

**CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC ENERGY  
COOPERATIVE**

**(“CTMEEC” or “TRANSCO”)**

**Preliminary and Summary Report, pursuant to Conn. Gen. Stat. Sec. 1-225(a), of meeting  
votes taken at the 2012 Annual Membership Meeting and Joint Annual and Regular Board  
of Directors of TRANSCO.**

**December 20, 2012**

This summary has been prepared to report the votes taken by the TRANSCO Members and the Board of Directors at the meetings held on December 20, 2012 at CMEEC’s offices at 30 Stott Avenue, Norwich, CT, in conformity with Conn. Gen. Stat. Section 1-225(a). Full minutes of the meetings are in preparation and will be available to the public in accordance with applicable law.

**List Directors/Representatives Present:**

Directors and Alternate Directors:

Jewett City – Kenneth Sullivan

Groton – Edward DeMuzzio, David Collard

Norwich – James Sullivan, John Bilda

East Norwalk – David Brown, James Smith

South Norwalk – Mark Harris, John Hiscock, Scott Whittier

**Also present were the following:**

Michael Cassella, CMEEC, Director, Customer Program Management

Edward Pryor, CMEEC, Director, Finance and Accounting

Drew Rankin, CMEEC, Chief Executive Officer

Philip Sussler, CMEEC, General Counsel

Brian Forshaw, CMEEC, Director Power Supply

Kristen Wood, CMEEC, Office and Executive Specialist

Thomas Solinsky, CMEEC, Director of Asset Management

Gabe Stern, CMEEC, Strategic Planning and Technical Services

Mrs. Wood recorded

**Tentative Board Resolution  
Designation**

**Annual Meeting of Members of TRANSCO**

**The meeting was called to order at: 11:36 A.M., by Chairman James Sullivan**

**[12-18] December 20, 2012**

**Annual Meeting Matter  
Approval of the minutes of the TRANSCO December  
15, 2011 Annual Meeting of the Membership.**

Motion by Director David Brown, seconded by Director David Collard to approve the minutes of the TRANSCO December 15, 2011 Annual Meeting of the Membership of the CTMEEC.

Vote Passed, Unanimous.

**[12-19] December 20, 2012.**

**Adjournment of the Meeting of the Members at 11:38  
A.M.**

Motion by Director Kenneth Sullivan, seconded by Director J. Hiscock to adjourn the meeting.

**Vote Passed, Unanimous.**

**The annual meeting of the members adjourned at 11:38 A.M.**

**Joint Annual and Regular Meeting of the TRANSCO Board of Directors.**

**The meeting was called to order at 11:40 A.M., by Chairman James Sullivan.**

**[12-20]. December 20, 2012.**

**Approval of the minutes of the TRANSCO December  
15, 2011 Annual Meeting of the Board of Directors.**

Motion by Director Richard Throwe, seconded by Director S. Whittier to approve the minutes of the TRANSCO December 15, 2011 Annual Meeting of the Board of Directors.

**Vote Passed, Unanimous.**

**[12-21] December 20, 2012**

**Regular Meeting Matter  
Approval of the minutes of the TRANSCO October 25,  
2012 Board of Directors Meeting.**

Motion by Director Edward DeMuzzio, seconded by Director John Bilda to approve the minutes of the TRANSCO October 25, 2012 Board of Directors Meeting.

**Vote Passed, Unanimous.**

**[12-22] December 20, 2012**

**Regular Meeting Matter  
Resolution Approving TRANSCO's 2013 Operating and Capital Budgets.**

Motion by Director David Collard, seconded by John Hiscock to approve Resolution 12-22 Transco's 2013 Operating and Capital Budgets.

**Vote Passed, Unanimous.**

**[12-23] December 20, 2012**

**Regular Meeting Matter.  
Resolution adopting an Ethics and Conflicts of Interest Policy for the Board of Directors of the Connecticut Transmission Municipal Electric Energy Cooperative. ("TRANSCO")**

Motion by Director Collard, seconded by John Bilda to approve Resolution 12-23 adopting, as corrected, an Ethics and Conflicts of Interest Policy for the TRANSCO Board of Directors.

**Vote Passed, Unanimous.**

**[12-24] December 20, 2012**

**Annual Meeting Matter  
Resolution to Appoint CTMEEC Officers of the Board of Directors for the year 2013.**

Motion by Director David Brown, seconded by Director David Collard to adopt resolution 12-24 electing Officers for CTMEEC during 2013.

**Vote Passed, Unanimous.**

**[12-25] December 20, 2012**

**Annual Meeting Matter  
Resolution to Appoint / Elect CTMEEC Board of Directors' Committee Membership for the year 2013**

Motion by Director K. Sullivan, seconded by Director DeMuzzio to adopt Resolution 12-25 establishing the same committees to function jointly with those which have been established for CMEEEC, and setting forth the membership appointed to serve on such committees on behalf of CTMEEEC.

**Vote Passed, Unanimous.**

**[12-26] December 20, 2012**

**Annual Meeting Matter  
Approval of Schedule of Regular and Annual Meetings  
of the CTMEEEC Board of Directors for the Calendar  
Year 2013**

Motion by Director Brown, seconded by Director K. Sullivan, to approve the proposed schedule of regular and annual meetings of the CTMEEEC Board of Directors for the calendar year 2013.

**Vote Passed, Unanimous.**

**[12-27] December 20, 2012**

**Motion to Adjourn**

Motion by Director K. Sullivan, seconded by Director James Smith, to adjourn the meeting.

**Vote Passed, Unanimous.**

There being no further matters to be discussed, the joint 2012 annual and regular meeting of the TRANSCO Board of Directors was adjourned at 11:42 A.M.