

**Fuel Oil Conservation Board Meeting
Minutes**

**Tuesday, January 22, 2008
1:00 a.m.**

ICPA Office, Cromwell, CT

In attendance: Bob Barrieau, Shirley Bergert, Bill Bussman, Peter Carini, Erin Clark, Tom Devine, Michael Fotos, Gene Guilford, Dave Pelletier, and Rich Reilly.

Agenda Item	Action
Opening of meeting	Rich called the meeting to order at 1:00 p.m.
Approval of the 1/4/08 meeting minutes	Shirley made a motion to accept the minutes; the motion was seconded by Michael and all approved.
Adoption of meeting rules of order	Tom made a motion to adopt the latest edition of Robert's Rules of Order. Bill seconded the motion and all approved.
Committee reports	<p><u>Corporate Organization Committee:</u> Gene made a motion to accept the original corporate documents; Michael seconded the motion.</p> <p><u>Discussion:</u> Dave stated that the original documents appeared to be acceptable by the IRS. Shirley stated her concern over a possible ethical conflict due to ICPA having commissioned the drafting of the documents by Robinson and Cole prior to the convening of the Fuel Oil Conservation Board. Michael identified two risks relative to the proposed ethical issue: public perception of the FOCB and possible administrative hurdles when dealing with state grant funding.</p> <p>Motion was approved by all committee members with the exception of Michael and Shirley.</p> <p>Shirley made a motion to accept the revised corporate documents. The motion was slated for discussion under new business.</p>
	<p><u>Comptroller Committee:</u> Gene reported that that the State Comptroller will set up an account for the FOCB funds. The remaining questions are: will/how OPM release the funds into the established account and what will be the mechanism for making expenditures. The committees will seek clarification on these issues from the following offices: Comptroller's Office, OPM and the Attorney General's Office (re: oversight audit).</p> <p>Michael agreed to serve on the committee.</p>

Committee to draft RFP for fund administrator	<p>Dave made a motion to establish a committee to draft an RFP for the FOCB administrator. The motion was seconded by Tom and all approved.</p> <p>Committee members are: Shirley, Rich, Michael, Peter and Gene.</p>
Corporate Counsel	<p>Shirley made a motion to seek corporate counsel that would have no potential ethical conflict with any member of the board. The motion was seconded by Erin but did not carry.</p> <p>Gene made the following motion: Rich will obtain the names of other attorneys and identify other potential conflicts with board members and the organizations the board members represent. Rich will obtain pricing information from the attorneys. ICPA will pay and be reimbursed for any legal expenses for FOCB until the procedures for receiving and expending funds are established. Erin seconded the motion and all approved.</p>
Board voting procedures	<p>Shirley made a motion to allow the board to vote electronically when the board cannot meet in person. Board members will be given 5 days notice, which can be waived by the chair. The motion was seconded by Tom and all approved.</p>
Treasurer	<p>The board decided to postpone the election of a treasurer until the Comptroller Committee obtains more information on FOCB funding procedures.</p>
Board meeting schedule	<p>Tom made a motion to set the board's regular meeting date as the third Tuesday of each month at 1:00. Members may meet via teleconferencing. Bill seconded the motion and all approved.</p>
Additional board voting procedures	<p>Board members had open discussion on whether to allow voting by proxy. Dave made a motion to not allow voting by proxy. Bob seconded the motion and all approved.</p>
New Business	<p>Shirley made a motion to replace the original corporate documents that ICPA had crafted by Robinson and Cole with revised corporate documents that she crafted. Michael seconded the motion with the following amendment: ask that corporate counsel review the original corporate documents that ICPA had crafted by Robinson and Cole once counsel is retained by the board.</p> <p>Motion was approved by all committee members with the exception of Dave, Rich and Gene.</p>
Meeting Adjournment	<p>Gene made a motion to adjourn the meeting at 2:20 p.m. Dave seconded the motion.</p>

Submitted by Erin Clark, Secretary