



Notice of a Combined Meeting of the AR Project Committee and the KYMEA Board of Directors

**Location: 1700 Eastpoint Pkwy Ste. 220, Louisville, KY 40223
Thursday, February 27, 2020, 10 AM**

A. Meeting Opening

A.1. Attendance: Taken at 10:04 AM

Present Board Members:

Josh Callihan
Ronald Herd
Chris Melton
Kevin Frizzell
Kevin Howard
Gary Zheng
Mike Withrow (updated to absent at 12:16 PM)
Philip King (Updated to present at 10:45 AM, updated to absent at 12:16 PM)

Absent Board Members:

Carl Shoupe
Doug Hammers
Ramona Williams

Staff Present:

Michelle Hixon
Heather Overby
Doug Buresh
Rob Leesman

Others Present:

Charles Musson
David Denton
Pat Pace
Jim McWilliam
Walt Baldwin
Tom Marshall
Anna Marie Pavlik Rosen
Amye Bensenhaver



A.2. Guest Introductions: The Chairman thanked our guests for attending today's meeting and gave them an opportunity to introduce themselves if they desired.

A.3. Call to Order: Chairman, Ron Herd, called the meeting to order at 10:04 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 January 23, 2020.

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

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent
Philip 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 Josh Callihan and second by Chris Melton.

7 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent



Philip King	Absent
Kevin Frizzell	Yes
Doug Hammers	Absent
Kevin Howard	Yes
Ramona Williams	Absent
Gary Zheng	Yes

D. Committee Reports

D.1 AR Project Committee: The committee will go into session during this meeting. Previous workshop reports are in the Board packet for review.

D.2 Compensation Committee: Chairman, Ron Herd reported that there has been an agreement sent out and the committee hopes to meet soon on the matter.

E. Administration Reports

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

E.2 CFO: Heather Overby updated the Board on past and upcoming Accounting and Finance activities.

E.3 Member Communications: Michelle Hixon updated the Board on upcoming events and member activities.

F. Discussion Topics

F.1 Load Interruption Procedure. Rob gave a presentation on working through load interruption scenarios.

F.2 Legislative Update-HB247. Charlie Musson gave an update on legislative activities.

F.3 Open Records Request Policy. Charlie Musson presented a draft of the Open Records Policy that has also been reviewed by Amye Bensenhaver. The Board will be requested to take action at the next Board meeting.

F.4 Avoided Costs. Doug Buresh gave a presentation on avoided costs.

F.5 FY 2021 AR Rates

G. AR Project Committee Meeting

G.1 FY 2021 AR Rates. Doug Buresh presented the FY2021 AR Rates that the AR Project Committee recommends. Board action will be expected in March.

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



8 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	Absent
Gary Zheng	Yes

H. Action Items

H.1 Amended Line of Credit Note

Motion Passed: Motion to authorize Doug Buresh and Heather Overby to sign the amended line of credit note passed with a motion by Josh Callihan and a second by Chris Melton.

8 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	Absent
Gary Zheng	Yes

H.2 KYMEA Officer Resolution



Motion Passed: Approval of the presented resolution establishing officers that are able to sign documents on behalf of KYMEA.

8 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	Absent
Gary Zheng	Yes

H.3 FY 2021 Administrative, General, and Capital Budget

Motion Passed: Motion to approve the presented FY 2021 Administrative, General, and Capital Budget passed with a motion by Kevin Frizzell and a second by Chris Melton.

8 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	Absent
Gary Zheng	Yes

I. 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.

Jim McWilliam, a citizen of Frankfort, KY said he read an article that mention KYMEA is building a power plant. Doug responded that KYMEA has no plans on the table to build a power plant. Doug also stated that all options will be considered as part of KYMEA's Integrated Resource Plan.

J. Upcoming Meetings and Other Business

The next meeting is Thursday, March 26th at 10 AM at the Louisville office.

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.

2020 Board Meetings

Thursday, January 23, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Thursday, February 27, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Thursday, March 26, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Wednesday, April 22, 2020, 1:00 PM Central Time, KMUA-Hyatt Place, Bowling Green

Friday, May 29, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Thursday, June 25, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Wednesday, July 22, 2020, 1:00 PM Eastern Time, KYMEA Board Room

Thursday, August 27, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Thursday, September 24, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Wednesday, October 21, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Wednesday, November 18, 2020, 10:00 AM Eastern Time, KYMEA Board Room



Wednesday, December 16, 2020, 10:00 AM Eastern Time, KYMEA Board Room

Motion Passed: Motion toto recess for lunch passed with a motion by Josh Callihan and a second by Gary Zheng.

8 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	Absent
Gary Zheng	Yes

The Meeting was called to order after recess at 1:12 PM

K. Closed Session

Closed Session Authorization for February 27, 2020 KYMEA Board Meeting

Approval to enter into Closed Session pursuant to KRS 61.810(1)(c); KRS 61.810(1)(k) 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 cost adjustments; 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 Josh Callihan and a second by Chris Melton.

6 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Absent
Carl Shoupe	Absent
Philip 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 Kevin Frizzell.

6 Yeas - 0 Nays.

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

L. Actions Related to Closed Session



No actions were taken

M. Adjournment

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

6 Yeas - 0 Nays.

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

X

Chairperson

X

Secretary