

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

March 13, 2025

A Regular Hybrid Meeting of the Joint Governance 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 in person at 30 Stott Avenue, Norwich, CT and via Zoom on Thursday, March 13, 2025 at 1:00 p.m.

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

The following Committee Members participated via Zoom:

East Norwalk, Third Taxing District: Michele Sweeney
Groton Utilities: Ronald Gaudet, Jeffrey Godley (joined at 1:14 p.m.)
Groton Municipal Representative: Mark Oefinger
Jewett City Department of Public Utilities: Louis Demicco
Jewett City Municipal Representative: George Kennedy
Norwich Public Utilities: Christopher LaRose, Robert Staley
South Norwalk Electric & Water: Alan Huth, David Westmoreland

The following Non-Voting Members participated via Zoom:

Bozrah Light & Power: William Ballinger, Scott Barber
East Norwalk Municipal Representative: Pete Johnson
Jewett City Department of Public Utilities: Elier Alvarado (joined at 1:36 p.m.)

The following CMEEC Staff participated in person unless otherwise noted:

Candice DiVita, CMEEC Financial Analyst (via Zoom)
Lauren Gaudet, CMEEC Administrative & Sustainability Specialist
Margaret Job, CMEEC Director of Administrative Services
Patricia Meek, CMEEC Director of Finance & Accounting
Dave Meisinger, CMEEC CEO

Others participated via Zoom:

David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Gaudet recorded.

Committee Chair Alan Huth called the meeting to order at 1:00 p.m. noting for the record that today's meeting is being held in person at 30 Stott Avenue, Norwich, CT and via Zoom. He explained that participants should keep their devices on mute unless speaking to eliminate background noise and state their name 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 roll call. Committee Chair Huth confirmed a quorum of the Committee was present.

C Select 2025 Joint Governance Committee Chair

Committee Chair Huth invited nominations for the position of 2025 Joint Governance Committee Chair. Committee Member Gaudet nominated Committee Chair Huth to continue to serve as Chair in 2025. No other nominations were made.

A motion was made by Committee Member Gaudet, seconded by Committee Member Oefinger, to appoint Committee Member Huth as Chair of the Joint Governance Committee for 2025. Committee Member Kennedy abstained.

Motion passed.

D Approve the Minutes of the November 7, 2024 Regular Hybrid Meeting of the Joint Governance Committee

A motion was made by Committee Member Gaudet, seconded by Committee Member Oefinger, to Approve the Minutes of the November 7, 2024 Regular Hybrid Meeting of the Joint Governance Committee. Committee Member Kennedy abstained.

Motion passed.

E New Committee Member Onboarding

Committee Chair Huth explained that Committee Member Westmoreland is the only new member of the Governance Committee this year, having last served in 2023.

Because there are no entirely new members of the Committee this year, the Committee agreed to forgo its review of the New Governance Committee Member Onboarding materials shared in advance of the present meeting. Committee Member Westmoreland confirmed that he understood the responsibilities of the Committee and did not need to go through the onboarding process.

F Review the Joint Governance Committee Charter

Ms. Job provided a high-level overview of the Joint Governance Committee Charter. No revisions were recommended by the Committee.

G Review the Results of the Joint Governance Committee Self-Evaluation

Committee Chair Huth led the Committee through its annual self-evaluation results, noting that staff had rearranged the questions from lowest to highest average score.

Committee Chair Huth explained that the topics of the three lowest-scoring questions were the extent of the Committee's evaluation of the compensation structure and related policies for CMEEC's staff and, in particular, the Joint Boards of Directors, the effectiveness of the Committee member orientation process, and the effectiveness of the annual self-assessment process for the Joint Boards of Directors that is administered by the Governance Committee.

Ms. Meek clarified that when the Compensation Committee was dissolved at the end of 2021, the Joint Governance Committee was tasked with developing the framework for compensation requirements, while the Joint Budget & Finance Committee was given the responsibility of determining specific dollar amounts for compensation.

H Discuss Joint Governance Committee Goals for 2025

Committee Chair Huth reviewed the proposed goals from the Committee's annual self-evaluation and invited additional suggestions for the Committee's 2025 goals.

Robust discussion followed.

The Committee agreed to set goals to assess the status of the Special Committee's recommendations from several years ago, further assess and discuss whether CMEEC should proactively elect to record certain open meetings, collaborate with the Boards of Directors to determine the optimal way to update the CMEEC Strategic Plan, consider creating a more robust succession plan for Board Officers and Committee Chairs, and to consider additional energy industry training opportunities for members of the Joint Boards of Directors.

I New Business

There was no new business.

J Adjourn

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

Motion passed unanimously.

The meeting was adjourned at 2:06 p.m.