

KENTUCKY POWER COMPANY
Board of Directors
January 22, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 22nd day of January, 2014 at 10:30 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: M. C. McCullough
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$16,113,000 are approved.


The Chairman stated that it would be desirable for the Company's Board to consider the following officer change.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, to elect Frederick S. Travis as Assistant Controller effective January 22, 2014.

Kentucky Power Company
January 22, 2014
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: January 22, 2014

Time: 10:30 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak*
Venita McCellon-Allen*
Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Sandra S. Bennett*
Michael H. Carlson*
Jeffrey D. Cross*
Lonni L. Dieck
Steven H. Ferguson*
Ginger R. Hartman
Dale E. Heydlauff
Ryan L. Houk
Richard A. Kuntz
Daniel V. Lee
Richard E. Munczinski
Barbara D. Radous
Carla E. Simpson*
Julia A. Sloat

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
January 2014
(000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total	
TP2011028	01/08/14	Smith/Pauley/Barton	Distribution: Elkhorn City, KY; Haysi, VA; Grundy, VA; Clintwood. VA - Bluefield-Pikeville System Improvements	*	\$0	\$1,630	\$1,630
000020312	01/09/14	Lee/Pauley	Generation: Mitchell Plant - Cooling Tower Blow Down (CTBD) - Phase 1		\$0	\$923	\$923
KMLFALFCI	12/26/13	Lee/Patton/Pauley/McCullough/Power/Akins	Generation: Mitchell Plant - Mitchell New Long Term CCR Landfill - Phase 3	*	\$19,987	\$10,409	\$30,397
TP2009138	12/17/13	Smith/Patton/Barton/Akins	Generation: Moundsville WV - Kammer Area 345kV & 138 kV Improvements - Phase 3	*	\$1,614	\$0	\$1,614
TP2012026	01/07/14	Smith/Pauley	Transmission: Dorton, KY - Install 138kV Circuit Breakers at Dorton Station	*	\$0	\$1,641	\$1,641
TP2011028	01/08/14	Smith/Pauley/Barton	Transmission: Elkhorn City, KY; Haysi, VA; Grundy, VA; Clintwood. VA - Bluefield-Pikeville System Improvements	*	\$0	\$1,510	\$1,510
Total for Kentucky Power Company					\$21,601	\$16,113	\$37,714

* See One Page Summary

Note: Requested amounts are in the forecast. Amounts may not foot due to rounding.

KENTUCKY POWER COMPANY
Board of Directors
February 26, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 26th day of February, 2014 at 3:00 p.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: L. M. Barton and D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$14.866 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the capital surplus of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day, and further

RESOLVED, that a dividend of \$75,000,000 out of Paid-in-Capital be, and the same hereby is, declared out of the capital surplus of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

Kentucky Power Company
February 26, 2014
Page 2

After thorough discussion, upon motion duly made and seconded, it was
unanimously

RESOLVED, that requisitions in the net amount of \$676,000 are
approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: February 26, 2014

Time: 3:00 p.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Paul Chodak*
Venita McCellon-Allen*
Charles R. Patton*
Wade Smith*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Pamela S. Flemming
Q. Shane Lies
Richard E. Munczinski
Barbara D. Radous
Craig T. Rhoades
Albert Ruocco
Carla E. Simpson*
Julia A. Sloat
Ranie K. Wohnhas*

Charles E. Zebula (joined the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

**Monthly Report of Improvement Requisitions
 Approved for
 Kentucky Power Company
 February 2014
 (000's)**

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
TP1010502	02/12/14	Smith/Pauley	Transmission: Louisa, KY - Busseyville Station Upgrades	\$0	\$628	\$628
TO2015EST	02/05/14	Smith/Pauley	Transmission: New Albany, OH - Transmission Operations (TOps) East Improvements Program	\$0	\$48	\$48
Total for Kentucky Power Company				\$0	\$676	\$676

* See One Page Summary
 Note: Requested amounts are in the forecast. Amounts may not foot due to rounding.

KENTUCKY POWER COMPANY
Board of Directors
March 24, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 24th day of March, 2014 at 9:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: D. M. Feinberg, L. L. Hillebrand and M. C. McCullough
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$25,000,000 out of Paid-in-Capital be, and the same hereby is, declared out of the capital surplus of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was
unanimously

RESOLVED, that requisitions in the net amount of \$9,882,000 are approved.

Kentucky Power Company
March 24, 2014
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: March 24, 2014

Time: 9:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak*
Venita McCellon-Allen*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Christian T. Beam
Sandra S. Bennett*
Pamela S. Flemming
Ron K. Ford*
Dale E. Heydlauff
Daniel V. Lee
Michael J. Mercier - APCo
Richard E. Munczinski
Michael A. Rozsa
Julia A. Sloat
Kevin H. Stogran
Ranie K. Wohnhas*
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 March, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
MLU2ESP15	03/18/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula	GEN - Moundsville, WV - Mitchell Unit 2 ESP Upgrade	*	\$0	\$1,933	\$1,933
MLPU2HPRH	03/18/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula	GEN - Moundsville, W.V. - Mitchell Unit 2 HP/1st RH and 2nd RH Turbine Inspection		\$0	\$1,535	\$1,535
MLU2LPBLD	03/18/2014	Daniel V Lee, Gregory G Pauley	GEN - Moundsville, W.V. - Purchase and install replacement blades for spare LP rotors	*	\$0	\$1,956	\$1,956
MLCPNGPWR	03/18/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula, Brian X Tierney	GEN - Moundsville, WV - Coping Power Installation	*	\$0	\$4,459	\$4,459
Total for Kentucky Power Company					\$0	\$9,882	\$9,882

* See One Page Summary

*Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
April 25, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 25th day of April, 2014 at 10:15 a.m.

Directors Present: N. K. Akins
L. M. Barton
L. L. Hillebrand
M. C. McCullough
B. X. Tierney
D. E. Welch

Absent: D. M. Feinberg & R. P. Powers
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$24,262,000 are approved.

The Chairman stated that as the directors of the Company had been elected to serve for the ensuing year pursuant to an Action by Written Consent in Lieu of Annual Meeting of the Shareholders dated April 1, 2014, it was in order to proceed with the election of officers. The names of the following persons were then placed in nomination for the offices set opposite their respective names.

Nicholas K. Akins	Chairman of the Board & Chief Executive Officer
Gregory G. Pauley	President & Chief Operating Officer
Lisa M. Barton	Vice President
Lana L. Hillebrand	Vice President

Kentucky Power Company
April 25, 2014
Page 2

Michael S. Isenberg	Vice President
Jeffrey D. LaFleur	Vice President-Generation Assets
Timothy K. Light	Vice President
Mark C. McCullough	Vice President
Marguerite C. Mills	Vice President
Robert P. Powers	Vice President
Mark A. Pyle	Vice President-Tax
Andrew B. Reis	Vice President
Julia A. Sloat	Vice President & Treasurer
Scott N. Smith	Vice President
Brian X. Tierney	Vice President & Chief Financial Officer
Dennis E. Welch	Vice President
Joseph M. Buonaiuto	Chief Accounting Officer & Controller
David M. Feinberg	Secretary
F. Scott Travis	Assistant Controller
Julie Williams	Assistant Controller
Thomas G. Berkemeyer	Assistant Secretary
Jeffrey D. Cross	Assistant Secretary
Renee V. Hawkins	Assistant Treasurer

After discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that the persons nominated as officers of the Company, whose names are listed immediately above in these minutes, be, and they hereby are, duly elected to the offices in the Company set opposite their respective names, to serve for the ensuing year or until their respective successors are duly elected and qualified.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: April 25, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Lana L. Hillebrand
Mark C. McCullough
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Venita McCellon-Allen*
Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*

Other Management

Sandra S. Bennett*
Lonni L. Dieck
James H. Garrett
Matthew P. Gauss
Dale E. Heydlauff
Matthew D. Kyle*
Daniel V. Lee
Richard E. Munczinski
Craig T. Rhoades
Albert Ruocco*
John J. Scalzo*
Carla E. Simpson*
Julia A. Sloat
Joel B. Trad*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 April, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
000021297	03/27/2014	Daniel V Lee, Gregory G Pauley, Mark C McCullough, Robert P Powers, Nicholas K Akins	Generation - Louisa, Kentucky - Big Sandy Unit 1 - Natural Gas Conversion Phases 1&2	*	\$0	\$24,262	\$24,262
Total for Kentucky Power Company					\$0	\$24,262	\$24,262

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
May 20, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 20th day of May, 2014 at 10:00 a.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: L. M. Barton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$14.866 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the capital surplus of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day, and further

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$4,100,000 are approved.

Kentucky Power Company
May 20, 2014
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: May 20, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

J. Stuart Solomon*
Pablo A. Vegas

Other Management

Sandra S. Bennett*
Lonni L. Dieck
Ronald K. Ford*
Matthew P. Gauss
Joel P. Gebbie*
Dale E. Heydlauff
David A. Lucas*
Richard E. Munczinski
Barbara D. Radous
Craig T. Rhoades
Albert Ruocco
John J. Scalzo*
Julia A. Sloat
Ranie K. Wohnhas*
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 May, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
MLCNNRRUN	05/13/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula	GEN - Moundsville, WV - Mitchell Plant - Conner Run Impoundment Management	*	\$0	\$3,272	\$3,272
TA2012109	05/12/2014	Scott N Smith, Gregory G Pauley	DISTR - Various Locations, KY - Kentucky Transmission Line Replacement & Refurbishment Program	*	\$0	\$0	\$0
TA2012109	05/12/2014	Scott N Smith, Gregory G Pauley	TRANS - Various Locations, KY - Kentucky Transmission Line Replacement & Refurbishment Program	*	\$2,536	\$828	\$3,364
Total for Kentucky Power Company					\$2,536	\$4,100	\$6,635

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
June 20, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 20th day of June, 2014 at 1:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.


Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$1,921,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: June 20, 2014

Time: 1:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand*
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

J. Stuart Solomon*

Other Management

Sandra S. Bennett*
Lonni L. Dieck
Steven H. Ferguson*
Ronald K. Ford*
Matthew P. Gauss
David A. Lucas*
Richard E. Munczinski
Michael A. Rozsa
Ram Sastry
Gary O. Spitznogle
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 June, 2014
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
DR14K01A0	06/12/2014	Gregory G Pauley	Distribution - Knott county, KY - Softshell Beckham tie line	\$0	\$891	\$891
DR14K0005	06/12/2014	Gregory G Pauley	DISTR - Louisa KY - Louisa Station retirement	\$0	\$1,030	\$1,030
Total for Kentucky Power Company				\$0	\$1,921	\$1,921

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
July 22, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 22nd day of July, 2014 at 2:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: L. L. Hillebrand
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Jeffrey D. Cross, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$6,631,000 are approved.

The Chairman outlined one or more proposed master leasing agreements, including the amendment and restatement of the Company's existing master leasing agreements (collectively, "Agreement"), between Bank of America or an affiliate thereof or one or more trust companies, banks, insurance companies or other financial institutions, as Lessor, and this Company, as Lessee. He stated that such Agreement would establish a lease line to cover automotive equipment, mobile material handling equipment, communications equipment, office furniture, computers and computer software, office machines, reproduction machines, other office equipment and any other property agreed to by Lessor and Lessee, provided that the aggregate unamortized value of equipment (i) leased by Lessor to Lessee and (ii) leased by Lessee under any other current or future Agreement shall not exceed \$30,000,000.

Kentucky Power Company
July 22, 2014
Page 2

Thereupon, after discussion, on motion duly made and seconded, it was
unanimously

RESOLVED, that the terms and provisions of the proposed Agreement between this Company, as Lessee, and one or more trust companies, banks, insurance companies or other financial institutions, as Lessor, providing for the terms under which new and used equipment consisting of automotive equipment, communications equipment, office furniture, computers and computer software, office machines, reproduction machines, other office equipment and any other property agreed to by Lessor and Lessee may be leased by this Company from said Lessor, be and the same hereby are in all respects approved, that (i) the President, the Chief Financial Officer, the Treasurer or any Assistant Treasurer of the Company or (ii) any Executive Vice President of American Electric Power Service Corporation ("Authorized Persons"), be, and each of them hereby is, authorized to execute and deliver in the name and on behalf of this Company one or more Agreements in such form as shall be approved by the officer executing the same, such execution to be conclusive evidence of such approval; and further

RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized to lease such equipment as they in their discretion may determine, under the terms of such Agreements; and further

RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized to execute and deliver in the name and on behalf of this Company such amendments to said Agreements as they, or any one of them, shall deem desirable; and further

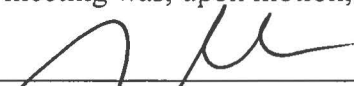
RESOLVED, to the extent that any equipment to be placed under said Agreements represents used equipment owned by this Company, that the Authorized Persons be, and each of them hereby is, authorized to sell such equipment to Lessor for such price as they in their discretion may determine; and further

RESOLVED, that the Authorized Persons, and any other persons who are so authorized by the Authorized Persons be, and each of them hereby is, authorized to execute and deliver such individual leases, documents and other instruments as they or any of them shall deem necessary and desirable in connection with the leasing of equipment under said Agreements and to do all such other acts and things that in their judgment may be necessary or desirable for the purpose of carrying out the foregoing resolutions; and further

RESOLVED, that the officers of this Company be, and they hereby are, authorized to seek, on behalf of this Company, any regulatory approvals or consents or take any other action pertaining to regulatory matters that in their judgment and on the advice of counsel may be necessary or desirable in connection with the aforesaid Agreements.

Kentucky Power Company
July 22, 2014
Page 3

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: July 22, 2014

Time: 2:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak
Venita McCellon-Allen*
Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Sandra S. Bennett*
Lonni L. Dieck
Matthew P. Gauss
Joel P. Gebbie*
Ronda L. Johns*
Richard E. Munczinski
Barbara D. Radous
Craig T. Rhoades
Alberto Ruocco
John J. Scalzo*
Julia A. Sloat
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Jeffrey D. Cross

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 July, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TP1410501	07/14/2014	Scott N Smith, Gregory G Pauley	Transmission - McRoberts County, KY - T/KP/Dorton Area Sag Studies		\$0	\$1,911	\$1,911
REGRTU	07/16/2014	Operating Company Presidents , Timothy K Light, Daniel V Lee, Alberto G Ruocco, Alberto G Ruocco	APP_SYS_SW - 1 Riverside Plaza, Columbus Ohio - Regulated RTU Modernization Program	*	\$0	\$298	\$298
MLU0CTBD	07/15/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula	GEN - Moundsville, West Virginia - Mitchell Unit 0 - Cooling Tower Blow Down (CTBD)	*	\$0	\$4,422	\$4,422
Total for Kentucky Power Company					\$0	\$6,631	\$6,631

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
August 28, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 28th day of August, 2014 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: L. L. Hillebrand
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$69.376 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of retained earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day, and further

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the negative net amount of (\$61,000) are approved.

Kentucky Power Company
August 28, 2014
Page 2

The Chairman stated that it would be desirable for the Company's Board to consider the following officer changes.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, to elect Eric J. James as Vice President effective September 1, 2014; and further

RESOLVED, to elect Julie A. Sherwood as Vice President effective September 1, 2014.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: August 28, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak*
Gregory G. Pauley*
Wade Smith
Pablo A. Vegas

Other Management

Steven D. Baker*
John C. Crespo
Lonni L. Dieck
Matthew P. Gauss
Joel P. Gebbie*
Ginger Hartman*
Roger L. Heslep*
Jessica Mazzone
Brenda Meyers*
Richard E. Munczinski
Barbara D. Radous
Alberto Ruocco
David P. Sartin*
Julia A. Sloat
Judith Talavera

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 August, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
IDOPLEASE	08/11/2014	Operating Company Presidents , Alberto G Ruocco, Lana L. Hillebrand	APP_SYS_SW - Various - Integrated Distr Operations Program (IDOP) Hardware Lease-EXPEDITED		\$0	\$67	\$67
TA2010100	08/05/2014	Operating Company Presidents , Scott N Smith, Lisa M Barton, Nicholas K Akins	DISTR - Various Locations - Transmission Line Refurbishment/Replacement Program	*	\$0	\$0	\$0
TA2010100	08/05/2014	Operating Company Presidents , Scott N Smith, Lisa M Barton, Nicholas K Akins	TRANS - Various Locations - Transmission Line Refurbishment/Replacement Program	*	\$1,488	-\$128	\$1,361
Total for Kentucky Power Company					\$1,488	-\$61	\$1,427

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
September 25, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 25th day of September, 2014 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

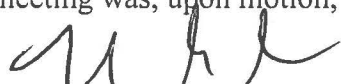
Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$1,379,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: September 25, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough*
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Charles R. Patton*
Gregory G. Pauley*

Other Management

Sandra Bennett*
John C. Crespo
Lonni L. Dieck
Steven H. Ferguson*
Ronald K. Ford*
Matthew P. Gauss
Joel P. Gebbie*
John D. Harper*
Dale E. Heydlauff
Todd P. Ireland
David A. Lucas*
Barbara D. Radous
Alberto Ruocco
Ranie K. Wohnhas*
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 September, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
INTDISTOP	08/28/2014	Operating Company Presidents , Alberto G Ruocco, Lana L. Hillebrand, Nicholas K Akins	APP_SYS_SW - 1 Riverside Plaza, Columbus, Ohio - Integrated Distribution Operations Program	*	\$507	\$618	\$1,125
FLTRQBKT	09/15/2014	Operating Company Presidents , Brian X Tierney, Lisa M Barton, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2015 Fleet Refinance Lease Blanket	*	\$0	\$265	\$265
TA2010119	08/25/2014	Operating Company Presidents , Scott N Smith, Lisa M Barton, Nicholas K Akins	TRANS - Various Locations - Transco EHV Equipment Replacement Program	*	\$0	\$495	\$495
Total for Kentucky Power Company					\$507	\$1,379	\$1,885

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
October 27, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 27th day of October, 2014 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$4,816,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: October 27, 2014

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Company Presidents

Pablo A. Vegas

Other Management

Traci Bellis*
Sandra Bennett*
John C. Crespo
Jeffrey D. Cross*
Lonni L. Dieck
Steven L. Fate*
Steven H. Ferguson*
Matthew P. Gauss
Dale E. Heydlauff
Ajay Kumar
Richard E. Munczinski
Barbara D. Radous
Alberto Ruocco
Toby L. Thomas (joining the 2nd part of the meeting only, for the non-regulated companies)
Ranie K Wohnhas*
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 October, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TP2012001	10/17/2014	Scott N Smith, Gregory G Pauley	TRANS - Pikeville, KY - Cedar Creek Station Improvements	*	\$0	\$1,520	\$1,520
FLTRALBKT	10/09/2014	Operating Company Presidents , Brian X Tierney, Lisa M Barton, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2015 Fleet Replacement Lease Blanket	*	\$0	\$3,296	\$3,296
Total for Kentucky Power Company					\$0	\$4,816	\$4,816

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
November 17, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 17th day of November, 2014 at 10:00 a.m.

Directors Present: N. K. Akins
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: L. M. Barton & D. M. Feinberg
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$14.866 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of retained earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day, and further

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: November 17, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*

Other Management

Sandra Bennett*
Jeffrey D. Cross
Selwyn Dias*
Matthew P. Gauss
Ginger Hartman*
Dale E. Heydlauff
David A. Lucas*
Franz Messner
Barbara D. Radous
Craig T. Rhoades
Alberto Ruocco
Ram Sastry
John J. Scalzo*
Julia A. Sloat

Thomas G. Berkemeyer

*Participated by phone

KENTUCKY POWER COMPANY
Board of Directors
December 18, 2014

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 18th day of December, 2014 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

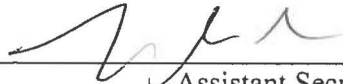
Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions and Capital Blankets, Lease Blankets and Annual Programs for 2015 were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously.

RESOLVED, that requisitions in the net amount of \$19,425,000 and Capital Blankets, Lease Blankets and Annual Programs for 2015 are approved

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: December 18, 2014

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Paul Chodak*
Venita McCellon-Allen*
Charles R. Patton*
Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Sandra Bennett*
Jeffrey D. Cross*
Lonni L. Dieck*
Matthew P. Gauss
Joel P. Gebbie*
Ginger Hartman*
Dale E. Heydlauff
Jeffry S. Parlet
Barbara D. Radous
Craig T. Rhoades
Alberto Ruocco
Julia A. Sloat
Charles E. Zebula (joining the 2nd part of the meeting only, for the non-regulated companies)

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 December, 2014
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
HAVDATCTR	12/17/2014		APP_SYS_SW - 1 Riverside Plaza, Columbus, Ohio - High Availability Data Center	*	\$0	\$1,827	\$1,827
TP2011063	12/08/2014	Scott N Smith, Gregory G Pauley	DISTR - Hazard Station: Hazard, Kentucky - Hazard, Vicco, Beaver Creek - Station Improvements	*	\$0	\$2,405	\$2,405
TP2011063	12/08/2014	Scott N Smith, Gregory G Pauley	TRANS - Hazard Station: Hazard, Kentucky - Hazard, Vicco, Beaver Creek - Station Improvements	*	\$0	\$2,090	\$2,090
MLCNTRLUP	11/24/2014	Daniel V Lee, Gregory G Pauley, Charles E Zebula, Brian X Tierney	GEN - Moundsville, WV - Mitchell Control System Upgrade	*	\$0	\$3,313	\$3,313
PPBKYPKO	12/09/2014	Daniel V Lee, Gregory G Pauley, Mark C McCullough, Robert P Powers	GEN - Kentucky Power Generating Facilities - 2014 Generation Kentucky Power Production Plant Blanket	*	\$0	\$9,789	\$9,789
Total for Kentucky Power Company					\$0	\$19,425	\$19,425

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
January 22, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 22nd day of January, 2015 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

There was a general discussion of the affairs of the Company.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP REGULATED SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: January 22, 2015

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Gregory G. Pauley*
Wade Smith*
Pablo A. Vegas

Other Management

Sandra Bennett*
Jeffrey D. Cross*
Lonni L. Dieck
Matthew P. Gauss
Roger Heslep*
Dale E. Heydlauff
Q. Shane Lies*
Richard E. Munczinski
Barbara D. Radous
Alberto Ruocco
Dave P. Sartin*
Carla Simpson*
Julia A. Sloat
Leigh Anne Strahler*

Thomas G. Berkemeyer

*Participated by phone

KENTUCKY POWER COMPANY
Board of Directors
February 25, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 25th day of February, 2015 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Andrew B. Reis and Joseph M. Buonaiuto provided an update on the audits of the utility subsidiaries, and discussed three identified significant deficiencies in internal control over financial reporting.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

Kentucky Power Company
February 25, 2015
Page 2

RESOLVED, that requisitions in the net amount of \$9,895,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 February, 2015
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
DISTPGMKY	01/30/2015	Gregory G Pauley, Robert P Powers	DISTR - Various Locations - 2014 Annual Programs		\$0	\$2,843	\$2,843
GENPLTCAP	02/16/2015	Operating Company Presidents , Dennis E Welch, Robert P Powers	FACIL - Various - 2014 General Capital Plant Blanket	*	\$0	\$148	\$148
TREESKY	02/16/2015	Gregory G Pauley, Robert P Powers	DISTR - Various - Forestry T&D Widening - KPCO	*	\$0	\$3,901	\$3,901
TREESKY	02/16/2015	Gregory G Pauley, Robert P Powers	TRANS - Various - Forestry T&D Widening - KPCO	*	\$0	\$645	\$645
TA2012102	02/10/2015	Operating Company Presidents , Scott N Smith, Lisa M Barton, Nicholas K Akins	DISTR - Various - Purchase/Rebuild Major Spare Transmission Equipment	*	\$0	\$0	\$0
TA2012102	02/10/2015	Operating Company Presidents , Scott N Smith, Lisa M Barton, Nicholas K Akins	TRANS - Various - Purchase/Rebuild Major Spare Transmission Equipment	*	\$1,101	\$2,358	\$3,460
Total for Kentucky Power Company					\$1,101	\$9,895	\$10,996

* See One Page Summary
 Note: Requested amounts are in the Forecast.

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: February 25, 2015

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Venita McCellon-Allen*
Wade Smith
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Alecia Austin
Sandra Bennett*
Joseph Buonaiuto
Selwyn Dias
Lonni L. Dieck
Ronald K. Ford*
Matthew P. Gauss
Joel P. Gebbie*
Ginger Hartman*
Q. Shane Lies*
David A. Lucas*
Richard E. Munczinski
Barbara D. Radous
Andrew B. Reis
Alberto Ruocco
John D. Scalzo*
Julia A. Sloat
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

KENTUCKY POWER COMPANY
Board of Directors
March 30, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 30th day of March, 2015 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Absent: L. L. Hillebrand
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$9,192,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: March 30, 2015

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton*
David M. Feinberg
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Venita McCellon-Allen*
Charles R. Patton*
Gregory G. Pauley*
Wade Smith
J. Stuart Solomon*
Pablo A. Vegas*

Other Management

Sandra Bennett*
Lonni L. Dieck
Bruce Evans*
Ronald K. Ford*
Matthew P. Gauss
Joel P. Gebbie*
Ginger Hartman*
Dale E. Heydlauff
Richard E. Munczinski
Barbara D. Radous
Craig T. Rhoades
Alberto Ruocco
Julia A. Sloat
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 March, 2015
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
000020961	03/09/2015	Gregory G Pauley	Asset Reliabili - Hazard, KY - Collier/Rockhouse - Smoot Creek Tie		\$0	\$600	\$600
000023796	03/11/2015	Gregory G Pauley	Distribution - Ashland, KY - Alley Branch Improvements		\$0	\$622	\$622
BS2DCOM15	03/23/2015	Daniel V Lee, Gregory G Pauley	Generation - Louisa, KY - Big Sandy Unit 2 Decommissioning	*	\$0	\$7,228	\$7,228
FLTADDBKT	03/20/2015	Operating Company Presidents , Alberto G Ruocco, Alberto G Ruocco, Daniel V Lee, Scott N Smith, Brian X Tierney, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2015 Fleet Additional Lease Blanket	*	\$0	\$233	\$233
MLUREAPGM	03/20/2015	Daniel V Lee, Gregory G Pauley, Charles R Patton	GEN - Moundsville, WV - Mitchell Urea Condensate Piping Replacement		\$0	\$508	\$508
Total for Kentucky Power Company					\$0	\$9,192	\$9,192

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
April 23, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 23rd day of April, 2015 at 10:10 a.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
B. X. Tierney

Absent: L. M. Barton, R. P. Powers and D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$542,000 are approved.

The Chairman stated that as the directors of the Company had been elected to serve for the ensuing year pursuant to an Action by Written Consent in Lieu of Annual Meeting of the Shareholders dated April 1, 2015, it was in order to proceed with the election of officers. The names of the following persons were then placed in nomination for the offices set opposite their respective names.

Nicholas K. Akins	Chairman of the Board & Chief Executive Officer
Gregory G. Pauley	President & Chief Operating Officer
Lisa M. Barton	Vice President
Lana L. Hillebrand	Vice President
Eric J. James	Vice President

Kentucky Power Company
April 23, 2015
Page 2

Jeffrey D. LaFleur	Vice President-Generation Assets
Timothy K. Light	Vice President
Mark C. McCullough	Vice President
Marguerite C. Mills	Vice President
Charles R. Patton	Vice President
Robert P. Powers	Vice President
Mark A. Pyle	Vice President-Tax
Julie A. Sherwood	Vice President
Julia A. Sloat	Vice President & Treasurer
Scott N. Smith	Vice President
Brian X. Tierney	Vice President & Chief Financial Officer
Dennis E. Welch	Vice President
Joseph M. Buonaiuto	Chief Accounting Officer & Controller
David M. Feinberg	Secretary
F. Scott Travis	Assistant Controller
Julie Williams	Assistant Controller
Thomas G. Berkemeyer	Assistant Secretary
Jeffrey D. Cross	Assistant Secretary
Renee V. Hawkins	Assistant Treasurer

After discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that the persons nominated as officers of the Company, whose names are listed immediately above in these minutes, be, and they hereby are, duly elected to the offices in the Company set opposite their respective names, to serve for the ensuing year or until their respective successors are duly elected and qualified.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: April 23, 2015

Time: 10:10 a.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Stuart Solomon*

Other Management

Sandra Bennett*
Jeffrey D. Cross*
Lonni L. Dieck
Steven H. Ferguson*
Ronald K. Ford*
Dale E. Heydlauff
Mark W. Lloyd*
Richard E. Munczinski
Barbara D. Radous
Craig T. Rhoades
John A. Rogness*
Alberto G. Ruocco
Julia A. Sloat
Karen L. Sloneker*
Leigh Ann Strahler*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
April, 2015
(000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TP2013037	04/07/2015	Scott N Smith, Gregory G Pauley, Charles R Patton	DISTR - Clintwood, VA - Fremont 138kV Station Improvements	*	\$0	\$0	\$0
TP2013037	04/07/2015	Scott N Smith, Gregory G Pauley, Charles R Patton	TRANS - Clintwood, VA - Fremont 138kV Station Improvements	*	\$0	\$542	\$542
FLTMMHBKT	04/09/2015	Operating Company Presidents , Daniel V Lee, Brian X Tierney, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2014 Mobile Material Handling Lease Blanket	*	\$0	\$0	\$0
Total for Kentucky Power Company					\$0	\$542	\$542

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
May 21, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 21st day of May, 2015 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: L. L. Hillebrand & D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

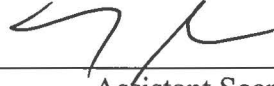
Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$1,277,000 are approved.

Kentucky Power Company
May 21, 2015
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: May 21, 2015

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton*
David M. Feinberg
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Charles R. Patton
Gregory G. Pauley*
Wade Smith
Stuart Solomon*

Other Management

Jeffrey D. Cross*
Selwyn J. Dias
Lonni L. Dieck
Bruce Evans*
Matthew P. Gauss
Q. Shane Lies*
Dale E. Heydlauff
Jeffry S. Parlet
Barbara D. Radous
Craig T. Rhoades
Alberto Ruocco
John J. Scalzo*
Julia A. Sloat*
Leigh Anne Strahler*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 May, 2015
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
ML1IDFANS	05/05/2015	Daniel V Lee, Charles R Patton, Gregory G Pauley	GEN - Moundsville, WV - Mitchell U1 Fan 1 ID Fan Hubs/Blades	\$0	\$1,277	\$1,277
Total for Kentucky Power Company				\$0	\$1,277	\$1,277

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
June 24, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 24th day of June, 2015 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: D. E. Welch
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

There was a general discussion of the affairs of the Company.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: June 24, 2015

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Charles R. Patton*
Gregory G. Pauley*
Wade Smith*
J. Stuart Solomon*

Other Management

Sandra Bennett*
Jeffrey D. Cross*
Selwyn Dias
Lonni L. Dieck
Matthew W. Forshey
Q. Shane Lies*
David A. Lucas*
Richard E. Munczinski
Alberto Ruocco
Julia A. Sloat
Leigh Anne Strahler*
Thomas G. Berkemeyer

*Participated by phone

KENTUCKY POWER COMPANY
Board of Directors
July 21, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 21st day of July, 2015 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney
D. E. Welch

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

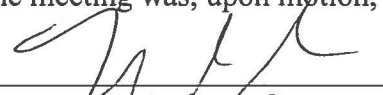
Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously.

RESOLVED, that requisitions in the net amount of \$1,216,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: July 21, 2015

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Scott N. Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak*
Charles R. Patton*
Gregory G. Pauley*
J. Stuart Solomon*

Other Management

Sandra Bennett*
Selwyn Dias
Lonni L. Dieck
Ron K. Ford*
Dale E. Heydlauf
Q. Shane Lies*
Richard E. Munczinski
Andrew B. Reis
Craig T. Rhoades
Teresa P. Rogers
Alberto G. Ruocco
Leigh Anne Strahler*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
July, 2015
(000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
TP2012057	07/08/2015	Scott N Smith, Gregory G Pauley	DISTR - Beckham, KY - Beckham Station Breakers	\$0	\$1,216	\$1,216
TP2012057	07/08/2015	Scott N Smith, Gregory G Pauley	TRANS - Beckham, KY - Beckham Station Breakers	\$0	\$0	\$0
Total for Kentucky Power Company				\$0	\$1,216	\$1,216

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
August 28, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 28th day of August, 2015 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
B. X. Tierney
D. E. Welch

Absent: R. P. Powers
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$34,811,000 are approved.

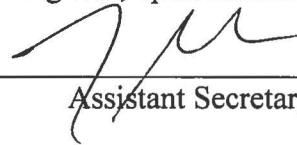
Kentucky Power Company
August 28, 2015
Page 2

The Chairman stated that it would be desirable for the Company's Board to consider the following officer change.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, to elect Wade Smith as Vice President effective August 28, 2015

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: August 28, 2015

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Wade Smith
Brian X. Tierney
Dennis E. Welch

Presidents & COOs

Paul Chodak
Bruce Evans*
Gregory G. Pauley*
Pablo A. Vegas

Other Management

Sandra Bennett*
Lonni L. Dieck
Greg A. Filipkowski
Q. Shane Lies*
David A. Lucas*
Julie A. Nickrand
Craig T. Rhoades
David P. Sartin
Julia A. Sloat
Leigh Anne Strahler*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
August, 2015
(000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
000021297	08/18/2015	Daniel V Lee, Gregory G Pauley, Mark C McCullough, Robert P Powers, Nicholas K Akins	Generation - Louisa, Kentucky - Big Sandy Unit 1 - Natural Gas Conversion Phases 1&2	*	\$24,262	\$30,711	\$54,973
FLTMMHBKT	07/28/2015	Operating Company Presidents , Lisa M Barton, Daniel V Lee, Brian X Tierney, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2015 Mobile Material Handling Lease Blanket		\$0	\$0	\$0
KYVVO2012	08/14/2015	Gregory G Pauley, Robert P Powers	DISTR - Various locations in Kentucky Power area - Kentucky Volt/VAR Optimization	*	\$13,782	\$2,898	\$16,679
KYVVO2012	08/14/2015	Gregory G Pauley, Robert P Powers	TRANS - Various locations in Kentucky Power area - Kentucky Volt/VAR Optimization	*	\$754	\$367	\$1,121
DP15K0005	08/17/2015	Gregory G Pauley	DISTR - Pikeville, KY - Raccoon Station - Land Purchase		\$0	\$836	\$836
Total for Kentucky Power Company					\$38,798	\$34,811	\$73,609

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
September 24, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 24th day of September, 2015 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
R. P. Powers
B. X. Tierney

Absent: M. C. McCullough
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$269,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: September 24, 2015

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Robert P. Powers
Wade Smith
Brian X. Tierney

Presidents & COOs

Bruce Evans*
Gregory G. Pauley*
Charles Patton*
Pablo A. Vegas

Other Management

Christian T. Beam
Sandra Bennett*
Lonni L. Dieck
Steven H. Ferguson*
Dale E. Heydlauff
Q. Shane Lies*
David A. Lucas*
Richard E. Munczinski
Bruce D. Pecci
Andrew B. Reis
David P. Sartin*
Julia A. Sloat
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 September, 2015
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
ML12IDHUB	08/31/2015	Daniel V Lee, Gregory G Pauley, Charles R Patton	GEN - Moundsville, WV - Mitchell Unit 1- #12 ID Fan Hub Replacement	\$0	\$269	\$269
Total for Kentucky Power Company				\$0	\$269	\$269

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
October 20, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 20th day of October, 2015 at 2:00 p.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: L. M. Barton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$3,598,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: November 18, 2015

Time: 10:00 a.m.

Directors

David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
Wade Smith

Presidents & COOs

Venita McCellon-Allen*
Gregory G. Pauley*
Charles Patton*
J. Stuart Solomon*

Other Management

Douglas Adams
Sandra Bennett*
Lonni L. Dieck
Ron Ford*
Ginger R. Hartman*
Dale E. Heydlauff
David A. Lucas*
Scott P. Moore
Andrew B. Reis
Craig T. Rhoades
Alberto G. Ruocco
Julia A. Sloat
Gary O. Spitznogle

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
October, 2015
(000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
FLTROLBKT	09/21/2015	Operating Company Presidents , Scott N Smith, Brian X Tierney, Mark C McCullough, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2016 Fleet Refinance Lease Blanket	*	\$0	\$48	\$48
MFDR	10/12/2015	Operating Company Presidents , A Wade Smith, Lana L. Hillebrand	FACIL - Various locations - AEP Enterprise Multifunctional Device Replacement Program	*	\$195	\$31	\$226
TA2015042	09/28/2015	A Wade Smith, Gregory G Pauley	DISTR - Various Facilities in KY - KYTC Asset Replacement & Refurbishment	*	\$0	\$0	\$0
TA2015042	09/28/2015	A Wade Smith, Gregory G Pauley	TRANS - Various Facilities in KY - KYTC Asset Replacement & Refurbishment	*	\$0	\$2,202	\$2,202
TP2011028	10/12/2015	A Wade Smith, Gregory G Pauley, Charles R Patton, Lisa M Barton, Nicholas K Akins	DISTR - Elkhorn City, KY; Haysi, VA; Grundy, VA; Clintwood, VA - Bluefield-Pikeville System Improvements	*	\$1,630	\$64	\$1,694
TP2011028	10/12/2015	A Wade Smith, Gregory G Pauley, Charles R Patton, Lisa M Barton, Nicholas K Akins	TRANS - Elkhorn City, KY; Haysi, VA; Grundy, VA; Clintwood, VA - Bluefield-Pikeville System Improvements	*	\$1,510	\$853	\$2,362

MLPU2HPRH	09/30/2015	Daniel V Lee, Charles R Patton, Gregory G Pauley	GEN - Moundsville, W.V. - Mitchell Unit 2 HP/1st RH and 2nd RH Turbine Inspection	*	\$1,535	\$401	Item No. 136 Attachment 1 Page 76 of 157
Total for Kentucky Power Company					\$4,870	\$3,598	\$8,468

* See One Page Summary

Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
November 18, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 18th day of November, 2015 at 10:00 a.m.

Directors Present: D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers

Absent: N. K. Akins, L. M. Barton and B. X. Tierney
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Robert P. Powers, Vice President of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was
unanimously

RESOLVED, that requisitions in the net amount of \$50,835,000 are
approved.

Kentucky Power Company
November 18, 2015
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: November 18, 2015

Time: 10:00 a.m.

Directors

David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
Wade Smith

Presidents & COOs

Venita McCellon-Allen*
Gregory G. Pauley*
Charles Patton*
J. Stuart Solomon*

Other Management

Douglas Adams
Sandra Bennett*
Lonni L. Dieck
Ron Ford*
Ginger R. Hartman*
Dale E. Heydlauff
David A. Lucas*
Scott P. Moore
Andrew B. Reis
Craig T. Rhoades
Alberto G. Ruocco
Julia A. Sloat
Gary O. Spitznogle

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 November, 2015
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
000021883	11/03/2015	Gregory G Pauley	Distribution - Prestonsburg, KY - Replace Spacer Cable - Prestonsburg \ City Circuit		\$0	\$659	\$659
TA2014068	10/22/2015	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	DISTR - Kentucky Service Territory - NERC Physical Security - KY	*	\$0	\$0	\$0
TA2014068	10/22/2015	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	TRANS - Kentucky Service Territory - NERC Physical Security - KY	*	\$0	\$8,175	\$8,175
TP2010152	11/05/2015	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	TRANS - Louisa & Lawrence County, Kentucky - Baker 765/345 kV Transformer Addition	*	\$457	\$87	\$544
TP2010115	11/09/2015	A Wade Smith, Charles R Patton, Gregory G Pauley	TRANS - Kimper, KY - Johns Creek & Stone Area Improvements	*	\$0	\$2,553	\$2,553
MLCNTRLUP	11/01/2015	Daniel V Lee, Gregory G Pauley, Charles R Patton	GEN - Moundsville, WV - Mitchell Control System Upgrade	*	\$3,313	\$500	\$3,814
DISTPGMKY	11/10/2015	Gregory G Pauley, Robert P Powers	DISTR - Various Locations - Kentucky Power 2015 Distribution Annual Programs		\$0	\$4,318	\$4,318

TA2015702	10/27/2015	A Wade Smith, Gregory G Pauley	DISTR - Various Locations in Kentucky - Transmission Asset Replacement/Refurbishment Program - KYPCo	*	\$0	\$0	\$0
TA2015702	10/27/2015	A Wade Smith, Gregory G Pauley	TRANS - Various Locations in Kentucky - Transmission Asset Replacement/Refurbishment Program - KYPCo	*	\$0	\$13,590	\$13,590
TRANBLKKY	11/05/2015	A Wade Smith, Gregory G Pauley, Robert P Powers	DISTR - Kentucky - 2015 Transmission Capital Blanket - KyPCo		\$0	\$0	\$0
TRANBLKKY	11/05/2015	A Wade Smith, Gregory G Pauley, Robert P Powers	TRANS - Kentucky - 2015 Transmission Capital Blanket - KyPCo		\$0	\$3,769	\$3,769
PPBKYPKO	11/10/2015	Daniel V Lee, Gregory G Pauley, Mark C McCullough, Robert P Powers	GEN - Kentucky Power Generating Facilities - Generation Kentucky Power Production Plant Blanket 2015		\$0	\$17,184	\$17,184
Total for Kentucky Power Company					\$3,770	\$50,835	\$54,605

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
December 17, 2015

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 17th day of December, 2015 at 4:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
R. P. Powers
B. X. Tierney

Absent: M. C. McCullough
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

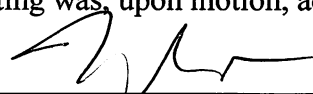
RESOLVED, that requisitions in the net amount of \$7,592,000 and Capital Blankets, Lease Blankets and Annual Programs for 2016 are approved.

The Chairman stated that it would be desirable for the Company's Board to consider the following officer change.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, to elect William E. Johnson as Assistant Secretary, effective December 17, 2015.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: December 18, 2015

Time: 4:00 p.m.

Directors

Nicholas K. Akins*
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Robert P. Powers
Wade Smith
Brian X. Tierney

Presidents & COOs

Bruce Evans*
Gregory G. Pauley*
J. Stuart Solomon*
Pablo A. Vegas*

Other Management

Sandra Bennett*
Lonni L. Dieck
Steven H. Ferguson*
Joel P. Gebbie*
Ginger R. Hartman*
Thomas L. Kirkpatrick
Daniel V. Lee
Q. Shane Lies*
David A. Lucas*
Richard E. Munczinski
Alberto G. Ruocco
Julia A. Sloat
Leigh Anne Strahler*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 December, 2015
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
TREESKY	12/01/2015	Gregory G Pauley, Robert P Powers	DISTR - Various Locations - 2015 Transmission and Distribution Forestry Program	\$0	\$4,708	\$4,708
TREESKY	12/01/2015	Gregory G Pauley, Robert P Powers	TRANS - Various Locations - 2015 Transmission and Distribution Forestry Program	\$0	\$756	\$756
FLTRALBKT	12/07/2015	Operating Company Presidents , Scott N Smith, Daniel V Lee, Brian X Tierney, Lana L. Hillebrand, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2016 Fleet Replacement Lease Blanket	\$0	\$1,544	\$1,544
GENPLTCAP	12/01/2015	Operating Company Presidents , A Wade Smith, Lana L. Hillebrand, Robert P Powers	FACIL - Various - 2015 General Capital Plant Blanket	\$0	\$584	\$584
Total for Kentucky Power Company				\$0	\$7,592	\$7,592

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
January 21, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 21st day of January, 2016 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$637,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: January 21, 2016

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
Wade Smith*
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Bruce Evans*
Gregory G. Pauley*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Lonni L. Dieck
Steven H. Ferguson*
Ginger R. Hartman*
Dale E. Heydlauff
Mark W. Lloyd*
David A. Lucas*
Richard E. Munczinski
Stanley E. Partlow
Andrew B. Reis
Julia A. Sloat
David R. Standley
Leigh Anne Strahler*
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 January, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
DR14K01A0	01/12/2016	Gregory G Pauley	Distribution - Knott County, KY - Softshell Beckham Tie Line		\$891	\$246	\$1,136
TP2012104	01/13/2016	A Wade Smith, Gregory G Pauley, Pablo A Vegas, Lisa M Barton, Nicholas K Akins	TRANS - Various Locations - Portsmouth Area SCADA Installations	*	\$0	\$285	\$285
ML12IDHUB	01/07/2016	Daniel V Lee, Charles R Patton, Gregory G Pauley	GEN - Moundsville, WV - Mitchell Unit 1- #12 ID Fan Hub Replacement		\$269	\$106	\$376
Total for Kentucky Power Company					\$1,160	\$637	\$1,797

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
February 25, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 25th day of February, 2016 at 3:00 p.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney (via phone)

Absent: L. M. Barton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$3,689,000 are approved and Capital Blankets, Lease Blankets and Annual Programs for 2016 are approved as revised.

Kentucky Power Company
February 25, 2016
Page 2

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: February 25, 2016

Time: 3:00 p.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
Wade Smith
Brian X. Tierney*

Presidents & COOs

Venita McCellon-Allen*
Bruce Evans*
Gregory G. Pauley*
J. Stuart Solomon*
Pablo A. Vegas*

Other Management

Lonni L. Dieck
Ginger R. Hartman*
Ronda L. Johns*
Mark W. Lloyd*
Richard E. Munczinski
Stanley E. Partlow
Andrew B. Reis
Alberto G. Ruocco
Julia A. Sloat
David R. Standley
Leigh Anne Strahler*
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 February, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
ML1VC16P	01/28/2016	Steven H Ferguson, Daniel V Lee, Charles R Patton, Gregory G Pauley	GEN - Moundsville, WV - Mitchell Unit 1 3rd Layer SCR Catalyst Layer Replacement	*	\$0	\$1,682	\$1,682
TP2015085	02/11/2016	A Wade Smith, Gregory G Pauley, Pablo A Vegas	TRANS - Huntington & Guyandotte, WV and Proctorville, OH - North Proctorville 138 kV Breakers	*	\$0	\$0	\$0
MLCPNGPWR	02/01/2016	Steven H Ferguson, Daniel V Lee, Gregory G Pauley, Charles R Patton, Mark C McCullough	GEN - Moundsville, WV - Coping Power Installation	*	\$4,459	\$1,019	\$5,477
TECHCBKT	02/15/2016		TCOMM - Various - 2015 Information Technology Capital Blanket		\$0	\$988	\$988
Total for Kentucky Power Company					\$4,459	\$3,689	\$8,148

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
March 28, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 28th day of March, 2016 at 9:30 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand (via phone)
R. P. Powers
B. X. Tierney

Absent: M. C. McCullough
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$7,472,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: March 28, 2016

Time: 9:30 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand*
Robert P. Powers
Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Bruce Evans*
Gregory G. Pauley*
J. Stuart Solomon*
Pablo A. Vegas

Other Management

Lonni L. Dieck
Joel P. Gebbie*
Ginger R. Hartman*
Dale E. Heydlauff
Daniel V. Lee
David A. Lucas*
Alberto G. Ruocco
Julia A. Sloat
Leigh Anne Strahler*
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 March, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TA2013212	03/10/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton	DISTR - Kentucky - Telecom Upgrades - Conversion KPCo	*	\$3,095	\$4,756	\$7,851
TA2013212	03/10/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton	TRANS - Kentucky - Telecom Upgrades - Conversion KPCo	*	\$1,096	\$2,716	\$3,812
Total for Kentucky Power Company					\$4,192	\$7,472	\$11,664

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY

Actions by Written Consent in Lieu of the Annual Meeting of the Sole Shareholder

Pursuant to Section 271B.7-040(1) of the Kentucky Business Corporation Act, and in lieu of the annual meeting of the shareholders of **Kentucky Power Company** (the "Company") for such purposes, the undersigned, being the sole shareholder of the Company does hereby waive all requirements as to notice of such meeting and hereby takes and authorizes by Written Consent each and all of the following actions:

ELECTION OF DIRECTORS:


RESOLVED, that the following named persons are hereby elected as Directors of the Company:

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
Brian X. Tierney

The sole shareholder has signed this Action to be effective as of the date indicated below, and this Action by Written Consent shall be filed in the minute book of this Company.

Date: April 1, 2016

American Electric Power Company, Inc.



Thomas G. Berkemeyer
Assistant Secretary

KENTUCKY POWER COMPANY
Board of Directors
April 26, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 28th day of April, 2016 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$1,853,000 are approved.

The Chairman stated that as the directors of the Company had been elected to serve for the ensuing year pursuant to an Action by Written Consent in Lieu of Annual Meeting of the Shareholders dated April 1, 2016, it was in order to proceed with the election of officers. The names of the following persons were then placed in nomination for the offices set opposite their respective names.

Nicholas K. Akins	Chairman of the Board & Chief Executive Officer
Gregory G. Pauley	President & Chief Operating Officer
Lisa M. Barton	Vice President
Lonni L. Dieck	Vice President & Treasurer (effective May 3, 2016)
Lana L. Hillebrand	Vice President
Eric J. James	Vice President

Kentucky Power Company
April 26, 2016
Page 2

Jeffrey D. LaFleur	Vice President-Generation Assets
Timothy K. Light	Vice President
Mark C. McCullough	Vice President
Marguerite C. Mills	Vice President
Charles R. Patton	Vice President
Robert P. Powers	Vice President
Mark A. Pyle	Vice President-Tax
Julie A. Sherwood	Vice President
Julia A. Sloat	Vice President & Treasurer (through May 2, 2016)
A. Wade Smith	Vice President
Scott N. Smith	Vice President
Brian X. Tierney	Vice President & Chief Financial Officer
Joseph M. Buonaiuto	Chief Accounting Officer & Controller
David M. Feinberg	Secretary
F. Scott Travis	Assistant Controller
Julie Williams	Assistant Controller
Thomas G. Berkemeyer	Assistant Secretary
William E. Johnson	Assistant Secretary
Renee V. Hawkins	Assistant Treasurer

After discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that the persons nominated as officers of the Company, whose names are listed immediately above in these minutes, be, and they hereby are, duly elected to the offices in the Company set opposite their respective names, to serve for the ensuing year or until their respective successors are duly elected and qualified.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: April 26, 2016

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Bruce Evans*
Charles Patton*
Julia A. Sloat

Other Management

Sandra Bennett
Lonni L. Dieck
Steven L. Fate*
Joel P. Gebbie*
Dale E. Heydlauff
David A. Lucas*
Mark W. Moor
Richard E. Munczinski
Craig T. Rhoades
Oliver J. Sever
David R. Standley
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 April, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
DP14K04B0	03/28/2016	Gregory G Pauley	Distribution - Prestonsburg, KY - Prestonsburg Station - Upgrade Bus Regulators		\$0	\$835	\$835
DX16K01A0	03/29/2016	Gregory G Pauley	Distribution - Salyersville, KY - Falcon Station - Mountain Parkway PPR		\$0	\$996	\$996
FLTMMHBKT	04/07/2016	Operating Company Presidents , Daniel V Lee, Brian X Tierney, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2016 Mobile Material Handling Lease Blanket	*	\$0	\$0	\$0
TO2017EST	04/18/2016	Operating Company Presidents , A Wade Smith	TRANS - Ohio, Virginia, West Virginia, Indiana, Kentucky - Transmission Operations (TOps) East Improvements Program	*	\$0	\$22	\$22
Total for Kentucky Power Company					\$0	\$1,853	\$1,853

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
May 26, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 26th day of May, 2016 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$17,396,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: May 26, 2016

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith *
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Paul Chodak*
M. Bruce Evans*
Gregory G. Pauley*

Other Management

Patrick J. Collins
Selwyn Dias
Marc A. Feeney
Julie L. Hackerott* (PSO)
Ginger R. Hartman*
Renee V. Hawkins
Q. Shane Lies*
David A. Lucas*
Richard E. Munczinski
Andrew B. Reis
Craig T. Rhoades
Oliver J. Sever
Leigh Anne Strahler*
Judith E. Talavera*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 May, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
BS2DCOM15	05/03/2016	Daniel V Lee, Gregory G Pauley, Mark C McCullough	Generation - Louisa, KY - Big Sandy Decommissioning	*	\$7,228	\$11,255	\$18,482
BSPPBS312	05/12/2016	Daniel V Lee, Gregory G Pauley	Generation - Louisa, KY - Big Sandy Unit 0 CCR Well Installs		\$0	\$761	\$761
DR14K0003	05/03/2016	Gregory G Pauley	DISTR - Haddix, KY - Haddix Station - Add 3rd Feeder		\$0	\$1,589	\$1,589
TP2013121	05/11/2016	A Wade Smith, A Wade Smith, Charles R Patton, Gregory G Pauley, Lisa M Barton	DISTR - Cattlesburg, KY - Chadwick Station Improvements	*	\$0	\$0	\$0
TP2013121	05/11/2016	A Wade Smith, A Wade Smith, Charles R Patton, Gregory G Pauley, Lisa M Barton	TRANS - Cattlesburg, KY - Chadwick Station Improvements	*	\$0	\$3,178	\$3,178
COGNOS	05/11/2016	Operating Company Presidents, Alberto G Ruocco, A Wade Smith, Lana L. Hillebrand	APP_SYS_SW - 1 Riverside Plaza, Columbus, Ohio - Enterprise Reporting Cognos	*	\$0	\$614	\$614
Total for Kentucky Power Company					\$7,228	\$17,396	\$24,624

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
June 29, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 29th day of June, 2016 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$3,270,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: June 29, 2016

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Charles Patton*
Julia A. Sloat
Judith E. Talavera*

Other Management

Kellie M. Conklin
Lonni L. Dieck
Bruce Evans
Steven L. Fate*
Joel P. Gebbie*
Dale E. Heydlauff
David A. Lucas*
Craig T. Rhoades
Alberto Ruocco
Oliver J. Sever
David R. Standley
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 June, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TA2015710	05/25/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	DISTR - Various Areas Kentucky - Telecom Modernization Program: Kentucky	*	\$0	\$1,393	\$1,393
TA2015710	05/25/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	TRANS - Various Areas Kentucky - Telecom Modernization Program: Kentucky	*	\$0	\$1,422	\$1,422
TP2012088	05/25/2016	A Wade Smith, Gregory G Pauley	DISTR - Russell, KY - Bellefonte 138/69 Transformer	*	\$0	\$0	\$0
TP2012088	05/25/2016	A Wade Smith, Gregory G Pauley	TRANS - Russell, KY - Bellefonte 138/69 Transformer	*	\$0	\$455	\$455
Total for Kentucky Power Company					\$0	\$3,270	\$3,270

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
July 26, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 26th day of July, 2016 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$1,495,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: July 26, 2016

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Charles Patton*
Gregory G. Pauley*
Julia A. Sloat
J. Stuart Solomon*
Judith E. Talavera*

Other Management

Sandra Bennett*
Lonni L. Dieck
Bruce Evans
Steven L. Fate*
Joel P. Gebbie*
Thomas L. Kirkpatrick
Richard E. Munczinski
David A. Lucas*
Andrew B. Reis
Craig T. Rhoades
Alberto Ruocco
John J. Scalzo*
Oliver J. Sever
Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 July, 2016
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
MAXIMOPGM	06/27/2016	Operating Company Presidents , Alberto G Ruocco, A Wade Smith, Lana L. Hillebrand, Nicholas K Akins	APP_SYS_SW - 1 Riverside Plaza, Columbus, Ohio - Enterprise Application Renewal Maximo Implementation	\$2,040	\$551	\$2,591
DR14K0002	07/11/2016	Gregory G Pauley	DISTR - Louisa, KY - Big Sandy - Add Distribution Breaker	\$0	\$265	\$265
DR14K0002	07/11/2016	Gregory G Pauley	TRANS - Louisa, KY - Big Sandy - Add Distribution Breaker	\$0	\$680	\$680
Total for Kentucky Power Company				\$2,040	\$1,495	\$3,535

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
August 26, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 26th day of August, 2016 at 10:00 a.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney
Absent: L. M. Barton

Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$20,123,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: August 26, 2016

Time: 10:00 a.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Gregory G. Pauley*
Julia A. Sloat
J. Stuart Solomon*

Other Management

Sandra Bennett*
Lonni L. Dieck
Bruce Evans
Ron K. Ford*
Dale E. Heydlauff
Q. Shane Lies*
David A. Lucas*
Craig T. Rhoades
Michael A. Rozsa
Alberto Ruocco*
Oliver J. Sever
Leigh Anne Strahler

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
Approved for
Kentucky Power Company
August, 2016
(000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
MLLNDFPH3	07/29/2016	Daniel V Lee, Gregory G Pauley, Charles R Patton, Mark C McCullough, Robert P Powers, Nicholas K Akins	GEN - Moundsville, WV - Mitchell Unit 0 New Landfill Expansion - Phase 3	*	\$0	\$20,123	\$20,123
Total for Kentucky Power Company					\$0	\$20,123	\$20,123

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
September 23, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 23rd day of September, 2016 at 10:00 a.m.

Directors Present: N. K. Akins
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: L. M. Barton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$13,322,000 are approved.

The Chairman stated that management recommends that the Company sell a portion of the Carrs site located in Lewis County, Kentucky, consisting of approximately 740 acres of land, to Fred and Tammy Hostetler for a sale price of \$2,219,031.

NOW, THEREFORE, BE IT

RESOLVED, that the authorized signers and the proper officers of this Company be, and they hereby are, authorized and directed to execute such deeds, certificates and other instruments and to take such steps and to do such

Kentucky Power Company
September 23, 2016
Page 2

acts as to them may seem necessary or appropriate to convey the said property as provided above.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: September 23, 2016

Time: 10:00 a.m.

Directors

Nicholas K. Akins
David M. Feinberg
Lana Hillebrand*
Mark C. McCullough
Robert P. Powers
A. Wade Smith*
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Paul Chodak
Gregory G. Pauley*
Julia A. Sloat
J. Stuart Solomon*
Judith E. Talavera*

Other Management

Bruce Evans
Renee V. Hawkins
Dale E. Heydlauff
Thomas L. Kirkpatrick
Michael A. Rozsa
Alberto Ruocco*
Oliver J. Sever
Leigh Anne Strahler*
Randy J. Ware

Thomas G. Berkemeyer

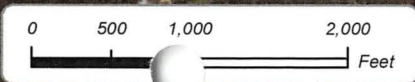
*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 September, 2016
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
NERCCPREG	08/25/2016	Operating Company Presidents , Daniel V Lee	GEN - Various - NERC CIP Physical Security Upgrade for Regulated Plants	*	\$0	\$1,083	\$1,083
TP2011161	08/17/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	DISTR - Stanville, KY - Stanville Station	*	\$0	\$5,534	\$5,534
TP2011161	08/17/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	TRANS - Stanville, KY - Stanville Station	*	\$0	\$6,705	\$6,705
Total for Kentucky Power Company					\$0	\$13,322	\$13,322

* See One Page Summary
 Note: Requested amounts are in the Forecast.

Carrs
Lewis County, KY
Proposed Sale = 746 Acres +/-



Legend

 Carrs - 2016 Potential Sale - 746 Acres +/-

Image courtesy of USGS © 2018

Disclaimer: This drawing is not an actual survey,

Cartographer: AEP Real Estate Asset Management Dept.

KENTUCKY POWER COMPANY
Board of Directors
October 25, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 25th day of October, 2016 at 2:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting the full Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$2,276,000 are approved.

The Chairman outlined a proposed financing program through December 31, 2018 of the Company involving the issuance and sale, either at competitive bidding, through a negotiated public offering with one or more agents or underwriters or through private placement, of up to (i) \$550,000,000 (or its equivalent in another currency or composite currency) aggregate principal amount of debt securities comprised of unsecured promissory notes in one or more new series, each series to have a maturity of not more than sixty years ("Debt Securities"). The Debt Securities may be issued in the form of Senior or Subordinated Notes or other promissory notes. The Chairman stated that, as an alternative to issuing Debt Securities, the Company may issue one or more unsecured promissory notes ("AEP Notes") to

Kentucky Power Company
October 25, 2016
Page 2

American Electric Power Company, Inc. ("AEP") in an aggregate principal amount of up to \$550,000,000. AEP Notes would be issued in compliance with the order(s) of the Kentucky Public Service Commission.

The Chairman stated that, as an alternative to issuing Debt Securities or AEP Notes, the Company might enter into one or more term loan agreements or note purchase agreements with one or more commercial banks, financial institutions or other institutional investors, providing for the issuance of unsecured notes with a maturity in excess of nine months in an aggregate principal amount of up to \$550,000,000 ("Term Notes").

The Chairman stated that the aggregate amount of Debt Securities, AEP Notes or Term Notes issued will not exceed \$550,000,000.

The Chairman explained that it was proposed that the proceeds to be received in connection with the proposed sale of Debt Securities, AEP Notes and Term Notes would be added to the general funds of the Company and used to pay at maturity, or prepay as may be appropriate and as may then be desirable, or purchase directly or indirectly currently outstanding debt or to reimburse the Company's treasury for expenditures incurred in connection with its construction program or for other corporate purposes.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that the proposed financing program of this Company, as outlined at this meeting, be, and the same hereby is, in all respects ratified, confirmed and approved; and further

RESOLVED, that the proper persons be, and they hereby are, authorized to take all steps necessary, or in their opinion desirable, to carry out the financing program outlined at this meeting.

The Chairman informed the meeting that the Company intends to file an application to the Kentucky Public Service Commission seeking authorization for the issuance of \$550,000,000 of Debt Securities, Term Notes and AEP Notes through December 31, 2018. The Chairman also stated that it may be necessary to register or qualify the securities to be sold pursuant to such financing program under the "blue sky" laws of various jurisdictions.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that the Authorized Persons and Secretary or an Assistant Secretary of the Company be, and they hereby are, authorized and directed to

execute and file in connection with the proposed financing program approved at this meeting, a petition with the Kentucky Public Service Commission seeking authorization for the issuance of \$550,000,000 of Debt Securities, Term Notes and AEP Notes through December 31, 2018; and further

RESOLVED, that it is desirable and in the best interest of the Company that the Debt Securities be qualified or registered for sale in various jurisdictions; that (i) the President, the Chief Financial Officer, the Treasurer or any Assistant Treasurer of the Company or (ii) any Executive Vice President of American Electric Power Service Corporation ("Authorized Persons") be, and they hereby are, authorized to determine the jurisdictions in which appropriate action shall be taken to qualify or register for sale all or such part of the Debt Securities of the Company as said Authorized Persons may deem advisable; that said Authorized Persons are hereby authorized to perform on behalf of the Company any and all such acts as they may deem necessary or advisable in order to comply with the applicable laws of any such jurisdictions, and in connection therewith to execute and file all requisite papers and documents, including, but not limited to, applications, reports, surety bonds, irrevocable consents and appointments of attorneys for service of process; and the execution by such Authorized Persons of any such paper or document or the doing by them of any act in connection with the foregoing matters shall conclusively establish their authority therefor from the Company and the approval and ratification by the Company of the papers and documents so executed and the action so taken; and further

RESOLVED, that the Authorized Persons be, and they hereby are, authorized and directed to take any and all further action in connection therewith, including the execution and filing of such amendment or amendments, supplement or supplements and exhibit or exhibits thereto as they may deem necessary or desirable.

The Chairman stated that it may be desirable to enter into one or more hedge agreements, such as a forward starting swap, treasury lock agreement, treasury put option or interest rate collar agreement ("Hedge Agreement") to protect against future interest rate movements in connection with the issuance of the Debt Securities. He recommended that the Board authorize the appropriate persons to enter into one or more Hedge Agreements, provided that the amount covered by any Hedge Agreement is consistent with the approved AEP Interest Rate Risk Policy and any applicable regulatory orders.

Thereupon, it was, on motion duly made and seconded, unanimously

Kentucky Power Company
October 25, 2016
Page 4

RESOLVED, that the Authorized Persons (as previously defined) be, and each of them hereby is, authorized to execute and deliver in the name and on behalf of this Company, one or more Hedge Agreements in such form as shall be approved by the Authorized Person executing the same, such execution to be conclusive evidence of such approval, provided that the amount covered by any such Hedge Agreement is consistent with the AEP Interest Rate Risk Policy and any applicable regulatory orders; and further

RESOLVED, that the Authorized Persons be, and they hereby are, authorized to execute and deliver such other documents and instruments, and to do such other acts and things, that in their judgment may be necessary or desirable in connection with the transactions authorized in the foregoing resolutions.

The Chairman stated that it may be desirable to enter into one or more interest rate management agreements, such as interest rate swaps, caps, collars, floors, options or hedging products such as forwards or futures, or similar products ("Interest Rate Management Agreements"), in each case to manage and minimize interest costs. The transactions will be for a fixed period and a stated principal amount and may be for underlying fixed or variable obligations of the Company. He recommended that the Board authorize the appropriate persons to enter into one or more Interest Rate Management Agreements, provided that any such Interest Rate Management Agreement shall conform to the approved AEP Interest Rate Risk Policy and any conditions that may be imposed by any regulatory body.

Thereupon, it was, on motion duly made and seconded, unanimously

RESOLVED, that the Authorized Persons (as previously defined) be, and each of them hereby is, authorized to execute and deliver in the name and on behalf of this Company, one or more Interest Rate Management Agreements in such form as shall be approved by the Authorized Person executing the same, such execution to be conclusive evidence of such approval provided that any such Interest Rate Management Agreement shall conform to the approved AEP Interest Rate Risk Policy and any conditions that may be imposed by any regulatory body; and further

RESOLVED, that the Authorized Persons be, and they hereby are, authorized to execute and deliver such other documents and instruments, and to do such other acts and things, that in their judgment may be necessary or

desirable in connection with the transactions authorized in the foregoing resolutions.

The Chairman noted that the Company may issue and sell unsecured notes ("Notes"), which may include a put option or call option or both, pursuant to an Underwriting Agreement or other agreement. The Chairman then stated to the meeting that, in order to enable the Company to perform its obligations under the Underwriting Agreement or other agreement approved at this meeting providing for the sale of up to \$550,000,000 aggregate principal amount of the Notes, it was necessary that the Board authorize the execution and delivery of one or more Company Orders or Supplemental Indentures to the Indenture dated September 1, 1997 between the Company and Deutsche Bank Trust Company Americas, successor to Bankers Trust Company, in such form as shall be approved by the person executing the same, such execution to be conclusive evidence of such approval. Alternatively, the Notes may be issued under a new indenture as may be supplemented and amended by one or more Company Orders or Supplemental Indentures or equivalent documentation. The terms of each series of Notes will be established under a Company Order or a Supplemental Indenture. The interest rate, maturity and certain other terms have not yet been determined. The Chairman recommended that the Board authorize the appropriate persons to determine the financial terms and conditions of the Notes, including without limitation, (i) the principal amount of the Notes to be sold in each offering, (ii) the interest or method of determining the interest on the Notes, (iii) the maturity (which shall not exceed 60 years from the date of issuance) and redemption provisions of the Notes and (iv) such other terms and conditions as are contemplated or permitted by the Indenture, a new indenture, a Company Order or a Supplemental Indenture. Any fixed interest rate applicable to the Notes would not exceed by more than 500 basis points the yield to maturity at the date of pricing on United States Treasury obligations of comparable maturity. Any initial fluctuating interest rate applicable to the Notes would not exceed 8%.

Thereupon, it was, on motion duly made and seconded, unanimously

RESOLVED, that the Authorized Persons (as previously defined) and the Secretary or an Assistant Secretary of the Company be, and they hereby are, authorized to create up to \$550,000,000 aggregate principal amount of Notes to be issued under the Indenture or a new indenture and one or more Supplemental Indentures or Company Orders or equivalent documentation, in such form as shall be approved by the Authorized Persons and the Secretary or an Assistant Secretary of the Company executing the same, such execution to be conclusive evidence of such approval and with such financial terms and conditions as determined by the Authorized Persons and the Secretary or an Assistant Secretary of the Company, pursuant to the Indenture or a new indenture and one

or more Supplemental Indentures or Company Orders or equivalent documentation, and with either a fixed rate of interest which shall not exceed by more than 500 basis points the yield to maturity at the date of pricing on United States Treasury obligations of comparable maturity or at an initial fluctuating rate of interest which at the time of pricing would not exceed 8%, or at a combination of such described fixed or fluctuating rates, and to specify the maturity, redemption or tender provisions and other terms, at the time of issuance thereof with the maturity not to exceed 60 years; and further

RESOLVED, that the Authorized Persons and the Secretary or an Assistant Secretary of the Company be, and they hereby are, authorized and directed to execute and deliver, on behalf of this Company, one or more Supplemental Indentures or Company Orders, specifying the designation, terms, redemption provisions and other provisions of the Notes and providing for the creation of each series of Notes, each such instrument to be substantially in the form as shall be approved by the Authorized Person and the Secretary or an Assistant Secretary of the Company executing the same, such execution to be conclusive evidence of such approval, that the trustee under the Indenture or a new indenture is hereby requested to join in the execution of any Supplemental Indenture or Company Order, as trustee; and further

RESOLVED, that the Authorized Persons and the Secretary or an Assistant Secretary of the Company be, and they hereby are, authorized and directed to execute and deliver, on behalf of this Company, to the extent not determined in a Supplemental Indenture or Company Order, a certificate requesting the authentication and delivery of any such Notes and establishing the terms of any tranche of such series or specifying procedures for doing so in accordance with the procedures established in the Indenture or any new indenture; and further

RESOLVED, that the Authorized Persons and the Secretary or an Assistant Secretary of this Company be, and they hereby are, authorized and directed to execute in accordance with the provisions of the Indenture or any new indenture (the signatures of such Authorized Persons to be effected either manually or by facsimile, in which case such facsimile is hereby adopted as the signature of such Authorized Persons and the Secretary or an Assistant Secretary of the Company thereon), and to deliver to the trustee under the Indenture, or any assignee or successor thereto, or another trustee under a new indenture, the Notes in the aggregate principal amount of up to \$550,000,000 as definitive

fully registered bonds without coupons in such denominations as may be permitted under the Indenture; and further

RESOLVED, that if any Authorized Person or the Secretary or an Assistant Secretary of this Company who signs, or whose facsimile signature appears upon, any of the Notes ceases to be such an Authorized Person or Secretary or an Assistant Secretary of the Company prior to their issuance, the Notes so signed or bearing such facsimile signature shall nevertheless be valid; and further

RESOLVED, that, subject as aforesaid, Deutsche Bank Trust Company Americas, as such Trustee, or any assignee or successor thereto or another trustee under a new indenture, be, and it hereby is, requested to authenticate, by the manual signature of an authorized officer of such trustee, the Notes and to deliver the same from time to time in accordance with the written order of this Company by the Authorized Persons and the Secretary or an Assistant Secretary of the Company; and further

RESOLVED, that Thomas G. Berkemeyer of Hilliard, Ohio, David C. House of Lewis Center, Ohio, and William E. Johnson of Gahanna, Ohio, attorneys and employees of American Electric Power Service Corporation, an affiliate of this Company, be, and each of them hereby is, appointed Counsel to render any Opinion of Counsel required by the Indenture or any new indenture in connection with the authentication and delivery of the Notes; and further

RESOLVED, that the office of Deutsche Bank Trust Company Americas, in the Borough of Manhattan, The City of New York, or such other office of any assignee or successor thereto or another trustee under a new indenture as may be designated by the Company be, and it hereby is, designated as the office or agency of this Company, in accordance with the Indenture or any new indenture, for the payment of the principal of and the interest on the Notes, for the registration, transfer and exchange of Notes and for notices or demands to be served on the Company with respect to the Notes; and further

RESOLVED, that said Deutsche Bank Trust Company Americas be, and it hereby is, appointed the withholding agent and attorney of this Company for the purpose of withholding any and all taxes required to be withheld by the Company under the Federal revenue acts from time to time in force and the Treasury Department regulations pertaining thereto, from interest paid from time to time on the Notes, and is hereby authorized and directed to make any and all

payments and reports and to file any and all returns and accompanying certificates with the Federal Government which it may be permitted or required to make or file as such agent under any such revenue act and/or Treasury Department regulation pertaining thereto; and further

RESOLVED, that the Authorized Persons (as defined above) and the Secretary or an Assistant Secretary of this Company be, and they hereby are, authorized and directed to effect transfers and exchanges of the Notes, pursuant to the Indenture without charging a sum for any Note issued upon any such transfer or exchange other than a charge in connection with each such transfer or exchange sufficient to cover any tax or other governmental charge in relation thereto; and further

RESOLVED, that Deutsche Bank Trust Company Americas, or any assignee or successor thereto or another trustee under a new indenture as may be designated by the Company, be, and it hereby is, appointed as Note Registrar in accordance with the Indenture; and further

RESOLVED, that the Authorized Persons and Secretary or an Assistant Secretary of the Company be, and they hereby are, authorized and directed to execute such instruments and papers and to do any and all acts as to them may seem necessary or desirable to carry out the purposes of the foregoing resolutions.

The Chairman further stated that it would be desirable to authorize the proper persons on behalf of the Company, to enter into one or more term loan or note purchase agreements in such form as shall be approved by the person executing the same, such execution to be conclusive evidence of such approval ("Term Loan Agreement") with one or more as yet unspecified commercial banks, financial institutions or other institutional investors, which would provide for the Company to borrow up to \$550,000,000. Such borrowings would be evidenced by an unsecured promissory note or notes (the "Term Note") of the Company maturing not less than nine months nor more than sixty years after the date thereof, bearing interest to maturity at either a fixed rate, floating rate, or combination thereof. Any fixed interest rate of the Note will not be greater than 500 basis points above the yield to maturity of United States Treasury obligations that mature on or about the date of maturity of the note. Any fluctuating rate will not exceed 8% at the time of issuance.

Thereupon, upon motion duly made and seconded, it was unanimously

Kentucky Power Company
October 25, 2016
Page 9

RESOLVED, that the Authorized Persons (as previously defined) be, and each of them hereby is, authorized to execute and deliver in the name and on behalf of this Company, one or more Term Loan Agreements in such form as shall be approved by the officer executing the same, such execution to be conclusive evidence of such approval in substantially the form of such agreement submitted to this meeting, at either a fixed rate of interest which shall not be greater than 500 basis points above the yield to maturity of United States Treasury obligations that mature on or about the maturity date of the Note issued thereunder, or a fluctuating rate of interest which shall not exceed 8%, or at a combination of such described fixed or fluctuating rates; and further

RESOLVED, that the Authorized Persons be, and each of them hereby is, authorized, in the name and on behalf of this Company, to borrow from one or more commercial banks, financial institutions or other institutional investors, up to \$550,000,000, upon the terms and subject to the conditions of the Term Loan Agreement as executed and delivered; and in connection therewith, to execute and deliver a promissory note, with such insertions therein and changes thereto consistent with such Term Loan Agreement as shall be approved by the officer executing the same, such execution to be conclusive evidence of such approval; and further

RESOLVED, that the Authorized Persons be, and they hereby are, authorized to execute and deliver such other documents and instruments, and to do such other acts and things, that in their judgment may be necessary or desirable in connection with the transactions authorized in the foregoing resolutions.

The Chairman further stated that it would be desirable to authorize the appropriate persons, on behalf of the Company, to issue one or more unsecured promissory notes to AEP in an aggregate principal amount of up to \$550,000,000 on such terms as are consistent with (i) the financing authority granted by the Kentucky Public Service Commission and (ii) any applicable rules of the Federal Energy Regulatory Commission ("FERC") and regulations thereunder.

Thereupon, upon motion duly made and seconded, it was unanimously

RESOLVED, that the Authorized Persons (as previously defined) be, and each of them hereby is, authorized, in the name and on behalf of his Company, to borrow from AEP up to \$550,000,000, upon such terms as are

Kentucky Power Company
October 25, 2016
Page 10

consistent with (i) the financing authority granted by the Kentucky Public Service Commission and (ii) any applicable rules of the FERC.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: October 25, 2016

Time: 2:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Gregory G. Pauley*
Julia A. Sloat
Judith E. Talavera*

Other Attendees

Ryan Aguiar
Lonni L. Dieck
Bruce Evans
Greg A. Filipkowski
Q. Shane Lies*
Brenda F. Meyers*
Oliver J. Sever
Leigh Anne Strahler*
Randy J. Ware

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 October, 2016
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
000024838	10/03/2016	Gregory G Pauley, Lana L. Hillebrand	Real Property - 855 Carter Avenue, Ashland, KY - KY President Office - Ashland	\$0	\$186	\$186
TBLANKTKP	09/20/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Robert P Powers	DISTR - Kentucky - 2016 Transmission Capital Blanket - KYPCo	\$0	-\$1	-\$1
TBLANKTKP	09/20/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Robert P Powers	TRANS - Kentucky - 2016 Transmission Capital Blanket - KYPCo	\$0	\$1,600	\$1,600
MLGYPSUM1	10/03/2016	Daniel V Lee, Charles R Patton, Gregory G Pauley	GEN - Moundsville, WV - Mitchell Gypsum Enclosure Project	\$0	\$491	\$491
Total for Kentucky Power Company				\$0	\$2,276	\$2,276

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
November 18, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 18th day of November, 2016 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney
Absent: L. L. Hillebrand

Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$10.902 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$5,804,000 are approved.

Kentucky Power Company
November 18, 2016
Page 2

The Chairman stated that it would be desirable for the Company's Board to consider the following officer change.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, to accept the resignation of Gregory G. Pauley as President and Chief Operating Officer, effective December 8, 2016, and further

RESOLVED, to elect Matthew J. Satterwhite, as President and Chief Operating Officer effective December 9, 2016.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: November 18, 2016

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Charles Patton*
Julia A. Sloat
J. Stuart Solomon*
Judith E. Talavera*

Other Management

Sandra Bennett*
Lonni L. Dieck
Bruce Evans
Pamela S. Flemming
Dale E. Heydlauff
David A. Lucas*
Andrew B. Reis
Craig T. Rhoades
Alberto Ruocco*
Matthew J. Satterwhite
Leigh Anne Strahler*
Randy J. Ware

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 November, 2016
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
FLTRALBKT	11/09/2016	Operating Company Presidents , Scott N Smith, Daniel V Lee, Brian X Tierney, Mark C McCullough, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2016 Fleet Replacement Lease Blanket	\$0	\$1,544	\$1,544
FLTROLBKT	10/20/2016	Operating Company Presidents , Scott N Smith, Daniel V Lee, Brian X Tierney, Mark C McCullough, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2017 Fleet Residual Lease Blanket *	\$0	\$283	\$283
FLTMMHBKT	11/09/2016	Operating Company Presidents , Daniel V Lee, Brian X Tierney, Mark C McCullough, Lisa M Barton, Robert P Powers	FLEET - Various Locations - 2016 Mobile Material Handling Lease Blanket	\$0	\$0	\$0
TREESKY	10/20/2016	A Wade Smith, Gregory G Pauley, Robert P Powers	DISTR - Various Locations - 2016 Transmission and Distribution Forestry Program	\$0	\$3,358	\$3,358

TREESKY	10/20/2016	A Wade Smith, Gregory G Pauley, Robert P Powers	TRANS - Various Locations - 2016 Transmission and Distribution Forestry Program	\$0	\$619	Item No. 13 Attachment 1 Page 135 of 157
Total for Kentucky Power Company				\$0	\$5,804	\$5,804

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
December 16, 2016

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 16th day of December, 2016 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$10,003,000 and Capital Blankets, Lease Blankets and Annual Programs for 2017 are approved.

The Chairman stated that it would be desirable for the Company's Board to consider the following officer change.

Thereupon, on motion duly made and seconded, it was unanimously

Kentucky Power Company
December 16, 2016
Page 2

RESOLVED, to elect Jeffrey D. LaFleur, as Vice President effective January 1, 2017, and further

RESOLVED, to elect Charles R. Patton as a Director, effective January 1, 2017, and further

RESOLVED, to elect Paul Chodak, III as a Director, effective January 1, 2017, and further

RESOLVED, to accept the resignation of Jeffery D. LaFleur – Vice President – Generation Assets, effective December 31, 2016, and to elect Debra L. Osborne in his place and stead, effective January 1, 2017.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: December 16, 2016

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Paul Chodak, III
Venita McCellon-Allen*
Charles R. Patton*
Matthew J. Satterwhite*
J. Stuart Solomon*
Judith E. Talavera*

Other Management

Sandra Bennett*
Selwyn Dias
Lonni L. Dieck
Bruce Evans
Ronald K. Ford*
Dale E. Heydlauff
Mark W. Lloyd*
David A. Lucas*
Andrew B. Reis
Craig T. Rhoades
Alberto Ruocco*
Sanjoy K. Sarawgi
Oliver J. Sever
Leigh Anne Strahler*
Dawn E. Triplett
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 December, 2016
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
DISTPGMKY	11/17/2016	Gregory G Pauley, Robert P Powers	DISTR - Various Locations - Kentucky Power 2016 Distribution Annual Programs	\$0	\$3,832	\$3,832
FLTRALBKT	12/07/2016	Operating Company Presidents, Scott N Smith, Daniel V Lee, Brian X Tierney, Mark C McCullough, Lisa M Barton, Robert P Powers, Lana L. Hillebrand	FLEET - Various Locations - 2017 Fleet Replacement/Additions Lease Blanket	\$0	\$3,819	\$3,819
TBLANKTKP	12/07/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Robert P Powers	DISTR - Kentucky - 2016 Transmission Capital Blanket - KYPCo	\$0	\$469	\$469
TBLANKTKP	12/07/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Robert P Powers	TRANS - Kentucky - 2016 Transmission Capital Blanket - KYPCo	\$0	\$1,884	\$1,884
Total for Kentucky Power Company				\$0	\$10,003	\$10,003

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
January 23, 2017

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in AEP Subsidiary Companies Board Room, 30th Floor, 1 Riverside Plaza, Columbus, Ohio, this 23rd day of January, 2017 at 9:30 a.m.

Directors Present: N. K. Akins
L. M. Barton
P. Chodak, III
D. M. Feinberg
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: L. L. Hillebrand and C. R. Patton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

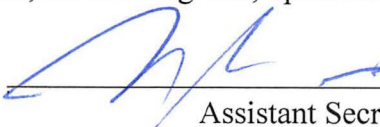
Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$30,366,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.


Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: January 23, 2017

Time: 9:30 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Paul Chodak, III
David M. Feinberg
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Christian T. Beam*
Matthew J. Satterwhite*
J. Stuart Solomon*
Judith E. Talavera*
Toby L. Thomas*

Other Management

Sandra Bennett*
Selwyn J. Dias
Lonni L. Dieck
Bruce Evans
Joel P. Gebbie*
Dale E. Heydlauff
David A. Lucas*
Andrew B. Reis
Craig T. Rhoades
Alberto G. Ruocco
Oliver J. Sever
Randy J. Ware

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 January, 2017
 (000's)

Number	Date Approved	Approved By	Description	Previously Approved	Amount to be Authorized	Total
DX16K02A0	01/12/2017	Matthew J Satterwhite	Distribution - Cannonsburg, KY - Coalton Station - US Rt 60 Widening Public Project Relocation	\$0	\$998	\$998
TA2015004	01/13/2017	A Wade Smith, Matthew J Satterwhite	TRANS - Wolfe, KY - Jackon - Helechawa 69 kV Relocation	\$0	\$636	\$636
TA2016928	12/16/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	DISTR - KPCo Region - KPCo Major Equipment & Spares Program *	\$0	\$12,160	\$12,160
TA2016928	12/16/2016	A Wade Smith, Gregory G Pauley, Lisa M Barton, Nicholas K Akins	TRANS - KPCo Region - KPCo Major Equipment & Spares Program *	\$0	\$15,977	\$15,977
GENPLTCAP	12/14/2016	Operating Company Presidents, A Wade Smith, Lana L. Hillebrand, Robert P Powers	FACIL - Various - 2016 General Capital Plant Blanket	\$0	\$595	\$595
Total for Kentucky Power Company				\$0	\$30,366	\$30,366

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
February 23, 2017

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 23rd day of February, 2017 at 9:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
P. Chodak, III
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
C. R. Patton
R. P. Powers
B. X. Tierney

Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$8.672 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Kentucky Power Company
February 23, 2017
Page 2

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was
unanimously

RESOLVED, that requisitions in the net amount of \$60,631,000 and
Capital Blankets, Lease Blankets and Annual Programs are approved as revised.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: February 23, 2017

Time: 9:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Paul Chodak, III
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Charles R. Patton
Robert P. Powers
A. Wade Smith*
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Matthew J. Satterwhite*
J. Stuart Solomon*
Judith E. Talavera*

Other Management

Greg A. Filipkowski
Dale E. Heydlauff
Mark W. Lloyd*
David A. Lucas*
Franz Messner
Stanley E. Partlow, Jr.
Andrew B. Reis
Marc D. Reitter
Craig T. Rhoades
Oliver J. Sever
Leigh Anne Strahler*
Randy J. Ware

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 February, 2017
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
BS2DCOM15	01/19/2017	Daniel V Lee, Matthew J Satterwhite, Mark C McCullough, Robert P Powers, Nicholas K Akins	Generation - Louisa, KY - Big Sandy Decommissioning	*	\$18,482	\$36,206	\$54,688
NGUCSPGM	01/18/2017	Operating Company Presidents , Alberto G Ruocco, Lana L. Hillebrand, Robert P Powers, Nicholas K Akins	TCOMM - Various Locations - Next Generation Utility Communications System	*	\$0	\$20,166	\$20,166
ML2SCRL3	01/27/2017	Daniel V Lee, Matthew J Satterwhite, Christian T Beam	GEN - Moundsville, WV - Mitchell Unit 2 3rd Selective Catalytic Reduction (SCR) Layer Replacement	*	\$0	\$1,800	\$1,800
ML1TRBLPB	02/08/2017	Daniel V Lee, Christian T Beam, Matthew J Satterwhite	GEN - Moundsville, WV - Mitchell Unit 1 LPB Turbine Replacement		\$0	\$1,439	\$1,439
ML1TRBRH2	02/02/2017	Daniel V Lee, Matthew J Satterwhite, Christian T Beam	GEN - Moundsville, WV - Mitchell Unit 1 2nd RH Turbine Inspection		\$0	\$1,020	\$1,020
Total for Kentucky Power Company					\$18,482	\$60,631	\$79,113

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
March 28, 2017

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 28th day of March, 2017 at 3:00 p.m.

Directors Present: N. K. Akins
L. M. Barton
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
C. R. Patton
R. P. Powers
B. X. Tierney

Absent: P. Chodak, III
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$7,647,000 are approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: March 28, 2017

Time: 3:00 p.m.

Directors

Nicholas K. Akins
Lisa M. Barton
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Charles R. Patton
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Venita McCellon-Allen*
Julia A. Sloat*
J. Stuart Solomon*

Other Management

Lonni L. Dieck
Steven H. Ferguson*
Pamela S. Flemming
Ronald K. Ford*
Joel P. Gebbie*
Dale E. Heydlauff
Craig T. Rhoades
Alberto G. Ruocco
Leigh Anne Strahler*
Randy J. Ware

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 March, 2017
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TP2013064	03/03/2017	A Wade Smith, Matthew J Satterwhite, Lisa M Barton, Nicholas K Akins	TRANS - Hazard, KY - Hazard 161 kV Project	*	\$0	\$7,647	\$7,647
Total for Kentucky Power Company					\$0	\$7,647	\$7,647

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
April 21, 2017

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 21st day of April, 2017 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
P. Chodak, III
L. L. Hillebrand
M. C. McCullough
C. R. Patton
R. P. Powers
B. X. Tierney

Absent: D. M. Feinberg
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

Proposed requisitions were submitted to the meeting for consideration.

After thorough discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that requisitions in the net amount of \$2,432,000 are approved.

The Chairman stated that as the directors of the Company had been elected to serve for the ensuing year pursuant to an Action by Written Consent in Lieu of Annual Meeting of the Shareholders dated April 1, 2017, it was in order to proceed with the election of officers. The names of the following persons were then placed in nomination for the offices set opposite their respective names.

Kentucky Power Company
April 21, 2017
Page 2

Nicholas K. Akins	Chairman of the Board & Chief Executive Officer
Matthew J. Satterwhite	President & Chief Operating Officer
Lisa M. Barton	Vice President
Lonni L. Dieck	Vice President & Treasurer
Lana L. Hillebrand	Vice President
Eric J. James	Vice President
Jeffrey D. LaFleur	Vice President
Mark C. McCullough	Vice President
Marguerite C. Mills	Vice President
Debra L. Osborne	Vice President – Generation Assets
Robert P. Powers	Vice President
Mark A. Pyle	Vice President-Tax
Julie A. Sherwood	Vice President
A. Wade Smith	Vice President
Scott N. Smith	Vice President
Brian X. Tierney	Vice President & Chief Financial Officer
Joseph M. Buonaiuto	Chief Accounting Officer & Controller
David M. Feinberg	Secretary
F. Scott Travis	Assistant Controller
Julie Williams	Assistant Controller
Thomas G. Berkemeyer	Assistant Secretary
William E. Johnson	Assistant Secretary
Renee V. Hawkins	Assistant Treasurer

After discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that the persons nominated as officers of the Company, whose names are listed immediately above in these minutes, be, and they hereby are, duly elected to the offices in the Company set opposite their respective names, to serve for the ensuing year or until their respective successors are duly elected and qualified.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: April 21, 2017

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Paul Chodak, III
Lana L. Hillebrand
Mark C. McCullough
Charles R. Patton
Robert P. Powers
Brian X. Tierney

Presidents & COOs

Christian T. Beam
Venita McCellon-Allen*
J. Stuart Solomon*

Other Management

Stan Bundy
Pat Collins
Lonni L. Dieck
Ronald K. Ford*
Andrew W. Garrett*
Ginger Hartman*
David A. Lucas*
Andrew B. Reis
Marc D. Reitter
Craig T. Rhoades
Alberto G. Ruocco
Oliver J. Sever
Scott N. Smith
Leigh Anne Strahler
Randy J. Ware
Ranie K. Wohnhas*

Thomas G. Berkemeyer
*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 April, 2017
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
TA2017938	04/12/2017	Operating Company Presidents , Scott N Smith, Lisa M Barton	DISTR - Various Locations - Transmission Access Control	*	\$0	\$32	\$32
TA2017938	04/12/2017	Operating Company Presidents , Scott N Smith, Lisa M Barton	TRANS - Various Locations - Transmission Access Control	*	\$0	\$91	\$91
MAXIMOPGM	04/12/2017	Operating Company Presidents , Alberto G Ruocco, Mark C McCullough, Lisa M Barton, Lana L. Hillebrand, Nicholas K Akins	APP_SYS_SW - 1 Riverside Plaza, Columbus, Ohio - Enterprise Application Renewal Maximo Implementation	*	\$2,591	\$2,308	\$4,899
Total for Kentucky Power Company					\$2,591	\$2,432	\$5,022

* See One Page Summary
 Note: Requested amounts are in the Forecast.

KENTUCKY POWER COMPANY
Board of Directors
May 18, 2017

Pursuant to notice, a meeting of the Board of Directors of Kentucky Power Company was held in the AEP Company, Inc. Board Room, 31st Floor, 1 Riverside Plaza, Columbus, Ohio, this 18th day of May, 2017 at 10:00 a.m.

Directors Present: N. K. Akins
L. M. Barton
P. Chodak, III
D. M. Feinberg
L. L. Hillebrand
M. C. McCullough
R. P. Powers
B. X. Tierney

Absent: C. R. Patton
Constituting a quorum of the Board.

See attached list of other members of management who were present at the meeting.

Mr. Nicholas K. Akins, Chairman of the Board and Chief Executive Officer of the Company, acted as Chairman of the meeting, and Mr. Thomas G. Berkemeyer, Assistant Secretary of the Company, acted as Secretary of the meeting.

Upon motion, duly seconded and unanimously carried, the reading of the minutes of the previous meeting was omitted and the minutes were approved.

The Chairman submitted to the Board a statement of the financial condition of the Company which showed a surplus sufficient to warrant the declaration of a dividend on the Corporation's issued and outstanding Common Stock.

Thereupon, on motion duly made and seconded, it was unanimously

RESOLVED, that a dividend of \$8.672 per share on the issued and outstanding Common Stock of the Company be, and the same hereby is, declared out of the surplus net earnings of the Company, payable to the holders of the said stock of record on the books of the Company at the close of business this day.

Proposed requisitions were submitted to the meeting for consideration.

Kentucky Power Company
May 18, 2017
Page 2

After thorough discussion, upon motion duly made and seconded, it was
unanimously

RESOLVED, that requisitions in the net amount of \$968,000 are
approved.

There being no further business, the meeting was, upon motion, adjourned.



Assistant Secretary

**MEETING OF BOARDS OF DIRECTORS OF THE
AEP SUBSIDIARY COMPANIES**

ATTENDANCE LIST OF DIRECTORS, PRESIDENTS AND OTHERS

Date: May 18, 2017

Time: 10:00 a.m.

Directors

Nicholas K. Akins
Lisa M. Barton
Paul Chodak, III
David M. Feinberg
Lana L. Hillebrand
Mark C. McCullough
Robert P. Powers
A. Wade Smith
Brian X. Tierney

Presidents & COOs

Christian T. Beam*
Venita McCellon-Allen*
Julia A. Sloat
Judith E. Talavera*
Toby L. Thomas

Other Management

Thomas P. Brice*
Robert A. Carroll
Lonni L. Dieck
Scott J. Fausnaugh
Dale E. Heydlauff
Craig T. Rhoades
Michael A. Rozsa
Alberto G. Ruocco*
Oliver J. Sever
Leigh Anne Strahler*
Randy J. Ware
Andrew A. Wasto
Ranie K. Wohnhas*

Thomas G. Berkemeyer

*Participated by phone

Monthly Report of Improvement Requisitions
 Approved for
Kentucky Power Company
 May, 2017
 (000's)

Number	Date Approved	Approved By	Description		Previously Approved	Amount to be Authorized	Total
FLTMMHBKT	05/08/2017	Operating Company Presidents , Daniel V Lee, Joel P Gebbie, Brian X Tierney, Mark C McCullough, Robert P Powers	FLEET - Various Locations - 2017 Mobile Material Handling Lease Blanket	*	\$0	\$968	\$968
Total for Kentucky Power Company					\$0	\$968	\$968

* See One Page Summary
 Note: Requested amounts are in the Forecast.