

Block Island Utility District  
Wednesday December 5, 2018  
Washington Trust Company, Ocean Avenue  
12:00 Noon

Present: Commissioners Barbara MacMullan, William Penn, and Jack Savoie. Absent: Commissioners Everett Shorey and Mary Jane Balser. Also present: Sara McGinnes and Clifford McGinnes

Meeting was called to order at 12:10 pm by Barbara MacMullan

**Approve Minutes of Nov. 8, 2018**

Minutes from the November 8, 2018 meeting were not distributed and so this item was tabled to the next meeting.

**Discuss and Act on Joint Representation Conflict Waiver for Schacht and McElroy Representation in Regulatory Matters**

Schacht & McElroy require that BIPCO and BIUD sign a joint representation waiver so that their firm can represent both BIPCO and BIUD with respect to regulatory matters. A motion was made by William Penn and seconded by Jack Savoie to accept the joint representation waiver and to authorize Barbara MacMullan to sign the letter giving consent to the joint representation agreement. Motion carried 3-0.

**Discuss and Act on Acquisition of Block Island Power Company**

Barbara MacMullan moved to go into closed session seconded by William Penn. Motion carried 3-0.

**Discuss and Act on Litigation**

Barbara MacMullan moved to go into closed session seconded by William Penn. Motion carried 3-0.

**Exit from Closed Session**

Barbara MacMullan moved to exit closed session and seal the minutes, seconded by William Penn. Motion carried 3-0.

Barbara MacMullan reported the following motion made and voted in closed session:

Barbara MacMullan made a motion to proceed with the purchase of BIPCO's assets as per the resolution adopted by the BIPCo board of directors at a meeting held on November 7, 2018 and as approved by a vote of the BIPCo shareholders at the special meeting of the shareholders held on Dec 3, 2018. The motion was seconded by William Penn. Motion passed by a vote of 3-0.

Barbara MacMullan made a motion to adjourn at 12:50 pm, seconded by William Penn. Motion passed by a vote 3-0.

APPROVED: February 18, 2019