

**DECEMBER, 2010 MEETING
OF THE BOARD OF DIRECTORS OF
CONNECTICUT TRANSMISSION MUNICIPAL ELECTRIC
ENERGY COOPERATIVE**

December 16, 2010

**CMEEC Office
30 Stott Avenue, Norwich, Connecticut**

MINUTES

A special meeting of the Board of Directors of the Connecticut Transmission Municipal Electric Energy Cooperative (“CTMEEC” or “Transco”) was held on Thursday, December 16, 2010 at CMEEC’s offices, 30 Stott Avenue, Norwich, Connecticut. The meeting was a special meeting legally noticed in compliance with State law, and all proceedings hereinafter shown were taken while the meeting was open to the attendance of the public. Chairman Sullivan of the CTMEEC Board called the meeting to order at 1:45 P.M. Present for the meeting representing each of the members of CTMEEC were the following:

Bozrah –	Edward DeMuzzio, David Collard
Groton -	Edward DeMuzzio, David Collard
Norwich -	John Bilda, Alan Remondi, James Sullivan
Jewett City -	Kenneth Sullivan, Richard Throwe
East Norwalk -	George Leary, David Brown
South Norwalk -	John Hiscock, Scott Whittier
Wallingford -	George Adair, Robert Beaumont

It was determined that this attendance constitutes a quorum of the Board of Directors.

Mr. Sussler recorded as Secretary Pro Tem.

Also present:

Maurice R. Scully, CTMEEC, CEO
Philip L. Sussler, CTMEEC, General Counsel

Motion by Director Hiscock, seconded by Director Leary, to approve the minutes of the prior meetings of the CTMEEC Boards of Directors held on October 22, 2009, December 21, 2009, June 24, 2010 and November 15, 2010.

Voted for approval (unanimous) (10-11)

Mr. Scully provided an update of the pending transaction involving the purchase by CTMEEC of certain electric transmission assets located in Wallingford from Connecticut Light and Power Company ("CL&P"). As reported by Mr. Scully, CTMEEC, CMEEC and CL&P are executing the transaction documents today and the requisite regulatory filings seeking approval of the transaction from the Federal Energy Regulatory Commission and the Connecticut Department of Public Utility Control, respectively, are being made tomorrow.

Motion by Director Adair seconded by Director Brown to adjourn the meeting of the Board of Directors.

Voted for approval (unanimous). (10-12)

There being no further business, the meeting was adjourned at 1:55 P.M.

Respectfully submitted,

Philip Sussler
General Counsel