

EESE Board Statement of Governing Principals

Edits to p.3, E, b as discussed at the 12/13/13 Board Meeting

As sent to Board on 1/2/14

b) Policy Recommendations: The EESE Board may make recommendations from time to time to the governor, the legislature or legislative committees, to the Public Utilities Commission or to other public bodies. All policy recommendations must be subject to a vote and be passed by a 2/3 majority of the voting members present. During the discussion of motions for policy recommendation the EESE Board will seek but not be bound by consensus. At the request of a dissenting party, if any, the Board may include a dissenting opinion. (in the form of a minority report, footnote, attachment or other appropriate means.)

Deleted: The Board will include key perspectives of both voting and non-voting members in its statement of policy recommendation.

Comment [KWP1]: We discussed all of these as options. Not sure that they actually need to be listed in the Governance document.

With Changes suggested by Alan Linder on 1/3/14

b) Policy Recommendations: The EESE Board may make recommendations from time to time to the governor, the legislature or legislative committees, to the Public Utilities Commission or to other public bodies. All policy recommendations must be subject to a vote and be passed by a 2/3 majority of the voting members present. During the discussion of motions for policy recommendation the EESE Board will seek consensus where possible. At the request of a dissenting member, the statement of policy recommendation will note whether any member dissented and provide a brief explanation for the dissent.

Deleted: The Board will include key perspectives of both voting and non-voting members in its statement of policy recommendation.

Energy Efficiency and Sustainable Energy Board Statement of Governing Principles

A. Legal Authority and Responsibility

The Energy Efficiency and Sustainable Energy Board ("EESE Board") was created in 2008, by RSA 125-0:5-a. The Board's central charge is "to promote and coordinate energy efficiency, demand response, and sustainable energy programs in the state." The responsibilities of the Board as specified in the statute include an annual report on December 1 on the activities of the Board to the governor, the speaker of the house of representatives, the president of the senate, the house science, technology and energy committee, the senate energy, environment and economic development committee, and the public utilities commission.

NH Chapter 335 of the Laws of 2010 ("SB323"), which required the Public Utilities Commission (PUC) to contract for an independent study of energy policy issues, also called for the EESE Board to "provide its recommendations upon review of the comprehensive study to the senate president, the speaker of the house of representatives, and the chairs of the senate energy, environment and economic development committee and the house science, technology and energy committee as soon as practicable."

The EESE Board falls under the definition of "Advisory Committee" pursuant to the provisions of RSA 91-A, the state's Open Meeting Law, and is required to comply with its various provisions.

B. Appointment of Members and Non-voting Participants (pursuant to RSA 125-0:5-a)

The members of the board shall number 18, as follows: (a) The chairman of the public utilities commission, or designee; (b) The director of the office of energy and planning, or designee; (c) The consumer advocate, or designee; (d) The commissioner of the department of environmental services, or designee; (e) The commissioner of the department of resources and economic development, or designee; (f) The president of the Business and Industry Association of New Hampshire, or designee; (g) The executive director of the New Hampshire Municipal Association, or designee; (h) The executive director of New Hampshire Legal Assistance, or designee; (i) The president of the Homebuilders & Remodelers Association of New Hampshire, or designee; (j) Two members of the house science, technology and energy committee appointed by the speaker of the house of representatives; (k) One member of the senate energy, environment and economic development committee, appointed by the president of the senate; (l) Three representatives from not-for-profit groups representing energy, environmental, consumer, or public health issues and knowledgeable in energy conservation policies and programs, appointed by the chairman of the public utilities commission; (m) The commissioner of the department of administrative services, or designee; (n) The state fire marshal, or designee; (o) The executive director of the New Hampshire housing finance authority, or designee.

The board shall include the following 7 nonvoting participants: (a) One representative from each utility-administered electric and natural gas energy efficiency program appointed by

the chairman of the public utilities commission; (b) A representative of energy services companies delivering energy efficiency services to residential and business customers, appointed by the chairman of the public utilities commission;(c) A representative of a business or association of businesses selling or installing sustainable or renewable energy systems, appointed by the chairman of the public utilities commission; and (d) A representative from the investment community with expertise in efficiency investments and financing, appointed by the chairman of the public utilities commission.

C. Officers and Responsibilities

Chair: In accordance with RSA 125-0:5-a, the Chair shall be elected by the EESE Board from among its members, and shall fulfill the following responsibilities:

- Prepare an agenda and provide for appropriate notice of meetings.
- Preside over the meetings of the Board.
- Assure compliance with RSA 91-A.
- Guide the Board in its efforts to fulfill its statutory responsibilities.

Vice-Chair: The Board will elect a Vice-Chair from among the members and non-voting participants. The duties of the Vice-Chair are as follows:

- To assist the Chair in the fulfillment of his or her responsibilities
- To serve as Chair during his or her absence or during a transition if there is no Chair.

Secretary: The Chair will appoint a Secretary to oversee the preparation of meeting notices and minutes and the distribution and posting of meeting materials.

D. Member Responsibilities

Members and non-voting participants are expected to attend all meetings of the Board to the extent feasible, and to participate with and assist the Board in fulfilling its responsibilities.

In compliance with RSA 125-0:5-a, no member of the board shall vote on a matter in which the member, his or her spouse or dependent, or the organization or entity represented by or employing the member, has a private interest which may directly or indirectly affect or influence the performance of his or her duties. In addition, members are required to file a statement of financial interest in accordance with RSA 15-A.

Guidance on abstention: "to disqualify, the personal pecuniary interest of the official must be immediate, definite, and capable of demonstration; not remote, uncertain, contingent, and speculative, that is, such that men of ordinary capacity and intelligence would not be influenced by it." (Atherton v. Concord, 109 N.H. 164, 165 (1968)).

Board members and non-voting participants are not precluded from advocating or taking a public position on any matter on their own behalf or that of their employer, whether or not consistent with any official position taken or under consideration by the Board.

E. Meetings

The EESE Board shall hold regular monthly meetings on the second Friday of each month unless notice of a change, postponement or cancellation is issued by the Chair in

advance, and may be called for special meeting at the request of the Chair. No action may be taken at any meeting unless a quorum is present. A quorum is defined in RSA 125-0:5-a IV as seven members. In accordance RSA 91-A, meeting notices will be physically posted at least 24 hours prior to the meeting at the offices of the Public Utilities Commission and electronically on the Board's webpage (www.puc.nh.gov/EESE.htm), and draft meeting minutes will be available for inspection within five business days following the meeting.

The EESE Board shall conduct its business in accordance with the following guidelines. These guidelines are intended to create an inclusive process that recognizes and seeks to integrate the range of member and non-member experience, expertise, and perspectives in order to provide the Governor, the Legislature or legislative committees, and the Public Utilities Commission with the most robust and comprehensive recommendations and advice possible.

- a) **Commitment to Open Process:** The EESE Board is committed to open communications and participation in the exercise of its responsibilities. All meetings shall be open to the public and publicly noticed. Meetings shall take place in a location that allows seating for members of the public wishing to attend. The Board shall provide an opportunity for public comment at every meeting and shall actively solicit input from interested parties to the extent practicable.
- b) **Policy Recommendations:** The EESE Board may make recommendations from time to time to the governor, the legislature or legislative committees, to the Public Utilities Commission or to other public bodies. All policy recommendations must be subject to a vote of the voting members present. During the discussion of motions for policy recommendation the EESE board will seek consensus. The Board will include key perspectives of both voting and non-voting members in its statement of policy recommendation.
- c) **Decision-making Procedures:** A decision by the Board must be initiated by a Motion duly made and seconded by voting members. The Chair of the meeting shall provide an opportunity for comment from members and non-voting participants prior to holding a vote. Members are encouraged to work constructively and efficiently in the crafting and amending of Motions to streamline the process. In order to pass, a Motion must be voted in the affirmative by at least 51% of the voting members present. The meeting minutes shall be written to reflect majority and minority positions, as well as the views of non-voting participants.

F. Committees

The EESE Board, as a means to fulfill its responsibilities, may from time to time appoint Committees or Working Groups to serve in an advisory capacity to the EESE Board. Such Committees or Working Groups will be established by vote of the Board. Committees shall be subject to the provisions of RSA 91-A specifically including public notice of each meeting and posting of minutes within five business days.

A motion authorizing a committee must indicate the purpose and duties of the Committee and the membership thereto, or a process for determining such membership, such as by appointment. Committee membership may be extended to individuals or

organizations that are not members or non-voting participants of the Board, if so indicated in the Motion.

At the time a Committee is established by the Board, the Board shall determine whether the Committee Chair or co-Chairs shall be appointed by the Board Chair or elected by the members of the Committee, however the Chair, or at least one of the two co-Chairs, must be a Board member or non-voting participant.

Committees will be required to report to the Board on their activities on a regular basis as requested by the Chair.

G. Administrative Matters

The Board is administratively attached to the PUC under RSA 125-O:5-a V and RSA 21-G:10, and the PUC provides the Board with administrative support to facilitate the work of the Board. The PUC hosts a comprehensive EESE Board webpage where all meeting materials and background information can be found: www.puc.nh.gov/EESE.htm. This website also serves as an official Public Record of the EESE Board. The Administrative Support and Contact for the EESE Board is Diane Bateman: (603) 271-6031, Diane.Bateman@puc.nh.gov.

H. Governance

The Board shall operate in accordance with its Statement of Governing Principles, which principles shall be reviewed at least once every two years or upon request of a member or nonvoting participant.