



Meeting Minutes of the KYMEA Board of Directors
Location: Courtyard by Marriott, 2254 South Hwy 27, Somerset, KY 42501
Wednesday, July 24, 2019, 1 PM

A. Meeting Opening

A.1. Attendance: Taken at 1:08 PM

Present Board Members:

Josh Callihan
Ronald Herd
Chris Melton
Kevin Crump (Proxy for Mike Withrow)
Kevin Frizzell
Kevin Howard
Gary Zheng

Absent Board Members:

Carl Shoupe
Doug Hammers
Phillip King
Ramona Williams

Staff Present:

Michelle Hixon
Heather Overby
Doug Buresh
Rob Leesman

Others Present:

Charles Musson
Pat Pace
Tim Lyons
Vent Foster
Walt Baldwin (1:33 PM)
Brad Porter
Annette DuPont-Ewing
Jeff Vance



A.2. Guest Introductions: Ron Herd welcomed our guests.

A.3. Call to Order: Chairman, Ron Herd called the meeting to order at 1:07 PM. 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 June 27, 2019

Motion Passed: Approval of the previous month's meeting minutes passed with a motion by Josh Callihan and second by Kevin Frizzell.

6 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
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 last month's Financial Reports

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

6 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
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

There are no committee reports for this month

E. Administration Reports

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

E.2 Heather Overby presented to the Board any current and upcoming finance and accounting activities.

E.3 Member Communications: Michelle Hixon communicated to the board any upcoming events and member activities.

F. Discussion Topics

F.1 PURPA

F.2 Legislative Update: Doug Buresh gave an update on legislative activities.

F.3 Strategic Planning: Doug Buresh discussed some detail of the Strategic Planning process and the next workshop that will be facilitated by Tim Blodgett of Hometown Connections after next month's meeting.

G. Call AR Project Committee Meeting to Order

G.1 Annual Vote

- i) Annual Update of Schedule "B" Resource Obligation Table: Doug Buresh presented the updated Schedule "B: Resource Obligation Table to the AR Project Committee.
- ii) Annual Weighted Voting Update: Doug Buresh presented the updated annual Weighted Voting to the AR Project Committee.

Motion Passed: Motion to approve the updated Resource Obligation table and annual Weighted Voting passed with a motion by Josh Callihan and a second by Ronald Herd.

5 Yeas - 0 Nays - 2 Abstained.

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

G.2 Rate Schedule Modification: Doug will present rate schedule modifications to the AR Project Committee.

Motion Passed: Motion to approve the presented rate schedule modifications passed with a motion by Gary Zheng and a second by Josh Callihan.

5 Yeas - 0 Nays - 2 Abstained.

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

H. Adjourn AR Project Committee Meeting and Enter back into the KYMEA Board Meeting

Motion Passed: Motion to adjourn the AR Project Committee Meeting and enter back into the KYMEA Board Meeting passed with a motion by Josh Callihan and a second by Gary Zheng.



5 Yeas - 0 Nays - 2 Abstained.

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

I. Action Items

I.1 Annual Vote

- i) Annual Update of Schedule "B" Resource Obligation Table: Doug Buresh presented the updated Schedule "B: Resource Obligation Table to the KYMEA Board.
- ii) Annual Weighted Voting Update: Doug Buresh presented the updated annual Weighted Voting to the KYMEA Board.

Motion Passed: Motion to approve the updated Resource Obligation table and annual Weighted Voting 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
Kevin Crump	Yes
(Proxy for Mike Withrow)	
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes



I.2 Rate Schedule Modification: Doug presented rate schedule modifications to the KYMEA Board.

Motion Passed: Motion to approve the presented rate schedule modifications 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
Kevin Crump	Yes
(Proxy for Mike Withrow)	
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

I.3 Paris Diesel Contract Amendment: Doug made a presentation to the Board about the Paris Diesel contract amendment.

Motion Passed: Motion to approve the presented Paris Diesel Contract amendment passed with a motion by Chris Melton and a second by Kevin Crump (Proxy for Mike Withrow).

7 Yeas - 0 Nays

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Kevin Crump	Yes
(Proxy for Mike Withrow)	
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent



Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

I.4 Paducah Power Supply Contract Amendment: Doug made a presentation to the Board about the Paducah Power Supply contract amendment.

Motion Passed: Motion to approve the presented Paducah Power Supply Contract amendment resolution 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
Kevin Crump	Yes
(Proxy for Mike Withrow)	
Carl Shoupe	Absent
Phillip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

FERC Litigation Committee: Chairman recommends the Board approve the Resolution creating a temporary FERC Litigation Committee consisting of the Chairman of the AR Project Committee, the Board Risk Oversight Committee, and KYMEA's FERC Counsel.

Motion Passed: Motion to create a temporary FERC Litigation Committee consisting of the Chairman of the AR Project Committee, the Board Risk Oversight Committee, and KYMEA's FERC Counsel. 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
Kevin Crump	Yes



(Proxy for Mike Withrow)

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

J. 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.

K. 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.

L. Closed Session

Closed Session Authorization for July 24, 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:

- (i) discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues; and
- (ii) 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.



Motion Passed: Motion to enter into closed session passed with a motion by Kevin Frizzell and a second by Kevin Crump (Proxy for Mike Withrow).

7 Yeas - 0 Nays

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Kevin Crump	Yes
(Proxy for Mike Withrow)	
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 Josh Callihan and a second by Chris Melton

7 Yeas - 0 Nays

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



KENTUCKY MUNICIPAL ENERGY AGENCY

M. Actions Related to Closed Session

No action was needed.

N. Adjournment

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

7 Yeas - 0 Nays

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


Chairperson


Secretary