

MINUTES OF THE
SPECIAL MEETING OF THE

JOINT AUDIT COMMITTEE
OF THE
BOARDS OF DIRECTORS OF
CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE
AND
CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC ENERGY COOPERATIVE

February 13, 2020

A Special Meeting of the Joint Audit Committee of the Boards of Directors of Connecticut Municipal Electric Energy Cooperative (“CMEEC”) and Connecticut Transmission Municipal Electric Energy Cooperative (“CTMEEC” and “Transco”) held a meeting telephonically on Thursday, February 13, 2020 at 2:00 p.m.

The meeting was legally noticed in compliance with Connecticut General Statutes and all proceedings and all actions hereafter recorded occurred during the publicly open portions of the meeting.

The following Committee Members participated:

Bozrah Light and Power: Scott Barber
Groton Municipal Representative: Mark Oefinger
East Norwalk, Third Taxing District: Kevin Barber
Jewett City Department of Public Utilities: Kenneth Sullivan
Norwich Public Utilities: Steward Peil, Robert Staley
South Norwalk Municipal Representative: Dawn DelGreco

The following CMEEC Staff participated:

David Meisinger, CMEEC CEO
Robin Kipnis, Esquire, CMEEC General Counsel

Ms. Kipnis recorded.

Chair Stewart Peil called the meeting to order at 2:02 p.m. He noted for the record that the following Committee members participated via telephone:

Bozrah Light and Power: Scott Barber
Groton Municipal Representative: Mark Oefinger
East Norwalk, Third Taxing District: Kevin Barber
Jewett City Department of Public Utilities: Kenneth Sullivan
Norwich Public Utilities: Steward Peil, Robert Staley
South Norwalk Municipal Representative: Dawn DelGreco

Specific Agenda Item

A Review of CMEEC / CTMEEC Joint Audit Committee Draft Report on Employment-Related Related Party Transaction

Attorney Kipnis informed the Committee that the employee being discussed at today's Special Meeting was offered the opportunity to hold the meeting in Public Session, however he declined.

Chair Peil explained that the only item of business at today's meeting is to consider the draft report of the Joint Audit Committee meeting held January 23, 2020 to consider an employment matter related to the CMEEC Related Party Transaction Policy (the "Draft Report").

Chair Peil entertained a motion to enter Executive Session for the purposes of reviewing the Draft Report.

A motion was made by Committee Member Mark Oefinger, seconded by Committee Member Kevin Barber to enter Executive Session.

Motion passed unanimously.

The basis for entering Executive Session is to review and discuss the Draft Report and is pursuant to Connecticut General Statutes Section 1-200(6)(A). Members of the Committee, Attorney Kipnis and Mr. Meisinger remained.

The Committee entered Executive Session at 2:05 p.m. with instructions to return to Public Session upon completion of discussion in Executive Session.

The Committee re-entered Public Session at 2:26 p.m.

A motion was made by Committee Member Scott Barber, seconded by Committee Member Oefinger to approve the Draft Report as modified and submit to the Board of Directors for their review and approval.

Motion passed unanimously.

There being no further business to come before this Committee, Chair Peil entertained a motion to adjourn.

A motion was made by Committee Member Barber, seconded by Committee Member Dawn DelGreco to adjourn.

Motion passed unanimously.

The meeting adjourned at 2:28 p.m.