

SUBJECT TO BOARD APPROVAL

MINUTES OF THE
SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF

CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE

October 4, 2021

The Special Meeting of the Board of Directors of Connecticut Municipal Electric Energy Cooperative (“CMEEC”) was held telephonically and via Zoom on Monday, October 4, 2021 at 12:15 p.m.

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

The following Member Representatives / Alternate Member Representatives / Municipal Representatives participated telephonically or via Zoom:

Groton Utilities: Jeffrey Godley, Keith Hedrick
Groton Municipal Representative: Mark Oefinger
Norwich Public Utilities: Christopher LaRose, Stewart Peil, Robert Staley
Norwich Municipal Representative: David Eggleston
Bozrah Light & Power: Scott Barber, Richard Tanger
Bozrah Municipal Representative: Joseph Cirrito
South Norwalk Electric & Water: Alan Huth, Eric Strom, David Westmoreland
South Norwalk Municipal Representative: Dawn DelGreco
East Norwalk, Third Taxing District: Kevin Barber, Michele Sweeney
Jewett City Department of Public Utilities: Louis Demicco, Kenneth Sullivan

The following CMEEC Staff participated telephonically or via Zoom:

Dave Meisinger, CMEEC CEO
Robin Kipnis, Esquire, CMEEC General Counsel
Patricia Meek, CMEEC Director of Finance & Accounting
Michael Rall, CMEEC Director of Asset Management
Margaret Job, CMEEC Paralegal and Compliance Specialist

Others participating telephonically or via Zoom:

David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Job recorded.

Chair Kevin Barber called the meeting to order at 12:15 p.m. He stated for the record that today's meeting is being held telephonically and via Zoom. Chair Barber requested that all participants mute their devices unless speaking to eliminate confusion and background noise. He requested that those present state their name and where they are from for clarity of the record.

Specific Agenda Items

A Public Comment Period

No public comment was made.

B Roll Call / Voting Roster

Ms. Job conducted roll call with each member responding individually as their names were called. Following roll call, Ms. Job identified the voting persons at today's meeting. Chair Barber confirmed a quorum was present.

C Approve Minutes of the Regular September 23, 2021 Board of Directors' Meeting

A motion was made by Member Representative Scott Barber, seconded by Municipal Representative Mark Oefinger to Approve the Minutes of the Regular September 23, 2021 Board of Directors' Meeting

Motion passed unanimously.

21-10-01

D Possible Vote to Enter Executive Session for the Purpose of Review and Discussion of the Draft Asset Purchase Agreement Pursuant to C.G.S. § 1-200(6)(D)

A motion was made by Municipal Representative Oefinger, seconded by Member Representative Scott Barber to enter Executive Session.

Motion passed unanimously.

21-10-02

The basis for entering Executive Session is as stated above. Members of the Board, Messrs. Meisinger, Rall, Silverstone and Meses. Kipnis, Meek and Job remained.

The Board entered Executive Session at 12:20 p.m. with instructions to return to Public Session upon completion of discussion in Executive Session.

The Board re-entered Public Session at 1:12 p.m.

E Vote to Approve Resolution Authorizing CEO to Execute Asset Purchase Agreement

Chair Barber entertained the following motion for approval by the Board:

That the Chief Executive Officer of CMEEC is hereby directed and authorized to execute the Asset Purchase Agreement in substantially the form presented today at this meeting with such changes and modifications as the CEO, in consultation with the General Counsel, deem necessary and appropriate. In addition, the CEO is hereby directed and authorized to execute any and all documents and to take all steps necessary and appropriate to carry out the terms of the Asset Purchase Agreement.

A motion was made by Member Representative Richard Tanger, seconded by Municipal Representative David Eggleston to approve the above written motion authorizing the CEO to execute the Asset Purchase Agreement.

Motion passed unanimously.

21-10-03

F Adjourn

A motion was made by Municipal Representative Oefinger, seconded by Member Representative Tanger to adjourn.

Motion passed unanimously.

21-10-04

The meeting was adjourned at 1:15 p.m.