

TO: Directors and Officers
FROM: Kenneth Sullivan, Michael Lane
SUBJECT: Agenda and Notice for CMEEC Regular Board of Directors' Meeting, Thursday, May 23, 2019

Attached is the Agenda for the CMEEC Regular Board of Directors' Meeting which is scheduled to be held at the CMEEC offices, 30 Stott Avenue, Norwich, CT on Thursday, May 23, 2019 beginning at 10:00 a.m.

AGENDA

| Agenda Topic Item | | Tab | Page Number |
|--------------------------|---|------------|--------------------|
| A | Public Attendee Comment Period | | |
| B | Conduct Voting Roster / Roll Call | | |
| C | Approve Minutes of CMEEC Regular April 25, 2019 Board of Directors' Meeting | 1 | |
| D | Approve Minutes of Joint CMEEC CTMEEC Special May 9, 2019 Board of Directors' Meeting | 2 | |

Specific Agenda Items

| Agenda Topic Item | Lead | Tab | Page Number |
|--------------------------|---|-------------------------------|--------------------|
| E | April 2019 Objective Summary Review (Informing) | Michael Lane | |
| F | April 2019 Pierce and Microgen Performance (Informing) | Michael Rall | |
| G | April 2019 Energy Market Analysis (Informing) | Justin Connell | |
| H | Governance Committee Report <ul style="list-style-type: none"> • Approve Revised Governance Committee Charter (Vote/Resolution) • Review of CEO Job Description | Ronald Gaudet / Robin Kipnis | 3 |
| I | Approve Revised Audit Committee Charter (Vote/Resolution) | Kevin Barber / Joanne Menard | 4 |
| J | Approve Revised Risk Management Charter (Vote/Resolution) | Pete Johnson / Scott Whittier | 5 |
| K | Introduction: Sustainability Director Role and Responsibilities | Justin Connell | |
| L | Special Committee: Discussion re: Additional Recommendations stemming from Investigation Report | Deb Goldstein | |

Proposed Executive Session C.G.S. sec.1-200(6)(A)

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| M | Discussion of the performance of the Interim CEO | | |
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Posted this 16th day of May, 2019.