

Kentucky Municipal Energy Agency  
January 24, 2019 10:00 AM  
1700 Eastpoint Pkwy Ste. 220  
Louisville, KY 40223

**Attendance Taken at 10:12 AM:**

Present Board Members:

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

Absent Board Members:

Carl Shoupe  
Chrissy O'Hara  
Doug Hammers  
Phillip King

Others Present:

Michelle Hixon  
Heather Overby  
John Painter  
Charles Musson  
Walt Baldwin  
Doug Buresh  
Rob Leesman  
Pat Pace  
Hance Price  
Tom Trauger  
David Denton  
Vent Foster

Updated Attendance

Phillip King was updated to present by remote participant at 10:24 am  
Phillip King was updated to absent at 11:30 am  
Kevin Howard was updated to absent at 3:00 pm

**A. MEETING OPENING**

**A.1. Guest Introductions**

Rationale:

The Chairman recognized any guests attending the meeting. The Chairman noted that the KYMEA Board has received a letter from Madisonville appointing Robert Janes as Madisonville's alternate representative on the KYMEA board.

**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 financial reports passed with a motion by Mike Withrow and a second by Josh Callihan.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Kevin Frizzell	Yes
Doug Hammers	Absent
Ronald Herd	Yes
Kevin Howard	Yes
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 December 19, 2018 were presented and approval from the KYMEA Board was requested.

**Motion Passed:** Motion to approve the Meeting minutes from December 19, 2018 passed with a motion by Josh Callihan and a second by Chris Melton.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Doug Hammers	Absent
Ronald Herd	Yes
Kevin Howard	Yes
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. AR Rate Process**

**Rationale:**

The board will be presented with the preliminary AR rate.

**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 progress

3. Presentation of Meter Dashboards

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

**E.1. FY 2020 Operating and Capital Budget**

Rationale:

The KYMEA will be asked to take any action that is presented by the Budget Committee.

**Motion Passed:** Motion to approve the presented FY 2020 Budget passed with a motion by Chris Melton and a second by Gary Zheng.

**7 Yeas - 0 Nays.**

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

**E.2. IRMA Letter**

Rationale:

Heather Overby will present to the KYMEA Board the need for an IRMA letter and approval to proceed in obtaining one will be requested.

**Motion Passed:** Motion to authorize Chairman to sign IRMA letter naming Hillyard. passed with a motion by Mike Withrow and a second by Josh Callihan.

**7 Yeas - 0 Nays.**

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

**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) discussing the preliminary financial forecasts and recommendations for the establishment of the AR Project Rate;
- (iii) presenting and discussing responses to requests for proposals from the Henderson Municipal Power and Light and updating the negotiation proceedings
- (iv) presenting and discussing issues relating to providing SEPA scheduling services to Nicholasville and Bardstown; and

(v) 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;  
discussing the preliminary financial forecasts and recommendations for the establishment of the AR Project Rate;  
presenting and discussing responses to requests for proposals from the Henderson Municipal Power and Light and updating the negotiation proceedings  
presenting and discussing issues relating to providing SEPA scheduling services to Nicholasville and Bardstow; 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 closed session passed with a motion by Mike Withrow and a second by Chris Melton.

**7 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Doug Hammers	Absent
Ronald Herd	Yes
Kevin Howard	Yes
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 Josh Callihan and a second by Gary Zheng.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Doug Hammers	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**

**H.1. CEO Performance Review**

Rationale:

Discussion of the CEO performance review. Board action that may be decided in the Closed session will be presented at this time.

Buresh Employment Agreement - section 3, paragraph 3

KYMEA's Board shall review and evaluate the performance of Buresh at least once annually. The Board and Buresh shall jointly develop the performance evaluation process and criteria to be utilized. Buresh will be evaluated on or about December of each year. The Chairman of KYMEA shall provide Buresh with a summary statement of the findings of the Board and provide an adequate opportunity for Buresh to discuss his evaluation with the Board.

**Motion Passed:** Motion to approve the following resolution: "In consideration of the Doug Buresh's first year anniversary as President and CEO of KYMEA and after due evaluation by the KYMEA Board, the Board, in accordance with Section 3 of his Employment Agreement, shall pay Mr. Buresh a performance bonus compensation of 5% of Mr. Buresh's 2018 base salary, which equals \$12,500, and further the Board approves a 3% increase in Mr. Buresh's base salary for the year 2019, which increases his base salary to \$257,500, payable beginning January 1, 2019 in accordance with Section 3 of the Employment Agreement." passed with a motion by Josh Callihan and a second by Mike Withrow.

**6 Yeas - 0 Nays.**

Josh Callihan	Yes
Kevin Frizzell	Yes
Doug Hammers	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

**I. 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 public comments were made.

**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 Wednesday.

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, Kentucky.

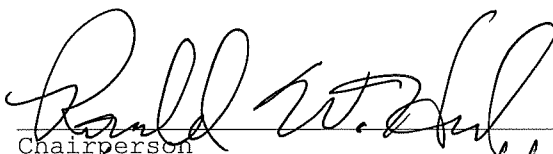
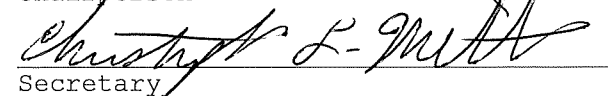
**K. OTHER BUSINESS**

**L. ADJOURNMENT**

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

**7 Yeas - 0 Nays.**

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

  
Chairperson  
  
Secretary