

**COLE & MOORE, P.S.C.**  
ATTORNEYS AT LAW  
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January 19, 2017

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FRANK R. GOAD

William J. Ray, P.E.

Superintendent  
Glasgow Electric Plant Board  
100 Mallory Drive  
P. O. Box 1809  
Glasgow, KY 42142-1809

RE: Glasgow Electric Plant Board

Dear Billy:

I write to confirm my conversation with both you and Jeff Herbert concerning retaining the legal services of this firm to represent the separate interests Norma Redford, Jeff Harned, and Cheryl Ambach, as members of this board, in the present controversy with the Glasgow City Commission. Specifically, the effort of some members of the city commission to remove them as members of the Glasgow Electric Plant Board.

They serve as members duly appointed in accordance with KRS 96.760(2) and are subject to removal only for cause.

This firm will provide legal services for the hourly rate of \$200.00 for attorneys and \$75.00 for paralegals. There will certainly be a significant number of documents to consider and organize. I would propose a quarterly billing. Certainly we would bill in accordance with any form you might require.

This firm will undertake this representation as above stated and under the direction of both you and the three board members. Our firm's legal services will be limited to this matter.

Very truly yours,

COLE & MOORE, P.S.C.



John David Cole

JDC/rf

ACCEPTED this \_\_\_ day of January, 2017.

\_\_\_\_\_  
William J. Ray, Superintendent

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January 20, 2017

T. Richard Alexander, II  
Richardson Gardner & Alexander  
117 East Washington Street  
Glasgow, KY 42141-2696

RE: Glasgow Electric Plant Board

Dear Rich:

As you are aware, we represent Norma Redford, Jeff Harned, and Cheryl Ambach and the Glasgow Electric Plant Board. We have been advised that the Glasgow City Council will consider separate resolutions to remove our clients from their positions as board members of the Glasgow Electric Plant Board. Please accept this correspondence as our position on the process that must be followed if the City Council proceeds in considering these resolutions.

KRS 96.760(2) is the applicable removal statute. It only permits removal of Electric Plant Board members for cause. Specifically, removal may only be contemplated by the City Council for an individual board member's "inefficiency, neglect of duty, misfeasance, nonfeasance, or malfeasance in office." Any resolution that you draft should include this specific statutory language. In addition, if these matters are to proceed to an eventual vote of the City Council, we request the following on behalf of our clients: (1) that they be provided with specific allegations of their claimed inefficiency, neglect of duty, misfeasance, nonfeasance, or malfeasance in office within 15 days of this correspondence; (2) that they each be afforded 15 days to respond to the allegations made against them in writing; and (3) that the City Council then set three separate due process hearings for the charges to be prosecuted and for our clients to present their defenses.

At the conclusion of these due process hearings, should the City Council vote to remove any of our clients, then we would anticipate the filing of an immediate action in the Barren Circuit Court to restrain such removal and to allow the Court to consider any appeal that may be appropriate.

Because our clients may only be removed from their positions for statutory cause, Kentucky law requires that they be afforded the due process procedures outlined above. For example, in Todd v. Dunlap, 99 Ky. 449, 36 S.W. 541, 545 (1896), the Court held: "Where the officer is appointed for a fixed term, and removable only for cause, he can be

removed only upon charges, notice and an opportunity to be heard." In addition, in Henderson v. Lane, 202 Ky. 610, 260 S.W. 361, 362 (1924), the Court held: "Where, as here, an officer holds for a fixed term, and is removable only for cause, it is essential to a valid removal that the charges be legally sufficient, that the incumbent have notice thereof and an opportunity to defend, and that there be some evidence tending to support the charges." The Court continued as follows: "By evidence is meant something of substance and relevant consequence, and not vague, uncertain or irrelevant matter not carrying the quality of proof, or having fitness to induce conviction." Id. at 364. It should be noted that in Henderson, the Court reversed the proposed removal due to lack of evidence to support the charge. Id.

As a matter of fundamental fairness, if the City Council is determined to proceed with removal votes, our clients are first entitled as a matter of law to know the specific allegations being brought against them under the removal statute. They are then entitled to respond to any such allegations and there must be separate due process hearings to allow a full presentation of the case and the defense. If these due process procedures are not provided, the matter will not be legally supported and will be subject to reversal on appeal in a court of competent jurisdiction.

Our clients have complied with their oaths of office and have not done anything to warrant their removal under KRS 96.760(2). Their actions have been approved by the TVA and they should be permitted to serve out their terms. They have valid defenses to any removal allegations that may be pursued and they are prepared to challenge any such action as indicated above.

Please advise your client of this correspondence and let us know if you would like to discuss this further.

Very truly yours,

H. Jefferson Herbert, Jr.  
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135 N. Public Square  
Glasgow, KY 42141-2811

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John David Cole  
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JDC/rf  
c: Mayor Dick Doty