

GREENBELT COMMUNITY SOLAR ANNUAL MEETING MINUTES – 4/5/18

Meeting was held 4/5/18, 7:00 pm, at the home of Frank Gervasi.

Attending: Fifteen (15) in person and eight (8) proxys Twenty three (23) total. Quorum present (1/3rd of the 34 members or 11.3). Management Committee - Seven (7) Lore Rosenthal (convener), Jerry Bonnell (proxy for Cathie Meetre, Shalom Fisher, Margo Duesterhaus), Frank Gervasi, Robert Kessel, Lusía Robles, Michael Travis, John Mason (proxy for Steve Skolnik, Steve Lindner). Subscribers attending: Kevin Murphy, Michael Hartman, Dale Wilding, Vince Wilding, Richard Bates (proxy for: Dorothy Bates, Richard Roth, Carol Roth), Marjory Donn, Suzette Agans, Robert Trumbule. Minutes were taken and transcribed by John Mason.

Minutes: Minutes for the meeting on 6/15/17 were approved. Motion by Vince Wilding and seconded by Lusía Robles.

Treasurers Report: Jerry Bonnell reported a balance of \$1,744 and is in agreement with the ledger. 26 Srec's were sold at \$14 ea. = \$364.00. Paid operating expenses for 2017. \$3,200 year end distribution. No record of 4th quarter 2017 or 1st quarter 2018 payment from the church.

Business: Discussion of amending the Operating Agreement. Revived after talks with Greenbelt Baptist Church (GBC) showing interest in their host purchase option. Reviewed the minutes and comments from Cathie Metre from 2/26/17 as to whether we needed to amend section 8.2a so we could dissolve the LLC or make other important decisions, such as the sale of the array with a 2/3rds majority instead of the 100% as written. In the end we agreed to amend with a 3 step process; Step 1. send an email to the subscribers notifying them that in 10 days they will receive an email to vote to amend the Operating Agreement, section 8.2a from the existing 100% of members needed to dissolve the LLC to a majority of 23 of the 34 members. Step 2. send an email notification to vote on the amendment in 10 days. Step 3. would be an email vote to sell the the array to the Church.

Discussion on where GCS and GBC are on the potential of a host purchase option happening. Robert K. explained the many month's process in answering GBC's questions. GCS had outlined for GBC the advantages of them owning the array outright. They pondered the document from summer 2017 until Dec. 2017 And then had a series of questions. This resulted in Robert K. doing several spread sheets and a lot of time to dissect PEPCO's rate structure and determine that the rate we are charging GBC is in fact under the Standard Offer of Service (SOS) and that the next escalator would be justified. Daniel Gomez from GBC was very concerned about the headaches of maintenance and burdens of ownership of a solar PV array. Robert K. assured him that the array is very low maintenance, and the O&M contract with Direct Energy would convey with the sale, and that many members of GCS would be available in the future to advise if future problems arise. GBC currently has a 3rd party energy company that is charging them more than PEPCO's SOS. Robert K's spread sheets and explanations were superb and Daniel G. understands better now how the array is now and will in the future benefit GBC. Daniel Gomez offered 30K for their host option purchase. Robert K. reported to the group. We went around the room and a few had concerns as to be closer to being whole (closer to even monetarily to what they put in). Robert K. will ask Daniel Gomez if GBC could offer some more money.

Elections: The existing Management Committee agreed to stay on. Vince W. motioned to keep the existing members and Richard Bates seconded. All were in favor.

Other Business: Frank Gervasi proposed retaining Greenbelt Community Solar name and use as an advocacy group. All were supportive. There would need to be dues to maintain the website. Richard Bates preferred a .org instead of the .com. Vince Wilding knows more about that stuff and could help. Reports were made on the status of the city of Greenbelt's proposal to put a solar array on the Springhill Lake Recreation Center. A second project is an RFP to subscribe to a solar farm, outside city limits, to cover all or most of the city's electricity usage. A second report was made on the status of the GHI solar project and the pros and cons of proceeding now or in the future.

Action Items: Jerry B. to revise annual report errors (was completed as of this writing).

Robert K. to ask GBC if they could offer more for the array.

Frank G. Ask accountant is there any advantage to sell the array earlier or later this year.

John M. to write the 10 day emails and the minutes. Scan in the sign in sheet. .