



VERMONT ELECTRIC COOPERATIVE, INC.
REGULAR MEETING OF THE BOARD OF DIRECTORS
APPROVED MINUTES
September 28, 2021

As required under the VEC Bylaws, notice of this meeting was sent to each director either via US Mail on September 20, 2021 or by electronic means for those directors requesting such delivery.

AGENDA ITEM #1 -- CALL TO ORDER

President Rich Goggin called the meeting to order at 12:01 pm via videoconference. Present were directors Paul Lambert (First Vice President), Carol Maroni (Second Vice President), John Ward (Treasurer), Jody Dunklee (Secretary), Tom Bailey, Ken Hoepfner, George Lague, Mark Woodward, Charlie Van Winkle, and Don Worth. Also present from VEC were CEO Rebecca Towne, General Counsel Vickie Brown, Chief Operations Officer Peter Rossi, Manager of Government Affairs and Member Relations Andrea Cohen, Manager of Safety, Security, and Facilities John Varney, Chief Financial Officer Michael Bursell, and Project Planner Laura Kinney.

AGENDA ITEM #2 -- SAFETY MINUTE

Dunklee's safety minute focused on the importance of taking care of our mental health as a means to avoid injuries that may result if we are distracted or overwhelmed.

She offered a few tips as we enter the fall season:

- Give yourself permission to take a break if you are overwhelmed.
- Stay in touch with friends and family to stay grounded. Accept invitations from friends even if you might not feel like it.
- Intentionally plan activities that you enjoy and commit to doing them.

AGENDA ITEM #3 -- APPROVE BOARD MEETING MINUTES

President Goggin asked for a motion to approve the August minutes.

Maroni moved and Worth seconded that the minutes of the regular monthly Board of Directors meeting held August 31, 2021 be approved as presented.

The minutes were approved by unanimous vote.

AGENDA ITEM #4 – MANAGERS’ REPORTS

CEO Report: Towne reported that Barton is planning to solicit bids to acquire their electric assets. VEC will participate in that bid process. There was discussion about the bid process and acquisition details, with more expected in the next several months.

Towne further reported meeting with WEC’s new General Manager Louis Porter, who will take over when Patty Richards leaves in November.

There were several questions regarding the current progress of various Communication Union Districts moving forward with broadband.

There was a discussion about the strategic planning process as reflected in the flow chart that Towne had prepared. There were questions as to the relative roles of the Board and the staff in identifying and prioritizing key focus areas for the annual plan, which is currently developed by staff based on the longer-term strategic plan set forth by the Board. President Goggin noted that, at least for the last several years, this process has involved back and forth discussion between Board and staff with opportunities for Board input at several steps. A director asked for further discussion about this process at a future time.

Cohen noted that she is seeking Board approval to hold the 2022 annual meeting on May 14 at Smuggler’s Notch. Hoepfner moved and Ward seconded to hold the meeting on May 14, 2022 at Smuggler’s Notch. There was no discussion and the motion passed by unanimous vote.

Cohen also noted that legislative leadership has asked to attend the October Board meeting as a “listening session.” She recommended that VEC prioritize two or three issues to focus on.

Director Bonnie Pratt joined the meeting.

AGENDA ITEM #5 – BREAK

There was a break in the meeting at 12:53 and the meeting resumed at 1:03.

AGENDA ITEM #6 – PRESENTATION: ELECTRIC VEHICLES FROM DRIVE ELECTRIC

Dave Roberts of Drive Vermont and Hillary Olson Andrews, of Efficiency Vermont, joined the meeting.

Lisa Morris, VEC's Energy Services Planner, also joined.

Roberts gave a presentation on the work being done by Drive Electric and others to promote the adoption of electric vehicles (EVs) in Vermont. He described the benefits provided by EVs and summarized the popular models currently available, as well as models that are anticipated to be available soon. He shared trends and forecasts for future implementation. He also summarized the various incentives available.

Roberts introduced Andrews to provide details about Efficiency Vermont's ability to contribute to and support EV deployment. Although EVT's mandate had focused on efficiency, the legislature recently authorized them to move to support EVs as part of a three-year \$2 million pilot program. EVT's focus is on EV supply chain development and EV education and awareness.

Roberts then described the "Multistate Medium and Heavy-Duty Zero Emission Vehicle Action Plan," which is a multi-state program that uses VW settlement proceeds to promote more heavy-duty vehicles, including buses, garbage trucks, and electric bucket trucks. Roberts addressed vehicle-to-home opportunities, and he gave an update as to additional charging options and funding.

There were questions from the directors throughout the presentation.

Andrews left the meeting.

AGENDA ITEM #7 -- BREAK

There was a break in the meeting from 2:25 to 2:30.

AGENDA ITEM #8 – VEC ELECTRIC VEHICLE INITIATIVES

Caroline Mashia, VEC's Controller, joined the meeting.

Morris and Mashia gave a presentation as to VEC's efforts to promote EVs. Morris explained the state mandates under Tier II and shared VEC's progress to date in acquiring new sales from EV load. She also shared the elements of VEC's incentive program and support for vehicle charging. She discussed EV initiatives planned for 2022.

Mashia described VEC's plans to use rate design to incentivize members to charge their vehicles when it is most beneficial to both the utility and the member. She also described VEC's plan to add EVs to their fleet, including two Altec hybrid bucket trucks and four Ford Lightning pickup

trucks. She described the capabilities of the electric trucks, noting that this summer, VEC employees were able to “demo” the hybrid bucket trucks.

There were questions throughout the presentation.

Roberts, Mashia, and Morris left the meeting.

MANAGERS’ REPORTS, CONTINUED

There were a number of questions about some of the details in the managers’ reports.

- Varney was asked about pole-top rescue training and chainsaw training, cyber security protections, and a CPR training to be scheduled for the Board.
- There were questions for Bursell about budget variances and an increase in system losses during the prior month. Bursell also noted that he would seek Board approval in October for the 2022 budget and rate path, a new battery project, and an issuance of VELCO stock.

AGENDA ITEM #9 –OTHER BUSINESS

There was no other business

AGENDA ITEM #10 -- ADJOURN

Lague moved and Worth seconded to adjourn. By unanimous vote, the meeting adjourned at 3:52 pm.

Respectfully submitted:

Jody Dunklee, Secretary

Rich Goggin, President