

## MEETING MINUTES

May 24, 2023

5:30 p.m. Hanover Board Room/Hybrid, Hanover, NH

**Present:** Mary Lou Aleskie, Marta Ceroni (for the first part of the meeting), Nick Clark, Tracey Cutter, Eric DeLuca, Jessica Giordani, Conicia (CJ) Jackson, Peggy O'Neil, Eileen O'Toole, Orin Pacht, Lynn Ellen Schimoler, Cate Tierney, Jennifer Tietz

**Employees:** Amanda Charland (General Manager), Bruce Follett (Director of Business Unit Operations, April Harkness (ESG Program Manager), Lucas Moyer (Associate Director of IT), Allan Reetz (Director of Public & Governmental Affairs)

**Guests:** Lucretia Witte (Humble Oak Consulting)

President Nick Clark called the meeting to order at 5:30 p.m.

**Consent Agenda: April 26, 2023 Meeting Minutes: May 12, 2023 Special Meeting minutes, April 2023 Share Redemptions. Outgoing board members: Marta Ceroni, Manish Kumar. Resigned board member: Lindsay Smith. Newly elected board members: Tracey Cutter, Eileen O'Toole, Lynn Ellen Schimoler, and Caterina Tierney. Re-elected board members: Nick Clark, Peggy O'Neil.**

**MOTION:** CJ Jackson moved to accept the Consent Agenda. Marta Ceroni seconded the motion

**VOTED:** 9 in favor. 0 opposed. The motion passed.

### **Election of Officers**

**MOTION:** Cate Tierney moved to nominate Nick Clark as Board President. Jennifer Tietz seconded the motion.

**VOTED:** 11 in favor. 0 opposed. 1 abstained (Nick Clark). The motion passed.

**MOTION:** Eric DeLuca moved to nominate CJ Jackson as Vice President. Peggy O'Neil seconded the motion.

**VOTED:** 12 in favor. 0 opposed. The motion passed.

**MOTION:** CJ Jackson moved to nominate Orin Pacht as Board Secretary. May Lou Aleskie seconded the motion.

**VOTED:** 12 in favor. 0 opposed. The motion passed.

**MOTION:** Jennifer Tietz moved to nominate Peggy O'Neil as Board Treasurer. CJ Jackson seconded the motion.

**VOTED:** 11 in favor. 0 opposed. 1 abstained (Peggy O'Neil). The motion passed.

### **Member Input**

Marta Ceroni said that she appreciated the work on the 2023 Member Survey.

*Marta Ceroni left the board meeting.*

### **General Manager Report**

Lucas Moyer presented the board's new Teams platform as a document storage and communication tool.

Bruce Follett provided a comprehensive update on business unit operations.

Allan Reetz provided a brief history of the Co-op and some highlights from over the years.

### **Humble Oak Consulting**

Lucretia Witte talked about her background and the work of Humble Oak Consulting. The board discussed the proposal submitted.

Mary Lou, Cate, and CJ will meet to determine next steps.

### **Monitoring**

#### **EL Global**

Amanda Charland presented EL Global as being in compliance.

**MOTION:** Orin Pacht moves that the board assessed EL Global and that the report provided a reasonable interpretation of the policy. Jennifer Tietz seconded the motion.

**VOTED:** 11 in favor. 0 opposed. 1 abstained (Orin Pacht). The motion passed.

### **Board Planning**

#### **President's Report**

#### **Draft Board Policies**

**MOTION:** Nick Clark moves to accept the Draft Board Policies as presented. Cate Tierney seconded the motion.

**VOTED:** 11 in favor. 0 opposed. 1 abstained (Eric DeLuca). The motion passed.

## **Vice Presidents Report**

### **Upcoming Conferences & Board Retreat**

CJ Jackson provided a brief update on board trainings (they're also on the Teams calendar) and asked for input via email on the board retreat scheduled for July 9.

### **Select Monitoring Teams**

The following monitoring teams were selected:

1. Nick, Eric, Cate
2. CJ, JG, Lynn Ellen
3. Orin, Jen, Eileen
4. Peggy, Mary Lou, Tracey

The policies for each team will be decided in June/July/August.

### **Committees**

The following committees were selected:

- Bylaws –Eric (Chair), Nick, Tracey, Orin
- Governance – Nick (Chair), Lynn Ellen, Peggy, Mary Lou
- Owner Linkage – Jen & Cate (Co-Chairs), Eileen, Jessica

The meeting adjourned at 7:50 p.m.

Respectfully submitted,

April Harkness

ESG Program Manager

Orin Pacht

Board Secretary