

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

CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE

February 28, 2019

The Special Meeting of the Special Committee of the Board of Directors of Connecticut Municipal Electric Energy Cooperative (CMEEC) met at the Holiday Inn, 10 Laura Boulevard, Norwich, CT at 1:53 p.m.

The following Committee Members participated:

Bozrah Light & Power:	Richard Tanger (via telephone)
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
Michael Lane, CMEEC Interim CEO
Margaret Job, CMEEC Administrative Staff

Other participants:

Eileen Duggan, Esquire, Suisman Shapiro

Other attendees:

Kevin Aherne, Reporter, The Norwich Bulletin
Claire Bessette, Reporter, The Day

Ms. Job recorded.

Committee Chair Debora Goldstein called the Public Session of the meeting to order at 1:53 p.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. There was no public comment.

(B) Approval of the Minutes of the February 14, 2019 Special Meeting of the Special Committee

A motion was made by Committee Member Mark Oefinger, seconded by Committee Member Stewart Peil to approve the minutes of the February 14, 2019 Special 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 litigation regarding CMEEC's consideration of enforcement of legal relief or legal rights related to CMEEC employees.

A motion was made by Committee Member Peil, seconded by Committee Member Oefinger to enter Executive Session.

Motion passed unanimously.

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

The Special Committee entered Executive Session at 1:56 p.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 3:53 p.m. Chair Goldstein noted Committee Members Richard Tanger and Paul Yatcko had not returned to the public session of the meeting.

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 March 28, 2019 Regular Board of Directors' meeting to receive Attorney-Client Privileged information on the Special Investigation, and
- That the Special Committee will require a Special Meeting of the Special Committee on March 25, 2019 at 1:00 p.m. at the CMEEC offices, and

- That the Special Committee further recommends an additional Special Meeting of the Special Committee be scheduled preceding the start of the Regular Board of Directors' meeting on March 28, 2019, at the same location as the Board Meeting

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

The Special Meeting of the Special Committee was adjourned at 3:55 p.m.