



# MINUTES

## FPB Board Meeting

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5:00 PM - Tuesday, October 19, 2021  
Community Room- Zoom

The Frankfort Plant Board met in a Board Meeting on Tuesday, October 19, 2021 at 5:00 PM in the Community Room- Zoom.

### ATTENDANCE:

Stephen Mason, Board Secretary/Treasurer  
John Cubine, Board Chair  
John Snyder, Board Vice Chair  
Kathryn Dutton-Mitchell, Board Member  
Jason Delambre, Board Member  
David Billings, Director of Water Operations  
Harvey Couch, Marketing Video Content Coordinator  
Katrina Cummins, Finance Director  
David Denton, Chief Financial Officer  
Vent Foster, Chief Operations Officer  
Cassie Estill, Customer Service Supervisor  
Adam Hellard, Cable/Telecom Superintendent  
Ryan Henry, Assistant IT Director  
Casey Jones, IT Director  
Cathy Lindsey, Communications & Marketing Director  
Kathy Poe, Executive Assistant to GM  
Hance Price, Assistant GM Administration/Staff Attorney  
Kim Phillips, Safety Director  
Leigh Ann Phillips, Support Services Director  
Julie Roney, Water Treatment Superintendent  
Deron Rambo, Network Operations Center Director  
Travis McCullar, Chief Electric Engineer  
Gary Zheng, General Manager  
Nichell Brown, Human Resource Director  
Brandon Powers, Asst. WTP Superintendent  
JC Lyons, Interim Safety Director  
State Journal

- 1 NOTICE OF VIDEO TELECONFERENCE
  - 1.1 Notice of Regular Meeting of the Frankfort Plant Board via Video Teleconference.

## 2 ACTION ITEM: ELECTION OF OFFICERS OF THE FPB BOARD OF DIRECTORS

### 2.1 Conduct Election of Officers of the Board of Directors of the Frankfort Plant Board. (*Hance Price will officiate the election*)

Pursuant to the FPB ByLaws, election of officers of the Board of Directors is to be held every two years in odd number years. The most recently elected officers of the FPB Board of Directors are: Chairman, John Cubine; Vice Chair, Steve Mason; and Secretary/Treasurer is vacant due to Dawn Hale not having been re-appointed to the FPB Board. Mr. Cubine has served one full term as Chairman and is eligible to hold the office of Chairman for another term. Mr. Steve Mason has held the term of Vice Chair for one term and is eligible to be re-elected to that position or any of the other board offices. All members of the board are eligible to hold the office of Secretary/Treasurer.

Staff respectfully request elections be held for Board Chair, Vice Chair, and Secretary/Treasurer for terms ending October 2023 respectively or until such time as persons holding those offices are no longer members of the Board of Directors.

**Stephen Mason moved to retain John Cubine as Board Chair.** Kathryn Dutton-Mitchell seconded. *CARRIED. 5 to 0.*

**John Snyder moved to cease nominations for Board Chair.** Jason Delambre seconded. *CARRIED. 5 to 0.*

**Stephen Mason moved to elect John Cubine as Board Chair.** John Snyder seconded. *CARRIED. 5 to 0.*

**Stephen Mason nominated John Snyder as Vice Chair.** Kathryn Dutton-Mitchell moved to **cease nominations for Vice Chair.** Jason Delambre seconded. *CARRIED. 5 to 0.*

**Stephen Mason moved to elect John Snyder as Vice Chair.** John Cubine seconded. *CARRIED. 5 to 0.*

**John Cubine moved to nominate Stephen Mason as Secretary/Treasurer.** Kathryn Dutton-Mitchell seconded. *CARRIED. 5 to 0.*

**John Snyder moved to closed nominations for Secretary/Treasurer.** Jason Delambre seconded. *CARRIED. 5 to 0.*

**Jason Delambre moved to elect Stephen Mason as Secretary/Treasurer.** John Cubine seconded. *CARRIED. 5 to 0.*

John Snyder moved to **Recess the FPB meeting and Convene the Municipal Projects Corporation meeting.** Jason Delambre seconded the motion. **CARRIED. 5 to 0.**

**3 ACTION ITEM: CONDUCT ELECTION OF SECRETARY/TREASURER FOR THE FPB MUNICIPAL PROJECTS CORPORATION**

**3.1 Conduct Election of Secretary/Treasurer for the Frankfort Plant Board Municipal Projects Corporation. (*Hance Price will officiate*)**

The most recently elected Officers of the Frankfort Plant Board Municipal Projects Corporation consist of Board Members. The current Officers are: President, John Snyder; Secretary/Treasurer, Dawn Hale; and Vice President, Kathryn Dutton-Mitchell. Because Dawn Hale is no longer a FPB Board member, the office of Secretary/Treasurer is now vacant. The terms of the current officers expire May 1, 2024.

Article VII of the Corporation's Articles explains that the Corporation has five directors. These Directors are the Frankfort Plant Board's Board members. FPB Board members continue to serve as Directors of the Municipal Projects Corporation as long as they are members of the Board. Upon leaving the Board, the Board member automatically ceases to be a Director of the Corporation. Thereafter, the new Board member assumes the directorship.

Article X notes that the Corporation shall have a President, Vice President, Secretary and Treasurer (which Secretary and Treasurer need not be a Director and may be the same person) each of whom shall be elected or appointed by the Board of Directors for such term, not exceeding three (3) years.

Staff respectfully requests that the Directors of the Corporation move to elect a Secretary/Treasurer to fill the current vacancy. The term of the Secretary/Treasurer would run through May 1, 2024.

John Snyder moved to **open nominations for Secretary/Treasurer of the FPB Municipal Projects Corporation.** John Cubine seconded. **CARRIED. 5 to 0.**

John Cubine nominated Stephen Mason to be Secretary/Treasurer of the FPB Municipal Projects Corporation. **Kathryn Dutton-Mitchell moved to close nominations.** John Snyder seconded. **CARRIED. 5 to 0.**

John Cubine moved to **elect Stephen Mason as Secretary/Treasurer of the FPB Municipal Projects Corporation.** Kathryn Dutton-Mitchell seconded. **CARRIED. 5 to 0.**

Jason Delambre moved to **ADJOURN the meeting of the Municipal Projects Corporation.** John Cubine seconded. **CARRIED. 5 to 0.**

**Kathryn Dutton-Mitchell moved to Reconvene the meeting of the Frankfort Plant Board.** John Snyder seconded. CARRIED 5 to 0.

**4 ACTION ITEM: RESOLUTION FOR DAWN HALE'S SERVICE**

- 4.1 Approve and Present Resolution for Dawn Hale's Service to the Frankfort Plant Board.

Resolution is attached and spread upon these minutes.

**Jason Delambre moved to approve the Resolution for Dawn Hale's service to the Frankfort Plant Board.** Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.

**5 ACTION ITEM: APPROVAL OF MINUTES**

- 5.1 Consider Approval of the Minutes for the September 21, 2021 Board Meeting.

**Kathryn Dutton-Mitchell moved to approve the minutes for the September 21, 2021 board meeting.** Stephen Mason seconded the motion. CARRIED. 4 to 0.

- 5.2 Consider Approval of the Minutes for the September 29, 2021 Special Board Meeting.

**Stephen Mason moved to approve the minutes of the September 29, 2021 special board meeting.** Jason Delambre seconded the motion. CARRIED. 4 to 0.

**6 ACTION ITEM: ACCEPT FINANCIALS**

- 6.1 Consider Accepting the Financials for Month Ending September 30, 2021.

**Stephen Mason moved to accept the Financials for Month Ending September 30, 2021.** Kathryn Dutton-Mitchell seconded the motion. CARRIED. 4 to 0.

- 6.2 Consider Accepting Clean, Unmodified Audit Report Prepared by Blue & Co. for the Fiscal Year Ended June 30, 2021 as Required by KRS 96.185. (Auditor Representative & David Denton to discuss)

In November of 2020 the Frankfort Plant Board issued a Request for Proposal (RFP) for audit services of an independent certified public accounting firm to audit its financial statements and express an opinion on the Board's financial statements in accordance with Generally Accepted Accounting Principles. The term of the contract would be for five consecutive years beginning with the fiscal year ended June 30, 2021 and concluding with the fiscal year ending June 30,

2025. Each year following the initial year the work performance of the selected firm would be reviewed and evaluated to determine if the contract will be extended for year two, three, four, and five. The RFP was sent to nine public accounting firms and was advertised locally in the State Journal. FPB received three proposals by the December 1, 2020 RFP closing date. The Board selected and retained Blue & Co. to perform the audit services for the period discussed above.

Please see the clean, unmodified audit report in this board packet for your review prepared by Blue & Co. for the fiscal year ended June 30, 2021. We are requesting the Board approve the audit draft. If approved, Blue & Co. will issue the final audit report that will be posted to FPB's website, posted on the Kentucky Department for Local Government's Special Purpose Governmental Entities (SPGE) website in accordance with KRS 65A.030, and uploaded to Municipal Securities Rulemaking Board (MSRB) Electronic Municipal Market Access (EMMA) website to meet bond continuing disclosure requirements.

*John Snyder moved to Accept Clean, Unmodified Audit Report Prepared by Blue & Co. for the Fiscal Year Ended June 30, 2021 as Required by KRS 96.185. Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.*

**7 INFORMATIONAL ITEM: PUBLIC COMMENT**

None

**8 INFORMATIONAL ITEM: DEPARTMENTAL REPORTS**

- TELECOMMUNICATIONS
- POTENTIAL OR AGREED UPON RELATED PARTY TRANSACTIONS  
There are no Potential or Agreed Upon Related Party Transactions. Staff has requested a checklist or general rules which would trigger any of these transactions from the Ethics Committee. The Committee will meet soon to discuss.
- CUSTOMER SERVICE
- ELECTRIC DEPARTMENT
- SEPA
- KYMEA
- SAFETY
- WATER DISTRIBUTION
- WATER TREATMENT PLANT
- NETWORK OPERATIONS CENTER (NOC)

9 ACTION ITEMS:

- 9.1 Consider Appointment of Board Member to replace Dawn Hale on Invasive Species Task Force. (Board to discuss)

*Stephen Mason moved to have Kathryn Dutton-Mitchell to be Board Member representative and Leigh Ann Phillips, Director of Support Services will attend meetings as Staff representative and report information back to the Board. Jason Delambre seconded the motion. CARRIED. 5 to 0.*

- 9.2 Consider Appointment of Board Member to Replace Dawn Hale as Tanglewood Reservoir Liaison. (Board to discuss)

*John Snyder moved to ask Dawn Hale to continue to be FPB's liaison to the Tanglewood Neighborhood regarding the Reservoir Project. Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.*

- 9.3 Consider Approving Kentucky Broadband Deployment Fund Grant Application Resolution. (David Denton will discuss)

The Kentucky Infrastructure Authority (KIA) is implementing a grant program to award up to \$250 million in federal funds from the American Rescue Plan Act's State Fiscal Recovery Fund through Kentucky's Broadband Deployment Fund for broadband deployment projects.

The purpose of the Kentucky Broadband Deployment Fund Grant Program is to assist governmental agencies and private sector entities to construct infrastructure for the deployment of broadband service to underserved or unserved areas of the Commonwealth.

This first round of funding addresses the Kentucky General Assembly's limitation to award up to \$50 million in grant funds before April 1, 2022 to unserved areas. The maximum individual grant amount is \$5 million. The maximum grant funding award cannot exceed 50% of the eligible total project costs. An eligible applicant may submit more than one Application provided that each application describes a unique project area. To obtain a broadband deployment grant, the applicant must provide for the funding not covered by the grant with matching funds. The match can come from any private and/or public sources available to the Applicant. The minimum match amount must be 50%. Please see the application included in this board packet for more information on the grant program, eligibility, and commitments.

FPB staff is proposing to expand broadband services to unserved and underserved areas of Franklin County by submitting 11 separate grant applications covering 11 unique project areas in the County with a total project cost of \$15,334,940. FPB would initially commit to providing 50% of total project cost in matching funds while working to secure official community partnership funding commitments with the Franklin County Fiscal Court. Priority

consideration will be given to broadband deployment projects to underserved or unserved areas of the Commonwealth that have secured community partners who have contributed to the matching funds obligation.

FPB staff is requesting approval of the attached FPB Kentucky Broadband Deployment Fund Grant Application Resolution that will be included in all grant applications as documentation to validate the availability of matching funds as required by the program. FPB has already committed all available FPB telecommunication division cash reserves and future free cash flows to the current telecom service territory NextBand project, so any County expansion matching funds required by this grant would need to be debt funded. FPB staff has released a Request for Proposal for a construction loan/line of credit to all local banking institutions that would be used as cash funds are needed for the county expansion project.

***Kathryn Dutton-Mitchell moved to Authorize Gary Zheng and Staff to Submit the Application. Jason Delambre seconded.***

***Kathryn Dutton-Mitchell amended the motion to Approve the draft Resolution which would Authorize FPB's Board Chair to sign the Resolution. Jason Delambre Seconded. Jason Delambre seconded the motion. CARRIED. 5 to 0.***

9.4 **Consider Award of Bid Invitation #1731 for Reservoir Substation Concrete Installation to William Groves Construction in the Amount of \$230,382. (Travis McCullar to discuss)**

Staff prepared an invitation for a concrete installation contract and distributed it among potential vendors. In total, one bid response was received. The consulting engineering firm for the project, Patterson & Dewar Engineers, has reviewed this submission and believes the price and lead times indicated are within reason for the amount of materials and services provided, noting that William Groves Construction's proposal met the desired specifications. Due to the time constraints of the project, as well as the review and approval of the consulting engineering firm, staff recommends awarding to William Groves Construction in the amount of \$230,382.

This concrete work pertains to the ongoing Reservoir Substation reconstruction effort as part of the T23 Replacement project. This purchase is included in the 2021-2022 companywide capital additions budget, Page 17, Line Item 10. The amount included in the budget for this project is \$1,440,000.

***Stephen Mason moved to Award Bid Invitation #1731 for Reservoir Substation Concrete Installation to William Groves Construction in the Amount of \$230,382. Jason Delambre seconded the motion. CARRIED. 5 to 0.***

9.5 **Consider Award of Contract for Rate Design Services from 1898&Co. (Travis McCullar to discuss)**

Due to recent changes in service options, driven by new technologies and customer preferences, staff recommends performing an electric rate study to evaluate the existing tariff, and recommend new rate classifications where the existing may be insufficient. This rate study will evaluate growing distributed energy resources, electric vehicle charging, LED lighting, and green tariff riders. A primary metering rate will also be investigated for customers that receive service at primary voltages.

Discussions were held with 1898&Co regarding FPB's needs for a limited scope rate study, and the submitted Statement of Work includes the agreed upon services to be performed. This will include financial analysis and recommendations for the Board's consideration on new policies and rates. 1898&Co was selected as the preferred vendor as a professional services firm that has provided financial and engineering services to FPB on recent projects.

An electric rate study is included in the current electric budget. Pg. 24; Line 445; \$50,000. The staff attorney has reviewed the contract documents and they have met his approval.

*Kathryn Dutton-Mitchell moved to Award Contract for Rate Design Services from 1889 & Co. Stephen Mason seconded the motion. CARRIED. 5 to 0.*

9.6 **Consider Award of Bid Invitation #1730, (PCCP Line Work Project), to Rangeline Pipeline Services for \$121,754. (David Billings will discuss)**

Part of the Reservoir project included plans for the Water Department to connect the new 36in tank inlet to an existing valve on the prestressed concrete cylinder pipe (PCCP). During construction, it became obvious that cutting in a new cross with 3 way valve set would be a much better solution that would not only provide the connection to the new tank, but would also provide needed valving abilities that have not been previously available.

As a matter of course, plans and bid specifications were developed to provide a PCCP line stop, PCCP x DI Adaptors, fabricated cross, and field welding services to facilitate construction by the department.

On October 11th, 2021, bids were received from the following vendors:

1. Rangeline Pipeline Services	\$121,754
2. Thompson Pipegroup	\$211,950

The Water Department budgeted \$160,000 in the FY 22 budget for the original project to install the line stop and tee.



Rangeline Pipeline Services has successfully performed similar work for private and municipal utilities alike, and has also been very responsive to the FPB. Staff recommends that the Board award the bid to Rangeline Pipeline Services for \$121,754 and execute contract documents. The staff attorney has reviewed the documents and they meet with his approval.

***John Snyder moved to Award Bid Invitation #1730, (PCCP Line Work Project), to Rangeline Pipeline Services for \$121,754. Jason Delambre seconded the motion. CARRIED. 5 to 0.***

- 9.7 Consider Award of Bid Invitation #1732 – Material for 36” Feed to Reservoir for Ductile Iron Pipe, Butterfly Valves, and Ductile Iron Fittings to Core and Main and Restraint Glands to Ferguson Waterworks. (David Billings will discuss)

Most of FPB’s ductile iron pipe, valves, and fittings are purchased from an annual price contract. The materials necessary for the 36” feed to the Reservoir are generally different, primarily due to the requirements for a restrained joints and butterfly valves.

As a matter of course, plans and material specifications were developed to facilitate construction by the department. The bid was divided into four categories and awarded on an “all or none basis” per category:

- Category 1 - Restrained Joint Pipe
- Category 2 - Butterfly Valves
- Category 3 – Ductile Iron Fittings
- Category 4 - Restraint Glands

Bid Invitation #1732 was sent to five vendors, advertised locally as well as our website, with three responses being received. After evaluating all bids, staff recommends awarding the pipe, butterfly valves, and fittings to Core & Main, as they are the low bidder meeting specifications or most responsive (with respect to delivery time on the fittings). Staff recommends awarding the restraint glands to Ferguson Waterworks as they are the low bidder meeting specifications.

The recommended award pricing for all four categories total \$184,481.88. The Water Department budgeted \$75,000 in the FY 22 budget for Reservoir piping; however, remaining funds from bid #1730 (\$38K) as well as remaining funds from the Reservoir project (\$361K) are more than expected to cover the additional cost necessary for the project.

***Stephen Mason moved to Award Bid Invitation #1732 - Material for 36" Feed to Reservoir for Ductile Iron Pipe, Butterfly Valves, and Ductile Iron Fittings to Core and Main, and Restraint Glands to Ferguson Waterworks. Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.***

9.8 **Consider Award of Bid Invitation #1733, (Sullivan Tank Cleaning Painting Project), to Currens Construction Services, LLC for \$67,800. (David Billings will discuss)**

The Sullivan tank is one of two water storage tanks on the east side of town. The 2,000,000 gallon elevated concrete tank was built in 2000. Age and environmental conditions have darkened the exterior of the tank to a point it should be cleaned to refresh the exterior appearance.

Staff developed specifications for the project and Invitations to Bid were publicly issued September 29, 2021, as well as directly sent to 3 vendors together with local advertisement in paper and on website.

On October 13th, 2021, bids were received from the following contractors:

1. Currens Construction Services	\$67,800
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The Water Department budgeted \$80,000 in the FY 22 budget for the project.

Currens Construction Services has successfully performed work for industrial clients and utilities alike, and is also being recommended by the painting consultant utilized on our 127 Tank Project. Staff recommends that the Board award the bid to Currens Construction Services LLC for \$67,800 and execute contract documents. The staff attorney has reviewed the documents and they meet with his approval.

***This item was Tabled by the Board pending additional information regarding signage options.***

9.9 **Consider Award of Bid Invitation #1716 for Radio Tower and Related Ground Equipment to All-State Tower in the amount of 169,300.00. (Adam Hellard will discuss)**

With the help of consultants, E911Consults, Inc., staff prepared a bid invitation for the construction and installation of a tower to replace the old Cable tower located at the Headend in Tanglewood. This invitation was distributed among potential vendors as well as publicly advertised. In total, two bid responses were received. Following the review of all proposals, staff recommends awarding to All-State Tower for \$169,300.00 as they were the low bidder meeting specifications. This project will take approximately four months to complete. The tower steel currently has an eight-week lead time. This item was included in the 2021-2022 capital additions budget on Page 18, Line Item 420 Off-Air Tower. The amount contained in the budget for this project is \$165,000.00. The additional \$4,300.00 needed will be taken out of the Headend Equipment line 18 line 365 in the amount of 125,000.00.

*Kathryn Dutton-Mitchell moved to Award Bid Invitation #1716 for radio Tower and Related Ground Equipment to All-State Tower in the Amount of \$169,300.00. Jason Delambre seconded the motion. CARRIED. 5 to 0.*

- 9.10 Third Party Administrator for FPB's Health Plan. (Nichell Brown to discuss)

This item was removed from Agenda.

- 9.11 Authorize KYMEA representatives to exercise Ashwood Option. (Gary Zheng to discuss)

At the upcoming October 27, 2021, KYMEA Board Meeting, staff recommends the AR Project Group vote to exercise the 32 MW solar capacity option for Ashwood solar. Exercising the option will increase the PPA capacity and associated energy from 53.75 MW to 86 MW. Staff's analysis indicates that increasing to the total 86 MW option will be financially beneficial over the term of the contract and further secure a renewable resource for KYMEA. Hence, Staff asks the Board authorize its representatives to exercise the Ashwood option.

*John Snyder moved to Direct our Representatives of KYMEA Board to Approve the Additional 32 MW of capacity from the Ashwood Project. Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.*

10 INFORMATIONAL ITEM: GENERAL MANAGERS COMMENTS

None

11 INFORMATIONAL ITEM: OLD & NEW BUSINESS

None

12 REQUEST PERMISSION TO HAVE CHAIR CALL FOR A CLOSED SESSION

- 12.1 Move to have the chair call a closed session pursuant to KRS 61.810(1)(c) to discuss proposed litigation regarding breach of contract.

*John Snyder moved to go into closed session pursuant to KRS 61.810(1)(c) to discuss proposed litigation regarding breach of contract. Kathryn Dutton-Mitchell seconded the motion. CARRIED. 5 to 0.*

13 CLOSED DOOR SESSION

- 13.1 Closed Session held.

*John Snyder moved to come out of closed session. Stephen Mason seconded the motion. CARRIED. 5 to 0.*

14 ACTION ITEM: POSSIBLE ACTION REGARDING CLOSED DOOR DISCUSSION

- 14.1 No Action taken.

15 ACTION ITEM: ADJOURNMENT

15.1 Adjourn Meeting.

*Kathryn Dutton-Mitchell moved to Adjourn. Jason Delambre seconded the motion. CARRIED. 5 to 0.*



Board Chair



Board Secretary/Treasurer