



Board of Light, Gas and Water Commissioners
220 S. Main Street
Memphis, TN 38103
www.mlgw.com

Board Meeting

~ Minutes ~

Wednesday, April 18, 2018

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

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

PLEDGE OF ALLEGIANCE:

Chairman Wishnia

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

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

The following staff members were present: J. T. Young, President and CEO; Dana Jeanes, Vice President, CFO and Secretary-Treasurer; Cheryl Patterson, Vice President and General Counsel; Nick Newman, Vice President, Construction and Maintenance; Christopher Bieber, Vice President, Customer Care; Von W. Goodloe, Vice President, Human Resources; and Lashell Vaughn, Vice President and Chief Technology Officer. Alonzo Weaver, Vice President, Engineering and Operations, did not attend the meeting.

Advisory Board Members:

Dwain Kicklighter – Present
Kevin Young - Present

APPROVALS:

Motion To: Approve Minutes of the Meeting of April 5, 2018.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Michael Pohlman, Board Member
SECONDER:	Carlee McCullough, Vice Chairman
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough
ABSENT:	Mitch Graves, Leon Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated April 10, 2018, Items 13 through 25. (See Minute File No. 1424.)

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 4)

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 16)

RESULT:	APPROVED [UNANIMOUS] – ITEMS 1 THROUGH 16
MOVER:	Carlee McCullough, Vice Chairman
SECONDER:	Michael Pohlman, Board Member
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough
ABSENT:	Mitch Graves, Leon Dickson

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding a purchase order to Ford of Murfreesboro, for the purchase of mid and full size sedans, in the amount of \$242,586.50. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution awarding a purchase order to Ford of Murfreesboro, for the purchase of light duty passenger and cargo vans, in the amount of \$146,537.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution awarding Contract No. 12036, Trane Chiller R'Newal Service Agreement Number 2, to Trane U.S. Incorporated, d/b/a Trane, in the funded amount of \$130,804.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding Contract No. 12023, Aerial Patrol of Gas Transmission Right-of-Way to Tennessee Helicopter Services, Incorporated, in the funded amount of \$106,800.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

5. Resolution approving Contract No. 11986 between Memphis Light, Gas and Water Division and Trunkline Gas Company, LLC, in the approximate amount of \$210,000.00. (The contract term is for one winter season effective November 1, 2018 and ending Mar 31, 2019.) (Chris Bieber) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

6. Resolution awarding Contract No. 12027, Voice (PBX) Systems Network Maintenance, to Black Box Network Services, Incorporated, in the funded amount of \$1,107,024.75. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

7. Resolution approving Change No. 4 to Contract No. 11634, Substation Engineering Grounding with MESA Associates, Incorporated, in the funded amount of \$75,000.00, based on agreed upon rates, with no increase in rates from the previous renewal. (This change is to renew the current contract for the fourth and final annual renewal term covering the period June 2, 2018 through June 1, 2019.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

8. Resolution authorizing pledged PILOT payments for MLGW fiscal year 2018 to the City of Memphis, with the first installment in the amount of \$1,250,000 to be paid in April of 2018 and the second installment in the amount of \$1,250,000 on or before November 30, 2018. (Dana Jeanes) (**SAME DAY MINUTES REQUESTED**)
9. Resolution awarding Contract No. 12032, MLGW Electronic Bill & Presentment to Fidelity Information Services, LLC (FIS Global), in the funded amount of \$3,600,000.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

10. Resolution approving and upholding the decisions reflected in the March 31, 2018 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)

HUMAN RESOURCES DIVISION

11. Resolution approving Change No. 4 to Contract No. 11669, Property and Boiler Insurance with Factory Mutual Insurance Company (FM Global), in the funded amount of \$1,128,118.00. (This change is to renew the current contract for the fourth and final annual renewal term covering the period June 1, 2018 through May 31, 2019. This renewal reflects a 9.21% net premium increase from the previous year as a result of increases in property values and Property and Casualty Insurance market conditions. MLGW received a 15% membership credit (\$182,287.00) resulting from less claim loss experienced globally from natural disasters. FM Global is a mutual insurance company, which is owned entirely by its policy holders. Any profits earned by a mutual insurance company are rebated to policy holders in the form of dividend distributions, reduced future premiums or membership credit.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 2 to Contract No. 11873, Professional Locksmith Services with Quality Safe & Lock Company, Incorporated, based on agreed upon rates, in the funded amount of \$50,000.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering May 14, 2018 through May 13, 2019, with no increase from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

13. Resolution awarding a contract to Mythics, Inc., for the Oracle Unlimited License Agreement and HR Analytics, in the amount of \$3,770,886.96. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 11 to Contract No. 9547, IBM Maintenance with International Business Machines (IBM), in the funded amount of \$255,857.61. (This change is to renew the current contract for the following IBM products: WebSphere MQ (Message Queue) z/OS, Enterprise COBOL z/OS (Operating System for IBM's zSeries 900 Servers), z/OS Base, z/OS DFSORT and WebSphere MQ processors for the period covering July 1, 2018 through June 30, 2019. In addition, for the period covering January 1, 2019 through June 30, 2019, a 5% increase is reflected due to model pricing for all monthly license products effective January 1, 2019. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by IBM.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

REQUEST TO "ADD ON" ITEMS 15 and 16 TO CONSENT AGENDA

RESULT:	APPROVED [UNANIMOUS] – ADD ON ITEMS 15 AND 16
MOVER:	Michael Pohlman, Board Member
SECONDER:	Carlee McCullough, Vice Chairman
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough
ABSENT:	Mitch Graves, Leon Dickson

Item No. 15 - Resolution awarding a purchase order to Scruggs Equipment Company in the amount of \$84,800.00 and Utility Equipment Service, Inc. in the amount of \$124,657.00, for the purchase of two-ton steel utility service bodies. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL) **(SAME DAY MINUTES REQUESTED)**

Item No. 16 - Resolution awarding a purchase order to Scruggs Equipment Company, Inc., for the purchase of hydraulic front mounted truck winches. in the amount of \$131,256.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL) **(SAME DAY MINUTES REQUESTED)**

REQUEST TO APPROVE SAME DAY MINUTES FOR ITEMS 8, 15 and 16

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Carlee McCullough, Vice Chairman
SECONDER:	Michael Pohlman, Board Member
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough
ABSENT:	Mitch Graves, Leon Dickson

Prior to the presentations, Chairman Wishnia wished Commissioners McCullough and Pohlman a "happy birthday" and everyone sang. He also invited everyone for cake following the Board Meeting.

PRESENTATIONS:

1) 2017 United Way Check Presentation - Sharika Hollingsworth & Bryan Hutton - Ms. Hollingsworth introduced the Steering Committee/Campaign Reps and thanked each of them for their various contributions. She discussed multiple events held to raise money for United Way. She introduced Bryan Hutton, who is the in-coming Chair of the UW Campaign. She introduced the United Way representatives present and thanked each of them for their help and support. Dr. Robinson expressed his gratitude and praised everyone that made the campaign successful. The check for \$612,327 was presented to United Way.

2) Review of January 1, 2018 Actuarial Valuation - Rocky Joyner with Segal Consulting summarized the results of the actuarial valuation of the MLGW Retirement and Pension System. He stated MLGW has one of the best funded Systems in the nation. The plan is in excellent

standing in regard to GASB requirements. The funded ratio for the system increased from 94.20% to 95.54% this year on an actuarial basis. He turned the floor over to David Berger who reported on the OPEB actuarial valuation. He pointed out the system meets all Tennessee funding requirements and standards established by GASB. The unfunded benefit liabilities have decreased to \$225 million as of December 31, 2017 from \$461 million as of December 31, 2015. The funded status improved to 64% from 42%. The OPEB system is also one of the best funded in the country.

GENERAL STATEMENTS FROM THE PUBLIC:

1. Danny Geurin, 4136 Watteker Rd., addressed the Board regarding his water bill. He stated he has been trying to get this resolved for close to a year. He says he uses very little water, but his bill continues to increase. He stated he has talked to multiple MLGW employees and does not feel he is any closer to getting this resolved. He handed out a packet of documents which included letters and statements from MLGW, as well as field tickets. Mr. Frank Fletcher took Mr. Geurin to a private area to review his account and attempt to resolve the issue.

2. Minister Sahkara Yahweh, 1816 James Road, addressed the Board. He welcomed the new President to MLGW. He distributed a handout to the Board pertaining to fluoride. He stated illnesses and long term problems are caused by fluoride in the water. He was reminded by the Board that fluoride is written in an Ordinance and we have no option but to use it.

PRESIDENT'S BRIEFING (Continued):

2. HR Policy #22-07 - Military Leave/Veterans Reemployment Rights - Eric Conway summarized the proposed changes to the policy reviewing the outline. The Board was given the opportunity to ask questions.

3. HR Policy #22-24 - Leave Transfer - Eric Conway reviewed the proposed changes explaining rewording is needed for clarity. There were no questions from the Board.

4. Other - J. T. Young

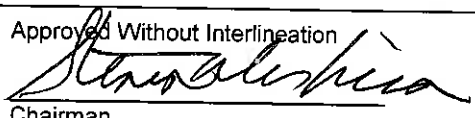
COMMITTEE REPORTS:

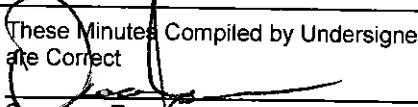
(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 1:46 p.m.

(See Minute File No. 1424.)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer