



Minutes of a Special Combined Meeting of the AR Project Committee Meeting and the KYMEA Board of Directors (Video Meeting)

**Location: WebEx Video Meeting (if you would like to attend please contact mhixon@kymea.org)
1700 Eastpoint Pkwy Ste. 220, Louisville, KY 40223
Tuesday, December 29, 2020, 11 am**

A. Meeting Opening

A.1. Attendance: Taken at 10:06 am

Present Board Members:

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

Absent Board Members:

Carl Shoupe
Doug Hammers
Ramona Williams

Staff Present:

Michelle Hixon
Heather Overby
Doug Buresh
Rob Leesman
Molly Roesler

Others Present:

Anna Marie Pavlik Rosen
Austin Horn
Charles Musson
David Denton
Hance Price
Pat Pace



Tim Lyons
Vent Foster
Walt Baldwin

A.2. Guest introductions: None made.

A.3. Call to Order: Chairman, Ron Herd, called the meeting to order at 10:06 am. A quorum of AR Committee Members and Board members was present, and the Board was ready to proceed with business.

B. Meeting Minutes

B.1 Approval of the minutes of the Board of Directors on December 16, 2020.

Motion Passed: Approval of the December 16, 2020 meeting minutes of the Board of Directors passed with a motion by Josh Callihan and seconded by Mike Withrow.

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

C. Action Items

C.1 Selection of Sort-term Plan: Doug reviewed the decision points that were covered at the December 16th Board meeting.

Motion Passed: Motion for the AR Project Committee to select Plan E and direct KYMEA CEO to implement elements of the Plan subject to as needed subsequent Board approval(s) passed with a motion by Gary Zheng and a second by Mike Withrow.



6 Yeas - 0 Nays.

Josh Callihan	Yes
Ronald Herd	Yes
Chris Melton	Yes
Mike Withrow	Yes
Carl Shoupe	Absent
Philip King	Yes
Kevin Frizzell	Not a voting member of the Committee
Doug Hammers	Absent
Kevin Howard	Not a voting member of the Committee
Ramona Williams	Absent
Gary Zheng	Yes

Motion Passed: Motion for the KYMEA Board to select Plan E and direct KYMEA CEO to implement elements of the Plan subject to as needed subsequent Board approval(s) passed with a motion by Gary Zheng and a second by Mike Withrow.

7 Yeas - 0 Nays – 1 Abstained.

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

C.2 Authorization of Staff Implementation

i) Paducah Power System (PPS)

Motion Passed: Motion to nominate the PPS Peaking Capacity to 60 MW beginning June 1, 2023 passed with a motion by Chris Melton and a second by Josh Callihan.



7 Yeas - 0 Nays – 1 Abstained.

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

ii) Ashwood Solar

Motion Passed: Motion to not exercise KYMEA's right of first refusal (RoFR) at this time to take an additional 32.25 MW from the Ashwood Solar I Project passed with a motion by Mike Withrow and a second by Gary Zheng.

7 Yeas - 0 Nays – 1 Abstained.

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

iii) MISO PPA

Motion Passed: Motion to direct the CEO to develop a term sheet and negotiate a purchase power agreement for 30 MW of intermediate capacity and energy with one or more identified parties from the indicative RFP responses received August 19, 2020. CEO will seek Board



approval of the final PPA when contract terms have been completed passed with a motion by Josh Callihan and a second by Chris Melton.

7 Yeas - 0 Nays – 1 Abstained.

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

iv) Firm Transmission: No motion required: Based on selected Plan, CEO will move forward with the necessary LG&E/KU and MISO System Impact Studies which have been previously approved by the Board at the September 24, 2020 Board Meeting.

v) Pseudo-tie

Motion Passed: Motion to approve an increase in Capital Budget to \$250K (currently at \$100K) for OATIWeb and PME Resource/Load Balance Capitalized Items passed with a motion by Gary Zheng and a second by Mike Withrow.

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

D. 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.

E. 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.

2021 Board Meetings

Thursday, January 28, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, February 25, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, March 25, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, April 22, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, May 27, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, June 24, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, July 22, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, August 26, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, September 23, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Thursday, October 28, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Wednesday, November 17, 2021, 10:00 AM Eastern Time, KYMEA Board Room
Wednesday, December 15, 2021, 10:00 AM Eastern Time, KYMEA Board Room

F. Closed Session

Motion Passed: Approval to enter into Closed Session pursuant to KRS 61.810(1)(c) and KRS 61.810(1)(f) for the purpose of:(i) discussing proposed, potential or pending litigation relating to KYMEA and its members relating to transmission issues; and(ii)discussing information which may lead to the appointment, discipline or dismissal of an employee or member.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)(f) allows for closed session where discussions of an employee, member or student may lead to an appointment, discipline or dismissal. passed with a motion by Mike Withrow 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

F.1 Litigation

F.2 Discussion of Appointment, Discipline, or Dismissal of an Employee or a Member

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

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



G. Actions Related to Matters Discussed in Closed Session

None taken

H. Adjournment

Motion Passed: Motion to adjourn the Special Combined AR Project Committee and KYMEA board meeting passed with a motion by Philip King 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

X

Chairperson

X

Secretary