

MINUTES OF THE
REGULAR HYBRID MEETING OF THE
AUDIT COMMITTEE
OF THE JOINT BOARD OF DIRECTORS OF
CONNECTICUT MUNICIPAL ELECTRIC ENERGY COOPERATIVE
AND
CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC ENERGY COOPERATIVE

March 19, 2026

A Regular Hybrid Meeting of the Audit Committee of the Joint Board of Directors of Connecticut Municipal Electric Energy Cooperative (“CMEEC”) and Connecticut Transmission Municipal Electric Energy Cooperative (“CTMEEC” dba Transco) was held in person at 30 Stott Avenue, Norwich, CT and via Zoom on Thursday, March 19, 2026 at 10:00 a.m.

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

The following Committee Members participated via Zoom:

Bozrah Light & Power: Scott Barber
East Norwalk, Third Taxing District: Kevin Barber (joined at 10:07 a.m.)
Groton Municipal Representative: Mark Oefinger
Jewett City Department of Public Utilities: Elier Alvarado
Norwich Public Utilities: Stewart Peil
Norwich Municipal Representative: David Eggleston (left at 10:58 a.m.)
South Norwalk Municipal Representative: Dawn DelGreco

The following Non-Voting Members participated via Zoom:

Bozrah Light & Power: William Ballinger
East Norwalk Municipal Representative: Pete Johnson
Jewett City Department of Public Utilities: Louis Demicco
Jewett City Municipal Representative: George Kennedy
South Norwalk Electric & Water: Alan Huth

The following CMEEC staff participated in person unless otherwise noted:

Shadaya Bransford, Treasury & Risk Assurance Analyst
Chris Collins, Accounts Payable Accountant (via Zoom)
Anthony DePaolis, Billing Accountant
Candice DiVita, Director of Finance & Accounting
Lauren Gaudet, Engagement Strategist
Margaret Job, Director of Administrative Services
Patricia Meek, Senior F&A Advisor

The following CMEEC staff participated in person unless otherwise noted (Cont'd):

Dave Meisinger, CEO
Joanne Menard, Controller
Heidi Winnick, Director of Treasury & Risk Assurance (via Zoom)

Others who participated via Zoom:

Dan La Haye, Baker Tilly US, LLP (left at 10:38 a.m.)
Bethany Ryers, Baker Tilly US, LLP (left at 10:38 a.m.)
David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Gaudet recorded.

Committee Chair Stewart Peil called the meeting to order at 10:00 a.m. He reminded participants to 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. Gaudet conducted a roll call to identify the voting persons at today's meeting and confirmed a quorum of the Committee was present.

C Approve the Minutes of the January 8, 2026 Regular Hybrid Meeting of the Audit Committee

A motion was made by Committee Member Oefinger, seconded by Committee Member Scott Barber to approve the minutes of the January 8, 2026 Regular Hybrid Meeting of the Audit Committee. Committee Member DelGreco abstained.

Motion passed.

**D 2025 Financial Audit Results
Presented by Baker Tilly US, LLP**

Ms. Menard welcomed and introduced Ms. Ryers and Mr. La Haye of Baker Tilly for their presentation on the results of the 2025 Financial Audit.

Mr. La Haye reviewed the members of the Baker Tilly team responsible for the audit and summarized the deliverables that had been provided in advance of the meeting. He reported that the audit was conducted onsite and remotely over a three-week period, remained on schedule, and that management and staff were cooperative and readily available. He also reviewed first-year engagement considerations and audit focus areas.

Ms. Ryers subsequently guided the Committee through a summary of the audit results that had been provided to the Committee prior to the meeting. She explained that the CMEEC and Transco financial statements received unmodified opinions and one significant deficiency in internal controls over financial reporting was noted. Ms. Ryers further explained that Baker Tilly's reexamination of the 2024 Financial Audit determined that the restatement relating to the reporting of fiduciary activities was not aligned with GASB Statement 84 and therefore necessary to restate back to the Statement of Net Position from the Statement of Fiduciary Net Position as was reported in the 2023 Financial Statements and other prior years.

Discussion ensued regarding GASB Statement 84 and the inclusion of Note 10 in the CMEEC Financial Statements, which addresses the concept of equity distributions.

The Committee agreed that the inclusion of Note 10, as written, was appropriate.

Mr. Meisinger indicated that CMEEC staff would work with the Baker Tilly team to provide the Committee with a more detailed explanation of the movement of the Conservation & Load Management Funds, Economic Development Funds, and Municipal Competitive Trust Funds back to the Statement of Net Position from the Statement of Fiduciary Net Position, which was first presented in the 2024 Financial Statements.

Ms. Ryers noted that GASB Statement 102, which addresses certain risk disclosures, was newly adopted for this audit cycle and no required disclosures were identified.

Ms. Ryers thanked CMEEC staff for their assistance during the audit, noting that Baker Tilly spent over 800 hours on the engagement and that CMEEC staff likely devoted at least twice that amount of time to the effort.

At this time, Committee Chair Peil entertained a motion to recommend the acceptance of the CMEEC and Transco 2025 Audited Financial Statements in the form presented today by the Board of Directors at its next meeting, unless there are any material changes identified, in which case the matter will be brought back to the Audit Committee.

A motion was made by Committee Member Oefinger, seconded by Committee Member DelGreco to recommend the acceptance of the CMEEC and Transco 2025 Audited Financial Statements in the form presented today by the Board of Directors at its next meeting, unless there are any material changes identified, in which case the matter will be brought back to the Audit Committee.

Motion passed unanimously.

E Project Allocation Process Presentation

Committee Chair Peil indicated that Ms. Meek would lead the discussion of the project allocation process presentation provided in the meeting materials.

Ms. Meek explained that the Treasury & Risk Assurance Department had been considering how to best approach the internal audit of project and customer expense and revenue allocations and determined that providing an educational overview to the Committee would be a useful starting point and could inform areas of audit focus.

Ms. Meek then described the project allocation process used for expenses, revenues, and avoided costs, and invited the Committee to provide feedback on any additional clarifications that would be helpful.

Discussion followed.

The Committee agreed that reviewing a representative sample of complex, multi-cost center allocations would be the most helpful focus for the internal audit, particularly those related to insurance, outside services, staff time, and fuel.

F New Business

Ms. Menard reported that there were no exceptions to the CMEEC Travel, Events, and Retreats Policy and no related party transactions disclosed since the last reports provided to the Committee.

G Adjourn

A motion was made by Committee Member DelGreco, seconded by Committee Member Scott Barber to adjourn.

Motion passed unanimously.

The meeting was adjourned at 11:18 a.m.