

MINUTES OF THE SPECIAL MEETING OF THE
JOINT COMPENSATION COMMITTEE
OF THE
BOARDS OF DIRECTORS OF
CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE
AND
CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC ENERGY COOPERATIVE

February 18, 2021

A Special Meeting of the Joint Compensation Committee of the Boards of Directors of Connecticut Municipal Electric Energy Cooperative (“CMEEC”) and Connecticut Transmission Municipal Electric Energy Cooperative (“CTMEEC” or “Transco”) was held via Zoom and telephonically on Thursday, February 18, 2021 at 1:00 p.m.

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

The following Committee Members participated telephonically or via Zoom:

Bozrah Light & Power: Richard Tanger
Groton Utilities: Jeffrey Godley
Jewett City Department of Public Utilities: Louis Demicco
Norwich Municipal Representative: David Eggleston
South Norwalk Electric & Water: Alan Huth
South Norwalk Municipal Representative: Dawn DeIGreco
East Norwalk Municipal Representative: Pete Johnson

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

Groton Utilities: Ronald Gaudet
Groton Municipal Representative: Mark Oefinger
Jewett City Department of Public Utilities: Richard Throwe
Norwich Public Utilities: Christopher LaRose
Third Taxing District, East Norwalk: Kevin Barber

The following CMEEC Staff participated telephonically or via Zoom:

Dave Meisinger, CMEEC CEO
Robin Kipnis, Esquire, CMEEC General Counsel
Margaret Job, CMEEC Executive Assistant / Paralegal

Others participating telephonically or via Zoom:

David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Job recorded.

Committee Chair Alan Huth called the meeting to order at 1:00 p.m., noting for the record that the meeting is being held telephonically and via Zoom. He explained that all participants' devices should remain on mute unless speaking to eliminate confusion and background noise. He requested participants state their name before speaking for clarity of the record.

Specific Action Item

A Public Comment Period

No public comment was made.

B Roll Call

Ms. Job conducted roll call with each participant responding individually as their names were called. Committee Chair Huth confirmed a quorum was present.

C Approve the Minutes of the February 11, 2021 Regular Meeting of the Joint Compensation Committee

A motion was made by Committee Member Richard Tanger, seconded by Committee Member Dawn Del Greco to Approve the Minutes of the February 11, 2021 Regular Meeting of the Joint Compensation Committee.

Motion passed unanimously.

D Possible Executive Session Pursuant to C.G.S. Section 1-200(6)(A): CEO Performance Evaluation

Ms. Kipnis explained that Mr. Meisinger has been given an opportunity and is willing to hold discussion on his performance evaluation in public session but as was the case at the meeting on February 11, 2021 of this Committee, he will abide by the wishes of the Committee. He asked that should the Committee enter Executive Session to discuss his performance evaluation and recommend a salary adjustment based on that performance for the Board to approve, he would like to have an opportunity to review the performance appraisal and recommendation in advance of going to the Board for their approval. The Committee assured Mr. Meisinger that he would be given that opportunity.

Committee Chair Huth explained that the Committee still needed to determine a basis on which to evaluate Mr. Meisinger's performance and for that reason, he would encourage the Committee to meet in Executive Session. General discussion ensued. Kevin Barber

also shared a template form of CEO evaluation he received while attending an APPA conference. Committee Member Oefinger suggested that goals for the coming year be established and added to the end of an evaluation form.

Committee Chair Huth reviewed with the Committee the contents of an APPA Salary Survey to provide background information. At this time, Committee Chair Huth entertained a motion to recommend a three percent (3.0%) increase for Mr. Meisinger. The motion was seconded by Committee Member Pete Johnson. Discussion followed. After lengthy discussion, the motion was withdrawn.

Committee Chair Huth agreed to provide additional background information on other CEO salaries in the region for similar entities as a way of providing context to the discussions on salary adjustments.

The Committee agreed that the performance evaluation form provided by Kevin Barber would serve as a template for Dave Meisinger's evaluation and that any additional areas of focus should be sent to Committee Member David Eggleston for possible inclusion. The Committee agreed that it would call a Special Meeting on March 5, 2021 at 9:00 a.m. for the purpose of performing an evaluation of Mr. Meisinger's performance and to recommend an appropriate salary adjustment and invite the CMEEC Board officers. He also indicated that the Committee may interview a few members of CMEEC staff as well.

Committee Chair Huth also agreed to contact Timothy Blodgett of Hometown Connections to inquire about the current climate of Joint Action Agencies related to salary adjustments for CEOs.

E Adjourn

There being no further business to come before this Committee, Chair Huth entertained a motion to adjourn.

A motion was made by Committee Member Johnson, seconded by Committee Member Tanger to adjourn

Motion passed unanimously.

The meeting was adjourned at 2:49 p.m.