

**Kentucky Municipal Energy Agency**

October 24, 2018 1:00 PM  
Hampton Inn Lexington Medical Center  
Wildcat Room  
1953 Nicholasville Rd  
Lexington, KY 40503

**Attendance Taken at 1:14 PM:**

Present Board Members:

Josh Callihan  
Kevin Frizzell  
Ronald Herd  
Chris Melton  
Mike Withrow  
Gary Zheng

Absent Board Members:

Carl Shoupe  
Chrissy O'Hara  
Eddie Gooch  
Kevin Howard  
Phillip King

Others Present:

Michelle Hixon  
John Painter  
David Denton  
Vent Foster  
Rob Leesman  
Doug Buresh  
Adrian Isaacs (left the meeting at 3:20 PM)  
Charles Musson  
Brown Thornton  
Tom Trauger  
Heather Overby  
Pat Pace

**A. MEETING OPENING**

**A.1. Guest Introductions**

Rationale: The Chairman recognized any guests attending the meeting.

1. Gary Zheng was recognized as Frankfort's new General Manager and newly appointed KYMEA Director.
2. Adrian Isaacs was visiting on behalf of Berea.

**B. REPORTS**

**B.1. Executive Committee Report**

Rationale: This was an update from the Executive Committee on any activities during the past month and planned for the coming month.

**B.2. Financial Report**

Rationale: This was an update from the CFO on the previous month's financial reports.

**Motion Passed:** Motion to approve the monthly financial reports passed with a motion by Mike Withrow and a second by Kevin Frizzell.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes

Gary Zheng Yes

**C. CONSENT AGENDA**

**C.1. Approve Minutes**

Rationale: Meeting minutes from September 27, 2018 were presented and approval from the KYMEA Board was requested.

**Motion Passed:** Motion to approve the Meeting minutes from September 27, 2018 passed with a motion by Josh Callihan and a second by Chris Melton.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

**D. DISCUSSION AGENDA**

**D.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.

**D.2. Budget & Rate Process**

Rationale: This was an update and discussion regarding the annual Budget & Rate process.

**D.3. Delivery Point Metering Transition Plan**

Rationale: This was a timeline 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

1. Status of METER DATA SYSTEM
2. Update regarding Delivery Point equipment and installation

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

**E.1. Procurement Policy**

Rationale: A procurement policy was presented to the board at the September meeting.

Discussion: There was discussion regarding the policy and a decision was made to revisit it at the November meeting. No action was taken.

**E.2. Line of Credit & Banking Services RFP**

Rationale: An RFP will need to be developed for the Line of Credit and Banking service needs.

**Motion Passed:** Motion for the staff to begin development of the Line of Credit RFP passed with a motion by Josh Callihan and a second by Mike Withrow.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

**E.3. Redefine Regular Board Meeting Dates and Location**

Rationale: The staff presented to the board the regular Board meeting dates and locations for 2019.

**Motion Passed:** Resolution establishing new KYMEA Board Meeting dates, times, and locations passed with a motion by Mike Withrow and a second by Chris Melton.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

**E.4. 2019 Staff Needs**

Rationale: The board was presented with the need for additional staff along with job descriptions. KYMEA staff requested approval from the KYMEA Board to move forward with the process to fill budgeted positions by obtaining additional staff.

Discussion: There was discussion regarding the policy and a decision was made to revisit it at the November meeting. No action was taken.

**E.5. Public Comments**

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

**F. 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 relating to transmission issues; (ii) 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; and (iii) presenting and discussing responses to requests for proposals from the Henderson Municipal Power and Light and the Benham Plant Board. 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:

Closed Session pursuant to KRS 61.810(1)(c); KRS 61.810(1)(k) and KRS 61.878(1)(c) for the purpose of: discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues; 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; and presenting and discussing responses to requests for proposals from the Henderson Municipal Power and Light and the Benham Plant Board. 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.

**Motion Passed:** Motion to enter into closed session passed with a motion by Mike Withrow and a second by Josh Callihan.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes

Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

**G. RETURN TO OPEN SESSION**

**Motion Passed:** Motion to return to open session passed with a motion by Chris Melton and a second by Mike Withrow.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

**H. ACTIONS RELATED TO MATTERS DISCUSSED IN CLOSED SESSION**

Rationale: No actions were taken.

**I. 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 Wednesday, except for the November 2018 meeting which will be held on November 15, 2018.

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

The regular meetings shall be held at the KYMEA Board Room, 1700 Eastpoint Pkwy. Suite 220, Louisville, KY. 40223.

**J. OTHER BUSINESS**

**K. ADJOURNMENT**

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

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Eddie Gooch	Absent
Ronald Herd	Yes
Kevin Howard	Absent
Phillip King	Absent
Chris Melton	Yes
Chrissy O'Hara	Absent
Carl Shoupe	Absent
Mike Withrow	Yes
Gary Zheng	Yes

---

Secretary