



# Board of Light, Gas and Water Commissioners

220 S. Main Street  
Memphis, TN 38103  
www.mlgw.com

## Board Meeting

~ Minutes ~

Monday, January 7, 2019

1:00 PM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 1:00 p.m.

### PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

The Pledge of Allegiance was recited.

### SAFETY BRIEFING:

J. T. Young

President Young addressed the audience giving instructions in the event of an emergency during the meeting. He explained that an alarm would sound with instructions given over the loud speaker. He pointed out exits and explained the responsibilities of the Security Officers. He asked for everyone's cooperation should an emergency arise.

### ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Carlee McCullough	Chairwoman	Present	
Mitch Graves	Vice Chairman	Present	
Leon Dickson	Board Member	Present	
Michael Pohlman	Board Member	Present	
Steve Wishnia	Board Member	Present	

Advisory Board Members: Dwain Kicklighter - Present  
Kevin Young - Present

The following staff members were present: J. T. Young, President and CEO; Dana Jeanes, SVP, CFO and CAO (Secretary-Treasurer); Alonzo Weaver, SVP & COO; Cheryl Patterson, VP and General Counsel; Nick Newman, VP, Engineering & Operations; Cliff DeBerry, VP Design, Construction & Delivery; Christopher Bieber, VP, Innovation & Business Analytics; Von Goodloe, VP, Shared Services; Gale Carson, VP Community and External Affairs; Lesa Walton, Chief Internal Auditing Officer; Jim West, VP, Chief Customer Officer; and Lashell Vaughn, VP & CIO. Roland McElrath, Controller, did not attend the meeting.

### APPROVALS:

Approve Minutes of the Meeting of December 19, 2018.

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Steven Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

**CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:**Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated December 18, 2018, Items 5 through 11; Items 24 through 26; and Items 39 and 40. (See Minute File No. 1432.)

**PRESENTATIONS:**

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

(None)

**PRESIDENT'S BRIEFING:**

1. Review of Consent Agenda - J. T. Young

(President's Briefing Continued on Page 5)

The original of the resolutions and documents relating to each item is filed in the vault on the fifth floor of the MLGW Administration Building, 220 South Main. The original documents shall control in the event of any conflict between the description and these minutes and the original documents.

**CONSENT AGENDA**

(Items 1 through 5)

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Leon Dickson, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

(None)

**CHIEF PEOPLE OFFICER**

(None)

**DESIGN CONSTRUCTION & DELIVERY**

1. Resolution approving Change No. 2 to Contract No. 11887, Gas Matrix Utility Landscaping with Enlightenment, Incorporated, d/b/a APS Facility Maintenance, in the funded amount of \$316,285.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering February 14, 2019 through February 13, 2020, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**ENGINEERING & OPERATIONS DIVISION**

2. Resolution awarding a purchase order to Yoder Sales Agency, for capacitor units, in the amount of \$266,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving Change No. 5 to Contract No. 11675, Professional Engineering Services for the Water Engineering and Operations Department with SSR, with no increase in the contract value. (This change is to ratify and renew the current contract for the fourth and final annual renewal term for the period covering January 7, 2019 through January 6, 2020.) (Randy Orsby)
4. Resolution awarding Contract No. 12041, Substation Engineering Grounding to MESA Associates, Incorporated, in the funded amount not-to-exceed \$100,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**PRESIDENT'S DIVISION**

(None)

**SVP, CFO & CAO, FINANCE DIVISION**

(None)

**SHARED SERVICES**

5. Resolution authorizing MLGW to purchase fuel from James River Solutions via a combined fuel contract solicited and executed by the City of Memphis on behalf of Memphis Light, Gas and Water Division and the City of Memphis. (It is estimated that MLGW will purchase fuel not-to-exceed \$12,000,000.00 during the contract period. The City of Memphis and Memphis Light, Gas and Water Division may terminate the contract without cause by giving thirty days written notice. The term of this authorization to purchase from City of Memphis Contract Number 35730 is from November 1, 2018 through October 31, 2021.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL DIVISION**

(None)

**REGULAR AGENDA**

(Items 6, 7 and 8)

**MOTION TO ADD ITEM NO. 6 TO THE REGULAR AGENDA**

**RESULT:** APPROVED [UNANIMOUS] – ADD ITEM NO. 6  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Steven Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

6. Resolution authorizing MLGW to distribute payment before January 31, 2019, the total fiscal year 2018 electric equivalency payment, net of any amounts noted as previously paid in April 2018, and with respect to the City net of the amounts owed by the City to MLGW for pole attachment fees, to The City, The County and each incorporated municipality in Shelby County. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)

**MOTION TO ADD ITEM NO. 7 TO THE REGULAR AGENDA**

**RESULT:** APPROVED [UNANIMOUS] – ADD ITEM NO. 7  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Steven Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

7. Resolution authorizing distribution before January 31, 2019, the total fiscal year gas equivalency payment, net of any amounts noted as previously paid in April 2018, to the City, the County and each incorporated municipality in Shelby County. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)

**MOTION TO ADD ITEM NO. 8 TO THE REGULAR AGENDA**

**RESULT:** APPROVED [UNANIMOUS] – ADD ITEM NO. 8  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Steven Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

8. Resolution authorizing the President and CEO to submit to the City Council a summary of the Budget adjustments to be made to the 2019 Budget previously adopted by the MLGW based on the rate option chosen by the City Council. The President and CEO will inform the Board of Commissioners of the final action taken by the City Council at the next regularly scheduled meeting of the BOC. (JT Young/Dana Jeanes) (SAME DAY MINUTES REQUESTED)

**MOTION TO APPROVE ITEMS 6, 7 AND 8 WITH SAME DAY MINUTES**

**RESULT:** APPROVED [UNANIMOUS] – ADOPTED WITH SAME DAY MINUTES – Items 6, 7 and 8  
**MOVER:** Mitch Graves, Vice Chairman  
**SECONDER:** Steven Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

## **PRESIDENT'S BRIEFING (Continued):**

### **2. Other - J. T. Young**

President Young talked about benefit discussions in the media. He wanted to clarify that there is a possibility that new hire benefits for new employees hired later in the year of 2019 and beyond, could experience some changes. He also made it clear that there is no current plan to alter current employee or retiree benefits.

President Young reminded everyone of the Leadership Safety Conference to be held on Wednesday, January 9. He stated Chandrika Winston is working on the agenda. The meeting is a mandatory meeting and one part of the meeting will be a presentation from IBEW International (Code of Excellence).

In addition, President Young discussed the government shut down and how it could hurt some customers in paying their utility bills. He noted that MLGW is being cognizant for potential customers and how we can assist them.

## **COMMITTEE REPORTS:**


1) Human Resources Committee Report - Commissioner Leon Dickson gave a report of today's meeting. He noted that the safety report presented showed a downward trend with a decrease in incidents. The highest percentage of recordable injuries fall in the lifting, pushing and pulling category. He also reminded everyone of the Safety Conference to be held on Wednesday, January 9. In addition, HR policy #22-01, Tuition Assistance, was brought to the meeting.

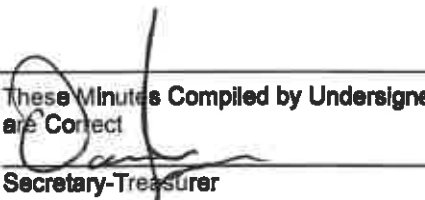
2) Supplier Diversity Report - Third Quarter, 2018 - Renise Holliday reported the total Supplier Diversity Spend from January 1, 2018 through September 30, 2018 of \$48,268,447.26 and \$8,940,908.68 in the sheltered market program. Commissioner Wishnia asked for information in regard to the number of vendors in the categories. Ms. Holliday explained the differences in MLGW's regular Supplier Diversity Program and another program designed to attract small businesses in Shelby County. She noted that the criteria in the second program gives smaller businesses opportunities to compete against other small businesses and not the full market. She shared information of various outreach programs that MLGW participates in to raise awareness.

**ADJOURNMENT:**

There being no further business, the meeting was adjourned at 1:47 p.m.

(See Minute File No. 1433.)

Approved Without Interlineation  
  
Chairwoman

These Minutes Compiled by Undersigned and  
are Correct  
  
Secretary-Treasurer