MINUTES OF THE

SPECIAL MEETING OF THE
JOINT AD HOC CEO PERFORMANCE AND COMPENSATION COMMITTEE

OF THE BOARDS OF DIRECTORS OF

CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATVE
AND
CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC ENERGY COOPERATIVE

March 4, 2024

A Special Meeting of the Joint Ad Hoc CEO Performance and Compensation Committee of the Boards of Directors of Connecticut Municipal Electric Energy Cooperative ("CMEEC") and Connecticut Transmission Municipal Electric Energy Cooperative ("CTMEEC" dba Transco) was held via Zoom on Monday, March 4, 2024 at 11:00 a.m.

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

**The following Committee Members participated:**

Groton Utilities: Ronald Gaudet
Jewett City Department of Public Utilities: Kenneth Sullivan
South Norwalk Electric & Water: Alan Huth
Third Taxing District, East Norwalk: Kevin Barber

**The following Non-Voting Members participated:**

Bozrah Light & Power: William Ballinger
Groton Municipal Representative: Mark Oefinger
Jewett City Department of Public Utilities: Louis Demicco, James DeRusha
Jewett City Municipal Representative: George Kennedy

**The following CMEEC staff participated:**

Margaret Job, CMEEC Paralegal and Compliance Manager

**Others participated:**

David Silverstone, Esquire, Municipal Electric Consumer Advocate
Winston Tan, Intandem, LLC

Ms. Job recorded.

Committee Chair Barber called the meeting to order at 11:02 a.m. noting for the record that today's meeting is being held telephonically and via Zoom. He requested that all participants state their names when speaking for clarity of the record.

**Specific Agenda Item:**

**A Public Comment Period**

No public comment was made.

**B Roll Call**

Ms. Job conducted roll call. Committee Chair Barber confirmed a quorum of the Committee was present.

**C Approve Minutes of the Special July 17, 2023 Meeting of the CMEEC Ad Hoc CEO Performance and Compensation Committee**

**A motion was made by Committee Member Gaudet, seconded by Committee Member Huth to Approve the Special July 17, 2023 Meeting of the CMEEC Ad Hoc CEO Performance and Compensation Committee.**

**D Annual Review of the Ad Hoc CEO Performance and Compensation Committee Charter**

After discussion and review of the Ad Hoc CEO Performance and Compensation Committee Charter, Chair Barber confirmed that no changes to the Charter have been requested or recommended.

**E Possible Executive Session to Discuss CEO Performance Survey Results Pursuant to C.G.S. § 1-200(6)(A)**

While Mr. Meisinger has the right to conduct this agenda item in public pursuant to the CT FOI Act, he chose not to participate in today's meeting therefore allowing this discussion to be held in Executive Session.

**A motion was made by Committee Member Gaudet, seconded by Committee Member Huth to enter Executive Session.**

**The basis for entering Executive Session is as stated above.**

**The Committee, along with Non-Voting Members in attendance, as well as Messrs. Silverstone and Tan and Ms. Job remained.**

**The Committee entered Executive Session at 11:07 a.m. with instructions to return to Public Session upon completion of discussion in Executive Session.**

**The Committee returned to Public Session at 12:29 p.m.**

Committee Chair Barber confirmed no action was taken in Executive Session.

**F Discussion of Next Steps in Annual CEO Review Process**

After discussion, the Committee agreed it would schedule another special meeting sometime in the next two to three weeks. Committee Chair Barber noted that Ms. Job will send a meeting poll to the Committee. He stated that Mr. Meisinger will be invited to participate in that meeting.

**G Adjourn**

**A motion was made by Committee Member Gaudet, seconded by Committee Member Sullivan to adjourn.**

**The meeting was adjourned at 12:30 p.m.**