



Meeting Minutes of the KYMEA Board of Directors
Location: Courtyard by Marriott, 2254 South Hwy 27, Somerset, KY 42501
Thursday, August 22, 2019, 10 AM

A. Meeting Opening

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

Present Board Members:

Josh Callihan
Ronald Herd
Chris Melton
Mike Withrow
Philip King
Kevin Frizzell
Kevin Howard
Ramona Williams
Gary Zheng

Absent Board Members:

Carl Shoupe
Doug Hammers

Staff Present:

Michelle Hixon
Heather Overby
Doug Buresh
Rob Leesman

Others Present:

Charles Musson
Pat Pace
Tim Lyons
Susan Bishop
Tim Blodgett
Vent Foster
Hance Price
Walt Baldwin



Anna Marie Pavlik Rosen

A.2. Guest Introductions: The Chairman introduced Tim Blodgett with Hometown Connections as a guest at today's meeting.

A.3. Call to Order: Chairman, Ron Herd called the meeting to order at 10:10 AM. A quorum of board members was present, and the Board was ready to proceed with business.

B. Meeting Minutes

B.1 Approval of the regular minutes of July 24, 2019

Motion Passed: Approval of the July 24, 2019 meeting minutes passed with a motion by Josh Callihan and second by Chris Melton.

9 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent
Philip King	Yes
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Yes
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 Mike Withrow and second by Josh Callihan.

9 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes



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

D. Committee Reports

There was a brief discussion regarding the AR Project Committee workshop.

E. Administration Reports

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

E.2 Finance & Accounting: 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: This was a brief update on the status of the PURPA filing.

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

F.3 KYMEA Distribution Services: Doug Buresh discussed with the Board KYMEA's distribution services.

Motion Passed: Approval of the attached resolution passed with a motion by Chris Melton and a second by Gary Zheng.

RESOLUTION OF THE KENTUCKY MUNICIPAL ENERGY AGENCY

WHEREAS, the Kentucky Municipal Energy Agency ("KYMEA") desires to prepare an Integrated Resource Plan (the "IRP") for future power sources to serve KYMEA and its Members; and

WHEREAS, the IRP will be developed under the direction of KYMEA's President and CEO and the other KYMEA officers; and



WHEREAS, KYMEA desires to plan for its future power sources with a broad range of opportunities that may include KYMEA participation with other public agencies, municipal electric systems, joint agencies, cooperatives or independent operators, within or without the Commonwealth of Kentucky ("Potential Participants") who may be soliciting or needing power resources; and

WHEREAS, one or more Potential Participants, who are considered a public agency, may desire or request membership in KYMEA as such Potential Participant is soliciting proposals for power resource requirements for itself; and

WHEREAS, the KYMEA Board acknowledges that it may be mutually beneficial to KYMEA and its Members to plan jointly with Potential Participants for the purpose of participation with KYMEA in acquiring power resources and developing the IRP;

NOW THEREFORE BE IT RESOLVED:

Section 1. That KYMEA officers are hereby directed to develop an IRP, which may include joint resources with Potential Participants, and the KYMEA officers may review, disseminate and receive information relating to potential power resources, subject however to information which KYMEA officers determine should not be disclosed by KYMEA or any of its Members due to its confidential nature or any non-disclosure agreements.

Section 2. The President and CEO and other officers are authorized and directed to undertake and exercise such strategies and options as they deem necessary or prudent to develop a comprehensive IRP and to communicate with Potential Participants, for as long as there appears to be opportunities for potential benefits of the parties, that may include an ongoing relationship between KYMEA and one or more Potential Participant for the purposes of power supply planning, transmission facility planning and coordination, and potential membership in KYMEA.

Section 3. For the purpose of affecting the desires of the Board as set forth in this Resolution and to provide assistance, direction and guidance, if needed, to the President and CEO and other officers, the Executive Committee is directed to meet as necessary in the absence of the Board being able to meet and provide such assistance, direction and guidance.

9 Yeas - 0 Nays.



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

F.4 Planning Process: Doug Buresh discussed specifics in regards to the IRP timeline.

G. Action Items

No other action items were necessary

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.

J. Closed Session

Closed Session Authorization for August 22, 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;
- (ii) discussing proposed or potential power purchases or sales that have been disclosed in confidentiality to KYMEA; and
- (iii) 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)(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)(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 Mike Withrow and a second by Kevin Howard.

9 Yeas - 0 Nays.

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

Motion Passed: Motion to return to open session passed with a motion by Philip King and a second by Ramona Williams.

9 Yeas - 0 Nays.

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

K. Actions Related to Closed Session

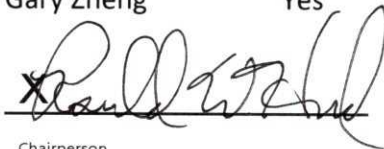
No action was needed.

L. Adjournment

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

9 Yeas - 0 Nays.

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


Chairperson


Secretary