

EXECUTIVE COMMITTEE
of the Renewable Energy Investments Board
Minutes – Special Meeting
Thursday, January 14, 2010

A special meeting of the Executive Committee (the “Committee”) of the **Renewable Energy Investments Board, hereinafter referred to as “the Connecticut Clean Energy Fund Board”** (the “Board”) was held on January 14, 2010, at the office of the Connecticut Clean Energy Fund, 200 Corporate Place, Rocky Hill, Connecticut.

1. **Call to Order:** Ms. Glover called the meeting to order at 11:06 a.m. Participating: Norma Glover, John Mengacci (by phone), John Olsen and Jerry Peters (by phone).

Committee member absent: Mary Healey.

Staff and Adjunct Staff Attending: Peter Boucher, Lise Dondy, Shelly Mondo and Cheryl Samuels.

2. **Adoption of Minutes:**

Ms. Glover asked the Committee members to consider the minutes from the November 30, 2009 meeting.

Upon a motion made by Mr. Mengacci, seconded by Mr. Peters, the Committee members voted unanimously in favor of adopting the minutes from the November 30, 2009 meeting as presented.

3. **Joint Operating Procedures and other Related Documents:**

Attorney Boucher gave an overview of the process for reviewing and approving amendments to the Joint Operating Procedures of the Renewable Energy Investments Board and Connecticut Innovations, Incorporated, as Administrator (“JOP”). He also discussed the proposed dispute resolution process to be included in the revised JOP. Attorney Boucher indicated that proposed amendments have been reviewed by both Ms. Dondy and Mr. Longo.

The Committee discussed the proposed dispute resolution provision. Ms. Glover noted the importance of having an agreed upon process for resolving disputes between CI and CCEF without using counsel unless necessary. Attorney Boucher explained the rationale for eliminating the proposed language about binding arbitration. After discussion on the proposed Dispute Resolution, there was consensus to accept the document as presented for further review by CI’s counsel.

Attorney Boucher next reviewed other proposed amendments to the JOP including an FOIC compliance process. Attorney Boucher also noted that the Department of Public Utility Control suggested that more detailed indemnification language about claims be added to the JOP, and CCEF has reviewed the recommendation but does not feel that it is appropriate to include the details about claims in the JOP. Discussion ensued on the proposed language.

Attorney Boucher reviewed additional proposed changes to the document including contracting procedures. Discussion ensued on contracting procedures. Attorney Boucher explained that the language has been amended to clarify that each individual consultant cannot receive a cumulative amount of more than \$75,000 in any fiscal year unless Requests for Proposals are issued, and the consultant is approved by the Board. It was noted that the Finance Committee discussed this issue and supports this proposed amendment.

A final copy of the JOP with all of the proposed amendments will be forwarded to the Committee members, and there was consensus to forward the proposed amendments to CI for its review.

4. Other Business:

Ms. Glover explained that a brochure from one of two CleanEnergyOptions vendors approved by the Department of Public Utility Control has used the CCEF logo and quotes from a CCEF staff member without CCEF permission. Ms. Glover explained the process that was suggested by legal counsel for handling the matter. A letter will be sent to the company requesting that they cease using any CCEF logos, trademarks, language, etc. without prior express CCEF permission. Additionally, a letter will be sent to the other vendor about the action being taken by CCEF. Ms. Dondy mentioned that staff has been advised not to provide any reference letters until an in-house policy has been developed on reference letters.

Ms. Dondy reported that one of the public utility companies has been using the CCEF "power to make a difference" trademark. She noted that this issue will also be reported at the next Board meeting.

The Committee members requested that staff look at and strengthen its policies with respect to CCEF's investment products, trademarks, etc. and that such policies be included on the CCEF Website.

Attorney Boucher reported on the Freedom of Information Commission ("FOIC") hearing recently held in reference to the April 27, 2009 Board meeting wherein a decision was made about the Plainfield Renewable Energy project. In summary, he stated that the draft decision found that CCEF's overflow rooms had inadequate audio equipment and did not allow the people in the overflow room to observe what was happening in the meeting room. Attorney Boucher stated that the only recourse for CCEF when it utilizes overflow rooms in the future is to provide appropriate video

equipment. He indicated that the Freedom of Information Commission Decision had no impact on any of the votes or actions taken by the CCEF Board at its April 27, 2009 meeting. The Committee recommended that staff look for other meeting venues when it is anticipated that the audience will be larger than can be accommodated at CCEF's Board Room.

5. Adjournment: Upon a motion made by Ms. Olsen, seconded by Mr. Mengacci, the Committee members voted unanimously in favor of adjourning the January 14, 2010 meeting at 12:40 p.m.

Respectfully submitted,

Norma Glover
Chair of the Executive Committee