

**Kentucky Municipal Energy Agency**

September 28, 2017 10:00 AM

Bowling Green Municipal Utility 801 Center St, Bowling Green, KY 42101

**Attendance Taken at 10:05 AM:**

Present Board Members:

Josh Callihan  
Ronald Herd  
Chris Melton  
Terrance Naulty  
Mike Withrow  
Herbbie Bannister  
Ed Fortner

Absent Board Members:

Eddie Gooch  
Phillip King  
Chrissy O'Hara  
Carl Shoupe

**A. MEETING OPENING**

Discussion:

In addition to the Board Members, the following individuals were present at the meeting: Brown Thornton, New Gen Strategies Pat Pace Hance Price, Frankfort Plant Board Heather Overby, KyMEA, KMPA Tom Trauger, Spiegel McDiarmid Charles Musson, Rubin and Hays John Painter, nFront Consulting

**B. REPORTS**

**B.1. Executive Committee Report**

Discussion:

Charles Musson will draft a letter to Frankfort Plant Board in response to E3 report and deliver to the Executive Committee.

**B.2. Financial Report**

**Motion Passed:** Motion to approve Treasure's report 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	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**C. Consent Agenda**

**C.1. Approve Minutes**

**Motion Passed:** Motion to accept minutes passed with a motion by Terrance Naulty and a second by Josh Callihan.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**D. Discussion Agenda**

**D.1. Interim CFO Update**

Rationale:

Update on CFO Activities

**D.2. Assessment to members**

Rationale:

This will be a brief discussion of the next assessment to cover expenses through the end of 2017. This next assessment is scheduled to be sent in early October. The amount of the assessment will be similar to the amount of the assessment made this summer.

**D.3. Requests from FPB**

Rationale:

This will be an update for the Board on current status. In particular, the FPB has made a request concerning participating in the KY retirement fund that need to be discussed.

**D.4. Transmission Arrangements**

Rationale:

This will be a brief update on the transmission arrangements with:

1. Delivery point transition plan
2. LGE/KU/PJM/EKPC - Arrangements for Falmouth
3. MISO - Nothing for now

**D.5. Credit Facility/Banking Relationship**

Rationale:

This will be an update regarding the status of implementing the new relationship.

Agreements required to implement the credit facility are under review. Bank accounts have been established. For now, both checking accounts remain open until check processing software for the new checking account is fully functional.

**D.6. Update on Executive Search**

Rationale:

This will be an update on the process and schedule.

**D.7. Contract with Paris for Diesels**

Rationale:

This will be an update on the development of that agreement.

**D.8. Berea Developments**

Rationale:

This will be a discussion of a recent decision by Berea's City Council expressing a desire to withdraw from KyMEA.

**D.9. Process for Approving Payment of Invoices**

Rationale:

Current KyMEA invoice approval procedure:

Ongoing contractual invoices such as weekly MISO invoices that are extremely time sensitive in nature will be approved by KyMEA staff and paid immediately.

All other invoices will be submitted to the KyMEA Board Chairman or Treasurer for approval. Board approval will be at the discretion of Chairman or Treasurer.

Board receives report showing all cash payments occurring in previous month.

**E. ITEMS PRESENTED FOR ACTION AT THIS MEETING**

**F. 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 be 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.

Special Meeting Wednesday, October 18, 2017 - Thursday, October 19, 2017, Louisville. 8:30 AM Eastern Time, Location TBA

Special Meeting Friday, October 27, 2017 12:00 Eastern Time, Somerset, KY  
Wednesday, November 15, 2017, 10:00AM Central Time, Bowling Green Municipal Utility

Wednesday, December 20, 2017, 10:00AM Central Time, Bowling Green Municipal Utility

**G. CLOSED SESSION PURSUANT TO KRS 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:

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

(i) discussing and updating indicative proposals and alternatives for providing 30 day short term power supply agreements for the month of May, 2019 to All Requirements Members;

(ii) presenting and discussing the proposals received in response to the RFP for Renewable Resources; and

(iii) presenting and discussing of interest from potential proposers to the Natural Gas/Combined Cycle Resource RFP.

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 for Approval to enter into Closed Session pursuant to KRS 61.810 (1)(k) and 61.878 (1)(c) for the purpose of:(i) discussing and updating indicative proposals and alternatives for providing 30 day short term power supply agreements for the month of May, 2019 to All Requirements Members;(ii) presenting and discussing the proposals received in response to the RFP for Renewable Resources; and(iii) presenting and discussing of interest from potential proposers to the Natural Gas/Combined Cycle Resource RFP.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 passed with a motion by Terrance Naulty and a second by Mike Withrow.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**H. RETURN TO OPEN SESSION**

**Motion Passed:** Motion for approval to return to Open Session. 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	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**I. Action arising from Closed Session**

**I.1. Energy Purchases for May 2019**

Rationale:

Appropriate contracts with BREC and Paducah have been prepared. The proposed PPAs have been approved by BREC and Paducah.

We plan to discuss and review the proposed PPAs for May 2019 with BREC and Paducah.

**Motion Passed:** Motion to approve attached Resolution authorizing execution of PPAs for May 2019 with BREC. passed with a motion by Mike Withrow and a second by Chris Melton.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**Motion Passed:** Motion to approve attached Resolution authorizing execution of PPAs for May 2019 with Paducah. passed with a motion by Josh Callihan and a second by Chris Melton.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

**J. OTHER BUSINESS**

**K. ADJOURNMENT**

**Motion Passed:** Motion to adjourn. passed with a motion by Terrance Naulty and a second by Josh Callihan.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Terrance Naulty	Yes
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Herbbie Bannister	Yes
Ed Fortner	Yes

---

Chairperson

---

Secretary