

**FINAL**

**Light Board Advisory Committee Meeting Minutes**

Minutes of Meeting held on June 10, 2020  
Virtual Meeting on Zoom  
7:30am

DATE: July 9, 2020  
TIME: 9:20 AM

Attending LBAC members: Chair Steve Klionsky, Vice Chair Travis Franck, David Beavers, Bob Forrester, Ralph Jones, Xiaoguang (Shirley) Wang, Michael Macrae.

Belmont Light (BL) attending: General Manager Christopher Roy, Rebecca Keane, Ben Thivierge, Craig Spinale, Aidan Leary

Select Board Chair Roy Epstein.

**I. CALL TO ORDER**

- Convened at 7:34am

**II. DISCUSSION ON DEPARTURE OF GENERAL MANAGER**

- Roy gave his assessment of the current status of Belmont Light as an organization, an update on the succession plan, and reported on the status of several prospective solar and wind projects.
  - o Roy's exit date was mid-July, and he stressed he had been working internally with employees and stakeholders to get buy-in on the transition plan. He was optimistic about the prospect of an internal candidate. Klionsky noted there would be an interview with an internal candidate at the upcoming Light Board meeting.
  - o On solar/wind: DESRI solar project wrapping up PPA negotiations, expected to finalize in coming weeks; Barefoot Solar project had stalled in negotiations over the requirement for a minimum production guarantee, Roy was not optimistic; Macrae had connected Belmont Light with a solar transaction agency, a potential source for future solar projects.
- Roy would follow with a written summary for LBAC, including his view on the benefits of transitioning GM to an internal candidate.
- Klionsky raised the issue of a group petitioning FERC to federalize solar buy-back rates, which was a threat to local solar development. He thought that BL should add its voice to those in opposition to this proposal, and did not want the issue to get lost during the transition period.

**III. DISCUSSION AND CONGRATULATIONS TO CHRIS ROY**

- Klionsky and the Committee congratulated Roy on his new appointment, and expressed appreciation for his work as GM over the last two years.

**IV. DISCUSSION ON GOVERNANCE**

- Roy was raising the current topic in order to bring closure to one of his stated goals as GM, namely, to finalize recommendations concerning the governance of BL.

- Roy led the Committee through an extensive document prepared by Aidan Leary, which detailed the history of LBAC from its' initial formation as the Municipal Light Advisory Board (MLAB) to its' current iteration.
  - o Established in 2005, the original purpose of MLAB was as a mechanism to transition the governance of BL to a new form of Light Board (as constituted in Belmont by the Select Board, formerly Board of Selectmen).
  - o Three separate studies conducted since 1997 had recommended a change in governance structure for BL. Most recently, a review by the Collins' Center had referenced this fact in concluding that no further study on the matter was warranted, all that was left was to take action.
  - o Over time, the process of transitioning to a new form of governance structure had essentially been held up due to resistance from at least one of the members of the Board of Selectmen.
  - o Roy connected the establishment of MLAB and subsequent failure to transition the governance of BL to the high turnover rate at GM since 2005.
- Ultimately, Roy was recommending for Belmont to complete the transition in governance structure, as has been proposed since the formation of MLAB in 2005. He presented a document outlining a step-by-step process for doing so, including a sample Warrant Article.
  - o There was a question of whether the new Light Board should be elected vs appointed, which had implications for the process.
  - o An additional recommendation was to review the ongoing tenure of the Light Board Advisory Committee. Roy noted the charge of LBAC was similar to what would constitute a Light Board in other municipalities, and this often created confusion over the roles of the two bodies in Belmont.
- Finally, Roy pointed out that the current governance structure of BL can have an adverse impact on employees at various levels. He invited several Belmont Light employees to share their experiences: Ed Crisafi, Craig Spinale, Tom Costello and Jim Zocco all spoke to how the structure had negatively impacted their respective roles.
- Chair Klionsky and Vice Chair Franck committed to raising the matter for a formal discussion with the Light Board. Select Board and Light Board Chair Epstein said the issue of governance had not been raised specifically during his tenure, but that he had often observed through work with BL and the Town in various capacities how the governance structure could be dysfunctional. He was committed to working with LBAC to pursue the transition in governance in the near term.

## **V. UPDATE ON BUDGET VS ACTUALS**

- Roy reported that actuals were coming in closely in line with the altered budget projections due to COVID; revenue was actually \$31k higher than expected. The number of delayed payments had been growing, and a plan would need to be developed over the summer on how best to address this.

## **VI. DISCUSSION ON PILOT**

- Klionsky, Epstein and Roy had conducted a conference call with legal counsel (KP Law) to clarify two items related to the proposal for an enhanced PILOT to the Town over the next two years: 1] it was not required that bottom-line net income be finalized in advance of making the payment; 2] the payment could be made out of prior years' surplus.

- Roy said the result of this was that there should be sufficient funds available for the enhanced PILOT. It was suggested to have the takeaway points from the conference call be put in writing by KP Law.
- Klionsky commented it was his understanding that, while typically called a PILOT (payment in lieu of taxes), the payment by BL was completely voluntary and at the discretion of BL.
  - Beavers raised the question of who ultimately decides the amount and timing of the PILOT. Ultimately the transfer to the Town was enacted via a vote of the Light Board, but it was unclear among the group as to which entity had the authority to determine the payment, whether the GM could be compelled to make a payment, etc.

[Due to time constraints, minutes were taken up out of order.]

## **X. APPROVAL OF MINUTES**

- March 11, 2020: Edits proposed to address comments raised at the last meeting were accepted. Minutes, as amended, were approved unanimously.
- May 6, 2020: Macrae pointed to a statement he had made that he wished to be on the record, which was missing from the minutes. Minutes would be revised and recirculated for next meeting.

## **VII. DISCUSSION ON OPEB**

- Due to time constraints, the issue was not discussed in-depth. Roy briefly indicated there was need to revisit how OPEB contributions were treated, as part of a general effort to revisit policies around Rate Stabilization Fund, OPEB and PILOT.

## **VIII. DISCUSSION ON TIME OF USE PROPOSAL**

[Deferred, due to time.]

## **IX. DISCUSSION ON APPOINTMENTS / REAPPOINTMENTS**

- The terms for Macrae and Wang were up at the end of June; Epstein said the Light Board would address the appointments at their next meeting.

## **XI. FUTURE MEETINGS**

- July 8 @ 7:30am.

## **XII. ADJOURNMENT**

- Adjourned at 9:39am.