



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, June 7, 2017

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 12:59 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	Absent	
Mitch Graves	Board Member	Present	
Leon Dickson	Board Member	Present	
Derwin Sisnett	Board Member	Absent	

The following staff members were present: Jerry R. Collins, Jr., 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; Alonzo Weaver, Vice President, Engineering and Operations; Von W. Goodloe, Vice President, Human Resources; and Lashell Vaughn, Vice President and Chief Technology Officer.

APPROVALS:

Motion To: Approve Minutes of the Meeting of May 17, 2017.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Leon Dickson, Board Member
SECONDER:	Mitch Graves, Board Member
AYES:	Steven Wishnia, Mitch Graves, Leon Dickson
ABSENT:	Carlee McCullough, Derwin Sisnett

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated May 23, 2017, Items 11 through 17. (See Minute File No. 1413.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

Minister Sahkara Yahweh, 1816 James Road, addressed the Board. He had a hand out pertaining to "Genotoxic Carcinogenic Fluoride Hazard Waste Poison" and voiced that he is against adding fluoride to the water. He stated he has been talking to the State and Judge Potter. He added that a public hearing is forthcoming.

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - Jerry R. Collins, Jr.

(President's Briefing Continued on Page 56)

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 21)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Mitch Graves, Board Member
SECONDER:	Leon Dickson, Board Member
AYES:	Steven Wishnia, Mitch Graves, Leon Dickson
ABSENT:	Carlee McCullough, Derwin Sisnett

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving Change No. 5 to Contract No. 11517, Directional Boring, with Memphis Road Boring Company, Incorporated, with no increase in the contract value. (This change is to extend the current contract for the period covering July 2, 2017 through December 31, 2017 with no adjustment in services. This extension is needed to continue work under this contract to allow time for MLGW to solicit bids for a new contract.) (Clifton Davis)
2. Resolution approving rejection of the bids received up to 4:00 p.m. on March 6, 2017, for Contract No. 11925, Large Directional Boring. (Clifton Davis)
3. Resolution awarding a purchase order to Scruggs Equipment Company, Inc., for the purchase of a multi-power unit, in the amount of \$55,972.80. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding a purchase order to Summit Truck Group, for cab & chassis stake body trucks, in the amount of \$353,230.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

5. Resolution awarding Contract No. 11942, Print Shop Liebert Unit Replacement, to Air Technical Services, Inc., in the funded amount of \$184,000.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution awarding a purchase order to Thompson Machinery, for the purchase of a 45 foot boom lift, in the amount of \$65,360.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

7. Resolution awarding a purchase order to Brighter Days and Nites, Inc., for impedance line relays, in the amount of \$56,669.60. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution awarding a purchase order to Alstom Grid, LLC, for the purchase of high accuracy voltage transformers, in the amount of \$95,070.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding a purchase order to Perkin Elmer Health Sciences, Inc. for a twelve month period, for maintenance and support for the ELAN 9000 spectrometer, in the amount of \$17,556.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution awarding a sixty month purchase order to Insource Software Solutions, for Wonderware software support, in the amount of \$137,434.95. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

RESULT: SAME DAY MINUTES APPROVED – ITEMS 11 AND 12
[UNANIMOUS]

MOVER: Mitch Graves, Board Member

SECONDER: Leon Dickson, Board Member

AYES: Steven Wishnia, Mitch Graves, Leon Dickson

ABSENT: Carlee McCullough, Derwin Sisnett

11. Resolution approving the distribution of the final gas in-lieu-of tax payments requested by the City to be made to the various taxing districts in the funded amount of \$18,800,000.00. (Dana Jeanes)
12. Resolution approving the distribution of the final electric in-lieu-of tax payments requested by the City to be made to the various taxing districts in the funded amount of \$46,356,271.41. (Dana Jeanes)
13. Resolution requesting approval of Kennedy Capital Management, a small cap growth manager, to manage approximately \$27,000,000 for the benefit of the MLGW

Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

14. Resolution requesting approval of Kennedy Capital Management, a small cap growth manager, to manage approximately \$11,000,000 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution approving Change No. 1 to Contract No. 11822, Ignite Services-PayPoint, with First Data, in the funded amount of \$1,800,000.00. (This change is to ratify and renew the current contract for the period covering May 20, 2016 through May 31, 2018.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
16. Resolution approving Change No. 8 to Contract No. 11292, Cashiering System Replacement, with System Innovators, in the funded amount of \$65,324.00. (This change is to ratify and renew annual hardware and software maintenance and support services for iNovah, Creditron, and Opex software for the period covering May 1, 2016 through April 30, 2018.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution awarding a purchase order to Brighter Days and Nites, Inc., for polyethylene pipe in the amount of \$741,950.18. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
18. Resolution awarding a purchase order to Universal Scaffold and Equipment, LLC, for water meter vaults and lids, in the amount of \$647,543.75. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
19. Resolution awarding a twenty-four month purchase order to Brighter Days and Nites, Inc., for the purchase of ductile iron pipe, in the amount of \$1,289,805.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
20. Resolution approving Change No. 8 to Contract No. 11075, Community Office Pay Stations, with TIO Networks Corporation, in the funded amount of \$66,000.00. (This change is to renew the current contract for an additional two year term covering the period July 1, 2017 through June 30, 2019.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution approving Change No. 4 to Contract No. 10614, Bloomberg Data License and Maintenance Agreement, with Bloomberg, L.P., in the funded amount, not-to-exceed, \$66,840.00. (This change is to renew the current contract for annual software maintenance, licenses, and support services for an additional two year term covering the period September 2, 2017 through September 1, 2019.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

(None)

INFORMATION SERVICES DIVISION

(None)

PRESIDENT'S DIVISION

(None)

PRESIDENT'S BRIEFING (Continued):

2. Project Inspire Update - Lashell Vaughn stated the June 1, 2017 "Go Live" event has been a long time coming. She introduced Jon Laman, Project Manager, who thanked the Team, the Oversight Committee and Rolta (Blaine Schertz). He stated there are challenges, but we are working through them. Mr. Schertz stated we now have a state of the art system that will take us into the future. He congratulated the leadership. Chairman Wishnia and President Collins expressed their appreciation to everyone for all of their hard work and dedication.

3. Storm Restoration Report - Alonzo Weaver updated the Board on the May 27, 2017 storm that devastated certain areas of the City and Shelby County. 188,000 customers were affected. The power point presentation provided a visual of the areas that were without power and a time line in getting customers' power restored. He also discussed the restoration improvements compared to previous storms such as a more robust outage management system (CARES), detailed emergency response plan and crisis management center, expanded IVR capability, better field communications and equipment, smart meters and hardening of the electric system. He also highlighted some of the details comparing this storm to Hurricane Elvis in 2003. There are already 45 distribution automation switches (smart switches) in service. Substation 49, in the Chelsea/ North Memphis area, is next and over the next five years there is a budget of \$18 million to continue to upgrade the system.

4. Healthcare Report, First Quarter 2017 - Charles Perry reported on the First Quarter, 2017 Healthcare Report. Quarterly medical claim costs for first quarter was \$12,893,027.93. Quarterly prescription claim cost comparisons from 2016 demonstrated a decrease. The Commissioners had several questions regarding how projections are determined. Commissioner Graves suggested MLGW contact the Shelby County Government to learn of their cost savings due to the stop loss clause in their policy.

5. Other - Jerry R. Collins, Jr.

COMMITTEE REPORTS:

Supplier Diversity Update, First Quarter, 2017 - Renise Holliday stated 2016 was a record breaking year and we are continuing with the trend in the first quarter of 2017. The first quarter of 2017 Supplier Diversity total spend was \$15,097,047.26 and total spend for the sheltered market program was \$2,554,643.00. Ms. Holliday noted the

sheltered market is going into its' third year. She made everyone aware of the upcoming Economic Development Fair on June 27 through 29, 2017.

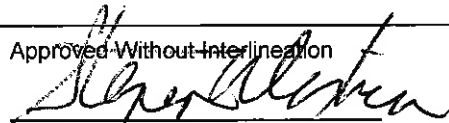
Human Resources Committee Report (May) - Commissioner Leon Dickson stated three reports were heard at the last meeting. Three policies are under review #20-01, #23-12 and #20-02. Those will be brought to the Board at the next meeting.

ADJOURNMENT:


The meeting was adjourned at 1:53 p.m.

(See Minute File No. 1414.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Acting Secretary-Treasurer