

CLERKS DULY NOTIFIED..... NOVEMBER 11, 2015
AGENDA PACKAGES/CDS SENT TO MEMBERS NOVEMBER 11, 2015

MINUTES
FMPA BOARD OF DIRECTORS MEETING
FLORIDA MUNICIPAL POWER AGENCY
8553 COMMODITY CIRCLE
ORLANDO, FLORIDA
THURSDAY, NOVEMBER 19, 2015
9:30 A.M.

MEMBERS PRESENT Roland Davis, Alachua (via telephone)
Bruce Hickle, Bushnell
Lee Garner, Chattahoochee (via telephone)
Danny Williams, Clewiston (via telephone)
Fred Hilliard, Fort Meade (via telephone)
Clay Lindstrom, Fort Pierce
David Beaulieu, Gainesville (via telephone)
Bob Page, Green Cove Springs
Howard McKinnon, Havana
Barbara Quinones, Homestead
George Forbes, Jacksonville Beach
Lynne Tejada, Key West (via telephone)
Larry Mattern, Kissimmee
Alan Shaffer, Lakeland (via telephone)
Patrick Foster, Leesburg
Bill Conrad, Newberry
Sandra Wilson, Ocala (via telephone)
Claston Sunanon, Orlando
Donna Cooley, St. Cloud (via telephone)
Tom Ernharth, Starke
Randy Old, Vero Beach (via telephone)

OTHERS PRESENT Paul Jakubczak, Fort Pierce
Mike Perri, Fort Pierce
Grant Lacerte, Kissimmee
Michael Poucher, Ocala
David Anderson, Ocala
Russ Hissom, Baker Tilly
Craig Dunlap, Dunlap & Associates, Inc.
Steven Stein, nFront Consulting
Wayne Bertsch, Wilson & Associates
Tim Zorc, Indian River County Commissioner

STAFF PRESENT Nick Guarriello, General Manager and CEO
Fred Bryant, General Counsel
Jody Finklea, Assistant General Counsel and Manager of Legal Affairs
Frank Gaffney, Assistant General Manager, Power Resources
Mark McCain, Assistant General Manager, Member Services, Human Resources and Public Relations
Mark Larson, Assistant General Manager, Finance and Information Technology and CFO
Sue Utley, Executive Asst./Asst. Secy. to the Board
Michelle Pisarri, Power Resources Secretary II
Carol Chinn, Regulatory Compliance Officer
Tom Richards, Executive Consultant
Sharon Adams, Human Resources/Administrative Services Manager
Ed Nunez, Assistant Treasury Manager/Debt

ITEM 1 - CALL TO ORDER, ROLL CALL AND DECLARATION OF QUORUM

Chairman Bill Conrad, Newberry, called the Board of Directors meeting to order at 9:30 a.m. on Thursday, November 19, 2015, in the Board Room at Florida Municipal Power Agency, 8553 Commodity Circle, Orlando, Florida. The roll was taken and a quorum was declared with 21 members present representing 36.5 votes out of a possible 48.5.

ITEM 2 – RECOGNITION OF GUESTS

Chairman Conrad introduced Russ Hissom from Baker Tilly.

ITEM 3 – PUBLIC COMMENTS (Individual Public Comments Limited to 3 Minutes)

None.

ITEM 4 – SET AGENDA (by vote)

MOTION: Howard McKinnon, Havana, moved approval of the agenda as presented. Barbara Quiñones, Homestead, seconded the motion. Motion carried 36.5 – 0.

ITEM 5 – REPORT FROM THE GENERAL MANAGER

Mr. Guarriello reported that the Crystal River 3 settlement closing was held October 29 and 30, 2015. All Cities have received their settlement payment amounts and the Decommissioning Trust Fund was turned over to Duke Energy Florida.

Mr. Guarriello also reported on the upcoming Management Development Program for calendar year 2016.

ITEM 6 – CONSENT AGENDA

- a. Approval of Minutes – Minutes of meeting held September 17, 2015 and October 22, 2015
- b. Approval of the Projects' Financials as of September 30, 2015
- c. Approval of the Treasury Reports as of September 30, 2015

MOTION: Lee Garner, Chattahoochee, moved approval of the Consent Agenda as presented. Sandra Wilson, Ocala, seconded the motion. Motion carried 36.5 – 0.

ITEM 7 – ACTION ITEMS

a. Approval of Municipal Financial Disclosure Policy and Procedures

MOTION: Lee Garner, Chattahoochee, moved approval of the municipal finance disclosure policy (to be inserted as a new section 4.11 of the Debt Risk Management Policy), replace the second bullet of section 6.2 in the Debt Risk Management Policy with language that states: "Continuing Disclosure: as provided for in Section 4.11 and in accordance with duly approved Municipal Finance Disclosure Procedures," and move approval of the associated municipal finance disclosure procedures as presented. Howard McKinnon, Havana, seconded the motion. Motion carried 36.5 – 0.

ITEM 8 – INFORMATION ITEMS

a. Status of the St. Lucie Project Interest Rate Swap

Ed Nunez presented the status of the St. Lucie Project Interest Rate Swap.

b. Procedure to Fill Pending General Manager Vacancy

Chairman Bill Conrad led a discussion on the procedure to fill the future General Manager vacancy. It was the consensus of the Board to hold a workshop on December 16, 2015, with an outside facilitator.

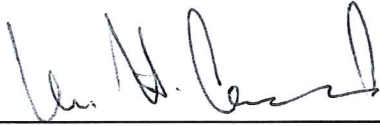
ITEM 9 – MEMBER COMMENTS

Randy Old, Vero Beach, suggested FMPA have their outside employment attorney comment on the Board's decision to not negotiate a contract with Fred Bryant, General Counsel. It was agreed that Nicholas Guarriello would get a letter from FMPA's employment attorney.

There was a discussion on the due date for the letter of intent in participating in an FMPA community solar project.

ITEM 10 – ADJOURNMENT

There being no further business, the meeting was adjourned at 10:36 a.m.



Bill Conrad
Chairman, Board of Directors



Lynne Tejeda
Secretary

Approved: December 17, 2015

BC/LT/su

Seal

