

The minutes of the regular meeting of the Board of Trustees of the Green Island Power Authority held on Monday, March 31, 2014 at 6:00 p.m. at the Green Island Municipal Center, 19 George Street, Green Island, New York.

Chairperson McNulty-Ryan called the meeting to order.

Chairperson McNulty-Ryan, Vice Chairman Cocca, Trustees DeMento, Perfetti and Attorney Legnard.

Also, in attendance: Kristin M. Swinton, CEO and Madeline Paterniani, CFO.

All present.

Chairperson McNulty-Ryan noted that there was no one listed to speak at Public Forum.

On a motion by Trustee DeMento seconded by Vice Chairman Cocca and carried, to approve the minutes of the regular meeting held on February 18, 2014. All ayes.

No communications.

On a motion by Trustee Perfetti seconded by Vice Chairman Cocca and carried, to approve the claims as submitted in the amount of \$278,143.11, along with the monthly Addendum amount of \$12,394.33. All ayes.

On a motion by Vice Chairman Cocca seconded by Trustee DeMento and carried, to approve the Treasurer's report as submitted. All ayes.

On a motion by Trustee Perfetti seconded by Vice Chairman Cocca and carried, to accept the monthly adjustments for March 2014 billing as presented. All ayes.

Chairperson McNulty-Ryan stated that the next item for consideration is ratifying the Chief Executive Officer signing the renewal agreement with The DAX Law Firm. Chairperson McNulty-Ryan stated that this is one that we had to extend before and we still have some legal issues going on with the NYMPA that we are trying to work out and we had only approved for so much and we agreed if we needed to go on that we were going to do it in increments. We had a deadline to do it by in order to continue, so the CEO signed and we are just ratifying it tonight.

On a motion by Vice Chairman Cocca seconded by Trustee DeMento and carried, to ratify the Chief Executive Officer signing the renewal agreement with The DAX Law Firm. All ayes.

Chairperson McNulty-Ryan stated that the next item is consideration of permanent appointment of Kristin M. Swinton as Secretary to the Green Island Power Authority. This is a Civil Service issue and we have working on this for several years and this is a situation where we have had it in the Village jobs and the Power Authority where they just won't agree to the name of what you want to call something.

On a motion by Trustee Perfetti seconded by Vice Chairman Cocca and carried, to grant permanent appointment to Kristin M. Swinton as Secretary for the Green Island Power Authority per New York State Civil Service Commission ruling of January 14, 2014. All ayes.

Chairperson McNulty-Ryan stated that the next item is consideration of designating GIPA Voting Representative for New York Municipal Power Agency (NYMPA). She would like to designate Kristin M. Swinton and Madeline Paterniani as GIPA voting representatives for upcoming meeting to be held in May of 2014.

On a motion by Vice Chairman Cocca seconded by Trustee DeMento and carried, to designate Kristin M. Swinton, CEO and Madeline Paterniani, CFO as GIPA voting representative for upcoming New York Municipal Power Agency (NYMPA) meeting to be held in May of 2014. All ayes.

Chairperson McNulty-Ryan stated that the next item is consideration of member acknowledgement for signature as provided by New York Municipal Power Agency (NYMPA).

Kristin Swinton, CEO stated that everyone should have received a copy in your packet pertaining to this item. She stated that half of our power comes from NYMPA, they used to have long term contracts to purchase power. They do not have long-term contracts anymore, so they buy their power on the day-ahead market. They are billed by the ISO weekly but we only reimburse them monthly. So for January they have paid out all of their bills before they bill us in February and then we later bill our customers in March. They had a cash problem because of the high, high rates. They went and took a loan from Solvay Bank and the bank now would like all of the members to sign this acknowledgement and she stated that she is uncomfortable with it because we do not know the terms of the loan, we don't know how much they have borrowed and we don't how much they are allowed to borrow and how the acknowledgement is drafted, it looks like if we sign it, we could be on the hook for the entire loan, not just our portion of it.

Vice Chairman Cocca asked Kristin for her recommendation.

Kristin stated that her recommendation is that we don't sign it.

Trustee DeMento asked what are the consequences if you don't sign it.

Kristin stated that there is none for us.

Further discussion ensued.

On a motion by Trustee DeMento seconded by Vice Chairman Cocca and carried, to direct the GIPA Chief Executive Officer to not sign the member acknowledgement as provided by the New York Municipal Power Agency (NYMPA). All ayes.

Chairperson McNulty-Ryan stated that the next item is consideration of proposal from Utility Software Acquisitions to purchase the updated version of the inventory software.

Madeline Paterniani, CFO stated that right now currently we have a portion of the software that we purchased from Rick Palumbo several years ago. It is used to maintain and track all of our inventory within the system and we feel that it would be an asset to both Guiseppe Casale for tracking the inventory and to herself for reporting capabilities to purchase the full upgraded version of the software and in discussion with Mr. Palumbo, he has agreed to allocate the payments, half in this fiscal year and half in the next fiscal year. She is proposing that we purchase the full package.

Chairperson McNulty-Ryan stated that any kind of software like this is very rare because the electrical accounting is very different from any other type of accounting or inventory or anything else. The fact that Rick has done this all these years, he knew how to write the program for what you actually need, Guiseppe thinks it will be much better for the inventory and a lot of people don't realize how much inventory you have and it is every pole in Green Island and every transformer.

Vice Chairman Cocca stated what are we talking about in regards to cost?

Madeline stated that the total cost would be \$12,250.00 in fiscal year 2014 and \$12,250.00 in fiscal year 2015 and that would include the one time purchase of the software and also an implementation fee not to exceed \$5,000.00, so it is included in that total price, half this year and half next year.

Chairperson McNulty-Ryan stated that also includes transitioning everything over from before into the new program.

Madeline stated that the 1st payment would be due by May of 2014 and the 2nd payment would be due by November of 2014 for the 2015 fiscal year. She also stated that there is no other annual fee associated once we purchase the software, the only thing would be the same as we do now, if we have a question or if we need to use Rick directly, we are billed at an hourly rate of \$95.00 per hour and so that would be the payment that is now with the current software.

On a motion by Trustee DeMento seconded by Vice Chairman Cocca and carried, to purchase updated version of the inventory software from Utility Software Acquisitions per terms as outlined in proposal dated March 3, 2014. All ayes.

Chairperson McNulty-Ryan stated that she received a call from a Green Island resident asking her if a fellow by the name of Dan Carey could come in to talk to us. He wanted to come in and talk to us about possibly running our hydro plant, what Albany Engineering does for us now. Kristin, Madeline and herself met with this person and he came in, he is an employee of Brookfield right now and he is trying to start up a business. He doesn't have anything going yet and she asked him for a proposal and he didn't have anything prepared to give us when he came in and nothing in written form. She had asked him for a resume and something to give us an idea of what he was proposing to do here and she explained to him that we had a relationship with Albany Engineering since we went into this and bought the plant and we have been very satisfied with their services and she told him that we would never make a decision like this, this is something that we would bring to the board, so she asked him to send her something that she

could bring to the board and tell them about and this is all that he sent to her, the one page. Before she received this one sheet, she explained to him that he was just in a startup business, we have a business that has been established over a 100 years and they are very reputable and she was going to present something to the board, he would have to give her something that makes you better than what we have and this is what he sent and she does not feel comfortable with it.

The other board members concurred with Chairperson McNulty-Ryan.

Chairperson McNulty-Ryan asked the board members if they wished to pursue it further.

Vice Chairman Cocca stated that he does not see any competitive or technical advantages to making a change, what he has provided us with does not allow us to make a decent comparison.

Chairperson McNulty-Ryan stated that she would like to go on record, if that is the way the board feels, she would ask for a motion that we continue to stay with Albany Engineering and not consider this submittal.

On a motion by Vice Chairman Cocca seconded by Trustee Perfetti and carried, to continue operation of the hydro plant by Albany Engineering Corporation. All ayes.

No further business.

Kristin pointed out that everyone received an update in there packet from Guiseppe for January and February of 2014.

Chairperson McNulty-Ryan stated that this is just an informational update to let us know what they are doing day to day.

Chairperson McNulty-Ryan stated that the next meeting date would be Monday, April 21st at 6:00 p.m. and the budget presentation would be Wednesday, April 2nd at 5:45 p.m.

On a motion by Trustee DeMento seconded by Vice Chairman Cocca and carried, to adjourn the meeting at 6:16 p.m. All ayes.