

State of Vermont
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May 23, 2013

Alexandra MacLean
1538 East Peacham Road
Peacham, VT 05862

Dear Alex,

It is my pleasure to appoint you as a Board Member of the Clean Energy Development Fund. Due to Will Wiquist's resignation from the CEDF Board, this appointment letter includes board membership as of the date of this letter to July 9, 2013 (which completes Will's original two-year term), plus appointment to the CEDF Board for a new four-year term beginning July 9, 2013 through July 9, 2017. For your review, I attach a copy of the Executive Code of Ethics for Appointees.

The purpose of the Clean Energy Development Fund is to promote the development and deployment of cost-effective and environmentally-sustainable electric power and thermal energy or geothermal resources for the long term benefit of Vermonters, primarily through the use of renewable energy resources and combined heat and power technologies. Your role as a member of the Clean Energy Development Board is to assist in carrying out the purpose of the CEDF. CEDF Board members have decision-making and approval authority regarding the plans, budget, and program designs of the CEDF, and to function in an advisory capacity in other aspects of the Clean Energy Development Fund.

In accordance with Act 47 of the 2011 session, "During a board member's term and for a period of one year after the member leaves the Board, the Clean Energy Development Fund shall not make any award of funds to and shall confer no financial benefit on a company or corporation of which the member is an employee, officer, partner, proprietor, or board member or of which the member owns more than 10 percent of the outstanding voting securities. This prohibition shall not apply to a financial benefit that is available to any person and is not awarded on a competitive basis or offered only to a limited number of persons." 30 V.S.A. § 8015(e)(3)(B).

If you have any questions or concerns regarding your appointment to the Board of the Clean Energy Development Fund, please feel free to contact me. We hope you will be attending the upcoming special meeting of the CEDF Board on June 19, 2013 being held here at PSD from 10:00 to noon. We look forward to your services as a member of the CEDF Board. Thank you for accepting this appointment.

Sincerely,



Christopher Recchia, Commissioner

cc: Andrew Perchlik

enc: Executive Code of Ethics for Appointees

