**RESOLUTION**

 WHEREAS, the Kentucky Municipal Energy Agency (“KYMEA”) has established and formalized policies regarding managing its enterprise-wide risks (the “Risk Management Policy”); and

 WHEREAS, there has been presented to the KYMEA Board of Directors the KYMEA Credit Policy (the “Credit Policy”) establishing guidelines, policies and procedures for monitoring, measuring and managing KYMEA’s counterparty credit risks within the policies and risk tolerance of the Agency;

 NOW THEREFORE BE IT RESOLVED:

 That KYMEA hereby adopts the Credit Policy as part of its Risk Management Policy for the purpose of monitoring, measuring and managing KYMEA’s counterparty credit risks.