

Kentucky Municipal Energy Agency
February 28, 2019 10:00 AM
1700 Eastpoint Pkwy. Ste 220
Louisville, KY 40065

Attendance Taken at 10:08 AM:

Present Board Members:

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

Absent Board Members:

Carl Shoupe
Doug Hammers
Phillip King
Ramona Williams

Others Present:

Michelle Hixon
Heather Overby
Brown Thornton
John Painter
Charles Musson
David Denton
Vent Foster
Hance Price
Tom Trauger
Pat Pace
Anna Marie Pavlik Rosen
Doug Buresh
Walt Baldwin

A. MEETING OPENING

A.1. Guest Introductions

Rationale:

The Chairman recognized any guests attending the meeting.
Chairman announces receipt of communication from the City of Providence that it has appointed Doug Hammers, Providence Mayor, as its Director to KYMEA.
Chairman announces receipt of communication from the City of Falmouth that it has appointed Ramona Williams, Falmouth City Clerk, as its Director to KYMEA.

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 presented financial reports from the prior month 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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

C. CONSENT AGENDA

C.1. Approve Minutes

Rationale:

Meeting minutes from January 24, 2019 were presented and approval from the KYMEA Board was requested.

Motion Passed: Motion to approve the Meeting minutes from January 24, 2019 passed with a motion by Josh Callihan 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
Carl Shoupe	Absent
Ramona Williams	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. 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
- Presentation of Meter Dashboards

Discussion:

Brown Thornton mentioned that the communications and meter installations for Frankfort are expected to be complete by March 7th.

D.3. Initial Risk Management and Trading Authority Policies

Rationale:

The board was presented with drafts of the proposed risk management policy and trading authority policy for review. Board action expected at the March Board meeting.

E. ITEMS PRESENTED FOR ACTION AT THIS MEETING

E.1. Henderson Municipal Power & Light RFP Response

Rationale:

KYMEA response to Henderson Municipal Power & Light RFP

Motion Passed: Motion to authorize the staff to respond to the Henderson RFP with 30 MW, 3 yr capacity ZRC's at \$1.25/kWm passed with a motion by Gary Zheng and a second by Ronald Herd.

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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

E.2. LOC Documentation & Banking Depository Relationship

Rationale:

The board will be presented with documentation for authorization of a \$30 million Line of Credit and a banking depository relationship with PNC. Board action will be requested.

Motion Passed: Motion to approve the attached resolution regarding the \$30 million LOC and banking depository relationship with PNC 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
Carl Shoupe	Absent
Ramona Williams	Absent

Mike Withrow Yes
Gary Zheng Yes

E.3. Wholesale Distribution Service Agreement

Rationale:

We will be asking for authorization to enter into the Wholesale Distribution Service Agreement covering local distribution facility charges for Falmouth and other members

Motion Passed: Motion to authorize the KYMEA President and CEO to enter into the presented Wholesale Distribution Service Agreement covering local distribution facility charges for Falmouth and other members 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
Carl Shoupe Absent
Ramona Williams Absent
Mike Withrow Yes
Gary Zheng Yes

F. Recess the KYMEA Board Meeting while AR Project Committee Meeting meets to consider the establishment of AR rates.

Motion Passed: Motion to recess the KYMEA Board Meeting while the AR Project Committee meets to consider the establishment of AR Rates and to reconvene the KYMEA Board Meeting upon the adjournment of the AR Project Committee Meeting passed with a motion by Josh Callihan 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
Carl Shoupe Absent
Ramona Williams Absent
Mike Withrow Yes
Gary Zheng Yes

G. AR Project Meeting called to order by its Chairman, Chris Melton.

Rationale:

The AR Project Committee considered the adoption of an AR Rate Schedule for FY 2020 to be presented to the KYMEA Board.

Motion Passed: Motion for the AR Project Committee to approve the attached rate schedule that will be presented to the KYMEA Board passed with a motion by Josh Callihan and a second by Mike Withrow.

5 Yeas - 0 Nays - 2 Abstained.

Josh Callihan	Yes
Kevin Frizzell	Abstain
Doug Hammers	Absent
Ronald Herd	Yes
Kevin Howard	Abstain
Phillip King	Absent
Chris Melton	Yes
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

H. Adjourn the AR Project Committee Meeting

I. Call to reconvene to the KYMEA Board Meeting

J. ACTIONS RELATED TO MATTERS DISCUSSED IN THE AR PROJECT COMMITTEE MEETING

J.1. AR Rate Process

Rationale:

The board was presented with the AR Project committee's proposed rates for FY 2020. Board action was requested.

J.2. Member Service Rate Schedule

Rationale:

The KYMEA Board was presented with a Resolution Establishing the AR Rate Schedule and the Member Service Rate Schedule for FY 2020. Board action was requested.

Motion Passed: Motion to approve the AR Project Committee's recommended FY 2020 AR rates and the Budget committee's recommended FY 2020 Member Services rate schedule 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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

K. Approval to enter into Closed Session pursuant to KRS 61.810(1)(c) for the purpose of discussing proposed, potential or pending litigation relating to

KYMEA and its members relating to transmission issues, specifically in regards to the City of Falmouth and the Depancaking Agreement. KRS 61.810(1)(c) allows for closed session for the purpose of discussing proposed, potential and pending litigation relating to the agency.

Rationale:

This session will involve:

Approval to enter into Closed Session pursuant to KRS 61.810(1)(c) for the purpose of discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues, specifically in regards to the City of Falmouth and the Depancaking Agreement. KRS 61.810(1)(c) allows for closed session for the purpose of discussing proposed, potential and pending litigation relating to the agency.

Motion Passed: Motion to enter into 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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

L. RETURN TO OPEN SESSION

Motion Passed: Motion to return to open session 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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes

M. 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 made.

N. 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.

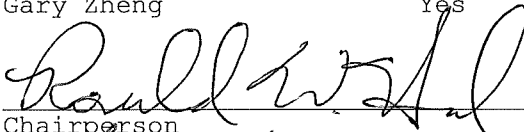
O. OTHER BUSINESS

P. ADJOURNMENT

Motion Passed: Motion to adjourn the KYMEA board meeting passed with a motion by Chris Melton and a second by Mike Withrow.

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
Carl Shoupe	Absent
Ramona Williams	Absent
Mike Withrow	Yes
Gary Zheng	Yes



Chairperson



Secretary