

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

June 16, 2022

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” dba Transco) was held via Zoom and telephonically on Thursday, June 16, 2022, at 9:00 a.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 telephonically and via Zoom:

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

The following Non-Voting Members participated telephonically and via Zoom:

Bozrah Light & Power: William Ballinger
Jewett City Department of Public Utilities: Louis Demicco, George Kennedy
South Norwalk Electric & Water: Alan Huth

The following CMEEC Staff participated telephonically and via Zoom:

Dave Meisinger, CMEEC CEO
Robin Kipnis, Esquire CMEEC General Counsel
Patricia Meek, CMEEC Director of Finance & Accounting
Joanne Menard, CMEEC Controller
Leslie Williams, CMEEC Principal Accountant
Candice DiVita, CMEEC Lead Accounts Payable Accountant
Ellen Kachmar, CMEEC Office & Facility Manager

Others participated telephonically and via Zoom:

David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Kachmar recorded.

Committee Chairman Stewart Peil called the meeting to order at 9:05 a.m. noting for the record that today's meeting is being held telephonically and via Zoom. Committee Chairman Peil reminded participants to keep their devices on mute unless speaking to eliminate background noise. He asked participants to state their names when speaking for clarity of the record.

Specific Agenda Item:

A Public Comment Period

No public comment was made.

B Roll Call

After Ms. Kachmar conducted roll call, Committee Chairman Peil confirmed a quorum of this Committee was present.

C Approve the Minutes of the March 17, 2022, Regular Meeting of the CMEEC / CTMEEC Joint Audit Committee

A motion was made by Committee Member Mark Oefinger, seconded by Committee Member Robert Staley to Approve the Minutes of the March 17, 2022, Regular Meeting of the CMEEC / CTMEEC Joint Audit Committee.

Motion passed unanimously.

D Discussion: Accounts Payable Internal Audit, review of RFP responses and possible vote to engage firm

Joanne Menard, CMEEC's Controller, informed the Committee that CMEEC had sent out a Request for Proposal for an Accounts Payable Internal Audit to fourteen (14) different audit firms. The proposals received were provided to the Committee for review prior to the meeting.

CMEEC's Municipal Electric Consumer Advocate expressed concerns whether the Board's purposes would be best served by engaging an audit firm that previously had performed work for CMEEC. A robust discussion followed.

Having heard various options and opinions on the topic, Stewart Peil, the Committee Chairman, called for vote.

A motion was made by Committee Member Scott Barber, seconded by Committee Member Kevin Barber to approve the selection of CliftonLarsonAllen (CLA) to perform the Accounts Payable Internal Audit.

Motion passed with Stewart Peil, Scott Barber, Kevin Barber and Mark Oefinger voting in favor. Opposed were Dawn Del Greco, Ken Sullivan, and Bob Staley, there were no abstentions.

E Adjourn

A motion was made by Committee Kevin Barber, seconded by Committee Member Scott Barber to adjourn.

Motion passed unanimously.

The meeting was adjourned at 9:38 a.m.