

SUBJECT TO FINAL BOARD APPROVAL

SPECIAL MEETING OF THE  
MEMBER DELEGATION OF

CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE

**May 23, 2019**

MINUTES

A Special Meeting of the Member Delegation of the Connecticut Municipal Electric Energy Cooperative (CMEEC) was held on Thursday, May 23, 2019.

The meeting was legally noticed in compliance with Connecticut State Law, and all proceedings and actions hereafter recorded occurred during the publicly open portions of the meeting.

Chair Kenneth Sullivan called the meeting to order at 1:41 p.m.

**The following Member Delegates and Alternate Member Delegates participated:**

Groton Utilities: Ronald Gaudet

Norwich Public Utilities: Chris LaRose

Bozrah Light & Power: Richard Tanger, Ralph Winslow

Jewett City Department of Public Utilities: Kenneth Sullivan, Louis Demicco (via telephone)

South Norwalk Electric & Water: Paul Yatcko (via telephone)

Third Taxing District: Kevin Barber, Debora Goldstein

**The following individuals from CMEEC Management participated:**

Michael Lane, CMEEC CFO and Interim CEO

Robin Kipnis, CMEEC General Counsel

Margaret Job, CMEEC Executive Assistant/Paralegal

Joanne Menard, CMEEC Controller

For the record, Chair Sullivan noted that the meeting was taking place at the offices of CMEEC, 30 Stott Avenue, Norwich, CT and asked that roll call be taken and to identify members eligible to vote.

Ms. Job took roll call identifying members eligible to vote. Chair Sullivan determined a quorum was present.

**Specific Action Items**

- A. Approve Minutes of the CMEEC April 5, 2019 Special Meeting of the CMEEC Member Delegation

**A motion was made by Member Delegate Kevin Barber, seconded by Member Delegate Ronald Gaudet to approve the Minutes of the April 5, 2019 Special Meeting of the CMEEC Member Delegation, with Member Delegate Richard Tanger abstaining.**

**Motion passed.**

**MD-19-05-01**

**Proposed Executive Session 1-200(6)(E) and 1-210(b)(1) and (b)(5)**

**B. Review of CMEEC 2019 Equity Values and Alternative Distribution Models**

Chair Sullivan entertained a motion to enter Executive Session to review CMEEC 2019 Equity Values and Alternative Distribution Models.

**A motion was made by Member Delegate Gaudet, seconded by Alternate Member Delegate Ralph Winslow to enter Executive Session.**

**Motion passed unanimously.**

**MD-19-05-02**

**The basis for entering Executive Session is based on Connecticut General Statutes 1-200(6)(E) and 1-210(b)(1) and (b)(5). Members of the Member Delegation, as well as Ms. Kipnis and Mr. Lane, remained.**

**The Member Delegation entered Executive Session at 1:45 p.m.**

**The Member Delegation re-entered Public Session at 2:01 p.m.**

**Regular Session**

**C. Possible Vote on Excess Equity Distribution**

**A motion was made by Member Delegate Barber, seconded by Member Delegate Gaudet to approve the Excess Equity Distribution Resolution approving the issuance of Distribution Eligible Equity based on the Target Equity value of Twenty-Two percent (22%) for calendar and fiscal year 2018 to the Distribution Eligible Members in the manner provided in the CMEEC Membership Agreement, with each CMEEC Member System to determine how to allocate the distribution.**

**Motion passed unanimously.**

**MD-19-05-03**

There being no further business to come before this Member Delegation, Chair Sullivan entertained a motion to adjourn.

**A motion was made by Member Delegate Gaudet, seconded by Member Delegate Barber to adjourn the meeting.**

**Motion passed unanimously.**

**MD-19-05-03**

The Special Meeting of the Member Delegation adjourned at 2:04 p.m.