

Kentucky Municipal Energy Agency

July 25, 2018 1:00 PM

Lake Barkley State Resort Park

3500 State Park Rd, Cadiz, KY 42211

Attendance Taken at 1:28 PM:

Present Board Members:

Josh Callihan

Ronald Herd

Mike Withrow

Phillip King

Vent Foster (Proxy for David Denton)

Kevin Howard

Kevin Frizzell

Absent Board Members:

Carl Shoupe

Chris Melton

Chrissy O'Hara

David Denton

Eddie Gooch

Present Others:

David Blank

Doug Buresh

Stan Conn

Michelle Hixon

Rob Leesman

Charlie Musson

Heather Overby

John Painter

Hance Price

Brown Thornton

Tom Trauger

A. MEETING OPENING

A.1. Guest Introductions

Discussion:

The Chairman mentioned that it was a pleasure to have Stan Conn in attendance today.

B. Election Of Officers

Rationale:

Due to vacancies in the offices of Secretary and Treasurer, an election was held.

Motion Passed: Motion to elect Chris Melton as Secretary and Kevin Howard as Treasurer passed with a motion by Josh Callihan and a second by Mike Withrow.

7 Yeas - 0 Nays.

Josh Callihan Yes

Ronald Herd Yes

Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	
Kevin Howard	Yes
Kevin Frizzell	Yes

C. REPORTS

C.1. Executive Committee Report

C.2. Financial Report

Discussion:

Heather Overby mentioned that the independent auditors will be conducting KyMEA'a annual audit next week.

Motion Passed: Motion to accept the financials passed with a motion by Mike Withrow and a second by Josh Callihan.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	
Kevin Howard	Yes
Kevin Frizzell	Yes

D. CONSENT AGENDA

D.1. Approve Minutes

Motion Passed: Motion to accept the minutes of the 06/28/2018 Board Meeting passed with a motion by Kevin Frizzell and a second by Josh Callihan.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	

Kevin Howard Yes
Kevin Frizzell Yes

E. DISCUSSION AGENDA

E.1. Update from KyMEA's CEO Regarding Ongoing Activities

Rationale:

This was an update from Doug on activities during the past month and planned for the coming month.

E.2. Member Assessments

Rationale:

This was an update from Heather regarding Assessments that are to be mailed July 30th.

Discussion:

E.3. Delivery Point Metering Transition Plan

Rationale:

This was an update regarding delivery point metering and communications plan and schedule for facilities and arrangements needed for KyMEA to be completed by December 2018. Testing systems to begin in January 2019 for providing and billing for service in May 2019.

Key Tasks

SCADA RFP
Delivery Point equipment and installation

F. ITEMS PRESENTED FOR ACTION AT THIS MEETING

F.1. Energy Services Partner RFP

Rationale:

KyMEA developed an RFP to contract with an Energy Services Partner.

Motion Passed: Board approval of the attached resolution was passed with a motion by Mike Withrow and a second by Josh Callihan.

7 Yeas - 0 Nays.

Josh Callihan Yes
Ronald Herd Yes
Chris Melton Absent
Mike Withrow Yes
Eddie Gooch Absent
Carl Shoupe Absent
Phillip King Yes
Chrissy O'Hara Absent
Vent Foster Yes
(Proxy for David Denton)

Kevin Howard Yes
Kevin Frizzell Yes

F.2. SCADA System RFP

Rationale:

KyMEA will issue an RFP to contract with a SCADA provider.

Discussion:

The board decided to hold off on taking action until the August Board Meeting.

F.3. Public Comments

Rationale:

This will be an opportunity for members of the public to provide input to the KyMEA Board. Comments will be limited to 5 minutes per speaker.

Discussion:

No public comments were made.

G. Closed Session pursuant to KRS 61.810(1)(c); KRS 61.810(1)(k) and KRS 61.878(1)(c) for the purpose of:

- (i) discussing proposed, potential or pending litigation relating to KyMEA and its members;**
 - (ii) presenting and discussing the proposals received in response to the RFP for Renewable Resources solicited under the competitive negotiation provisions of KRS 45A.370 and updating the negotiation proceedings; and**
 - (iii) presenting and discussing the proposals received in response to the Natural Gas/Combined Cycle Resource RFP solicited under the competitive negotiation provisions of KRS 45A.370 and updating the negotiation proceedings.**
- KRS 61.810(1)(c) allows for closed session for the purpose of discussing proposed, potential and pending litigation relating to the agency. KRS 61.810(1)(k) and 61.878(1)(c) allow for closed session where discussions regarding records or information disclosed to the agency or required to be disclosed to the agency as confidential or proprietary would, if disclosed by the agency, provide an unfair advantage to competitors of the entity disclosing such information.**

Rationale:

This session will involve:

1. Discussion of proposed, potential or pending litigation relating to the Falmouth transmission services to be provided by KyMEA;

2. Discussion of proposed, potential or pending litigation relating to the LGE/KU Merger Mitigation Depancaking Agreement;

3. Discussion of proposals received in response to the RFP for Renewable Resources and results of further discussions with certain proposers; and

4. Presenting and discussing potential provisions of contracts with a proposer that responded to the Natural Gas/Combined Cycle Resource RFP. KRS 61.810(1)(c) allows for closed session for discussion of proposed or pending litigation against or on behalf of the agency.

Items 3 and 4 above will involve discussion of power supply resources, including proposed and indicative pricing information provided by potential counterparties and other power supply contract provisions being discussed with proposers

pursuant to Non-Disclosure Agreements (NDAs). The information to be discussed will include information of a commercially sensitive nature from the perspectives of both KyMEA and multiple potential counterparties.

KRS 61.810(1)(k) and 61.878(1)(c) allow for closed session where discussions regarding records or information disclosed to the agency or required to be disclosed to the agency as confidential or proprietary would, if disclosed by the agency, provide an unfair advantage to competitors of the entity disclosing such information.

Motion Passed: Motion to enter into closed session passed with a motion by Mike Withrow and a second by Vent Foster (Proxy for David Denton).

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	
Kevin Howard	Yes
Kevin Frizzell	Yes

H. RETURN TO OPEN SESSION

Motion Passed: Motion to return to open session passed with a motion by Mike Withrow and a second by Kevin Frizzell.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	
Kevin Howard	Yes
Kevin Frizzell	Yes

I. ACTIONS RELATED TO MATTERS DISCUSSED IN CLOSED SESSION

Rationale:

Dependent on Closed Session Discussions, action may or may not be needed.

Discussion:

No action was needed.

J. UPCOMING MEETINGS

Rationale:

The KyMEA Board of Directors shall hold its regular meetings on the fourth Thursday of each month, except for the months of November and December when the regular meeting shall be held on the third Thursday.

The regular meetings shall convene and commence at 10:00 AM Central time on said dates.

The regular meetings shall held at the Bowling Green Municipal Utility located at 801 Center St, Bowling Green, KY 42101 in Bowling Green, Kentucky or at such location to be designated by the Board.

Wednesday, July 25, 2018, 1:00 PM Central Time, Lake Barkley State Park

Thursday, August 23, 2018, 10:00 AM Central Time, Bowling Green Municipal Utility

Thursday, September 27, 2018, 10:00 AM Central Time, Bowling Green Municipal Utility

Wednesday, October 24, 2018, TBD Eastern Time, KMUA-Lexington

Wednesday, November 14, 2018, 11:00 AM Eastern Time, KyMEA Board Room

Wednesday, December 19, 2018, 11:00 AM Eastern Time, KyMEA Board Room

K. OTHER BUSINESS

L. ADJOURNMENT

Motion Passed: Motion to Adjourn passed with a motion by Vent Foster (Proxy for David Denton) and a second by Kevin Frizzell.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Absent
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Yes
Chrissy O'Hara	Absent
Vent Foster	Yes
(Proxy for David Denton)	
Kevin Howard	Yes
Kevin Frizzell	Yes

Chairperson

Secretary