MINUTES OF THE
MUNICIPAL LIGHT BOARD
MAY 19, 2015

PURSUANT TO notice given the Wellesley Municipal Light Board ("Board") met in the Wellesley Municipal Light Plant ("MLP") Gordon F. Kingsley Board Room, 4 Municipal Way, at 5:30 PM.

PRESENT

Those present included Chair Katharine Gibson, Commissioners Paul L. Criswell, David A. T. Donohue, Owen H. Dugan and Edward J. Stewart, III; MLP Director Richard F. Joyce and staff members Joseph A. Bisol, Kevin P. Bracken, Michael Coppellotti, Trevor P. Criswell, Debra J. Healy, Cynthia R. Lowe, William H. Marsh, Kevin M. Sullivan, Daniel J. Trant and James W. Verner.

Wellesley's Wonderful Weekend. Ms. Gibson recognized the efforts of the staff in making the open house on Saturday, May 17th a success. Ms. Gibson also circulated the "Special Recognition" plaque the MLP received from the Wellesley Celebrations Committee.

APPROVAL OF MINUTES

Upon a motion made by Mr. Donohue and seconded by Mr. Dugan, it was unanimously

VOTED: To approve the April 27, 2015 Public Session Minutes as written.

CITIZEN SPEAK

The Chair presented all of those in attendance with the opportunity to speak on matters of interest with respect to the MLP. No one in attendance wished to speak.

DIRECTOR'S ITEMS

Management Team Bonus. Rachael Peterson of RP Consulting presented the results of her Management Team Bonus ("MTB") evaluation. The MLP has effectively implemented the MTB program as designed by Susan P. Williamson in April 2001. Ms. Peterson noted that salary bonus programs are becoming more popular in non-profit organizations. Some of the benefits of the MTB include:

- Drives critical behavior;
- Creates culture of individual/group accountability;
- Increases job satisfaction and motivation; and
- Clear link between performance and pay.

Ms. Peterson recommended the MLP eliminate the equal bonus payout to all management team members and adopt a tiered approach. The top tier would include 30% of the bonus to recognize the contributions of the two senior management positions. Mr. Bisol, Mr. Sullivan and Mr. Coppellotti shared their favorable experiences working on management team objectives. Mr. Bracken expressed a preference to continue with the equal distribution. Trevor Criswell asked how employees would move up in their tier ranking.

The Board and Ms. Peterson had a lengthy discussion on the cost-benefits of the MTB. Ms. Gibson asked the staff to provide their collective thoughts to the Director for further discussion at the June Board Meeting.

Babson College Easement/Agreement. The proposed distributed antenna system ("DAS") includes three nodes on the Babson College campus. American Tower Corporation ("ATC") and the MLP need an easement and agreement with Babson College to install the antennas and fiber. Attorney James A. Goodhue has worked with the MLP staff and attorneys for ATC and Babson College to finalize a 10-year agreement. Babson College's Board of Trustees approved the agreement on May 15, 2015. Mr. Joyce detailed the need to have an interconnection agreement in place to provide the MLP with the legal right to install and maintain the fiber optic cable on the College's campus. After a brief discussion and upon a motion by Mr. Criswell and seconded by Mr. Stewart, it was unanimously

VOTED: To authorize the Director to execute the Outdoor Distributed Antenna System ("DAS") License and Interconnection Agreement with Babson College and American Tower Corporation as presented.

Wellesley College Successor Agreement. Mr. Joyce informed the Board Wellesley College has requested a one year extension of the standby and back-up power supply agreement. Except for the extension date and fixed energy charge for one (1) megawatt of off peak energy, all terms and conditions would remain the same. Ms. Healy added that Wellesley College has agreed to continue purchasing voluntary renewable energy for 5% of their electricity requirements. The Board asked how the MLP determines the fixed energy charge. Mr. Joyce said Energy New England would conduct a competitive bid during the week of May 25th and award the purchase to the lowest bidder. Wellesley College was provided with an estimate of $50 to $51 per megawatt-hour. Upon a motion made by Mr. Criswell and seconded by Mr. Donohue, it was unanimously

VOTED: To authorize the Director to execute the Seventh Amendment To The Electric Supply Agreement for the period June 1, 2015 through May 31, 2016 as presented.

Executive Session. The Secretary, Paul L. Criswell, polled each Board member for authorization to enter into Executive Session for the sole purpose of discussing and/or updating the MLP's strategy for Town-wide deployment of DAS with potential carriers. Each Board member responded in the affirmative and the Board entered into Executive Session at 6:40 PM.

Return To Public Session. The Board returned to Public Session at 7:15 PM only to adjourn.

ADJOURNMENT

The Board Meeting adjourned at 7:15 PM.

Respectfully submitted,

Paul L. Criswell, Secretary