

**MINUTES OF THE MEETING OF THE DIRECTORS
OF THE RENEWABLE ENERGY AND EFFICIENCY BUSINESS ASSOCIATION, INC.**

A meeting of the directors of the Renewable Energy and Efficiency Business Association, Inc. was held at 5 p.m. on April 29, 2010 at the offices of Murtha Cullina LLP in Hartford, Connecticut. The meeting was attended by William Stillinger (PV Squared), Jonathan Gordon (NRG), Donald Blatlock (City of Hartford), Herb Healy (EnerNOC), James Hoffman (Hoffman Engineering Consultants, LLC), Mitchell Wurmbbrand (GZA GeoEnvironmental), Mike Williams (Fuss & O'Neill) in person and Raphael Herz (Johnson Controls) and Chris Halpin (Celtic Energy) by telephone. Paul Michaud and Marcel Bernier of Murtha Cullina LLP were also in attendance. Bruce Becker (Becker and Becker), Mike Callahan (Fuss & O'Neill), Jim Daylor (Ameresco) and Dennis Loria (Minuteman Wind) were not in attendance.

Each director was provided with the notebook containing the agenda and related materials.

The 12 proposed members of the Board of Directors and staggered two-year terms were discussed. Six individuals were asked to volunteer to serve an initial one-year term as directors. Raphael Herz, Chris Halpin, Mitchell Wurmbbrand and Herb Healy volunteered to serve one-year terms. Bruce Becker, Mike Callahan, Jim Daylor and Dennis Loria will be contacted before the next meeting of the directors to see if two of them will volunteer to serve an initial one-year term.

There was discussion regarding the possible officers of the Corporation. The bylaws list the officers as the chairperson, the secretary and treasurer. It is also possible to have other officers such as a vice chairperson. This will be discussed and the officers will be elected at the next meeting of the directors.

The certificate of incorporation and bylaws were reviewed and discussed. A decision will be made at the next meeting regarding whether the documents should be revised to permit renewable energy and efficiency consultants to be voting members instead of advisory members. Any other comments regarding changes to the certificate of incorporation and bylaws will also be discussed at the next meeting.

The operating rules, dues chart and list of prospective members were also reviewed. The directors discussed whether the proposed dues would adequately fund the activities of the Association. The directors requested information regarding the amount of dues that would be collected under the current proposal. The proposed dues will be discussed again at the next meeting.

There was no objection to any of the prospective members on the list.

The directors discussed the desire to make the Association a regional association.

There was discussion regarding possible participation by the Association in an energy conference in Providence on June 6 and 7.

The directors discussed having Marie O'Brien of the Connecticut Development Authority (CDA) make a presentation at a breakfast meeting in June regarding available federal funding for renewable energy projects under the American Recovery and Reinvestment Act. The directors approved contacting Marie O'Brien to see when she would be available to make such a presentation at a breakfast meeting in the Hartford area in June.

The directors also discussed having Governor Jodi Rell make the introduction of Marie O'Brien at the meeting. The directors approved contacting the office of Governor Jodi Rell to see if she would be available to make such an introduction at the meeting.

The directors also discussed membership in the Association, legislative outreach, possible future interventions in regulatory proceedings, new renewable energy and energy efficiency technologies, finances, a website for the Association and establishing a mission statement or goals in addition to the purpose stated in the certificate of incorporation. These topics will be discussed at the next Board of Directors meeting.

The next Board of Directors meeting will be held at 3 PM on Thursday, May 13, at the Hartford office of Murtha Cullina LLP.

The meeting was adjourned at approximately 6:30 PM.

Marcel J. Bernier
Acting Secretary