall be in accordance with and subject to Policy 12.

V. EXECUTIVE SESSION

a) Procedures

The following procedures shall apply to executive session meetings:

- 1. The Board must first convene in an open session.
- 2. The Board shall vote to go into executive session and the vote of each member shall be recorded by roll call and entered into the minutes.
- 3. Before the Executive Session, the Chair shall state the purpose for the executive session, and all subjects that may be discussed without compromising the purpose for which the executive session was called. Additional notification requirements may apply to specific executive session topics as

set forth in M.G.L. c. 30A, § 21.

4. The Chair shall publicly announce in open session, whether the open session will reconvene at the conclusion the executive session.
5. In the case of remote participation in an executive session meeting, no person may be present, or in communication with the participating Board member during such meeting.

The participating Board member shall not allow any person to hear or see such meeting whether present or otherwise and no Board member may record such meeting.

Each Board member shall state on the record as such.

6. Additional procedures may apply to specific executive session topics as set forth in M.G.L. c. 30A, § 21.
7. All executive session meetings shall comply with any additional requirements or procedures set forth in M.G.L. c. 30A, § 21.

b) Executive Session Records

Executive session records shall be kept in accordance with statutory requirements.

Audio and/or visual recordings of executive session meetings shall not be taken.

c) Availability and Confidentiality Obligations

Executive session minutes of Board meetings and related documents are available to all members of the Board and designated RMLD staff. All Board members and RMLD employees shall be bound to maintain their confidentiality until such minutes and/or related materials are released for disclosure as provided herein.

d) Legal Requirements

Executive session minutes will be reviewed and released in accordance with the Open Meeting Law, M.G.L. c. 30A, § 22 and the public records and open meeting exemptions in M.G.L. c. 164, § 47D and as provided herein.

e) Executive Session Quarterly Review

1. The Chair and the Secretary of the Board will review approved executive session minutes in their entirety and related materials that are still in confidential status on a minimum of a quarterly basis (no later each January 15, April 15, July 15, October 15) and in response to a public records request for such minutes to determine if continued non-disclosure is warranted under M.G.L. c. 30A, § 22.
2. In conducting the review, the Chair and the Secretary shall consider whether:
 - a. the executive session was held in compliance with M.G.L. c. 30A, § 21;
 - b. publication of the minutes or materials would defeat the lawful purposes of the executive session;
 - c. the minutes or materials include information protected by the attorney-client privilege;

- d. the information or materials are subject to one or more of the exemptions under the public records law, M.G.L. c. 4, § 7 (clause twenty-sixth) or M.G.L. c. 164, § 47D;
 - e. the RMLD Board has voted not to disclose such information (to the extent that executive session was held to consider RMLD's competitively sensitive information which was entitled to confidentiality under M.G.L. c. 164, § 47D); and
 - f. the minutes or materials are entitled to confidentiality as personnel information as set forth in M.G.L. c. 30A, § 22(e).
3. The Chair and the Secretary shall announce the findings of their quarterly review at the next Board meeting following the completion of such review. Such announcement shall be included in the minutes of that meeting.

The Chair and the Secretary shall make a recommendation to the members of the Board to release for publication those minutes or portions of minutes and related materials in which continued confidential treatment is not warranted under M.G.L. c. 30A, § 22. The procedure and timeframe for conducting and voting on reviews in response to a request for executive session minutes are set forth herein.

4. Executive session minutes, or portions thereof, will be released only by an affirmative majority vote of at least three (3) members of the Board.
- f) Procedures upon Request for Executive Session Minutes or Materials

All requests for unreleased executive session minutes will be forwarded to the Chair of the Board immediately following receipt and shall be placed on the next available Board meeting agenda for resolution. If the minutes have not been previously subject to a quarterly review, the Chair and the Secretary shall review the minutes as provided herein prior to the next Board meeting, if possible. The Chair and the Secretary shall present the findings on whether continued confidentiality is warranted to the Board and the Board shall take a vote on whether to release the minutes or portions thereof at its next regularly scheduled meeting following the request or within 30 days, whichever occurs first. Notwithstanding the foregoing, upon request by any person to inspect or copy the minutes of an executive session or any portion thereof, the Chair or his/her designee, on behalf of the Board, shall respond to the request within 10 days following receipt and shall release any such non-exempt minutes or portions thereof in which the Board previously voted to release.

**RMLD BOARD COMMITTEES
ATTACHMENT C**

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| <p>Audit Committee (Including Town of Reading Audit)</p> <p>Annual activity</p> | <p>The Board will appoint one Board member and one back-up to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Tow of Reading election.</p> <p>The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility.</p> <p>The Board accepts the audited financial statements and management letter and shall require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.</p> |
| <p>RMLD sub-audit committee</p> <p>Annual activity</p> | <p>The appointed Audit Committee Board member and appointed back-up constitute the RMLD sub-audit committee.</p> |
| <p>Account Payables</p> <p>Bi-weekly activity /monthly assignment</p> | <p>Remotely via computer reviews and approves payables on a bi- weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> |
| <p>Payroll</p> <p>Bi-weekly activity / monthly assignment</p> | <p>Remotely via computer reviews and approves payables on a bi- weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> |
| <p>GM Search Committee</p> <p>As needed</p> | <p>Conducts GM search process, reviews resumes and interviews candidates. Makes recommendations to the Board for finalists.</p> |
| <p>Advisory Joint Committee Payment to the Town of Reading</p> <p>As needed</p> | <p>Advise the Board concerning the voluntary payment to the Town of Reading from RMLD's unappropriated surplus funds, consistent with RMLD's legal obligations.</p> <p>Two RMLD Board Members</p> <p>Two Citizen's Advisory Board Members</p> <p>One Reading Board of Selectmen Member</p> |

POLICY 19 REVISION 16: MAIN POLICY TEXT

| Policy 19 R16 | Policy 19 R15 | Proposed Modification | Policy text |
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| Section 1 -a) Purpose | Section 1 | No change | To establish procedures and the respective roles and duties of members of the RMLD Board of Commissioners (“Board”). |
| Section 1 -b) Purpose | Section 1 | No change | To establish administrative controls for certain Board activities |
| Section 2 -a) Governing Laws | Section 2 | Created “Attachment A”, which outlines Board responsibilities. | The role of the Board in the operation and management of RMLD shall be governed by M.G.L. c. 164 and other applicable state statutes and regulations. Specific Board responsibilities are outlined in Attachment A. |
| Section 2 -b) Governing Laws | Section 2 | Created “Attachment B”, which outlines meeting procedures and details. | The conduct of meetings of the Board shall conform to M.G.L. c. 30A, §§ 18-25 - the Massachusetts Open Meetings Law. Meeting procedures and details can be found in Attachment B. |
| Section 2 – c) Governing Laws | N/A | Added federal and state laws, statutes, and regulations. | Members of the Board shall act in accordance with G.L. c. 268A “Conduct of Public Officials and Employees.”, G.L. c. 4 § 7 (26) “Public Records”, and any and all other applicable federal and state statutes and regulations. |
| Section 3 -a) Membership and Quorum | Section 3 | Streamlined language to clarify Board membership and term length. | The Board shall consist of five (5) members elected for three (3) year terms. |
| Section 3 -a) Membership and Quorum | Section 3 | Streamlined language to clarify quorum requirements; Added “applicable law” to Board actions and approvals. | A majority of at least three (3) members of the Board shall constitute a quorum for doing business. Unless otherwise specified herein, or applicable law , all actions and approvals require a majority vote of a quorum of the Board. |
| Section 3 -b) Officer Designation | Section 4 | Streamlined to clarify role terms, designations, and majority vote requirements. | The Board shall designate a Chair and Vice Chair with each having a maximum term of one (1) year unless a special restructuring of the Board is needed. The designations shall be made prior to the expiration of their terms, by a majority vote of the Board. |
| Section 3 -b) Officer Designation | Section 4 | Changed Board Secretary appointment frequency to time to time as expedient and convenient for the Board. | A Secretary, who is not the Chair , shall be appointed by the Chair from time to time for each meeting of the Board, and such selection shall be made on a rotating basis to the extent as expedient and convenient for the Board. |
| Removed | Section 4 | Removed restrictions relative to the Chair appointment. | A Board member who is up for re-election may not be appointed as Chair in the year that he/she is scheduled for re-election. |
| Section 3 -c) Board Chair | Section 4 | No change | The Chair serves as the presiding officer of the Board. |

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| Section 3 -c) Board Chair | Section 4 | No change. | The Chair is responsible for scheduling regular meetings and calling special and/or emergency meetings, as needed. |
| Section 3 -c) Board Chair | Section 4 | Refined verbiage. | The Chair presides over Board meetings, approves the meeting agendas and recognizes all speakers, including other Board members. |
| Section 3 -c) Board Chair | Section 4 | Changed Article II to Attachment B. | The Chair is responsible for determining whether a topic is appropriate for discussion in executive session meetings and shall make all announcements as required in Article II Attachment B if an executive session meeting is convened. |
| Section 3 -c) Board Chair | Section 4 | Refined verbiage; removed redundant verbiage restating quorum requirements. | The Chair is responsible for nominating nominates Board members to represent the Board at appropriate functions, events, and outside meetings. Final appointment is by a majority vote of the Board. A majority of the Board is at least three of the five members. |
| Section 3 -c) Board Chair | Section 4 | Refined verbiage. | The Chair is responsible for nominating nominates Board members to Board Committees. Final appointment is by a majority vote of the Board. |
| Section 3 -c) Board Chair | Section 4 | Refined verbiage. | In his/her discretion The Chair may waive any procedures or formalities that are not required by law to facilitate the conduct of Board's business at his/her discretion. |
| Section 3 -d) Vice chair | Section 4 | Streamlined to clarify Board member roles in the Chair's absence. | The Vice Chair serves as the presiding officer in the Chair's absence, followed by the most senior member of the Board. |
| Section 3 -e) Board Secretary | Section 4 | Refined verbiage. | The Secretary shall be is responsible for performing certain administrative functions on behalf of the Board. |
| Section 3 -e) Board Secretary | Section 4 | Refined verbiage. | The Secretary is responsible for reviewing reviews draft Board minutes for accuracy, completeness, and compliance with Open Meeting Laws. |
| Section 3 -e) Board Secretary | Section 4 | Refined verbiage. | The Secretary certifies, as required by law, votes of the Board. |
| REMOVED | Section 4 | Removed; redundant, was included for educational purposes only. | In the absence of a General Manager, signs, upon direction of a majority of the Board, contracts, and legal settlements on behalf of the Board |
| Section 4 -a) Board Conduct | Section 5 Section 7 | Streamlined to clarify Board responsibility of serving all RMLD's customers. | Serve the best interests of all RMLD's multi-town service territory customers. |
| Section 4 -b) Board Conduct | Section 7 | No change | Operate in accordance with the spirit, as well as the letter, of all laws affecting RMLD's business and its employees |

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| Section 4-c) Board Conduct | Section 7 | No change | Act with the highest level of integrity, business ethics, and objectivity, in all matters involving or pertaining to the RMLD. |
| Section 4- d) Board Conduct | Section 7 | No change | Not misuse the authority or influence of his/her Board member position. |
| Section 4 -e) Board Conduct | Section 7 | Refined verbiage. | Affirmatively and courteously respond to all requests for public information, subject to the constraints of Policy 12, Board Document Dissemination, and the Massachusetts Public Records Law. All requests and responses will be arranged through the General Manager. |
| Section 4 -f) Board Conduct | Section 7 | Refined verbiage. | Not contribute, in any form, to civic, charitable, benevolent, or other similar organizations as a representative of the RMLD Board member or on behalf of the RMLD. |
| Section 4 -e) | Section 7 | Revised to encompass RMLD’s mission statement and the Board’s policy setting role. | Set policies to support RMLD’s then current mission statement and as otherwise deemed necessary or expedient by the Board in accordance with applicable law. Maintain "cost of service" electricity rates as required by law; set policy for the RMLD with the goal of keeping its residential rates lower than any investor owned electric utility in Massachusetts and competitive with any electric utility whose service area is contiguous with the RMLD's service area. |
| Section 5 Board Committees | Section 6 | Refined verbiage and added provision that the Board may establish committees from time to time. | Board committees serve as a useful mechanism to assist for the Board with to reviewing and considering specific issues. The Board may establish committees to assist the Board from time to time. Committees may recommend a course of action to the Board. The listing of Board Committees and duties are found on Attachment A C of this policy. |
| Section 6 Relationship of the Board and General Manager Authority | Section 5-C | Refined verbiage; added interpretive caselaw and clarified GM authority in the day – day operation. | Under the direction and control of the Board, as set forth in M.G.L. c. 164 and interpretive caselaw , the General Manager has the ultimate authority and responsibility for the day-to-day operation and the management of the RMLD, under the direction and control of the Board, all as set forth in M.G.L. c. 164 |
| REMOVED | Section 5 | Removed; verbiage redundant to Section 6. | Except for actions contrary to lawful decisions or lawful written policies made by the Board, the General Manager is authorized to take whatever actions as are required to operate and manage RMLD pursuant to M.G.L. c. 164 |
| REMOVED | Section 5 | Removed; verbiage redundant to Section 6 and Attachment A: Section 3. | The General Manager is the only designated representative for the Board regarding collective bargaining negotiations. The General Manager may |

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| | | | utilize other RMLD management personnel as needed to carry out these responsibilities. |
| Section 7 Insurance and Indemnification | Section 9 | Refined verbiage. | The General Manager or hs/her designee shall cause the RMLD to procure public officials liability insurance to provide liability coverage for the errors and omissions of Board members arising from their role as members of the Board as set forth in such insurance policy. |
| Section 7 Insurance and Indemnification | Section 9 | No change | The RMLD and each Board Member shall enter into an indemnity agreement that indemnifies each Board Member against certain costs and on such terms that are agreed upon by the RMLD and the Board from time to time. |
| Section 7 Insurance and Indemnification | Section 9 | Consolidated and removed redundant verbiage to simplify and clarify Board's responsibility to request reports on public officials' liability insurance. | The Board may request that the General Manager report on the details of public officials' liability insurance for review and comment. Details of such coverage shall be presented by the General Manager or her designee to the Board for its review and comment as requested or as otherwise requested by the Board. |

POLICY 19 REVISION 16: ATTCHMENT A: BOARD RESPONSIBILITIES AND REPORTING

| Policy 19 R16 | Policy 19 R15 | Modifications | Policy Text |
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| Section 1 -a) Employment of the General Manager | Section 5 | Added “benefits” to align with Policy 21 Section B. | Appoints the General Manager and establishes his/her compensation, benefits , and terms and conditions of employment. |
| Section 1 -b) Employment of the General Manager | Section 5 | Changed “Contract to Agreement” to align with the GM contract. Modified verbiage to clarify that goals and tasks are to be undertaken and completed during that agreement year. | Prior to the start of each Contract - Agreement Year (as defined in the General Manager’s employment agreement, or at any other time as agreed to by the General Manager), the Board will meet with the General Manager to cooperatively develop goals and tasks (“Performance Review Criteria”) to be undertaken and completed by the General Manager in the next Contract Year during that Agreement Year or such other period of time as agreed to by the General Manager. |
| Section 1 -b) Employment of the General Manager | Section 5 | Refined verbiage. | The General Manager and the Board shall review and approve on such Criteria within thirty days of development by General Manager and RMLD Board. |
| Section 1 -b) Employment of the General Manager | Section 5 | Streamlined for clarification. Refined and added verbiage to align with GM contract; clarify annual performance review topics and timeline. | Following the completion of each Agreement Year the Board will provide the General Manager with an annual performance review. At that time, an assessment of the General Manager’s performance, including achievement of goals set forth in the Performance Review Criteria will be conducted. adjust the General Manager's salary based on that appraisal. |
| Section 1 – c) Employment of the General Manager | Policy 5 | Board responsibility incorporated from Policy 5. | Authorizes the General Manager’s reimbursable travel for trips that exceed \$1K. |
| Section 2 – a) Board Policies | Section 5 | Refined verbiage. | Responsible for approving Approves overall goals, objectives, and policies governing RMLD to be implemented and discharged by the General Manager within the constraints of M.G.L. c. 164 and other applicable statutes and regulations. |
| Section 2 – b) Board Policies | Various Policies | Board responsibility streamlined and incorporated from various RMLD policies. | Reviews all policies under a 3-year review cycle. Policies may be reviewed at any time upon the Board of Commissioners’ request, at the recommendation of the General Manager, and in response to internal procedure or federal/state legislation changes. |

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| Section 3 -a) Personnel and Union Matters | Section 5 | No change | Approves all collective bargaining agreements. |
| Section 3 -b) Personnel and Union Matters | Section 7 | No change | Supports a good working relationship between RMLD management and its unions. |
| Section 3 -c) Personnel and Union Matters | Section 7 | No change | Directs all employee issues, matters, and concerns to the General Manager. |
| Section 3 -d) Personnel and Union Matters | Policy 21 | Incorporated verbiage from Policy 21 relative to employee benefits. | May supplement non-union management employee benefits subject to a majority vote in accordance with Policy 21. |
| REMOVED | Section 7 | Removed redundant and conflicting verbiage relative to the Board role in personnel matters and CBAs. | Also establishes the goals and objectives for the General Manager to meet in bargaining new or amended collective bargaining agreements. |
| Section 4 -a) Finance & Accounting | Section 5 | Consolidated and removed redundant verbiage to simplify and clarify budget approval responsibilities. | Approves the annual capital and operating budgets after allowing a 30-day review period for CAB input, as provided for in the Twenty-Year Agreement. |
| Section 4 -b) Finance & Accounting | Section 5 | Removed redundant verbiage. | The Board will receive Receives quarterly reports at their regularly scheduled meeting concerning variance on the operating budget. |
| Section 4 -c) Finance & Accounting | Section 5 | Removed redundant verbiage. | On a quarterly basis, the Board May direct the General Manager to give an update on outside services expenditures, which could include legal, engineering, audit, lobbying, and other consulting services. |
| Section 4 -c) Finance & Accounting | Section 5 | No change | If any legal issues are being or have been considered in an executive session meeting, then the explanation of that legal issue will be given in an executive session meeting, unless the subject matter for the executive session meeting no longer meets the requirements for holding an executive session meeting. |
| Section 4 -d) Finance & Accounting | Section 5 | Removed redundant verbiage. | The Board will appoint Appoints one Board member to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Town of Reading election. |
| Section 4 -e) Finance & Accounting | Section 5 | No change | The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility. |

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| Section 4 -f) Finance & Accounting | Section 5 | Removed redundant verbiage. | The Board Accepts the audited financial statements and management letter. |
| Section 4 -g) Finance & Accounting | Section 5 | Refined verbiage. | and shall May require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter. |
| Section 4 -h) Finance & Accounting | Section 5 | Streamlined for clarity. | Reviews and approves the payroll and weekly accounts payable warrants in conjunction with the General Manager. |
| Section 4 -i) Finance & Accounting | Section 5 | No change | Approves significant Expansion or Retirement of the RMLD's Transmission, Distribution, General Plant, or Generation. |
| REMOVED | Section 5 | Removed; This is a GM action item and is already included in Policy 2. | On a quarterly basis, the Board may review reports from the General Manager concerning the disposal of scrap and/or surplus material. |
| REMOVED | Section 5 | Removed; This is a GM action item | When the Director of Business/Finance questions a payment on an invoice or has other concerns relating to the RMLD's finances, the General Manager or his/her designee shall inform the Board of the Director of Business/Finance's concerns for discussion and resolution at the next available Board meeting. The issue will be discussed in an open session meeting unless there is a need to convene an executive session meeting (e.g., invoices concerning legal matters, etc.). |
| REMOVED | Section 5 | Removed; This is a GM action item | Upon approval of an annual operating budget, the General Manager will make an annual presentation to the Town of Reading Annual Town Meeting, the Town of Lynnfield, the Town of North Reading and the Town of Wilmington, which will summarize current year financial highlights and financial audits for the previous calendar year. |
| Section 5 OPEB | Section 5 | No change | The Board established a separate ("OPEB") Liability Trust Fund and subsequently established a Declaration of Trust governing the management of RMLD's OPEB Fund and the duties of the Trustee. |
| Section 5 – a) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8. | Performs the functions relative to the RMLD Other Post-Employment Benefits Liability Fund Trust as set forth in Policy No. 8 – Other Post-Employment Benefits ("OPEB") Liability Trust Fund. |

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| Section 5 – b) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8. | Develops and updates policies governing the investment of the OPEB Fund as permitted under the Declaration of Trust and applicable law. |
| Section 5 – c) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8 | Designates a Trustee of OPEB Fund as permitted M.G.L.c. 32B, § 20 and the Declaration of Trust (<i>P 8</i>) |
| Section 5 – d) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8. | Approves a funding schedule and makes appropriations to the Fund consistent with applicable laws and accounting standards |
| Section 5 – e) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8. | Appropriates OPEB funds to pay RMLD's share of health insurance benefits. |
| Section 5 – f) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8 | Approves financial statements and reports as may be required by M.G.L. c. 32B, § 20 and statements of account provided by the Trustee. |
| Section 5 – g) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8 | Approves and executes necessary documents and forms to authorize and effectuate the investment of the Fund |
| Section 5 – h) OPEB | Policy 8 OPEB | Board responsibility incorporated from Policy 8 | Takes all other actions consistent with the role and duties of the Board under M.G.L. c. 164 and M.G.L. c. 32B, § 20 and the Declaration of the Trust to supervise, manage, and/or administer the Fund. |
| Section 6 – a) Power Supply & Rates | Section 5 and Policy 30 | Consolidated and removed redundant verbiage. Board responsibility incorporated from Policy 30 and relative to power supply agreements and certificate retirement rates. | Approves long-term power supply contracts and agreements, unless otherwise voted through a strategic risk mitigation plan, e.g., (“TFA”) and approves annual certificate retirement targets. |
| Section 6 – b) Power Supply & Rates | Section 5 and Policy 30 | Streamlined for clarity; Board responsibility incorporated from Policy 30. | Approves electric rates, which are based on cost-of-service principles. |
| REMOVED | Section 5 | Removed; not a Board responsibility | The General Manager will report to the Board quarterly on all purchases made under the TFA. |
| Section 7 – a) Communications | Section 5 | Streamlined for clarity. | Approves the final annual report of the RMLD in segments: previously accepted Audit, report highlights from General Manager evaluation, report art/cover selected by Board/staff. |
| Section 7 – b) Communications | Section 5 | Streamlined for clarity; Removed letterhead requirement. | Approves all correspondence on RMLD letterhead written by any Board member on behalf of the Board and/or otherwise attributable to the Board. |

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| Section 7 – c) Communications | Section 5 | Streamlined for clarity. | Approves All presentations made by or on behalf of the RMLD Board or a member of the Board to other elected boards or committees. |
| Section 8 -a) Functions Meetings Conferences and Training | Section 5 | Streamlined for clarity; Removed policymaking specification to include all skills and functions pertaining to being a Board member. | Attends (consistent with approved RMLD budgets) meetings, conferences, training sessions and similar functions as appropriate for enhancing policymaking skills and functions pertaining to being a member of the Board. |
| Section 8 -b) Functions Meetings Conferences and Training | Section 5 | Streamlined for clarity; ; Removed reference to specific conferences to include APPA and NEPPA sponsored events. | Attends functions sponsored by the Town of Reading, the Commonwealth of Massachusetts for elected officials, the American Public Power Association, APPA national conferences and New England Public Power Association NEPPA annual conference and annual business meetings , all of which are presumed to be appropriate for Board member attendance. |
| Section 8 -c) Functions Meetings Conferences and Training | Section 5 | Removed policymaking specification to include all skills and functions pertaining to being a Board member. | Any Board member attending meetings, conferences, training sessions and similar functions as appropriate for enhancing policy-making skills and functions pertaining to being a member of the Board are required to make a full report at the next available Board meeting. |
| Section 8 -d) Functions Meetings Conferences and Training | Section 5 | No change | It is the policy of the Board that no Board member will have a personal or economic interest or benefit, directly or indirectly, from attendance in meetings, conferences, training sessions and similar functions. It is the responsibility of each Board member to make a full public disclosure of any personal interest or benefit in advance and shall otherwise comply with any restrictions imposed by G.L. c. 268A. |
| REMOVED | Section 5 | Removed, redundant. | Attendance for all other meetings, conferences, training sessions and similar functions shall be administered in the same manner as for RMLD management employees. |
| REMOVED | Section 5 | Removed, redundant. | In the event a Board member disagrees with the resultant decision(s), he/she may request the Board, by a majority vote, to approve attendance (subject to any conditions deemed appropriate by the Board). |
| Section 9 -a) Information Technology | Policy 27 | Board responsibility incorporated from Policy 27. | Uses RMLD information systems in compliance with Policy 27 and Open Meeting Law. |

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| Section 9 -b) Information Technology | Policy 27 | Board responsibility incorporated from Policy 27. | Complies with RMLD IT security policies and/or operating procedures. |
| Section 10 Miscellaneous | Section 5 | No Change | Considers other issues that may come before the Board that are within its jurisdiction. |

POLICY 19 REVISION 16: ATTACHMENT B: BOARD MEETING AND DOCUMENT PROCEDURES

| Policy 19 R16 | Policy 19 R15 | Proposed Modifications | Policy text |
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| Section 1 Meeting Schedule and Time Restrictions | Section 3 | No Change | Regular Board meetings generally will be held once a month or as otherwise needed. Board meetings will not hear new topic discussions after 10:45 PM and meetings will be adjourned no later than 11:15 PM. |
| REMOVED | Section 3 | Removed to align with public comment policy, not required. | The Chair shall read the Board’s code of conduct and courtesy at the beginning of each meeting. |
| Section 2-a) Meeting Conduct | Section 3 | No change. | All meetings shall be conducted in open session in accordance with M.G.L. c. 30A, § 20, unless the particular matter to be discussed involves an appropriate topic for the executive session. |
| Section 2-b) Meeting Conduct | Section 3 | Added Robert’s Rules for clarity. | The Board may follow Robert’s Rules of Order and or any rules of order as established and determined by the Board from time to time. |
| Section 2-c) Meeting Conduct | Section 3 | Added provision to clarify public comment guidelines. | Public Comment may be allowed in accordance with the Board’s Public Comment Policy. |
| REMOVED | Section 3 | Moved Section 3-F relative to public comment to the Board’s Public Comment Policy. | The Board may hear comments from RMLD customers during the public comment portion of the meetings. The Chair expects all comments to be respectful and appropriate. The Chair, in his/her discretion, may limit comments and/or participation (including canceling the public comment session) as necessary to provide for the orderly and efficient conduct of the meeting, and in the interest of time. This policy does not limit the authority of the Chair to regulate public participation and the conduct of attendees, or the rights of members of the public to observe and record open meetings pursuant to M.G.L. c. 30A, § 20. The Board may set policies or general guidelines to resolve customer complaints and issues consistent with its authority under G.L. c. 164, § 56. |
| Section 3 -a) Board Deliberation | Section 3 | Added in accordance with open meeting law for clarity. | No quorum of the Board may engage in any deliberations or otherwise discuss substantive matters involving Board business outside of a duly noticed meeting session in accordance with the Open Meeting Law. |
| Section 3 -b) Board Deliberation | Section 3 | Added verbiage for clarity | Restrictions on deliberations include serial communications, which means any oral or written communication through any medium, including electronic mail, between or among or received by a quorum of the Board on any public business within RMLD’s jurisdiction. |

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| Section 3 -c) Board Deliberation | Section 3 | Added verbiage to clarify GM communications to a quorum of the Board. | To the extent permitted by law, the General Manager, who is not a member of a public body and who is not subject to the Open Meeting Law, may provide oral or written communications, including email, to a quorum of the members of the Board, subject to the limitations in paragraph d) below. |
| Section 3 -d) Board Deliberation | Section 3 | No change | The Board shall not deliberate on such communications outside of a public meeting. Deliberations include the expression of an opinion on matters within the Board’s jurisdiction to a quorum of the Board, even if no other Board member responds. |
| Section 4 Board Documents Dissemination | Policy 12 | Added reference to Policy 12: Board Documents Dissemination | The dissemination of Board Documents shall be in accordance with and subject to Policy 12. |
| Section 5 -a) Executive Session | Section 3 | Streamlined for clarity. Added (3.) relative to additional notification requirements. | <p>The following procedures shall apply to executive session meetings:</p> <ol style="list-style-type: none"> 1. The Board must first convene in an open session. 2. The Board has shall voted to go into executive session and the vote of each member is shall be recorded by roll call and entered into the minutes. 3. Before the Executive Session, the Chair shall state the purpose for the executive session, stating and all subjects that may be discussed revealed without compromising the purpose for which the executive session was called. Additional notification requirements may apply to specific executive session topics as set forth in M.G.L. c. 30A, § 21. 4. The Chair shall publicly announce in open session, whether the open session will reconvene at the conclusion the executive session. 5. In the case of remote participation in an executive session meeting, no person may be present, or in communication with the participating Board member during such meeting. <p>The participating Board member shall not allow any person to hear or see such meeting whether present or otherwise and no Board member may record such meeting.</p> |

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| | | | <p>Each Board member shall state on the record as such.</p> <p>6. Additional procedures may apply to specific executive session topics as set forth in M.G.L. c. 30A, § 21.</p> <p>7. All executive session meetings shall comply with any additional requirements or procedures set forth in M.G.L. c. 30A, § 21.</p> |
| Section 5 -b) Executive Session Records | Section 3 | No change | <p>Executive session records shall be kept in accordance with statutory requirements.</p> <p>Audio and/or visual recordings of executive session meetings shall not be taken.</p> |
| Section 5 -c) Availability and Confidentiality Obligations | Policy 12 | Board responsibility incorporated from Policy 12. | Executive session minutes of Board meetings and related documents are available to all members of the Board and designated RMLD staff. All Board members and RMLD employees shall be bound to maintain their confidentiality until such minutes and/or related materials are released for disclosure as provided herein. |
| Section 5 -d) Legal Requirements | Policy 12 | Board responsibility incorporated from Policy 12. | Executive session minutes will be reviewed and released in accordance with the Open Meeting Law, M.G.L. c. 30A, § 22 and the public records and open meeting exemptions in M.G.L. c. 164, § 47D and as provided herein. |
| Section 5 -e) Executive Session Quarterly Review | Policy 12 | Board responsibility incorporated from Policy 12 | <ol style="list-style-type: none"> 1. The Chair and the Secretary of the Board will review approved executive session minutes in their entirety and related materials that are still in confidential status on a minimum of a quarterly basis (no later each January 15, April 15, July 15, October 15) and in response to a public records request for such minutes to determine if continued non-disclosure is warranted under M.G.L. c. 30A, § 22. 2. In conducting the review, the Chair and the Secretary shall consider whether: <ol style="list-style-type: none"> a. the executive session was held in compliance with M.G.L. c. 30A, § 21; b. publication of the minutes or materials would defeat the lawful purposes of the executive session; c. the minutes or materials include information |

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| | | | <p>protected by the attorney-client privilege;</p> <p>d. the information or materials are subject to one or more of the exemptions under the public records law, M.G.L. c. 4, § 7 (clause twenty-sixth) or M.G.L. c. 164, § 47D;</p> <p>e. the RMLD Board has voted not to disclose such information (to the extent that executive session was held to consider RMLD’s competitively sensitive information which was entitled to confidentiality under M.G.L. c. 164, § 47D); and</p> <p>f. the minutes or materials are entitled to confidentiality as personnel information as set forth in M.G.L. c. 30A, § 22(e).</p> <p>3. The Chair and the Secretary shall announce the findings of their quarterly review at the next Board meeting following the completion of such review. Such announcement shall be included in the minutes of that meeting.</p> <p>The Chair and the Secretary shall make a recommendation to the members of the Board to release for publication those minutes or portions of minutes and related materials in which continued confidential treatment is not warranted under M.G.L. c. 30A, § 22. The procedure and timeframe for conducting and voting on reviews in response to a request for executive session minutes are set forth herein.</p> <p>4. Executive session minutes, or portions thereof, will be released only by an affirmative majority vote of at least three (3) members of the Board.</p> |
| <p>Section 5 -e) Executive Session Quarterly Review Procedures upon Request for Executive Session Minutes or Materials</p> | <p>Policy 12</p> | <p>Board responsibility incorporated from Policy 12</p> | <p>All requests for unreleased executive session minutes will be forwarded to the Chair of the Board immediately following receipt and shall be placed on the next available Board meeting agenda for resolution. If the minutes have not been previously subject to a quarterly review, the Chair and the Secretary shall review the minutes as provided herein prior to the next Board meeting, if possible. The Chair and the Secretary shall present the findings on whether continued confidentiality is warranted to the</p> |

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| | | | <p>Board and the Board shall take a vote on whether to release the minutes or portions thereof at its next regularly scheduled meeting following the request or within 30 days, whichever occurs first.</p> <p>Notwithstanding the foregoing, upon request by any person to inspect or copy the minutes of an executive session or any portion thereof, the Chair or his/her designee, on behalf of the Board, shall respond to the request within 10 days following receipt and shall release any such non-exempt minutes or portions thereof in which the Board previously voted to release.</p> |
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POLICY 19 REVISION 16: ATTACHMENT C

| Policy 19 R16 | Policy 19 R15 | Proposed Modification | Policy Text |
|---|--------------------------|---|--|
| Audit Committee | Audit Committee | Added "annual activity" to clarify frequency. | <p>The Board will appoint one Board member and one back-up to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Tow of Reading election.</p> <p>The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility.</p> <p>The Board accepts the audited financial statements and management letter and shall require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.</p> |
| RMLD sub-audit committee | RMLD sub-audit committee | Added "annual activity" to clarify frequency. | <p>The appointed Audit Committee Board member and appointed back-up constitute the RMLD sub-audit committee.</p> <p><i>Annual Activity</i></p> |
| Account Payables | Account Payables | Changed weekly to bi-weekly and added "Bi-weekly activity / monthly assignment" to clarify frequency. | <p>Remotely via computer reviews and approves payables on a <i>bi-</i> weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> <p><i>Bi-weekly activity / monthly assignment</i></p> |
| Payroll | Payroll | Changed weekly to bi-weekly and added "Bi-weekly activity / monthly assignment" to clarify frequency. | <p>Remotely via computer reviews and approves payables on a bi- weekly basis. This position is rotational monthly. Backup is required if primary is not available</p> |
| GM Search Committee | N/A | Added GM Search Committee (as needed) to the committees list. | <p>Conducts GM search process, reviews resumes and interviews candidates. Makes recommendations to the Board for finalists.</p> <p>As needed</p> |
| Advisory Joint Committee Payment to the Town of Reading | N/A | Added "as needed" to clarify frequency. | <p>Advise the Board concerning the voluntary payment to the Town of Reading from RMLD's unappropriated surplus funds, consistent with RMLD's legal obligations.</p> <p>Two RMLD Board Members</p> <p>Two Citizen's Advisory Board Members</p> <p>One Reading Board of Selectmen Member</p> |

**RMLD Policy No. 19
BOARD OF COMMISSIONERS**

Revision No. 15

7-19-2021
Commission Vote Date



coleen obrien (Jul 20, 2021 17:38 EDT)
General Manager/Date

7-19-2024
Next Review Date

I. PURPOSE

- A. To establish procedures and the respective roles and duties of members of the RMLD Board of Commissioners (“Board”).
- B. To establish administrative controls for certain Board activities.

II. GOVERNING LAWS

The role of the Board in the operation and management of RMLD shall be governed by M.G.L. c. 164 and other applicable state statutes and regulations. The conduct of meetings of the Board shall conform to M.G.L. c. 30A, §§ 18-25 – the Massachusetts Open Meetings Law.

III. MEETINGS AND PROCEDURES

Regular Board meetings generally will be held once a month or as otherwise needed. The Board of Commissioners meetings will not hear new topic discussions after 10:45 PM and meetings will be adjourned no later than 11:15 PM. The Chair may call special or emergency meetings, as needed. The Chair shall read the Board’s code of conduct and courtesy at the beginning of each meeting.

All meetings shall be conducted in open session in accordance with M.G.L. c. 30A, § 20, unless the particular matter to be discussed involves an appropriate topic for executive session. No quorum of the Board may engage in any deliberations or otherwise discuss substantive matters involving Board business outside of a duly noticed open session. This restriction includes serial communications, which means any oral or written communication through any medium, including electronic mail, between or among a quorum of the Board on any public business within its jurisdiction. The General Manager, who is not a public body and who is not subject to the Open Meeting Law, may provide oral or written communications, including email, to a quorum of the members of the Board. The Board shall not deliberate on such communications outside of a public meeting. Deliberations include the expression of an opinion on matters within the Board’s jurisdiction to a quorum of the Board, even if no other Board member responds.

The Board may follow rules of order as established and determined by the Board from time to time.

Unless otherwise specified herein, all actions and approvals require a majority vote of a quorum of the Board. A quorum is a simple majority of the Board members, *i.e.*, three (3) members.

The following procedures shall apply to executive session meetings:

1. The Board must first convene in an open session;
2. The Board has voted to go into Executive Session and the vote of each member is recorded by roll call and entered into the minutes;

3. Before the Executive Session, the Chair shall state the purpose for the executive session, stating all subjects that may be revealed without compromising the purpose for which the executive session was called;
4. The Chair shall publicly announce whether the open session will reconvene at the conclusion the executive session; and
5. In the case of remote participation in an executive session meeting, no person may be present, or in communication with the participating Board member during such meeting. The participating Board member shall not allow any person to hear or see such meeting whether present or otherwise and no Board member may record such meeting. Each Board member will be required to state on the record as such.

Additional procedures may apply to specific executive session topics as set forth in M.G.L. c. 30A, § 21. Records of executive sessions shall be kept in accordance with statutory requirements. Audio and/or visual recordings of executive session meetings shall not be taken, except as otherwise required by M.G.L. c. 30A, § 21. All executive session meetings shall comply with any additional requirements or procedures set forth in M.G.L. c. 30A, § 21.

IV. BOARD MEMBER POSITIONS AND DUTIES

The Board shall designate a Chair and Vice Chair with each having a maximum term of one (1) year. The Chair shall serve as the presiding officer of the Board, and a Vice Chair shall serve as the presiding officer in the Chair's absence. A Secretary who is not the Chair shall be appointed by the Chair for each meeting of the Board, and such selection shall be made on a rotating basis to the extent expedient and convenient for the Board. The Secretary shall be responsible for performing certain administrative functions on behalf of the Board. If the Chair is unable to attend, then the Vice Chair will assume the duties of the Chair followed by the most senior member of the Board. The designations shall be made by majority vote of the Board. The Chair and Vice Chair shall serve for a maximum of a one-year term unless a special restructuring of the Board is needed. A Board member who is up for re-election may not be appointed as Chair in the year that he/she is scheduled for re-election. A majority vote of at least three (3) members of the Board is required to designate a new Chair or Vice Chair prior to the expiration of their terms.

A. Board Chair

1. Chair is responsible for scheduling regular meetings and calling special and/or emergency meetings, as needed. Chair is responsible for determining whether a topic is appropriate for discussion in executive session meetings and shall make all announcements as required in Article II if an executive session meeting is convened.
2. Chair presides over Board meetings, approves the agenda and recognizes all speakers, including other Board members.
3. Chair nominates Board members to represent the Board at appropriate functions, events, and outside meetings. Final decision of the appointment is by a majority of the full Board. A majority of the Board is at least three of the five members.
4. Chair nominates Board members to Board Committees. Final appointment is by a majority vote of the Board.
5. In his/her discretion, Chair may waive any procedures or formalities that are not required by law to facilitate the conduct of Board's business.

B. Vice Chair

1. If the Chair is unable to attend a Board meeting, then the Vice Chair will serve as the Chair for that Board Meeting. If the Chair and Vice Chair are unable to attend a Board meeting, then the most senior member of the Board will assume the duties of the Chair and will appoint a Board Member to serve as Secretary for that meeting.

C. Board Secretary

1. Review draft Board minutes for accuracy, completeness and compliance with Open Meeting Laws.
2. Certifies, as required by law, votes of the Board.
3. In the absence of a General Manager, signs, upon direction of a majority of the Board, contracts, and legal settlements on behalf of the Board.

V. BOARD RESPONSIBILITIES

- A. While the Board is elected by the voters of the Town of Reading, the Board shall conduct its business to serve the interests of the customers of the entire RMLD service area.
- B. Responsible for approving overall goals, objectives and policies governing RMLD to be implemented and discharged by the General Manager within the constraints of M.G.L. c. 164 and other applicable statutes and regulations.
- C. Appoints the General Manager and establishes his/her compensation and terms and conditions of employment.

The General Manager has the ultimate authority and responsibility for the operation and the management of the RMLD, under the direction and control of the Board, all as set forth in M.G.L. c. 164.

Prior to the start of each Contract Year (as defined in the General Manager's employment agreement, or at any other time as agreed to by the General Manager), the Board will meet with the General Manager to cooperatively develop goals and tasks ("Performance Review Criteria") to be undertaken and completed by the General Manager in the next Contract Year or such other period of time as agreed to by the General Manager. The General Manager and the Board shall review and approve on these Criteria within thirty days of development by General Manager and RMLD Board. Before the end of the General Manager's Contract Year or such other time as agreed to by the General Manager, the Board will give the General Manager a performance appraisal based on the General Manager's performance and satisfaction of the goals and tasks agreed upon by the General Manager and the Board during the previous Contract Year or such other period of time as agreed to by the General Manager and adjust the General Manager's salary based on that appraisal.

Except for actions contrary to lawful decisions or lawful written policies made by the Board, the General Manager is authorized to take whatever actions as are required to operate and manage RMLD pursuant to M.G.L. c. 164.

The General Manager is the only designated representative for the Board regarding collective bargaining negotiations. The General Manager may utilize other RMLD management personnel as needed to carry out these responsibilities.

- D. Responsible for approving the annual budgets. The Board will receive a report quarterly at their regularly scheduled meeting concerning variance on the operating budget.

On a quarterly basis, the Board may direct the General Manager to give an update on the expenditures on outside services, which could include legal, engineering, audit, lobbying, and other consulting services. If any legal issues are being or have been considered in an executive session meeting, then the explanation of that legal issue will be given in an executive session meeting, unless the subject matter for the executive session meeting no longer meets the requirements for holding an executive session meeting.

On a quarterly basis, the Board may review reports from the General Manager concerning the disposal of scrap and/or surplus material.

- E. When the Director of Business/Finance questions a payment on an invoice or has other concerns relating to the RMLD's finances, the General Manager or his/her designee shall inform the Board of the Director of Business/Finance's concerns for discussion and resolution at the next available Board meeting. The issue will be discussed in an open session meeting unless there is a need to convene an executive session meeting (e.g., invoices concerning legal matters, etc.).
- F. The Board may hear comments from RMLD customers during the public comment portion of the meetings. The Chair expects all comments to be respectful and appropriate. The Chair, in his/her discretion, may limit comments and/or participation (including canceling the public comment session) as necessary to provide for the orderly and efficient conduct of the meeting, and in the interest of time. This policy does not limit the authority of the Chair to regulate public participation and the conduct of attendees, or the rights of members of the public to observe and record open meetings pursuant to M.G.L. c. 30A, § 20. The Board may set policies or general guidelines to resolve customer complaints and issues consistent with its authority under G.L. c. 164, § 56.
- G. The Board will appoint one Board member to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Town of Reading election. The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility. The Board accepts the audited financial statements and management letter and shall require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.
- H. Approves, after allowing a 30-day period for input from the Citizens' Advisory Board, as provided for in the Twenty-Year Agreement, on the following topics:
1. Annual Capital and Operating Budgets - Upon approval of an annual operating budget, the General Manager will make an annual presentation to the Town of Reading Annual Town Meeting, the Town of Lynnfield, the Town of North Reading and the Town of Wilmington, which will summarize current year financial highlights and financial audits for the previous calendar year.
 2. Significant Expansion or Retirement of the RMLD's Transmission, Distribution, General Plant, or Generation;
 3. All power contracts and agreements and their resource mix, unless otherwise voted through a strategic risk mitigation plan, i.e., the Transaction facilities Agreement ("TFA"), which is based on four-year time and price triggers. The General Manager will report to the Board quarterly on all purchases made under the TFA.
 4. Cost-of-service and rate making practices; and
 5. Other issues that may come before the Board that are within its jurisdiction.

- I. Approves
 - 1. The Board will approve the final annual report of the RMLD in accordance with the following segments
 - a. Financial Audit (as recommended by the Town Audit Committee and accepted by the Board)
 - b. Annual Report highlights (as previously reviewed by the Board at the General Manager's annual evaluation)
 - c. Annual Report Art / Cover (as selected by the CAB, Board Members, and RMLD staff)
 - 2. All correspondence on RMLD letterhead written by any Board member on behalf of the Board.
 - 3. All collective bargaining agreements. Also establishes the goals and objectives for the General Manager to meet in bargaining new or amended collective bargaining agreements.
 - 4. All presentations made by the RMLD Board or a member of the Board to other elected Boards or Committees.
 - 5. The appointment of Board members to Board Committees.
 - 6. Electric rates.
- J. Approves, in conjunction with the General Manager, the payroll and weekly accounts payable warrants.
- K. Attends (consistent with approved RMLD budgets) meetings, conferences, training sessions and similar functions as appropriate for enhancing policymaking skills and functions.
- L. Attends functions sponsored by the Town of Reading, the Commonwealth of Massachusetts for elected officials, APPA national conferences and NEPPA annual conference and annual business meetings, all of which are presumed to be appropriate for Board member attendance. Attendance for all other meetings, conferences, training sessions and similar functions shall be administered in the same manner as for RMLD management employees. In the event a Board member disagrees with the resultant decision(s), he/she may request the Board, by a majority vote, to approve attendance (subject to any conditions deemed appropriate by the Board). Any Board member attending meetings, conferences, training sessions and similar functions as appropriate for enhancing policy-making skills are required to make a full report at the next available Board meeting.

It is the policy of the Board that no Board member will have a personal or economic interest or benefit, directly or indirectly, from attendance in meetings, conferences, training sessions and similar functions. Further, it is the responsibility of each Board member to make a full public disclosure of any personal interest or benefit in advance and shall otherwise comply with any restrictions imposed by G.L. c. 268A.
- M. Performs the functions relative to the RMLD Other Post-Employment Benefits Liability Fund Trust as set forth in Policy No. 8 – Other Post-Employment Benefits (“OPEB”) Liability Trust Fund.

VI. BOARD COMMITTEES

Board committees serve as a useful mechanism for the Board to review and consider specific issues. Committees may recommend a course of action to the Board. The listing of Board Committees and duties are found on Attachment A of this policy.

VII. GENERAL POLICY ELEMENTS

In executing its responsibilities to the RMLD, the Board and its members shall:

- A. Operate in accordance with the spirit, as well as the letter, of all laws affecting the RMLD's business and its employees.
- B. Act with the highest level of integrity, business ethics and objectivity in all matters involving or pertaining to the RMLD.
- C. Not misuse the authority or influence of his/her Board member position.
- D. Be supportive of a good working relationship between RMLD management and its unions.
- E. Direct all RMLD employee issues, matters and concerns to the General Manager.
- F. Affirmatively and courteously respond to all requests for public information, subject to the constraints of Policy 12, Board Document Dissemination, and the Massachusetts Public Records Law. All requests and responses will be arranged through the General Manager.
- G. Not contribute, in any form, to civic, charitable, benevolent, or other similar organizations as a representative of the RMLD Board member or on behalf of the RMLD.
- H. Maintain "cost of service" electricity rates as required by law; set policy for the RMLD with the goal of keeping its residential rates lower than any investor owned electric utility in Massachusetts and competitive with any electric utility whose service area is contiguous with the RMLD's service area.
- I. Serve the best interests of all of RMLD's customers.

VIII. INSURANCE AND INDEMNIFICATION

- A. The General Manager or his/her designee shall cause the RMLD to procure public officials liability insurance to provide liability coverage for the errors and omissions of Board members arising from their role as members of the Board as set forth in such insurance policy. Details of such coverage shall be presented by the General Manager or her designee to the Board for its review and comment as requested or as otherwise requested by the Board.
- B. The RMLD and each Board Member shall enter into an indemnity agreement that indemnifies each Board Member against certain costs and on such terms that are agreed upon by the RMLD and the Board from time to time.

Attachment A

| | |
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| <p>Audit Committee (Including Town of Reading Audit)</p> | <p>The Board will appoint one Board member and one back-up to serve on the Town of Reading Audit Committee. Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Tow of Reading election.</p> <p>The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility.</p> <p>The Board accepts the audited financial statements and management letter and shall require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.</p> |
| <p>RMLD sub-audit committee</p> | <p>The appointed Audit Committee Board member and appointed back-up constitute the RMLD sub-audit committee.</p> |
| <p>Account Payables</p> | <p>Remotely via computer reviews and approves payables on a weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> |
| <p>Payroll</p> | <p>Remotely via computer reviews and approves payables on a weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> |
| <p>Advisory Joint Committee Payment to the Town of Reading</p> | <p>Advise the Board concerning the voluntary payment to the Town of Reading from RMLD's unappropriated surplus funds, consistent with RMLD's legal obligations.</p> <p>Two RMLD Board Members</p> <p>Two Citizen's Advisory Board Members</p> <p>One Reading Board of Selectmen Member</p> |

POLICY 32
PUBLIC COMMENT POLICY

RMLD Policy No. 32
PUBLIC COMMENT POLICY

Revision No. 0

Commission Vote Date: _____

Next Review Date: _____

I. PURPOSE

To establish a policy of the RMLD Board of Commissioners (Board) with regard to members of the public wishing to speak at meetings of the Board.

II. POLICY

The Board welcomes the expression of information, concerns, and opinions from those attending Board meetings that are related to matters within the Board's jurisdiction. The Board hereby adopts this policy: to provide members of the public a fair opportunity to speak; to ensure compliance with the Massachusetts Open Meeting Law; and to facilitate the orderly conduct of the Board's meetings.

III. APPLICABILITY

The policy applies to all persons wishing to speak at a Board meeting. The Board, at the Chair's discretion, may provide the following opportunities to speak during a meeting:

- (1) during a "Public Comments" period which may be included on the meeting agenda;
- (2) at designated periods for comment on topics identified on the Board's agenda.


IV. PROCEDURES

1. Scheduling of "Public Comments" periods shall be at the Chair's discretion. "Public Comments" is a limited forum to comment on topics within the Board's jurisdiction and not otherwise listed on the Board's agenda. The Board will not respond to comments made during "Public Comment" periods. Depending upon the nature of the comment the Chair may have the matter referred to the General Manager following the meeting.
2. The Board may, at the discretion of the Chair, allow public comment periods to address topics identified on the Board's agenda. Comments during such periods are limited to those related to the specific topic under deliberation and shall be subject to the limitations imposed by this Policy.
3. All comments shall be addressed through the Chair or acting Chair of the Board.
4. The total "Public Comments" period shall not exceed fifteen (15) minutes. Each speaker shall not exceed three (3) minutes. The Chair will curtail verbal comments

exceeding the allotted time. Once a speaker has offered comment, they shall not be recognized a second time during the same "Public Comments" period. The Public Comments period may be curtailed if a Board meeting would otherwise continue later than 11:15 PM.

5. Members of the public are encouraged to keep their comments respectful, despite any differences of opinion on the matters discussed. However, the Board cannot demand that persons attending meetings or participating in public comment be civil to one another, the RMLD or the members of the Board.
6. Disruptive conduct and engaging in other unprotected speech, including, but not limited to, the following, may be grounds for the Chair to curtail speech and take other action as appropriate:
 - a. Speaking without being recognized;
 - b. Continuing to speak after the Chair has curtailed additional verbal comment;
 - c. Interrupting a recognized speaker;
 - d. Speaking about matters not within the jurisdiction of the Board;
 - e. Speaking over a recognized speaker;
 - f. Using physical props or a physical presence of the member of the public to block other members of the public or the Board from viewing presentations or the recognized speaker;
 - g. Engaging in conversations with others while another is speaking;
 - h. Making threats of violence;
 - i. Making comments inciting imminent lawlessness.
7. The Chair shall, in accordance with the requirements of the Open Meeting Law, provide at least one verbal warning to the speaker if he/she engages in disruptive conduct. If, after at least one verbal warning, the speaker persists in engaging in disruptive conduct, the Chair may end the speaker's privilege to address the meeting and ask the speaker to withdraw from the meeting. If the speaker does not withdraw, the Chair may authorize a constable or other officer to remove the speaker from the meeting. This same procedure shall apply to members of the public in attendance at the meeting who have not been recognized by the Chair to speak.

ATTACHMENT 8
GENERAL MANAGER'S REPORT



General Manager Update

*Presented to the
Board of Commissioners and
Citizens Advisory Board*

17-18 April 2024

RMLD - team, marketing outreach, ...

Marketing Outreach Manager

- Amidst increasing change; we are emphasizing education
- Now recruiting for this new position, in lieu of Communication Manager
- Maintain customer trust and satisfaction

New summer interns and co-ops team

- 2 interns in place, 2 new interns, plus 2 interns (6 participated in 2023)
- Goals – learn, contribute, spread the word (exciting industry and RMLD)

Developing program to attract data center load

- Characterizing needs (reliability, low-cost, non-carbon, location)

Contract negotiations for all three unions start in summer

- Existing contract expire year-end 2024

2023 financial audit wrapping up

- Presentation at May 2024 meeting

Exploring AI with thoughtfulness and caution (protecting RMLD info)



RMLD - infrastructure

AMI bid response in process

- 4 responses received for replacement of all meters
- Bid analysis complete by early June; contract award likely Sep 2024
- Customer outreach and education to start end of 2024
- Meter replacement start 2025; complete by early 2027 (risk staged)
- AMI prerequisite to more TOU but exploring MDM as interim step



Engineering team developing RMLD 2050 network vision

- Update summer 2024

RMLD earned highest RP3 award level – Diamond (98 out of 100 points)

- Recognition of a “utility’s dedication to operating an efficient, safe, and reliable distribution system”
- Evaluation: reliability, safety, workforce development, system improvement
- Only 3 MLP’s in MA (out of 41) achieved Diamond level; 7 other MLPs at Platinum level
- RMLD up from prior Platinum level primarily due clearer strategy



Property tax on land

- Currently, RMLD pays all four towns a PILOT under the 20-year agreement (1992, 2012, ...)
- Calculation – 2% of annual net plant, allocated amongst 4 Towns based on prior year kWh sales
- Land is included in the calculation at purchase price and is not depreciated (unlike most other assets)
- Given RMLD’s pursuit of land to support load growth, we are increasing education and exploring possible alternatives

3

Thank You



ATTACHMENT 9
BOARD COMMITTEES' DISCUSSION

RMLD BOARD COMMITTEES

| Committee | Description | Status |
|--|---|-----------|
| Audit Committee Town of Reading | <p>The Board will appoint one Board member and one back-up to serve on the Town of Reading Audit Committee.</p> <p>Reappointment of this position will be done annually and coincide with the Board restructuring, which occurs at the first meeting after the annual Tow of Reading election.</p> <p>The Board member on the Town of Reading's Audit Committee will ensure that the selected auditing firm is qualified to perform a financial audit of a municipal electric utility.</p> <p>The Board accepts the audited financial statements and management letter and shall require the General Manager to submit a written action report on any item commented on by the auditor's Management Letter.</p> | Current |
| Audit Committee BoC Sub-Audit | <p>The appointed Audit Committee Board member and appointed back-up constitute the RMLD sub-audit committee.</p> | Current |
| Account Payables | <p>Remotely via computer reviews and approves payables on a weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> | Current |
| Payroll | <p>Remotely via computer reviews and approves payables on a weekly basis. This position is rotational monthly. Backup is required if primary is not available.</p> | Current |
| GM Search Committee | <p>Conducts GM search process, reviews resumes and interviews candidates. Makes recommendations to the Board for finalists.</p> | As need |
| Advisory Joint Committee Payment to the Town of Reading | <p>Advise the Board concerning the voluntary payment to the Town of Reading from RMLD's unappropriated surplus funds, consistent with RMLD's legal obligations.</p> <p>Two RMLD Board Members Two Citizen's Advisory Board Members One Reading Board of Selectmen Member</p> | As need |
| 30B Sub- Committee | <p>To look further into this issue what is meant by "all contracts".</p> | Dissolved |
| Accounting Manager | <p>Interviews Final Candidates and makes recommendations to the GM before the GM hires Accounting Manager</p> | Dissolved |

| | | |
|----------------------------------|---|-----------|
| Budget committee | Recommends Operating and Capital Budgets to the Board. Recommends actuaries and actuary findings to the Board. Makes Recommendations to the RMLD Board for Legal Council | Dissolved |
| CAB/Board Sub-Committee | Recommend payment to Town. | Dissolved |
| Community Relations | Review and approve all press releases. | Dissolved |
| General Manager Committee | Reviews the General Manager Evaluation Process | Dissolved |
| GM Contract | Review GM evaluation process and search. | Dissolved |
| Green Power | Working Group that looks at Green Power | Dissolved |
| Policy Sub-Committee | Reviews and recommends new policies and policy changes to the Board. | Dissolved |
| Power and Rate Committee | Recommend Power Contracts to the Board. Recommend rate changes to the Board. | Dissolved |
| Strategic Planning | Working group that looks at strategic planning. Later made into a committee through 2018. | Dissolved |
| Task Force Sub-Committee | Sit on RMLD oversight Task Force | Dissolved |

ATTACHMENT 10

ADOPTING RMLD WEBSITE AS THE

OFFICIAL NOTICE POSTING

LOCATION

From: [David Talbot](#)
To: [OpenMeeting \(AGO\)](#)
Cc: [Greg Phipps](#)
Subject: Re: "Posting" a meeting-- kindly reply on Thursday
Date: Thursday, April 11, 2024 12:29:05 PM

Thank you very much again. If you have it, could you please send me model language by which our board could vote to adopt its own website as the official notice posting location?

Thank you
Dave

On Thu, Apr 11, 2024 at 11:44 AM OpenMeeting (AGO) <openmeeting@mass.gov> wrote:

Dave,

The requirements are detailed in the Open Meeting Law Regulations. See [here](#) beginning at the very bottom of page 2.

If the RMLD serves four municipalities, then it is a regional/district public body and so it either needs to vote to adopt its own website as the official notice posting location and notify our office accordingly, or it needs to ensure notice is posted in all 4 municipalities.

Sincerely,

Carrie Benedon (she/her/hers)

Assistant Attorney General

Director, Division of Open Government

Massachusetts Office of the Attorney General

(617) 963-2540

From: David Talbot <talbot.david@gmail.com>
Sent: Thursday, April 11, 2024 9:42 AM
To: OpenMeeting (AGO) <openmeeting@mass.gov>
Cc: Greg Phipps <gphipps@rml.com>

Subject: Re: "Posting" a meeting-- kindly reply on Thursday

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Hi Carrie -- thank you. The RMLD serves four municipalities in whole or in part. Does this change your answer at all, or just mean that in addition to complying with Reading's "one official posting method" we also must comply with the "one official posting method" for the other three?

(And just out of curiosity, where in state law does it spell out that there shall be "one official posting method?" I see it saying "posted in a manner conspicuously visible to the public at all hours.")

Thanks!
Dave

On Thu, Apr 11, 2024 at 8:55 AM OpenMeeting (AGO) <openmeeting@mass.gov> wrote:

Dave,

Thank you for contacting the Division of Open Government. Your question depends on whether the Reading Municipal Light Department Board of Commissioners serves only Reading (either the entire town or part of the town) or whether it serves other municipalities also. A public body whose jurisdiction extends only to one municipality is a "local" public body, whereas a public body whose jurisdiction extends to two or more municipalities is a "district" or "regional" public body.

The Open Meeting Law requires that all "local" public bodies post their meeting notices according to the municipality's one official posting method. For Reading, that is the municipal website.

I understand that municipal light departments often function relatively independently from the municipal government, but nonetheless according to the Open Meeting Law's definitions, a public body that serves only one municipality is treated as a "local public body" and must post notices according to the posting method for the municipality (it may also post notices in additional locations).

In recognition of the circumstances that may necessitate posting 6 days in advance, I suggest being over-inclusive on the meeting notice, and the Board can always skip over topics that aren't ready for discussion at next week's meeting.

Sincerely,

Carrie Benedon (she/her/hers)

Assistant Attorney General

Director, Division of Open Government

Massachusetts Office of the Attorney General

(617) 963-2540

From: David Talbot <talbot.david@gmail.com>

Sent: Wednesday, April 10, 2024 5:44 PM

To: OpenMeeting (AGO) <openmeeting@mass.gov>; Greg Phipps <gphipps@rmlld.com>

Subject: "Posting" a meeting-- kindly reply on Thursday

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Dear AG's office,

I'm the chair of the Reading Municipal Light Department Board of Commissioners and have a simple question about what constitutes officially "posting" a meeting 48 hours or more in advance of the meeting.

Our GM, Greg Phipps, is CCed.

Here is the RMLD website, where you can see agendas and minutes posted.

[Board of Commissioners | Reading Municipal Light Dept \(rml.com\)](#)

QUESTION: Does posting the agenda at least 48 hours in advance on the RMLD website- even if it is not yet cross-posted on the separate Town of Reading website exactly within 48 hours-- meet state law for posting requirements?

RMLD and the Town cooperate and coordinate on many levels. That said, RMLD is governed and managed independently and has its own elected Board. Due to a Friday Town Hall closure and Monday holiday, the Town would need the agenda submitted six days in advance (Thursday before next Wednesday's meeting) to meet the 48-hour rule. A number of agenda items will evolve beyond Thursday, so this creates a challenge for RMLD.

We believe the RMLD website posting at least 48 hours ahead makes the notice compliant with state law but would appreciate your view and confirmation on this.

Thanks!

Dave Talbot

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**BOARD MATERIALS AVAILABLE
BUT NOT DISCUSSED**

From: [Erica Morse](#)
To: [Erica Morse](#)
Subject: AP and Payroll Questions for the 2024-04-17 BoC Board Book
Date: Wednesday, April 10, 2024 12:19:40 PM

AP

From March 22, 2024, through April 8, 2024, there were two Commissioner question, outlined below.

Payroll:

From March 18,2024 through April 5, 2024 there were no Commissioner questions.

Erica Morse
Executive Assistant
Reading Municipal Light Department
O: 781-942-6489
C: 617-791-3304
www.rmlld.com



From: [Greg Phipps](#)
To: [Robert Coulter](#)
Subject: RE: Mystic litigation question
Date: Wednesday, April 3, 2024 6:28:00 AM

Good Morning Bob,

Yes, Duncan Allen (John Coyle and team) has been working for a group of MLP's for years on various topics, including more recently the allocation of Mystic costs to MLPs. His fees are shared by the MLP's. I have come to know John as a very capable and persuasive attorney on behalf of the MLP's.

His work has saved MLP's hundreds of thousands net on the Mystic project.

We can talk more via phone.

With Appreciation,
greg

-----Original Message-----

From: Robert Coulter <fourcoulters@gmail.com>
Sent: Tuesday, April 2, 2024 7:43 PM
To: Greg Phipps <ghipps@rml.com>
Subject: Mystic litigation question

Hi Greg

Seeing a bill for what appears to be litigation related to the Mystic decommissioning. Have a few questions and may be something for an executive session. Not sure what the dollar amount is and if it is tied in with multiple municipal electrics.

Thanks
Bob


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RE: Receipt question

Greg Phipps <gphipps@rml.com>

Mon 4/8/2024 6:09 AM

To: David Talbot <talbot.david@gmail.com>

 1 attachments (349 KB)

Pole Count by Age.pdf;

Good Morning Dave,

Yes, poles are a basic part of the RMLD network. There are 18,000 poles in our service territory. Average life of a pole is over 30 years. There is a range of pole sizes and class in our territory (40 ft to 60 ft). Age map attached. Poles are co-owned with Verizon and Verizon has ongoing maintenance responsibility for 12,000 of the 18,000 and RMLD has responsibility for 6,000. Verizon cannot handle poles over 50'. Verizon is not very prompt in responding to pole work. Our ultimate goal is to take ownership of all poles for a net savings, but this is a several year endeavor.

The Fordham road project (receipt snip below) was atypical (time and cost) given the ground conditions. Tim Zanelli Excavating was called in after our crews struggled w/o a vacuum truck (we rarely need one).

Tim Zanelli Excavating was selected from a bid process (~2nd year of a three-year award). They are responsive.

Majority of pole work is with in-house crews.

There is significant administration of poles.

With Attention,
greg

From: David Talbot <talbot.david@gmail.com>

Sent: Sunday, April 7, 2024 11:46 PM

To: Greg Phipps <gphipps@rml.com>

Subject: Receipt question

Hi Greg

See snip below-- just wondering about costs for pole replacement at rMLD given that it is such a basic part of doing business with X-thousand poles to deal with.

- 1: Is \$5500 per pole (not including the pole) typical here and in the industry?
- 2: How many are outsourced like this, with this kind of arrangement, vs. done in-house?
- 3: Do you get supporting receipts for things like a \$480 air compressor rental and \$250 dumping fee as part of a job like this?

Thanks
Dave

| ACTIVITY | QTY | RATE | AMOUNT |
|--|-----|--------|----------|
| 350 Fordham Road - Vac'd down to set pole. Set pole backfilled around pole to grade. | 1 | 0.00 | 0.00 |
| 352 Fordham Road - Vac'd down to set new pole and backfilled around pole to grade | | | |
| 6 Wheeler Rental (2) x 8 hrs | 16 | 49.00 | 784.00 |
| Utility Truck | 8 | 80.00 | 640.00 |
| Air Compressor | 8 | 60.00 | 480.00 |
| Pick Up Truck | 8 | 80.00 | 640.00 |
| Mis Hand Tools | 8 | 15.00 | 120.00 |
| Excavating Tools | 8 | 15.00 | 120.00 |
| Dumping Fee | 1 | 250.00 | 250.00 |
| Labor 6 laborers x 8 hrs | 48 | 150.00 | 7,200.00 |
| Permit /Police Detail - TBD | 0 | 0.00 | 0.00 |
| 3/4 Inch Stone | 4 | 30.00 | 120.00 |
| Vacuum Truck | 8 | 50.00 | 400.00 |
| Excavator | 8 | 49.00 | 392.00 |

TOTAL DUE \$11,146.00

CAUTION: [EXTERNAL] Do not click links or open attachments unless you recognize the sender and know the content is safe.

From: [Maureen Sullivan](#)
To: [Erica Morse](#)
Cc: [Paula O'Leary](#)
Subject: Surplus Update - March 2024
Date: Monday, April 1, 2024 2:25:04 PM

Good afternoon Erica,

I am sending this email to inform you that there were NO Surplus Items of Substantial Value that were disposed of in March 2024.

Thank you,
Maureen

Maureen Sullivan
Assistant Materials Manager
Reading Municipal Light Department (RMLD)
230 Ash Street
Reading, MA 01867

Tel. No. 781-942-6441
Email: msullivan@rmlld.com

Town of Reading, Massachusetts
Municipal Light Department
Business Type Proprietary Fund
Statement of Revenues, Expenses and Changes in Fund Net Assets
1/31/2024

| | Month Current Year | Month Last Year | Year to Date Current Year | Year to Date Last Year | Percent Change |
|---|-----------------------|--------------------|------------------------------|---------------------------|-------------------|
| Operating Revenues | | | | | |
| Base Revenue | \$ 3,045,195 | \$ 2,582,662 | \$ 3,045,195 | \$ 2,582,662 | 17.9% |
| Fuel Revenue | 2,632,931 | 2,921,436 | 2,632,931 | 2,921,436 | (9.9%) |
| Purchased Power Capacity & Transmission | 2,691,009 | 2,933,436 | 2,691,009 | 2,933,436 | (8.3%) |
| Forfeited Discounts | 140,009 | 58,509 | 140,009 | 58,509 | 139.3% |
| Energy Conservation Revenue | 194,628 | 164,720 | 194,628 | 164,720 | 18.2% |
| NYPA Credit | (94,224) | (151,026) | (94,224) | (151,026) | (37.6%) |
| Total Operating Revenues | 8,609,548 | 8,509,737 | 8,609,548 | 8,509,737 | 1.2% |

Expenses

PRELIMINARY

Power Expenses:

| | | | | | |
|----------------------------------|------------------|------------------|------------------|------------------|--------------|
| 547 Purchased Power Fuel | 3,797,971 | 1,576,596 | 3,797,971 | 1,576,596 | 140.9% |
| 555 Purchased Power Capacity | 1,090,950 | 1,344,038 | 1,090,950 | 1,344,038 | (18.8%) |
| 565 Purchased Power Transmission | 1,005,650 | 1,039,815 | 1,005,650 | 1,039,815 | (3.3%) |
| Total Purchased Power | 5,894,572 | 3,960,449 | 5,894,572 | 3,960,449 | 48.8% |

Operations and Maintenance Expenses:

| | | | | | |
|--|----------------|----------------|----------------|----------------|--------------|
| 580 Supervision and Engineering | 183,551 | 86,418 | 183,551 | 86,418 | 112.4% |
| 581 Station/Control Room Operators | 44,671 | 39,565 | 44,671 | 39,565 | 12.9% |
| 582 Station Technicians | 39,071 | 17,655 | 39,071 | 17,655 | 121.3% |
| 583 Line General Labor | 186,209 | 97,778 | 186,209 | 97,778 | 90.4% |
| 586 Meter General | 10,765 | 12,617 | 10,765 | 12,617 | (14.7%) |
| 588 Materials Management | 43,239 | 33,304 | 43,239 | 33,304 | 29.8% |
| 593 Maintenance of Lines - Overhead | 95,103 | 51,941 | 95,103 | 51,941 | 83.1% |
| 593 Maintenance of Lines - Tree Trimming | 10,952 | 7,432 | 10,952 | 7,432 | 47.4% |
| 594 Maintenance of Lines - Underground | 3,471 | 3,921 | 3,471 | 3,921 | (11.5%) |
| 595 Maintenance of Line - Transformers | | | | | 0.0% |
| 598 Line General Leave Time Labor | 69,633 | 27,291 | 69,633 | 27,291 | 155.2% |
| Total Operations and Maintenance Expenses | 686,666 | 377,922 | 686,666 | 377,922 | 81.7% |

General & Administration Expenses:

| | | | | | |
|--|------------------|------------------|------------------|------------------|---------------|
| 903 Customer Collections | 132,321 | 84,126 | 132,321 | 84,126 | 57.3% |
| 904 Uncollectible Accounts | 5,000 | 3,333 | 5,000 | 3,333 | 50.0% |
| 916 Energy Audit | 57,176 | 16,865 | 57,176 | 16,865 | 239.0% |
| 916 Energy Conservation | 86,148 | 219,927 | 86,148 | 219,927 | (60.8%) |
| 920 Administrative and General Salaries | 170,238 | 161,150 | 170,238 | 161,150 | 5.6% |
| 921 Office Supplies and Expense | 1,824 | 246 | 1,824 | 246 | 642.6% |
| 923 Outside Services - Legal | | | | | 0.0% |
| 923 Outside Services - Contract | 7,300 | 295 | 7,300 | 295 | 2374.6% |
| 923 Outside Services - Education | 6,206 | 8,976 | 6,206 | 8,976 | (30.9%) |
| 924 Property Insurance | 78,302 | 49,852 | 78,302 | 49,852 | 57.1% |
| 925 Injuries and Damages | | 100 | | 100 | (100.0%) |
| 926 Employee Pensions and Benefits | 430,565 | 602,718 | 430,565 | 602,718 | (28.6%) |
| 930 Miscellaneous General Expense | 87,546 | 17,533 | 87,546 | 17,533 | 399.3% |
| 931 Rent Expense | 26,891 | 26,891 | 26,891 | 26,891 | 0.0% |
| 933 Vehicle Expenses | 11,653 | 7,953 | 11,653 | 7,953 | 46.5% |
| 933 Vehicle Expenses - Capital | (23,087) | (25,978) | (23,087) | (25,978) | (11.1%) |
| 935 Maintenance of General Plant | 40,137 | 25,987 | 40,137 | 25,987 | 54.4% |
| 935 Maintenance of Building & Garage | 61,341 | 39,364 | 61,341 | 39,364 | 55.8% |
| Total General & Administration Expenses | 1,179,562 | 1,239,338 | 1,179,562 | 1,239,338 | (4.8%) |

Town of Reading, Massachusetts
Municipal Light Department
Business Type Proprietary Fund
Statement of Revenues, Expenses and Changes in Fund Net Assets
1/31/2024

| | Month Current Year | Month Last Year | Year to Date Current Year | Year to Date Last Year | Percent Change |
|---|--------------------------|----------------------------|------------------------------|----------------------------|-----------------------|
| Other Operating Expenses: | | | | | |
| 403 Depreciation | 454,551 | 435,353 | 454,551 | 435,353 | 4.4% |
| 408 Voluntary Payments to Towns | 157,665 | 152,217 | 157,665 | 152,217 | 3.6% |
| Total Other Expenses | <u>612,216</u> | <u>587,571</u> | <u>612,216</u> | <u>587,571</u> | 4.2% |
| Operating Income | 236,531 | 2,344,458 | 236,531 | 2,344,458 | (89.9%) |
| Non Operating Revenues (Expenses): | | | | | |
| 419 Interest Income | 580 | 53,075 | 580 | 53,075 | (98.9%) |
| 419 Other | 85,269 | 129,053 | 85,269 | 129,053 | (33.9%) |
| 426 Return on Investment to Reading | (211,551) | (210,620) | (211,551) | (210,620) | 0.4% |
| 426 Loss on Disposal | (17) | | (17) | | 0.0% |
| 431 Interest Expense | (7,652) | (3,918) | (7,652) | (3,918) | 95.3% |
| Total Non Operating Revenues (Expenses) | <u>(133,370)</u> | <u>(32,411)</u> | <u>(133,370)</u> | <u>(32,411)</u> | 311.5% |
| Change in Net Assets | <u>\$ 103,162</u> | <u>\$ 2,312,047</u> | <u>\$ 103,162</u> | <u>\$ 2,312,047</u> | <u>(95.5%)</u> |