

CLERKS DULY NOTIFIED.....DECEMBER 9, 2015  
AGENDA PACKAGES/CDS SENT TO MEMBERS .....DECEMBER 9, 2015

**MINUTES**  
**FMPA BOARD OF DIRECTORS MEETING**  
**FLORIDA MUNICIPAL POWER AGENCY**  
**8553 COMMODITY CIRCLE**  
**ORLANDO, FLORIDA**  
**THURSDAY, DECEMBER 17, 2015**  
**10:15 A.M.**

**MEMBERS PRESENT** Bruce Hickle, Bushnell (via telephone)  
Clay Lindstrom, Fort Pierce  
Dave Beaulieu, Gainesville (via telephone)  
Bob Page, Green Cove Springs (via telephone)  
Howard McKinnon, Havana  
Barbara Quinones, Homestead  
Allen Putnam, Jacksonville Beach  
Lynne Tejada, Key West  
Larry Mattern, Kissimmee  
Alan Shaffer, Lakeland (via telephone)  
Patrick Foster, Leesburg  
Bill Conrad, Newberry  
Sandra Wilson, Ocala (via telephone)  
Claston Sunanon, Orlando  
Tom Ernharth, Starke (via telephone)  
Randy Old, Vero Beach

**OTHERS PRESENT** Paul Jakubczak, Fort Pierce  
Mike Perri, Fort Pierce  
George Forbes, Jacksonville Beach  
Joe Hostetler, Kissimmee  
Grant Lacerte, Kissimmee  
Michael Poucher, Ocala  
David Anderson, Ocala  
Sylvia Dunlap, Dunlap & Associates, Inc.  
Craig Dunlap, Dunlap & Associates, Inc.  
Donna Painter, nFront Consulting  
Wayne Bertsch, Wilson & Assoc.  
Tim Zorc, Indian River County Commission

**STAFF PRESENT** Nick Guarriello, General Manager and CEO (via telephone)  
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  
Rick Minch, Controller  
Janet Davis, Treasury Manager  
Ed Nunez, Assistant Treasurer/Debt  
Rich Popp, Contract Compliance Audit and Risk Manager

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

Chairman Bill Conrad, Newberry, called the Board of Directors meeting to order at 10:36 a.m. on Thursday, December 17, 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 15 members present representing 28.5 27.5 votes out of a possible 48.5.

### **ITEM 2 – Recognition of Guests**

None

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

None

### **ITEM 4 – SET AGENDA (by vote)**

Chairman Bill Conrad, Newberry, amended the agenda by adding item 5.5 – Remarks from the Chairman.

**MOTION:** Patrick Foster, Leesburg, moved approval of the agenda as amended. Howard McKinnon, Havana, seconded the motion. Motion carried 28.5 – 0.

### **ITEM 5 – REPORT FROM THE GENERAL MANAGER**

Nicholas Guarriello reported on the following items:

- 1) Very Beach Mayor Jay Kramer emailed to ask about FMPA's transparency. A response was sent to Mayor Kramer. The email exchange was sent to the Board and Alternates on December 21, 2015.
- 2) Recognition for FMPA staff for their generous giving this past year. FMPA Staff donated \$1,000 to the Russell Home for Atypical Children, \$4,715 to purchase gifts for 60 children living in foster care, volunteered at a battered women's shelter, contributed \$450 to purchase the Christmas tree in the lobby and provided the decorations.

- 3) At the Board workshop yesterday with Carl Mycoff, there was consensus to send out a Request for Proposals similar to the one that was in the November 19<sup>th</sup> agenda package.

### **ADDED ITEM 5.5 – REPORT FROM THE CHAIRMAN**

Chairman Conrad wanted to talk about the workshop held yesterday in the search for the General Manager. He was disappointed in the turnout but said those that were there had a lively discussion and consensus in several areas like what kind of a Manager the Board is looking for and the process for finding one.

One of the things there was consensus on was that the Board should have a parallel track in the search by having an in-house committee as well as putting out an RFP for a search firm to assist the Board with the process.

Under the By-Laws the Chairman can appoint a Search Committee and it's the Chairman's intention to ask the Board Officers if they will constitute a Search Committee, there are 5 Board Officers. Lynne Tejeda, Key West, is an Officer on both the Board and the Executive Committee and, in addition, include a couple of other cities, for a total of 6 or 7 on the Search Committee.

FMPA staff will put out an RFP and maybe by the next meeting the Search Committee will have some search firm proposals to bring back before the Board and see if any of the responders suits the Board's needs for a search firm.

Chairman Conrad felt it was a great workshop and is looking forward to a good process and a lot of good thinking about not only who the Board is going to hire but what kind of Agency we want FMPA to be and who's going to take FMPA there.

Chairman Conrad thanked those who participated in the workshop on December 16, 2015.

### **ITEM 6 – Consent Agenda**

- a. Approval of Minutes – Board of Directors Meeting Held November 19, 2015 and Joint Board of Directors and Executive Committee Workshop Held October 22, 2015
- b. Approval of the Projects' Financials as of October 31, 2015
- c. Approval of the Treasury Reports as of October 31, 2015
- d. Approval of the Consent to Co-Location of Solar Facilities for the Stanton Energy Center

Patrick Foster, Leesburg, requested item 6d – Approval of the Consent to Co-Location of Solar Facilities for the Stanton Energy Center be moved to Action Item 7c for discussion.

**MOTION:** Patrick Foster, Leesburg, moved approval of the Consent Agenda as amended. Allen Putnam, Jacksonville Beach, seconded the motion. Motion carried 28.5 – 0.

## **ITEM 7 – ACTION ITEMS**

### **a. Approval of Authorization of APPA PowerPAC to Contact FMPA Board Members and FMPA Senior Staff**

Nicholas Guarriello explained that in order for APPA to be able to contact Board members and FMPA senior staff, the Board has to consent to being contacted. We do this every five years. The General Counsel's office gave their approval that this is in accordance with State and Federal laws.

**MOTION:** Allen Putnam, Jacksonville Beach, moved approval to execute and return the Consent form authorizing APPA PowerPAC to contact FMPA Board members and FMPA senior employees regarding membership through 2020. Larry Mattern, Kissimmee, seconded the motion. Motion carried 28.5 – 0.

### **b. Approval of Approval of the St. Lucie Audit Report for 2013-2014**

**MOTION:** Allen Putnam, Jacksonville Beach, moved approval of the St. Lucie Audit Report for 2013-2014. Howard McKinnon, Havana, seconded the motion. Motion carried 28.5 – 0.

### **c. Item 6d – Approval of the Consent to Co-Location of Solar Facilities for the Stanton Energy Center was moved to Action Item 7c**

Discussion and questions about this item ensued.

**MOTION:** Larry Mattern, Kissimmee, moved approval of the Consent to Co-Location of Solar Facilities for the Stanton Energy Center. Howard McKinnon, Havana, seconded the motion.

Further discussion ensued.

**MOTION:** Patrick Foster, Leesburg, moved to table the motion until the following meeting. Motion failed for lack of a second.

The motion was called. A roll call vote was taken and passed 27.5 – 0, Gainesville was not present for the vote.

## **ITEM 8 – INFORMATION ITEMS**

### **a. 2015 Member Services Satisfaction Survey Report**

Sharon Smeenk, Member Services Manager, reported on the Member Satisfaction Survey report in the agenda package.

**b. Results of Trustee RFP**

Ed Nunez, Assistant Treasurer / Debt, reported on the results FMPA received for the Trustee Request for Proposals.

**c. Results of Solicitation of Interest in an FMPA Solar PV Project**


Michele Jackson, System Planning Manager, reported on the interest of FMPA members and ARP members who are interested in participation in an FMPA solar PV project. Ms. Jackson presented early calculations of the costs and impact of the project. This item will be brought back to the Board at the next meeting.

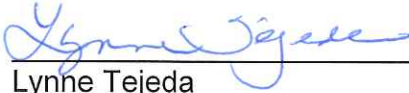
**ITEM 9 – MEMBER COMMENTS**

None

**ITEM 10 – ADJOURNMENT**

There being no further business, the meeting was adjourned at 11:44 a.m.

  
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Bill Conrad  
Chairman, Board of Directors

  
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Lynne Tejeda  
Secretary

Approved: January 21, 2016

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