

MINUTES OF THE
SPECIAL MEETING OF
THE SPECIAL COMMITTEE
OF THE BOARD OF DIRECTORS OF

CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE

February 14, 2019

The Special Meeting of the Special Committee of the Board of Directors of Connecticut Municipal Electric Energy Cooperative (CMEEC) met at the CMEEC offices at 30 Stott Avenue, Norwich, CT at 10:00 p.m.

The following Committee Members participated:

Bozrah Light & Power:	Richard Tanger (joined via telephone at 10:16 am)
Groton Utilities:	Mark Oefinger
Norwich Public Utilities:	Stewart Peil
East Norwalk:	Debora Goldstein
South Norwalk:	Paul Yatcko (via telephone)

The following individuals from CMEEC Management participated:

Robin Kipnis, CMEEC General Counsel
Ellen Kachmar, CMEEC Office & Facility Manager

Other participants:

Eileen Duggan, Esquire, Suisman Shapiro

Other attendees:

William Kowalski, Municipal Electric Consumer Advocate (by telephone)
Kevin Aherne, Reporter, The Norwich Bulletin
Claire Bessette, Reporter, The Day

Ms. Kachmar recorded.

Committee Chair Debora Goldstein called the Public Session of the meeting to order at 10:07 a.m. She requested roll call of attendance of those participating in person for the benefit of those participating by telephone. She identified members of the public also in attendance and asked that those participating by phone identify themselves. All telephone participants confirmed that they could hear and be heard.

Specific Action Item

(A) Public Comment

Chair Goldstein opened the floor for public comment and invited the Municipal Electric Consumer Advocate to comment. There was no public comment.

(B) Approval of the Minutes of the January 23, 2019 Meeting of the Special Committee

A motion was made by Committee Member Mark Oefinger, seconded by Committee Member Stewart Piel to approve the minutes of the January 23, 2019 Meeting of the Special Committee.

Motion passed unanimously.

(C) **Executive Session**

Chair Goldstein stated the reason for entering Executive Session is to discuss strategy and /or negotiations with respect to pending claims against CMEEC employees and /or pending litigation regarding CMEEC's consideration of enforcement of legal relief or legal rights related to CMEEC employees. Chair Goldstein entertained a motion to enter Executive Session.

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

Motion passed unanimously.

The basis for entering Executive Session is in accordance with Connecticut General Statutes Section 1-200(6)(B) and Section 1-200(6)(E). Members of the Special Committee, as well as Ms. Kipnis and Ms. Duggan, remained.

The Special Committee entered Executive Session at 10:09 a.m. with instruction to return to Public Session at the completion of the Committee's discussion in Executive Session.

The Special Committee re-entered Public Session at 1:05 p.m. Chair Goldstein noted Committee Member Richard Tanger had joined the meeting via telephone at 10:29 a.m. and that attempts were made, to no avail, to have the Municipal Electric Consumer Advocate rejoin the meeting for the public session.

Chair Goldstein announced that having received further briefing from Attorney Duggan during the Special Meeting of the Special Committee, that the Special Committee makes the following recommendations:

- The Special Committee recommended that the Board of Directors include an Executive Session on the Agenda for the February 28, 2019 regular Board of Directors meeting to receive an update on the Special Investigation from the Special Committee and Attorney Duggan, and

- That the Special Committee will require a Special Meeting of the Special Committee on February 28, 2019 immediately following the adjournment of the Board of Directors meeting, with an anticipated start time of 12 noon, and
- That the Special Committee further recommends an additional meeting of the Special Committee be scheduled shortly beyond the date of February 28, 2019, on a date to be determined, and
- That the Board of Directors schedule a Special Board Meeting immediately following that of the Special Committee meeting to receive and take potential action on what the Special Committee anticipates will be a final report from Attorney Duggan and on the findings and recommendations of the Committee.

A motion was made by Committee Member Stewart Piel, seconded by Committee Member Mark Oefinger to accept the Committee's recommendations as read by the Chair.

Motion passed unanimously.

There being no further business to come before this Committee, Chair Goldstein entertained a motion to adjourn the meeting of the Special Committee.

A motion was made by Committee Member Stewart Piel, seconded by Committee Member Mark Oefinger to adjourn the meeting of the Special Committee.

The meeting of the Special Committee was adjourned at 1:08 p.m.