



MINUTES

FPB Board Meeting

5:00 PM - Tuesday, September 21, 2021

Video-Teleconference

The Frankfort Plant Board met in FPB Board Meeting on Tuesday, September 21, 2021 at 5:00 PM in the Video-Teleconference.

ATTENDANCE:

Stephen Mason, Board Vice Chair
John Cubine, Board Chair
John Snyder, Board Member
Kathryn Dutton-Mitchell, 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
Scott Hudson, Electric Superintendent
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
Scott Stafford, Media Services Manager
Deron Rambo, Network Operations Center Director
Travis McCullar, Chief Electric Engineer
Jennifer Hellard, Purchasing Agent
Gary Zheng, General Manager
Nichell Brown, Human Resource Director
Shane Holt, Asst. Cable/Telecom Superintendent
David Columbia, Community Television Coordinator
Brian Bourne, Water Distribution Superintendent
State Journal

1.1 Consider Approval of the Minutes for the August 17, 2021 Board Meeting.

Dawn Hale moved to approve the Minutes for the August 17, 2021 Board Meeting. Stephen Mason seconded the motion.

CARRIED. 4 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

1.2 Consider Accepting minutes of May 10, 2021 Cable Advisory Committee

Stephen Mason moved to accept the minutes for the May 10, 2021 Cable Advisory Committee. Dawn Hale seconded the motion.

CARRIED. 4 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

2 ACTION ITEM: ACCEPT FINANCIALS

2.1 Consider Accepting Financials for Month Ending August 31, 2021.

Kathryn Dutton-Mitchell moved to accept the Financials for month ending August 30, 2021. Dawn Hale seconded the motion.

CARRIED. 4 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

3 INFORMATIONAL ITEM: PUBLIC COMMENT

3.1 None

4 INFORMATIONAL ITEM: DEPARTMENTAL REPORTS

- TELECOMMUNICATIONS

- **POTENTIAL OR AGREED UPON RELATED PARTY TRANSACTIONS**
None.
- **CUSTOMER SERVICE**
- **ELECTRIC DEPARTMENT**
- **SEPA**
- **KYMEA**
- **SAFETY**
- **WATER DISTRIBUTION**
- **WATER TREATMENT PLANT**
- **NETWORK OPERATIONS CENTER (NOC)**

5 ACTION ITEMS:

- 5.1 Consider Award of Bid Invitation #1724 for a Relay Enclosure and Battery Enclosure to Electrical Power Products, Inc. in the Amount of \$82,892. (Travis McCullar will discuss)**

Staff, with the help of consultants Patterson & Dewar Engineers, prepared an invitation for a relay enclosure and battery enclosure package. This invitation was distributed among potential vendors as well as publicly advertised. Vendors were allotted the option to bid on either enclosure individually or both simultaneously. In total, five bid responses were received, of which three were partial bids and two were full bids. Of all of the bids received, Electrical Power Products presented the lowest price for either enclosure, with acceptable lead times, and while meeting specifications. Following the review of all bids, staff recommends awarding to Electrical Power Products, Inc. in the amount of \$82,892 with a delivery time of 14 to 15 weeks.

These enclosures pertain to the ongoing 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 #1724 for a Relay Enclosure and Battery Enclosure to Electrical Power Products, Inc. in the Amount of \$82,892. Dawn Hale seconded the motion.

CARRIED. 3 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

- 5.2 Consider Award of Bid Invitation #1726 for 69kV Circuit Breakers to GE Grid Solutions, LLC in the Amount of \$70,650. (Travis McCullar will discuss)

Staff prepared an invitation for two substation class 69kV circuit breakers and distributed it among potential vendors. In total, two bid responses were received. Of the bids received, GE Grid Solutions presented both the lowest unit price and expected lead time, while meeting the required specification. After reviewing these bids, staff recommends awarding to GE Grid Solutions in the amount of \$70,650 with a delivery time of 18 to 22 weeks.

These circuit breakers pertain to the ongoing substation reconstruction efforts, as part of the T23 Replacement and the Replace T54 projects. This purchase is included in the 2021-2022 companywide capital additions budget, Page 17, Line Items 10 and 80. The amounts included in the budget for these projects are \$1,440,000 and \$2,328,000 respectively.

Kathryn Dutton-Mitchell moved to Award Bid Invitation #1726 for 69kV Circuit Breakers to GE Grid Solutions, LLC in the Amount of \$70,650. Stephen Mason seconded the motion.

CARRIED. 4 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

- 5.3 Consider Award of Bid Invitation #1729 – Price Contract for Bulk Fuel Delivery to Robinson Oil Company, Inc. (Leigh Ann Phillips will discuss)

FPB purchases bulk fuel for the fleet, power operated equipment, and the standby generators at our facilities. Fuel pricing is based on the terminal price (sometimes called rack price), applicable taxes and the vendor's markup/add on per gallon. The terminal price is what the vendor pays per gallon when they go to the fuel terminal to fill up their hauler tank. This pricing varies day to day based on the fuel market. FPB pays KY road tax but is exempt from the federal motor fuel excise tax (IRS Code Section 4221(a)(4)). Vendors bid with the understanding that they are locking in their add-on per gallon for the duration of the contract and not for a guaranteed quantity of fuel. The estimated gallons of fuel on the bid were based on what was purchased last fiscal year. The contract will be effective October 1, 2021 through June 30, 2023. The contract can be renewed for 12-month periods up to three times.

The bid invitation was sent to four vendors and two responses were received. After evaluating both bids, staff recommends awarding to Robinson Oil Co, Inc as they are the low bidder. Their add-on is \$0.04 per gallon on regular unleaded and diesel, and \$0.10 per gallon for off-road diesel.

Stephen Mason moved to Award Bid Invitation #1729 - Price Contract for Bulk Fuel Delivery to Robinson Oil Company, Inc. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 4 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.4 **Consider Award of Bid Invitation #1727 – PVC Conduit to Cape Electrical Supply in the amount of \$142,900.80. (Jennifer Hellard will discuss)**

Staff prepared a bid invitation for conduit. This item is kept in FPB's inventory and need to be replenished periodically. Orders for conduit depend on new development and replacement of bad or damaged conduit. The bid invitation was sent to eleven vendors and four responses were received. After evaluating all bids, staff recommends awarding to Cape Electrical Supply as they were the best bid meeting specifications. The quantity of conduit requested on this bid will be used for the Second Street TIGER project. The apparent low bidder had a longer lead time and based on the timeline provided by the City this would delay the next phase of the project.

Stephen Mason moved to Award Bid Invitation #1727 - PVC Conduit to Cape Electrical Supply in the Amount of \$142,900.80. Dawn Hale seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.5 **Consider Approving Cable Advisory Committee Appointment. (Harvey Couch will discuss)**

Staff recommends the Board appoint Sarah Lodmell to the Cable Advisory Committee with a term beginning September 22, 2021 through August 30, 2023. The appointment is needed to fill the vacancy left by Mr. Tommy Quarles, who was our student representative for the past two years. Ms. Lodmell is an 11th grader at Western Hills High School. As a reminder to the Board, Staff endeavors to rotate the student representative on the Committee between the three public high schools while seeking input from school leaders for potential student representatives.

Copies of the nominee's letter of interest and resume are included in the detail section.

John Snyder moved to Approve Cable Advisory Committee Appointment of Sarah Lodmell with a term beginning September 22, 2021 through August 30, 2023. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.6 **Consider Approving Agreement with Minerva Networks for App-Based Video Streaming Service. (Harvey Couch will discuss)**

Staff recommends approving the Minerva Networks YourTV Now Software as a Service (SaaS) agreement. Staff sent out an RFP seeking proposals for an App-Based Video Streaming Service on August 19th, 2021, and had five companies respond. A team of 5 staff members scored each of the company's proposals based on the RFP criteria. Upon review, staff recommends Minerva Networks to provide FPB with the App-Based Streaming Service.

Minerva has been in the video platform business for nearly 30 years. They have over 300 deployments serving more than 6 million subscribers. Minerva has

been involved with many FTTH projects comparable to FPB'S and has worked with several similarly sized cable companies, including Bardstow Cable. This approval will allow staff to complete the process of deploying Nextband Stream, FPB's App-based video offering. The Asst GM for Administration has reviewed the agreement and it meets with his approval.

Kathryn Dutton-Mitchell moved to Approve Agreement with Minerva Networks for App-Based Streaming Service. Dawn Hale seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.7 Consider Award of Contract for Community Solar Program Development with 1898&Co. (Travis McCullar to discuss)

In August staff issued a Request for Proposal (RFP) for a Community Solar Program Development project. The RFP was advertised locally, nationally through APPA and sent directly to potential vendors. No responses were received by the advertised deadline, and therefore no bidder was recommended for award.

Due to the unsuccessful competitive RFP process, staff engaged in contracting discussions directly with a vendor that has recently provided professional services to FPB. Discussions were held with 1898&Co regarding FPB's potential community solar project, and the submitted Statement of Work includes the agreed upon services to be performed. Services will include preliminary financial and engineering analysis that will guide FPB through early decision points. As the consultant develops options for consideration, staff will work in parallel with them to perform customer engagement activities.

A Community Solar study is included in the current electric budget. Pg. 24; Line 450; \$40,000. The staff attorney has reviewed the contract documents and they have met his approval.

Kathryn Dutton-Mitchell moved to Award Contract for Community Solar Program Development to 1891&Co. Dawn Hale seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>

John Cubine For
John Snyder For
Kathryn Dutton-Mitchell For

5.8 Consider Approval of an Amendment to Bluegrass Community Action Agreement. (Travis McCullar to discuss)

Last month, the Board approved an Agreement with Bluegrass Community Action to perform energy audits. Bluegrass has asked for a small amendment to the contract to specify their administrative fee. Staff asks that the Board approve the amended scope of work to reflect that Bluegrass' 5% administrative fee is inclusive of the total contract amount of \$40,000 and per customer limit of \$2,000.00.

John Snyder moved to Approve and Amendment to Bluegrass Coimmunity Action Agreement. Stephen Mason seconded the motion.

CARRIED. 5 to 0.

Dawn Hale For
Stephen Mason For
John Cubine For
John Snyder For
Kathryn Dutton-Mitchell For

5.9 Consider Approval of Pay Compensation Resolution. (John Cubine to discuss)

As part of the pay compensation plan, the Board approved a 2% cost of living increase this year. Inflation has continued to increase throughout this year and this trend is expected to continue. However, other reports indicate that this is a temporary condition related to market disruptions due to COVID and so inflation will revert to normal levels. Therefore, based on these circumstances and in order to compensate for these economic conditions, ask that the Board move to approve the resolution authorizing a one-time \$500.00 payment to all employees provided that inflation is 5% or greater in December of 2021 as forecasted by the Bureau of Labor Statistics. Thereafter, employees' pay shall revert to previously authorized levels, (i.e. this is not a continuing \$500.00 increase in pay, but only a one-time payment to mitigate current inflationary pressures).

Dawn Hale moved to approve a one (1) time payment to mitigate current inflationary pressures of \$500 net to be added to employees paychecks if the inflation rate is 5% or greater in December 2021 as forecasted by the Bureau of Labor Statistics to be paid on the first payroll in January 2022. Kathryn Dutton-Mitchell seconded. Mr. Snyder Amended the Motion to Amend the Resolution in the thrid line of paragraph to say \$500 net

income. Dawn Hale agreed with the Amendment. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.10 Consider Edit of Ethics Policy. (Hance Price to discuss)

Staff recently reviewed the Ethics Policy. As a SPGE, FPB is required to have a policy that contains provisions at least equal to that of the City. Staff seeks to add a time limit for forwarding complaints to the ethics committee. The suggested revision is on page 9 of the policy. The additional language is highlighted for consideration.

The Ethics Committee will acknowledge all sworn complaints to the complainant within ten (10) working days after the Committee receives the complaint. A complaint must be made with a signed statement made under penalty of perjury submitted to the Chair of the Ethics Committee, the FPB Board Chair, General Manager or Staff Attorney. Whoever receives the complaint shall forward it to the Ethics Committee within one working day after receipt. Within ten (10) working days the Ethics Committee shall forward a copy of the complaint and a general statement of the applicable law to the person alleged to have committed a violation of this Code of Ethics.

Staff asks the Board move to approve additional language requiring that a complaint is sent to the Ethics Committee within one working day after receipt.

Stephen Mason moved to Edit of the Ethics policy as highlighted above. John Snyder seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

5.11 Compensation Market Study. (Nichell Brown to discuss)

The Board requested Staff conduct an additional market pay study to ensure all Frankfort Plant Board positions were represented. Based on the results provided

by our compensation consultant, the Johanson Group, FPB's salaries are currently in line with the market. Staff does not recommend any additional pay increases.

No Action was taken.

6 INFORMATIONAL ITEMS:

6.1 Discussion regarding Covid Policy.

The Board and Staff discussed recent actions and proposed policies from the State and Federal governments regarding Covid. They further discussed incentives given by some entities as well as proposed OSHA rules regarding Covid vaccines.

7 INFORMATIONAL ITEM: GENERAL MANAGERS COMMENTS

7.1 Mr. Cubine discussed the need for board elections and Ms. Hale's term expiration and the Board Chair acting to sign checks in the absence of a Secretary/Treasurer in the interim from September 24 and the October 19, 2021 FPB Board meeting.

8 INFORMATIONAL ITEM: OLD & NEW BUSINESS

9 REQUEST PERMISSION TO HAVE CHAIR CALL FOR A CLOSED SESSION

9.1 Move to have the chair call a closed session pursuant to KRS 61.810(1)(c) to discuss pending litigation regarding insurance matter, real property matter, construction contractor matter and OSHA matter.

John Snyder moved to call a closed session pursuant to KRS 61.810(1)(c) to discuss pending litigation regarding an insurance matter, real property matter, construction contractor matter, and OSHA matter. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

10 CLOSED DOOR SESSION

10.1 Closed Door Session.

John Snyder moved to come out of closed session. Stephen Mason seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

11 ACTION ITEM: POSSIBLE ACTION REGARDING CLOSED DOOR DISCUSSION

11.1 Action Taken Regarding Closed Door Discussion for OSHA Matter.

John Snyder moved to allow Counsel to proceed in consultation with the General Manager and Board Chair to handle the OSHA matter as directed by the Board in closed session. Stephen Mason seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

11.2 Action Taken Regarding Closed Session Discussion of Construction Contractor Matter.

John Snyder moved to direct General Counsel to settle the case with the contractor for the amount specified in closed session. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

11.3 Action Taken Regarding Closed Door Discussion for Insurance Subrogation Matter.

John Snyder moved to direct General Counsel to settle the subrogation matter presented in closed session for the amount outlined in the closed session. Kathryn Dutton-Mitchell seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>

12 ACTION ITEM: ADJOURNMENT

12.1 Adjourn board meeting.

Kathryn Dutton-Mitchell moved to adjourn. Stephen Mason seconded the motion.

CARRIED. 5 to 0.

<i>Dawn Hale</i>	<i>For</i>
<i>Stephen Mason</i>	<i>For</i>
<i>John Cubine</i>	<i>For</i>
<i>John Snyder</i>	<i>For</i>
<i>Kathryn Dutton-Mitchell</i>	<i>For</i>



Board Chair



Board Secretary/Treasurer