

SUBJECT TO FINAL APPROVAL BY THE BOARD OF DIRECTORS

Connecticut Municipal Electric Energy Cooperative (CMEEC)

Emergency Meeting

November 8, 2018 (recessed)

MINUTES

An Emergency Meeting was held at the call of the Chairman of the CMEEC Board of Directors at the offices of CMEEC, 30 Stott Avenue, Norwich, CT at 9:30 a.m. on Thursday, November 8, 2018 and by phone participation.

The following Member Representatives/Alternate Member Representatives/Municipal Representatives participated:

Bozrah Light & Power: Richard Tanger (via telephone); Ralph Winslow
Groton Utilities: Ronald Gaudet; Jeffrey Godley; David Collard; Mark Oefinger
Jewett City: Louis Demicco (via telephone); Kenneth Sullivan; Richard Throwe (via telephone)
Norwich Public Utilities: Rashid Haynes (via telephone); Dr. Grace Jones (via telephone);
Stewart Peil (in person and via telephone for the afternoon session)
South Norwalk: Dawn DelGreco (via telephone); David Westmoreland (via telephone); Paul
Yatcko (via telephone)
East Norwalk: Kevin Barber (via telephone); David Brown (via telephone); Debora Goldstein
(via telephone); Pete Johnson (via telephone); Ron Scofield (via telephone)

The following CMEEC staff participated:

Robin Kipnis, CMEEC General Counsel

Other participants:

Joseph Martini, Esquire, Spears Manning

Chairman Kenneth Sullivan called the meeting to order at 10:00 a.m. and noted a quorum was present.

The sole item on the Agenda was the purported pending federal indictments of the CMEEC Chief Executive Officer and Chief Financial Officer. Chairman Sullivan noted that the meeting was called for the Board to review the allegations made in the federal indictments and to take appropriate actions. It was noted that at this time the Board had not yet seen the indictment, they remained sealed and that they were expected to be unsealed and available for review around noon.

Attorney Joseph Martini then walked the Board through what a federal indictment means and the process going forward. He responded to multiple questions asked by the CMEEC Board of Directors.

At 12:15 p.m. a motion was made by Alternate Member Representative Winslow, seconded by Member Representative Throwe to recess the Emergency Meeting until 1:30 p.m. to allow time for the indictment to be unsealed and allow the CMEEC Board to review the actual charges.

Motion passed unanimously. (18-11-01)

The CMEEC Board Emergency Meeting reconvened at 1:30 p.m.

Alternate Member Stewart Piel was now participating by phone.
Attorney Lawrence Peikes from Wiggin & Dana joined the meeting by telephone at this time.

Chairman Sullivan noted that the federal indictments had not yet been made available to the CMEEC Board of Directors, which meant that it appeared they had not yet been unsealed.

A motion was made by Member Representative David Collard, seconded by Member Representative Godley to enter Executive Session.

Motion passed unanimously. (18-11-02)

Entered Executive Session at 1:35 p.m.

The basis for entering into Executive Session was the discussion of personnel matters, including a discussion on matters relating to employment agreements. All those participating in the Regular Session participated in the Executive Session.

The meeting came out of Executive Session at 2:35 p.m. and entered Regular Session.

A motion was made by Member Representative Louis Demicco and seconded by Member Representative Ronald Gaudet to recess the Emergency Meeting and re-convene on Friday, November 9, 2018 at 9:30 a.m.

Motion passed unanimously. (18-11-03)

The Emergency Meeting adjourned at 2:35 p.m.