

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

August 13, 2020

A Regular Meeting of the Joint Risk Management Committee of the Boards of Directors of Connecticut Municipal Electric Energy Cooperative (“CMEEC”) and Connecticut Transmission Municipal Electric Energy Cooperative (“CTMEEC” and “Transco”) met via Zoom and telephonically on Thursday, August 13, 2020 at 10:00 a.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 and telephonically:**

Bozrah Light & Power: Richard Tanger  
Groton Utilities: Ronald Gaudet, Keith Hedrick  
Jewett City Department of Public Utilities: Louis Demicco; Kenneth Sullivan  
Norwich Municipal Representative: David Eggleston  
East Norwalk, Third Taxing District Municipal Representative: Pete Johnson

**The following Non-Voting Members participated via Zoom and telephonically:**

Groton Municipal Representative: Mark Oefinger  
South Norwalk Electric and Water: Alan Huth  
Third Taxing District: Kevin Barber

**The following CMEEC Staff participated:**

Dave Meisinger, CMEEC CEO  
Robin Kipnis, Esquire, CMEEC General Counsel  
Justin Connell, CMEEC Director of Sustainability and Services  
Patricia Meek, CMEEC Interim Director of Finance and Accounting  
Michael Rall, CMEEC Director of Asset Management  
Margaret Job, CMEEC Executive Assistant / Paralegal

## **Other Participants:**

David Silverstone, Esquire, Municipal Electric Consumer Advocate

Ms. Job recorded.

Committee Chair Kenneth Sullivan called the meeting to order at 10:00 a.m. noting for the record today's meeting is being held via Zoom and telephonically. Chair Sullivan explained the conduct of today's meeting stating participants should keep their devices on mute unless speaking to eliminate background noise and for clarity of the record.

## **Specific Agenda Item**

### **A Public Comment**

No public comment was made.

### **B Roll Call**

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

### **C Approve Minutes of the March 5, 2020 Regular Meeting of the Joint Risk Management Committee**

**A motion was made by Committee Member Ronald Gaudet, seconded by Committee Member Keith Hedrick to approve the Minutes of the March 5, 2020 Regular Meeting of the Joint Risk Management Committee.**

**Motion passed unanimously.**

### **D Review of CMEEC Project Proformas**

Robin Kipnis, Esquire, CMEEC General Counsel, reviewed the recent report of the ISO Internal Market Monitor ("ISO-IMM") in its Spring 2020 Quarterly Report (the "Report") whereby certain behind the meter generation was being excluded from monthly load reporting seemingly in violation of the ISO-NE transmission tariff. She briefed the Committee on the ISO-IMM suggestions for addressing the issue, which included reporting the behind the meter generation in an entity's monthly load reports. She explained that Eversource did not require CMEEC to reconstitute the behind the meter generation when it reported its load. She further explained that based on the potential for an industry-wide enforcement action, certain individual slides relating to CMEEC's behind the meter generation will be discussed in Executive Session.

Lengthy discussion followed.

After discussion which included Attorney Silverstone, the Committee agreed that the public portion of the Project Proforma slide deck would be discussed in Public Session with the confidential slides discussed in the Executive Session portion of the Agenda. Chair Sullivan entertained a motion to amend the Agenda to add an additional agenda item to discuss the confidential material as an additional Agenda Item under Executive Session.

**A motion was made by Committee Member Richard Tanger, seconded by Committee Member David Eggleston to Amend the Agenda to add an additional Executive Session item under Agenda Item E to discuss the confidential avoided costs pages of the slide deck.**

**Motion passed unanimously.**

Mr. Rall walked the Committee through the slide deck providing a detailed discussion of Microgen, Pierce, Transmission Project #1, and the Market DG Project pro formas. He explained that asset pro formas are updated and reviewed every two (2) years in compliance with the Enterprise Risk Management Policy. He provided an overview of assumptions, projections through end of life, a comparison to the previous pro formas and reviewed the sensitivity analysis for each asset. He summarized the drivers for each Project's net benefit, highlighting the impact of the recent debt refinancing on the projects where applicable. Mr. Rall discussed assumptions related to revenues and avoided costs as well as assumptions related to expenses of each project. Lengthy question and answer followed with particular attention paid to next steps on Pierce with direction to present more detailed discussion on the subject.

**E Proposed Executive Session**

- 1. New Item: Discussion of Avoided Costs Pages from 2020 Asset Pro Forma, pp. 9-12, 16-17,43,47, 49 56-57: Pursuant to C.G.S. Section 1-210(5)(A)**
- 2. Tesla Solar Garden and Battery Performance Dispute: Pursuant to C.G.S. Sections 1-200(6)(b) and 1-210(b)(4)**
- 3. Mohegan Tribal Utility Authority Contract Renewal: Pursuant to C.G.S. Section 1-210(b)(5)(B)**

Chair Sullivan entertained a motion to enter Executive Session to discuss the above items.

**A motion was made by Committee Member Pete Johnson, seconded by Committee Member Eggleston to enter Executive Session.**

**Motion passed unanimously.**

**The basis for entering Executive Session is as noted above. Members of the Committee and non-Committee Members Alan Huth, Kevin Barber and Mark Oefinger along with Attorney Kipnis, Messrs. Meisinger, Rall, Connell, Mses. Meek and Job remained.**

**The Committee entered Executive Session at 11:20 a.m. with instructions to return to Public Session upon completion of discussion in Executive Session.**

**The Committee re-entered Public Session at 12:22.**

**F New Business**

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

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

**Motion passed unanimously.**

The meeting was adjourned at 12:23 p.m.