

**NOTICE AND AGENDA
REGULAR MEETING OF
BOARD OF DIRECTORS OF
CITIZENS ENERGY GROUP
WEDNESDAY, AUGUST 11, 2010**

**EXECUTIVE SESSION
BOARD ROOM
7:45 a.m.**

The Board of Directors of Citizens Energy Group ("CEG") will hold an Executive Session at 7:45 a.m., on Wednesday, August 11, 2010, in the Board Room at CEG's offices, located at 2020 North Meridian Street, Indianapolis, Indiana, for the purpose of discussing the subject matters set forth below. The Public Session will immediately follow:

EXECUTIVE SESSION:

- I. Discussion of Records Classified as Confidential by State or Federal Statute Pursuant to IC 5-14-1.5-6.1(b)(7), IC 5-14-3-4(a)(4), and IC 5-14-3-4(b)(6).
 - II. Discussion of Strategy with Respect to Litigation that is Pending, Not Including Competitive Adversaries, Pursuant to IC 5-14-1.5-6.1(b)(2)(B).
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**PUBLIC SESSION
AUDITORIUM
8:00 a.m.**

- I. Call to Order: Martha Lamkin
- II. Certification of Topics Discussed at Executive Session: Martha Lamkin **(ACTION)**
- III. Consent Calendar (Routine Approvals and Ratifications): Martha Lamkin **(ACTION)**
 - Ratification of Payments for Outside Professional Services
 - Approval to Send Report to the City Controller
 - Ratification of GCA-107 Filing
- IV. Special Approvals: Martha Lamkin **(ACTION)**
 - Morris Street Bridge Public Improvement Project
 - Line of Credit
- V. Information Regarding Water and Wastewater Transaction: Martha Lamkin
 - Transition and Implementation
- VI. Joint Public Hearing at 9:00 a.m. Regarding Acquisition of Water and Wastewater Systems: Martha Lamkin
- VII. Special Approvals: Martha Lamkin **(ACTION)**
 - Approval of Resolutions Pertaining to Acquisition of Water and Wastewater Systems
 - Approval of Resolution Authorizing the Filing of a Petition with the Indiana Utility Regulatory Commission seeking all Necessary Approvals in Connection with the Acquisition of Water and Wastewater Assets
- VIII. Report of Senior Vice President & CFO: John Brehm
- IX. Report of Senior Vice President of Operations: William Tracy
- X. Monthly Operational Status Report: Carey Lykins
- XI. Public Comment: Martha Lamkin
- XII. Other Business: Martha Lamkin
- XIII. Adjournment: Martha Lamkin