

Minutes
Town of Belmont
Belmont Municipal Light Board
Virtual Meeting on Zoom
Monday, August 24, 2020
5:30pm

RECEIVED
TOWN CLERK
BELMONT, MA

DATE: November 20, 2020
TIME: 9:08 AM

I. CALL TO ORDER

A meeting of the Light Board was called to order at 5:30pm by Chair Roy Epstein. Vice Chair Adam Dash and Board Member Tom Caputo were present. General Manager Craig Spinale and Light Board Advisory Committee (LBAC) Chair Stephen Kliensky were also present.

I. APPROVAL OF MINUTES

- a. July 20, 2020 Meetings (Executive and Open Session): Caputo pointed out two typos to be fixed

Motion to approve executive session minutes from July 20, 2020 as amended and regular session minutes from July 20, 2020. (Vote passed 3-0)

- b. June 15, 2020 Meeting: The members needed more time to look over the minutes and agreed to discuss them at the next meeting.

II. VOTE ON APPOINTMENT TO LBAC

- a. Jonathan Abe was not present, but hopefully will show up. Caputo and Dash are fine with voting him in. Epstein wanted to wait for him. He called in at 5:35.
- b. Mr. Abe was the only applicant. He was asked to introduce himself
- c. Jon Abe has been in the electricity and clean energy business for many years. Rate design and implementing efficiency programs. Worked for Massachusetts Renewable Energy Trust (precursor to Clean Energy center). Currently has a company that invests in small and medium solar projects for underserved communities, mostly in Eastern Massachusetts. Been involved in some initiatives in Belmont and would like to share his experience and to learn and help with policy and infrastructure.
- d. Dash appreciated him coming back, as he was not appointed the last time he applied, and is glad to have the opportunity to put him on now. Caputo agreed.
- e. Dash: Is this replacing a resignation? Epstein: no, full time. Leary: correct, it's a full term (3 year)
- f. *Motion to appoint Jon Abe to the LBAC for a three year term. (Vote passed 3-0)*

III. DISCUSSION ON GOVERNANCE

Epstein said that the issue of governance came up in particular due to former General Manager Chris Roy's resignation from Belmont Light. Roy had expressed that the governance structure was a problem and had requested memorandums from outside counsel on how a new governance structure could be implemented. Changing to a separately elected Light Board would require a vote of Town Meeting. Epstein explained that because a Special Town Meeting was taking place in September, he wanted the Light Board to consider making a recommendation to the Select Board on placing a governance change on the warrant. If action were not taken now, it would not be possible to have a separately elected Light Board until the Town Election in April 2022.

Kliensky said that LBAC had unanimously decided to recommend a five-member elected Light Board.

Epstein sought the support of the Light Board to recommend placing an article for a 5-member independently elected Light Board on the Warrant for the Special Town Meeting.

Dash said he had been working on making a change to governance at Belmont Light for three years, but that it had never worked out, for a variety of reasons. Dash said he felt that confusion about the organizational chart for Belmont Light would not be solved by the proposal of LBAC. The organizational chart was clear to Dash, and enforcing those lines of communication would address many of the issues being raised. Dash said that changing

the entire structure was not the answer during turbulent times and that there needed to be more discussion and time before taking such a matter to Town Meeting.

Caputo said that more time, research, discussion, and community participation would need to be involved in the decision. Caputo was supportive of an elected light board, but worried about getting five effective candidates. Overall, Caputo said that the issue of Belmont Light's governance structure was not ready for Town Meeting.

Epstein stated he originally thought a September timeline was aggressive for a Town Meeting vote on an elected Light Board but was prepared to try if there was unanimous support by the Light Board.

Klionsky provided the reasons for LBAC's July 8, 2020 vote for an elected Light Board. LBAC felt the governing board of Belmont Light should be knowledgeable in energy and utilities, there was too much duplication between LBAC and Light Board Meeting, and the Light Board members did not have ample time to give to Belmont Light, with all their other responsibilities.

[Open public comment]

- *LBAC Vice Chair Travis Franck*: Spoke more to LBAC's process and recommendation. Franck said a large part of the discussion was due to the limited time the Light Board could spend on Belmont Light, compared to LBAC. Franck said the report chain had been flipped over time because of the amount of time LBAC was able to put into Belmont Light.
- *Phil Thayer*: Had submitted a petition signed by 116 residents and rate payers in favor of a separate elected five-member Light Board on July 13th. Many town stakeholders were in favor of the proposal, and Thayer said he hoped to have a Warrant article at Town Meeting on the matter. Thayer said he was concerned about Belmont Light's morale, and that he wanted to see Belmont Light succeed.
- *Tony Alcorn*: Showed support for LBAC's recommendation. Alcorn said an elected board with five members would share a lessened responsibility. Alcorn stressed the importance of Belmont Light's work with climate change and power needs.

[Close public comment]

Spinale pointed out that employees of Belmont Light had shared their opinions at the LBAC meeting in July. They expressed that confusion and skewed communication around the governance structure was a problem. Although the organization chart was clear, in practice, communication guidelines were less clear. They felt it was important that the Light Board understand their perspective and for everyone to move forward with clearer communication.

Epstein added that Roy had commissioned a memo from Belmont's outside counsel. The memo stated that the advisory committee was not to oversee a light plant. Epstein said that the issue was clearly of great concern, as Roy had felt strongly enough about the governance structure to obtain a legal opinion.

Caputo said the issue was important to the Light Board and that he wanted to bring it to the April 2021 Town Meeting. Epstein and Dash agreed to make that their goal. Dash encouraged Belmont Light's employees to come to a Light Board meeting to discuss the issue, rather than go to LBAC with their issues and not tell the Light Board about them. Dash stated his frustration with the process undertaken so far on this issue, and said that there are a number of options as to how to change the Light Board's governance. All of these ideas need to be explored before making a recommendation to Town Meeting.

IV. GENERAL MANAGER'S REPORT

Update on Strategic Plan

Spinale told the Light Board that Belmont Light had a draft document for the strategic plan, which they had submitted to the Light Board for review. Spinale explained that the purpose of the strategic plan was to determine how Belmont Light was "suited to handle an uncertain and changing future". The document discussed the strengths, weaknesses, opportunities, and threats to the organization. Spinale explained the elements of the plan in greater detail. Spinale asked for the Light Board to suggest additions and edits to the plan as they saw fit and asked for the Light Board to affirm the goals the following month.

The Light Board further discussed the iterations of the strategic plan and agreed to discuss it further at the next meeting.

V. ADJOURNMENT

Motion (6:36pm): To adjourn. (Vote passed 3-0)