



Notice of the Annual Meeting of the KYMEA Board of Directors (Video Meeting)

Location: 1700 Eastpoint Pkwy Ste. 220, Louisville, KY 40223

Thursday, May 28, 2020, 10 AM

A. Meeting Opening

A.1. Attendance: Taken at 10:12 AM

Present Board Members:

Josh Callihan

Ronald Herd

Philip King (present at 10:27AM, Absent at 12 PM, Present at 12:18 PM)

Chris Melton

Mike Withrow

Tim Lyons (Proxy for Kevin Frizzell)

Kevin Howard

Susan Bishop (Proxy for 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

Hance Price

Pat Pace

Vent Foster

David Denton

Adrian Isaac

Andy McDonald

Anna Marie Pavlik Rosen

Jim McWilliams



Arthur Dent

A.2. Call to Order: Chairman, Ron Herd, called the meeting to order at 10:12 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 minutes of the Combined AR Project Committee and Board of Directors on April 23, 2020.

Motion Passed: Approval of the April 23th meeting minutes of the Combined AR Project Committee and Board of Directors passed with a motion by Mike Withrow and 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	Absent
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes

C. Financial Reports

B.2 Approval of the April 2020 Financial Reports

Motion Passed: Approval of the April 2020 financial reports passed with a motion by Chris Melton 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
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes

D. Committee Reports

D.1 BROCC Committee: Chairman, Gary Zheng gave a report last month regarding the April 23, 2020 BROCC meeting. He informed the Board that the formal written minutes were included in the May Board packet for the record.

D.2 AR Project Committee: The combined minutes of April 23, 2020 AR Project Committee and the Board of Directors were approved in item B.1.

E. Administration Reports

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

E.2 Member Communications: Michelle Hixon updated the Board on upcoming events and member activities.

E.3 Market Report: Rob Leesman discussed the previous month's markets in relation to KYMEA.

F. Discussion Topics

F.1 Summer Preparedness: Rob Leesman advised the Board on actions taken to be prepared for the members' summer load.

F.2 Financial Metrics: Heather Overby presented the Agency's Financial Metrics Report as outlined in the Agency's Strategic Plan.

F.3 IRP Schedule: Doug Buresh gave an update on the IRP schedule and recent IRP activities.



F.4 Open Records Items: Charlie Musson gave an update on the Attorney Generals Open Record opinion dated May 4, 2020.

F.5 Legislative Summary: Charlie Musson gave a summary for the Board's record on legislative activities during the 2020 Kentucky General Assembly that may affect or be of interest to KYMEA and its members.

G. Committee Member Appointments: Chairman Ron Herd gave a review of the committees and nominations to consider for the next year.

Motion Passed: Motion to make the following Committee member changes for the remaining term:

Executive Committee: the addition of Gary Zheng as a committee member.

AR Project Committee: No change.

Board Risk Oversight Committee: Gary Zheng to continue as the Chairman of the BROOC.

Budget Committee: the addition of Gary Zheng as a Committee member and Chris Melton as the Chairman.

Compensation Committee: Addition of Gary Zheng (Consists of members of the Executive Committee).

FERC Litigation Committee: No change.

passed with a motion by Josh Callihan and a 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
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes



H. Action Items

H.1 Document Retention and Periodic Destruction Policy: The policy was presented in April for discussion and review.

Motion Passed: Motion to adopt the Document Retention and Periodic Destruction Policy passed with a motion by Chris Melton and 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	Absent
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes

H.2 CEO Performance Review

Motion Passed: Motion to approve a 3% salary increase for the CEO passed with a motion by Gary Zheng and 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	Absent
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent



Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes

Motion Passed: Motion to for the CEO salary increase to be retroactive to January 1, 2020 passed with a motion by Gary Zheng and second byChris Melton.

9 Yeas - 0 Nays

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent
Philip King	Yes
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
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.

No comments were made.

J. Upcoming Meetings and Other Business

The next meeting is Thursday, June 25th 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, CANCELLED
Thursday, April 23, 2020, 10:00 AM Eastern Time, WEBEX VIDEO CALL
Thursday, May 28, 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

K. Adjournment

Motion Passed: Motion to adjourn the KYMEA board meeting passed with a motion by Philip King and a second by Tim Lyons.

9 Yeas - 0 Nays

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent
Philip King	Yes
Tim Lyons	Yes
(Proxy for Kevin Frizzell)	
Doug Hammers	Absent
Kevin Howard	Yes
Susan Bishop	Yes
(Proxy for Ramona Williams)	
Gary Zheng	Yes



KENTUCKY MUNICIPAL ENERGY AGENCY

X

Chairperson

X

Secretary