

Minutes of the Annual Meeting of the Municipal Electric and Gas Corporation - April 22, 2016

Present: Michael Stamm, Bob Edwards, Heather Brown, Karen Sullivan, John Driscoll, Lee Ann Tinney, Steve Hoover, Mark Sachetti, Jerry King

Excused: Crystal Abers, Mary Pat Hancock

Guests: Gordon Boyd, Anna Baluyot, David Wiers, Energy Next; Jill Luther, Stephen Acquario, NYSAC; Jonathan Wood, Corporation Counsel; Omay Elphik, Gravity Renewables; Mack Cook, NYCOM, Allen Olsen, NYSASBO

Staff: Ronald Feldstein, Douglas Barton, Barbara Blanchard, Jennifer Luu, Louise Gava

Call to Order and Approval of Agenda

Chairman Stamm called the meeting to order at 11:05 a.m.

Announcement of New Corporate Members

Mr. Stamm announced and following new members to the Corporation and welcomed those in attendance to the meeting.

- Jerry King (Lewis County)
- Pete Montgomery (Delaware County)

Approval of Minutes

It was Moved by Ms. Brown, seconded by Mr. Taylor and unanimously adopted by voice vote of members present to approve the minutes of April 25, 2015 as submitted.

Resolution 16-1 - Board of Directors for 2016-2017

It was Moved by Ms. Hancock, seconded by Mr. Hoover and unanimously adopted by voice vote of members present to approve the Board of Directors for 2015-2016.

Resolved, that the following members of the Corporation are hereby elected to serve as the Board of Directors for the year 2015-2017:

- Crystal Abers – Cattaraugus County
- Michael Stamm – Tompkins County
- Heather Brown – Sullivan County
- Mark Taylor - Schuyler County
- Mary Pat Hancock - Genesee County
- Steven Hoover - Chemung County
- Jack Wheeler – Steuben County

- Robert Edwards – Hamilton County
- Karen Sullivan – Otsego County
- Allen Olsen – Representing New York State Association of School Business Officials
- Mack Cook – Representing New York Conference of Mayors and Municipal Officials

It was Moved by Mr. Wheeler, seconded by Mr. Blythe and unanimously adopted by voice vote of members present to approve the Officers of the Board of Directors for 2016-2017.

Resolution 15-6 - Election of Officers

It was Moved by Mr. Edwards, seconded by Ms. Brown and unanimously adopted by voice vote of members present to accept the slate of officers presented by the Nominating Committee for 2016-2017 as follows:

President – Michael Stamm
Vice-President – Mark Taylor
Secretary – Mary Pat Hancock
Treasurer – Steve Hoover

Appointment of Audit Committee

Mr. Stamm appointed Mr. Hoover and Mr. Olsen as the Audit Committee for the year.

Appointment of Governance Committee

Mr. Stamm appointed himself and Mr. Taylor as the Governance Committee for the year.

Establishment of 2016 Annual Meeting Date

There was consensus of members present to tentatively establish April 17, 2017 as the 2017 annual meeting date.

Treasurer's Report

Year End Financial Report

Mr. Hoover reviewed the financial report for the year. He reported that \$33,000 of the fund balance was used for the year and he is pleased to see that some of the fund balance is being used. He stated royalties came in under budget for the year due to the income from the renewables not being realized yet. The renewable payments are milestone based and there have been interconnection issues with the projects and the utilities. Overall the budget is in very good shape. Ms. Tinney asked why there was a substantial increase in legal expenses for the year. Mr. Stamm stated these costs are the result of litigation and will be discussed in executive session.

It was Moved by Ms. Brown, seconded by Mr. Taylor and unanimously adopted by voice vote of members present to enter into executive session at 11:22 a.m. for the purpose of discussing litigation. No action was taken in executive session.

It was was Moved by Taylor, seconded by Mr. Edwards and unanimously adopted by voice vote of members present to return to open session at 11:38 a.m.

It was Moved by Mr. Hoover, seconded by Ms. Brown and unanimously adopted by voice vote of members present to approve the year-end financial report.

Resolution 16-3 - Adoption of 2016-2017 Budget

Mr. Hoover reviewed the 2016-17 it is included at the end of the minutes. The budget projects program revenues at just over \$750,000 and \$95,400 of the fund balance will be needed to balance the budget for the year. Increased operating costs are expected for attorney fees, additional insurance requirements and a slight increase of 3 percent in staff salaries. It is expected that collaborations will also continue with NYSASBO, NYCOM and the New York Library Association. The special projects line remains at \$85,000 with those funds being used to cover the costs of Ms. Gava's time and the roll out of Community Choice Aggregation. Future budget vs actual statements will delineate the royalty lines to show the regular programs separate from the renewable programs.

It was Moved by Ms. Tinney, seconded by Ms. Brown and unanimously adopted by voice vote of members present to approve the 2016-2017 budget as submitted.

Adjournment

It was Moved by Mr. Taylor, seconded by Mr. Edwards unanimously adopted by voice vote of members present to adjourn the corporation meeting at 12:00 p.m.

Minutes prepared by Jennifer Luu.