

Kentucky Municipal Energy Agency  
December 19, 2018 10:00 AM  
KYMEA Office  
1700 Eastpoint Pkwy Ste. 220  
Louisville, KY 40223

**Attendance Taken at 10:16 AM:**

Present Board Members:

Josh Callihan  
Chris Melton  
Mike Withrow  
Kevin Frizzell (left meeting early)  
Kevin Howard (left meeting early)  
Tim Lyons (Proxy for Kevin Frizzell)  
Gary Zheng

Absent Board Members:

Ron Herd  
Carl Shoupe  
Chrissy O'Hara  
Eddie Gooch  
Phillip King

Updated Attendance:

Ronald Herd was updated to present at: 10:25 AM  
Kevin Howard was updated to absent at: 12:00 PM  
Kevin Frizzell was updated to absent at: 1:15 PM

Others Present:

Michelle Hixon  
Heather Overby  
Charles Musson  
John Painter  
Brown Thornton  
Doug Buresh  
Rob Leesman  
Pat Pace  
Tom Trauger  
Hance Price  
David Denton  
Kevin Crump

**A. MEETING OPENING**

**A.1. Guest Introductions**

Rationale:  
The Chairman recognized any guests attending the meeting.

**B. Reports**

**B.1. Financial Report**

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

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

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Ronald Herd	Absent
Chris Melton	Yes

Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Kevin Frizzell	Yes
Kevin Howard	Yes
Gary Zheng	Yes

**C. CONSENT AGENDA**

**C.1. Approve Minutes**

Rationale:

Meeting minutes from November 15, 2018 were presented and approval from the KYMEA Board was requested.

**Motion Passed:** Motion to approve the Meeting minutes from November 15, 2018 passed with a motion by Chris Melton and a second by Mike Withrow.

**6 Yeas - 0 Nays.**

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

The board was presented with the preliminary FY 2020 operating and capital budgets.

**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

- Status of METER DATA SYSTEM
- Update regarding Delivery Point equipment and installation progress

Discussion:

Meter installation has been completed on the western side of the state and will be completed over the next few weeks on the eastern side of Kentucky.

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

**E.1. Telecommunications Agreement**

Rationale:

Telecommunication agreement with LG&E will be presented.

**Motion Passed:** Motion to authorize the CEO to sign the presented Telecommunication agreement with LG&E 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
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent
Chrissy O'Hara	Absent
Kevin Frizzell	Yes
Kevin Howard	Yes
Gary Zheng	Yes

**Motion Passed:** Motion to authorize the CEO to sign the presented PT/CT agreement with LG&E passed with a motion by Chris Melton and a second by Gary Zheng.

**7 Yeas - 0 Nays.**

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

**E.2. Procurement Policy**

Rationale:

A procurement policy was presented to the board at the September meeting. KYMEA has worked with its legal counsel to finalize the policy.

**Motion Passed:** Motion to adopt the presented Procurement Policy 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
Mike Withrow	Yes
Eddie Gooch	Absent
Carl Shoupe	Absent
Phillip King	Absent

Chrissy O'Hara	Absent
Kevin Frizzell	Yes
Kevin Howard	Yes
Gary Zheng	Yes

**E.3. Line of Credit & Banking Services RFP**

Rationale:

The KYMEA staff presented an award recommendation to the KYMEA board regarding the Credit and Banking Services RFP.

**Motion Passed:** Motion to authorize the CEO and CFO to move forward with the Line of Credit and Banking Services RFP award to PNC Bank as presented to the KYMEA Board passed with a motion by Josh Callihan and a second by Kevin Frizzell.

**7 Yeas - 0 Nays.**

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

**E.4. OMU Service Contract**

Rationale:

A contract for KYMEA to provide additional services to OMU was presented to the KYMEA Board.

**Motion Passed:** Motion to approve the OMU Service Contract passed with a motion by Mike Withrow and a second by Josh Callihan.

**6 Yeas - 0 Nays - 1 Abstained.**

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

**E.5. Lobbyist**

Rationale:

Discussion regarding the need for a KYMEA Lobbyist

**Motion Passed:** Motion to approve allocating FY 2019 funds for contracting with Bell Consulting, LLC as a KYMEA lobbyist passed with a motion by Chris Melton and a second by Kevin Frizzell.

**7 Yeas - 0 Nays.**

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

**E.6. 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.

No comments were given.

**F. Approval to enter into Closed Session pursuant to KRS 61.810(1)(c); KRS 61.810(1)(f); KRS 61.810(1)(k); KRS 61.878(1)(a); KRS 61.878(1)(c) and KRS 61.878(1)(j) 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 responses to requests for proposals from the Henderson Municipal Power and Light;

(iii) presenting and discussing issues relating to the PPA with Ashwood Solar Power; and

(iv) discussing the annual performance evaluation review of the President and CEO of KYMEA, including review of items of a personal nature, records and privacy.

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)(j) allow for closed session where presentation, discussion and review of preliminary recommendations and preliminary memoranda in which opinions are expressed or policies formulated or recommended.

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.

KRS 61.810(1)(f) and 61.878(1)(a) allow for closed session where discussions of an individual as an employee and personal records or information thereof disclosed to the agency which if disclosed to the general public could constitute an unwarranted invasion of personal privacy.

Rationale:

This session will involve:

Approval to enter into Closed Session pursuant to KRS 61.810(1)(c); KRS 61.810(1)(f); KRS 61.810(1)(k); KRS 61.878(1)(a); KRS 61.878(1)(c) and KRS 61.878(1)(j) for the purpose of:

discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues;

presenting and discussing responses to requests for proposals from the Henderson Municipal Power and Light;

presenting and discussing issues relating to the PPA with Ashwood Solar Power; and

discussing the annual performance evaluation review of the President and CEO of KYMEA, including review of items of a personal nature, records and privacy.

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)(j) allow for closed session where presentation, discussion and review of preliminary recommendations and preliminary memoranda in which opinions are expressed or policies formulated or recommended.  
 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.  
 KRS 61.810(1)(f) and 61.878(1)(a) allow for closed session where discussions of an individual as an employee and personal records or information thereof disclosed to the agency which if disclosed to the general public could constitute an unwarranted invasion of personal privacy.

**Motion Passed:** Motion to enter into Closed Session passed with a motion by Josh Callihan and a second by Kevin Frizzell.

**6 Yeas - 0 Nays.**

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

**G. RETURN TO OPEN SESSION**

**Motion Passed:** Motion to return to open session passed with a motion by Tim Lyons and a second by Josh Callihan.

**6 Yeas - 0 Nays.**

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

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

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


J. OTHER BUSINESS

K. ADJOURNMENT

Motion Passed: Motion to Adjourn passed with a motion by Tim Lyons and a second by Josh Callihan.

6 Yeas - 0 Nays.

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

  
Chairperson

  
Secretary