

## RESOLUTION

WHEREAS, the procurement of software and services for the Kentucky Municipal Energy Agency's ("KYMEA") management and planning of its energy portfolio and power supply ("Energy Services") is necessary for KYMEA to provide energy supply to its Members; and

WHEREAS, KYMEA issued a request for proposals ("RFP") in July 2018 to interested parties soliciting Energy Services; and

WHEREAS, the RFP requested interested parties to present proposals under the provisions of KRS 45A.370 for Energy Services based upon conclusion by KYMEA that competitive sealed bidding was not feasible for procuring Energy Services required by KYMEA to serve its Members; and

WHEREAS, KYMEA received numerous proposals from potential suppliers of Energy Services (the "Energy Services Proposals"); and

WHEREAS, based upon review and evaluation, a matrix reviewing and scoring the Energy Services Proposals (the "Report") is attached hereto and sets forth the opinions and conclusions of KYMEA's staff as to the Energy Services Proposal that is the most advantageous to KYMEA based upon the evaluation criteria set forth in the RFP; and

WHEREAS, based upon the evaluation of the criteria set forth in the RFP, KYMEA staff have recommended that Alliance for Cooperative Energy Services Power Marketing LLC ("ACES") should be considered for an award of a Service Agreement for Energy Services (the "Service Agreement") upon successful negotiation of the Service Agreement; and

WHEREAS, a Service Agreement with ACES has been negotiated and is attached hereto based upon ACES' Energy Services Proposal to the RFP; and

WHEREAS, KYMEA staff has (i) reviewed and evaluated the Energy Services Proposals received pursuant to the RFP, (ii) issued the Report and the conclusions reached thereunder and (iii) reviewed the negotiated the Service Agreement; and

WHEREAS, KYMEA staff recommends the Board to enter into the Service Agreement to provide Energy Services to KYMEA; and

WHEREAS, the Board has reviewed and evaluated (i) the Energy Services Proposals received pursuant to the RFP, (ii) the Report and the conclusions reached thereunder, (iii) the Service Agreement and (iv) the recommendation of KYMEA staff;

NOW THEREFORE BE IT RESOLVED:

**Section 1. Acceptance of Report.** That Board accepts the Report and agrees with the evaluations and conclusions reached by KYMEA staff that progression toward award of a Service

Agreement to ACES would be the most advantageous to KYMEA and its Members based upon the evaluation factors set forth in the RFP.

**Section 2. Intention of Award of Service Agreement.** That KYMEA hereby intends to award to ACES a contract for Energy Services to be delivered to KYMEA through the execution of the Service Agreement which shall be based upon the terms and conditions presently set forth therein.

**Section 3. Approval and Authorization of Execution of the Service Agreement.** The Service Agreement is hereby approved, subject to such minor changes, changes of dates, insertions or deletions as may be approved by the President and CEO of KYMEA, such approval to be conclusively evidenced by the execution of said document, in order to effectuate the purposes of this Resolution and to award a contract for Energy Services to ACES; and the President and CEO is hereby authorized to execute and acknowledge same for and on behalf of KYMEA.

**Section 4. KYMEA Officers to Take Any Other Necessary Action.** Pursuant to the Constitution and Laws of the Commonwealth of Kentucky, the President and CEO, the Chairman, the Vice-Chairman, the Treasurer, the Secretary and all other appropriate officials of KYMEA are hereby authorized and directed to take any and all further actions and to execute and deliver all other documents as may be reasonably necessary to effect the purpose of this Resolution and to award to ACES a contract for providing Energy Services through the execution and delivery of the Service Agreement.

### **CERTIFICATE OF SECRETARY**

I, the undersigned, hereby certify that I am the duly qualified and acting Secretary of the Kentucky Municipal Energy Agency, that the foregoing Resolution is a true copy of a Resolution introduced, read and adopted at a properly convened meeting of said Agency's Board of Directors on September 27, 2018, as shown by the official records in my custody and under my control.

I further certify that said meeting was duly held in accordance with all applicable requirements of Kentucky law, including KRS 61.810, 61.815, 61.820 and 61.823, that a quorum was present at said meeting, that said Resolution has not been modified, amended, revoked or repealed, and that same is now in full force and effect.

IN WITNESS WHEREOF, I have hereto set my hand as Secretary of the Agency this 27<sup>th</sup> day of September, 2018.

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Secretary