



Meeting Minutes of the KYMEA Board of Directors
Location: KYMEA 1700 Eastpoint Pkwy Ste. 220, Louisville, KY 40223
Thursday, June 27, 2019, 10 AM

A. Meeting Opening

A.1. Attendance: Taken at 10:03 AM

Present Board Members:

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

Absent Board Members:

Carl Shoupe
Doug Hammers
Phillip King
Ramona Williams
Ronald Herd

Staff Present:

Michelle Hixon
Heather Overby
Doug Buresh
Rob Leesman

Others Present:

Charles Musson
Pat Pace
Tim Lyons
Vent Foster
Hance Price
Tim Blodgett
Anna Marie Pavlik Rosen (10:20 AM)
Walt Baldwin (10:38 AM)



KENTUCKY MUNICIPAL ENERGY AGENCY

A.2. Guest Introductions: Josh Callihan thanked Tim Blodgett from Hometown Connections for joining us.

A.3. Call to Order: Vice Chairman, Josh Callihan called the meeting to order at 10:08 am. A quorum of board members was present, and the meeting was ready to proceed with the business.

B. Meeting Minutes

B.1 Approval of the regular minutes of May 23, 2019

Motion Passed: Approval of the previous month's meeting minutes 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
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

C. Financial Reports

B.2 Approval of April Financial Reports

Motion Passed: Approval of the previous month's financial reports passed with a motion by Kevin Frizzell and a second by Chris Melton.

6 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Absent
Chris Melton	Yes



Mike Withrow	Yes
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

D. Committee Reports

D.1 BROCC

A report of the quarterly Board Risk Oversight Committee meeting from June 27, 2019 was presented to the board.

E. Administration Reports

E.1 CEO: Doug Buresh presented the CEO report regarding the agency's past and upcoming activities.

E.2 Member Communications: Michelle Hixon communicated to the board any upcoming events and member activities.

F. Discussion Topics

F.1 New Meeting Format

F.2 Strategic Planning: Doug Buresh discussed some details of the Strategic Planning workshop that will be facilitated by Tim Blodgett of Hometown Connections directly after today's board meeting.

G. Action Items

No action needed

H. Public Comments

This was an opportunity for members of the public to provide input to the KYMEA Board and was limited to 5 minutes per speaker. No comments were made.



I. Upcoming Meetings and Other Business

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.

The next meeting is a Special Meeting and will be held on Wednesday, July 24, 1:00 PM at the Courtyard by Marriott, 2254 South Hwy 27, Somerset, KY 42501.

J. Closed Session

Rationale:

Closed Session Authorization for June 27, 2019 KYMEA Board Meeting

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

- a) discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues;
- b) discussing matters regarding the IPMC PPA which may lead to potential litigation to preserve KYMEA rights under the PPA as a result of recent decisions of the Illinois Pollution Control Board;
- c) discussing the preliminary financial forecasts and recommendations for exercising a right of first refusal for additional supply pursuant to the Ashwood Solar Project; and
- d) discussing the market report and KYMEA's future and potential hedging strategy

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.



Motion Passed: Motion to enter into closed session passed with a motion by Mike Withrow and a second by Chris Melton.

6 Yeas - 0 Nays.

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

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

6 Yeas - 0 Nays.

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

K. Actions Related to Closed Session

No action was needed.




L. Adjournment

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

6 Yeas - 0 Nays.

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


Chairperson


Secretary