

Delaware Sustainable Energy Utility
Meeting of the Oversight Board
Teleconference Meeting
March 20, 2020 – 9:00 AM

Welcome

Senator Harris B. McDowell, III called the meeting to order at 9:00 AM. Members present were Kristopher Knight, Richard Jones, Robert Underwood (proxy for Secretary Garvin, Department of Natural Resources and Environmental Control, Joseph Schorah, Ric Moore, Michael Chajes, and Andrew Slater, Public Advocate. Also present were Frank Murphy, General Counsel, Anthony DePrima, Suzanne Sebastian, James Purcell, Cassandra Rodriguez, Michael Williams, and Lisa Gardner.

Members Absent: Sean Finnigan and Senator Paradee.

Senator McDowell welcomed and introduced the newest member of the Board, Mr. Ric Moore. Mr. Moore stated that he is the outgoing President of Delaware Interfaith Power and Light. He stated that in 2011 he retired from the Federal Government, U.S. Department of Energy.

1. Approval of Minutes

a. Oversight Board Meeting - January 17, 2020 – Mr. Underwood moved for approval of the minutes, seconded by Mr. Schorah and unanimously carried.

2. SEU Business

a. NW Financial Group, LLC - Contract - Mr. DePrima stated that NW Financial Group, LLC., our financial consultant, was selected through a Request for Proposals (RFP) process and the Board approved the selection of NW Financial at that time with a three-year term of the service with two one-year extensions. Each year since then, one-year contract extension letters were executed. The current contract term is coming to an end, and staff have expressed a desire to keep their services by continuing to exercise year to year engagement letters under the same terms allowing for reasonable fee increases.

Mr. DePrima stated that our Procurement Policy allows for awards without competition, if approved by the Board of Directors, if there is only one source for the required professional service. Specifically, under our policy, the “one source” definition is met when the proposed contractor has specialized experience with the DESEU that cannot be duplicated without a significant investment of time or resources.

NW Financial Group, LLC has grown with the DESEU through our growth and expansion. Their knowledge and experience of our financial programs is invaluable. Mr. Bacher assisted the DESEU with the first bond issue in 2010 and also provided instrumental assistance with the most recent bond issue. Mr. Bacher has also supported the refunding of that bond issue and with developing the Master Lease Agreement. Other services provided include underwriting for the Commercial Loan Program and assisting in loan servicing. Notably, NW Financial Group has not increased their fees since inception (so logically thinking, they would still come in as the lowest bidder).

After much discussion, Mr. Murphy suggested that a five (5) year term be considered.

Mr. Schorah moved to authorize the Executive Director to execute year to year extension contract letters, with a five (5) year term, with NW Financial Group, LLC for financial advisory services under terms similar to past agreements and allowing for reasonable fee increases. The motion was seconded by Mr. Moore and unanimously carried.

b. Consideration of Statements - Mr. Slater motioned to approve the following statements, seconded by Mr. Moore and unanimously carried.

- i. Murphy & Landon - December 2019- January 2020 (\$1,860)
- ii. NW Financial Group, LLC – December 2019 (\$706.25)
- iii. Young Conaway Stargatt & Taylor, LLP - December 2019 (\$680.40)

3. Reports – The following reports were presented to the Board

Mr. DePrima informed members that Ms. Cassandra Rodriguez was hired full time as the Assistant Grant Manager for the Empowerment Program. She is a 2019 graduate from Wesley College with a degree in Environmental Policy with a minor in Math Informatics.

- a. Executive Director
- b. Program Manager
- c. Public Relations
- d. Budget Report - Ending February 2020

4. New Business/Old Business - Mr. Moore suggested that looking forward, regarding the Covid-19 pandemic, the Board consider a strategic framework to address goals that would support economic development for impacted industries. After much discussion, Mr. DePrima stated that this would be a good opportunity to update our Strategic Plan.

5. Executive Session – Personnel Matters {Pursuant to 29 Del C. §10004(b)(9)} Executive Director’s Compensation - SEU General Counsel, Frank Murphy, explained the reason for the executive session and the fact that it is permitted under the Freedom of Information Act, pursuant to Title 29, Section 10004(b)(9), as reflected on the agenda for today’s Board meeting. A motion was made to have the Board enter into executive session to address personnel matters.

The Oversight Board meeting reconvened in open session.

Meeting Adjourned at 10:50 A.M.