



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, June 22, 2017

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:01 p.m.

PLEDGE OF ALLEGIANCE:

Chairman Wishnia

The Pledge of Allegiance was recited.

ROLL CALL:

Roland McElrath

| Attendee Name | Title | Status | Arrived |
|-------------------|---------------|---------|---------|
| Steven Wishnia | Chairman | Present | |
| Carlee McCullough | Vice Chairman | Present | |
| Mitch Graves | Board Member | Present | |
| Leon Dickson | Board Member | Present | |
| Derwin Sisnett | Board Member | Present | |

The following staff members were present: Jerry R. Collins, Jr., President and CEO; Nick Newman, Vice President, Construction and Maintenance; Christopher Bieber, Vice President, Customer Care; Alonzo Weaver, Vice President, Engineering and Operations and Lashell Vaughn, Vice President and Chief Technology Officer. Dana Jeanes, Vice President, CFO and Secretary-Treasurer; Cheryl Patterson, Vice President and General Counsel and Von W. Goodloe, Vice President, Human Resources did not attend the meeting. Roland McElrath served as Acting Secretary-Treasurer and Charlotte Knight-Griffin served as Acting General Counsel.

APPROVALS:

Motion To: Approve Minutes of the Meeting of June 7, 2017.

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| RESULT: | ADOPTED [UNANIMOUS] |
| MOVER: | Mitch Graves, Board Member |
| SECONDER: | Carlee McCullough, Vice Chairman |
| AYES: | Wishnia, McCullough, Graves, Dickson, Sisnett |

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Roland McElrath

Receipt of Certified Copies of City Council Resolutions dated June 6, 2017, Items 7 through 17. (See Minute File No. 1413.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

1. Janice Mondie, 2509 Dexter, voiced her opposition for the North Service Center expansion. She stated it is depreciating the value of their homes. She has done some research and believes other locations would better suit our needs. Ms. Mondie also talked about the noise and the rattling of the homes that happens when the trucks come through the neighborhood. Before hearing from the Board, Chairman Wishnia wanted to hear what the next person wanted to say about the same situation.

2. Gary Johnson, 1391 Vance Avenue, states he is the Mid-town Director of the County Library and Ms. Mondie is a regular patron. He is here to support her. He stated a lot of the homes in this area are run down but he feels they could be fixed up. He doesn't believe that this is a good thing that MLGW is doing and this is Ms. Mondie's family home. He also believes there is enough room and the expansion is not needed.

President Collins advised the reason for the move is the downtown location is extremely old and out of date. Plans are to move as soon as the North location is ready. President Collins also stated that the plans are for the trucks to access from Hollywood, rather than the current access.

Charlotte Knight-Griffin stated of the purchases MLGW has already obtained, some of the homeowners owed back taxes and were underwater, and have all been happy for MLGW to purchase their property. There are 130 parcels in the area that consisted of vacant, rentals and owner occupied. She also states that MLGW has completed the purchases of more parcels than what is left to purchase.

President Collins spoke about a community meeting that was held regarding the plans and there was excitement about the purchases. Some that were not offered to be purchased, requested their homes be considered. At the meeting a flip chart was recorded with all the comments and concerns. To his knowledge, there is no threat of eminent domain. He also stated he only knew of three people from the area that opposed the plan and some opposition from other neighborhoods, but he did not know the nature of the opposition.

After discussions by Ms. Mondie, President Collins, Charlotte Knight-Griffin and the Board of Commissioners, it was decided that at the next Board Meeting they would have Keith Ledbury and Sandra Johnson there to follow up and answer any further questions the Board has on the expansion of the North Service Center.

3. Chet Kibble, 3229 Lakeview Road, talked about lead and fluoride poisoning and that he is working closely with the EPA on these matters. He also stated he thinks it is time for MLGW to tell the truth. President Collins advised the Board that the water budget has been increased to replace all lead service lines. This process may take up to ten years. MLGW is offering customers to have water tested and many have taken that opportunity. There is a map on our website which shows possible locations that may have lead. The map is being updated as test are performed and lines are replaced.

NEW BUSINESS:

Motion To: 1. Re-appoint Ms. Pamela Z. Clary as Citizen Member of the Retirement and Pension Board, re-appointment term beginning July 1, 2017 and term ending on June 30, 2017. (Jerry R. Collins, Jr./MLGW Board of Commissioners - Motion and Second / Roland McElrath Roll Call Vote)

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|------------------|---|
| RESULT: | ADOPTED [UNANIMOUS] |
| MOVER: | Carlee McCullough, Vice Chairman |
| SECONDER: | Mitch Graves, Board Member |
| AYES: | Wishnia, McCullough, Graves, Dickson, Sisnett |

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 63)

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 14)

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| RESULT: | APPROVED [UNANIMOUS] ADDING ITEM NO. 14 TO CONSENT AGENDA AND APPROVED/ADOPTED ITEMS 1 THROUGH 14 OF THE CONSENT AGENDA |
| MOVER: | Mitch Graves, Board Member |
| SECONDER: | Carlee McCullough, Vice Chairman |
| AYES: | Wishnia, McCullough, Graves, Dickson, Sisnett |

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding a purchase order to Synergy Power Group LLC, d/b/a Team Fenex, for two underground manhole support trailers, in the amount of \$108,324.64. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 3 to Contract No. 11679, MLGW Gas Transmission Right-of-Way Mowing, with Bean and Prince Contractors, Incorporated, in the funded amount of \$208,576.00. (This change is to renew the current contract for the third of four annual renewal terms covering the period August 12, 2017 through August 11, 2018, which reflects an overall 2.91% increase in rates from the previous year. The increase is a result of operational costs due to increases in equipment maintenance, supplies, gasoline, and insurance premiums.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

3. Resolution approving Change No. 4 to Contract No. 11536, Aerial Patrol of Gas Transmission Right-of-Way, with Tennessee Helicopter Services, Incorporated, in the funded amount of \$72,000.00. (This change is to renew the current contract for the fourth and final annual renewal term covering the period August 29, 2017 through August 28, 2018, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding Contract No. 11964, Trane Chiller R'Newal Service Agreement, to Trane U.S. Incorporated, d/b/a Trane, in the funded amount of \$117,148.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding a purchase order to Abby Equipment Company, for backhoe loaders, in the amount of \$654,892.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

6. Resolution awarding a purchase order to Black Box Network Services, for upgrade to MLGW's Unify (formerly Siemens) Xpressions phone mail system, in the amount of \$61,865.95. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order to Dynamic Ratings, Inc., for a pilot program for power transformers and power circuit breakers monitoring equipment, in the amount of \$93,727.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving Change No. 4 to Contract No. 11453, Voice and Data Services, with AT&T, Incorporated, in the funded amount of \$106,000.00. (This change is to extend the current contract for the period covering August 12, 2017 through December 31, 2017. This extension will allow time to complete configuration of the circuits that will be serviced under Contract No. 11927, which will replace this contract.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

9. Resolution awarding a thirty-six month purchase order to Brighter Days and Nites, Inc., for 600V ruggedized secondary underground cable, in the amount of \$2,891,222.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

Motion To: Approve Same Day Minutes for Item No. 10

RESULT: APPROVED [UNANIMOUS]
MOVER: Mitch Graves, Board Member
SECONDER: Carlee McCullough, Vice Chairman
AYES: Wishnia, McCullough, Graves, Dickson, Sisnett

10. Resolution approving twelve Inspector Contracted Services Positions - Position numbers 06474 through 06477; position numbers 06481 through 06484; and positions 06486, 06472, 06275 and 06278. (Jerry R. Collins, Jr./Von Goodloe)
11. Resolution approving Change No. 3 to Contract No. 11735, Onsite Computer and Technical Classes, with Southwest Tennessee Community College, in the funded amount not-to-exceed \$40,000.00. (This change is to renew the current contract for the third of four annual renewal terms for the period covering July 1, 2017 through June 30, 2018, with no increase in rates from the previous renewal. However, this renewal reflects an increase in the number of classes during this renewal term.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

12. Resolution approving Change No. 5 to Contract No. 10961, BMC Combined Software Products, with BMC Software Distribution, Incorporated, in the funded amount of \$13,552.26. (This change is to renew the current contract for the period covering October 31, 2017 through October 30, 2018, which reflects an 8% increase, as a result of the company's upgrades, enhancements and new product releases. However, this renewal also reflects an 80.05% discount off the corporate annual list price.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

13. Resolution awarding a forty-eight month purchase order to Bell and Howell, LLC, on the Bowe Bell Howell BH3500 secondary backup utility bill inserter, in the amount of \$63,448.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

Motion To: Approve Same Day Minutes for Item No. 14

RESULT: APPROVED [UNANIMOUS]
MOVER: Derwin Sisnett, Board Member
SECONDER: Carlee McCullough, Vice Chairman
AYES: Wishnia, McCullough, Graves, Dickson, Sisnett

14. Resolution approving thirteen Inspector Contracted Services Positions - Position numbers 06474 through 06477; 06481 through 06484; and positions 06273, 06275, 06278, 06472 and 06486. (Jerry R. Collins, Jr./Von Goodloe)

Motion To: Add Item No. 15 to **REGULAR AGENDA**

RESULT: APPROVED [UNANIMOUS] TO ADD ITEM NO. 15 TO REGULAR AGENDA
MOVER: Mitch Graves, Board Member
SECONDER: Carlee McCullough, Vice Chairman
AYES: Wishnia, McCullough, Graves, Dickson, Sisnett

15. Resolution approving and authorizing the payment of \$350,000 of additional payments in lieu of taxes from the Gas System allocable to either MLGW's 2016 or 2017 fiscal year. (Dana Jeanes)

RESULT: ADOPTED [UNANIMOUS] ITEM NO. 15
MOVER: Mitch Graves, Board Member
SECONDER: Derwin Sisnett, Board Member
AYES: Wishnia, McCullough, Graves, Dickson, Sisnett

RESULT: APPROVED [UNANIMOUS] SAME DAY MINUTES ITEM NO. 15
MOVER: Mitch Graves, Board Member
SECONDER: Carlee McCullough, Vice Chairman
AYES: Wishnia, McCullough, Graves, Dickson, Sisnett

PRESIDENT'S BRIEFING (Continued):

2. Greater Memphis Chamber Economic Development Report - Mark Herbison/Phil Trenary/Kelly Rayne/Ernest Strickland each reported multiple statistical results and accomplishments since they spoke in 2016 to current 2017. They expressed their appreciation of the partnership they have with MLGW and are excited about various new opportunities for Memphis.
3. Policy #23-12 - Anti-Harrassment (Formerly Sexual Harrassment) - Eric Conway stated that the policy language and title will now reflect the appropriate name change. He stated retaliation is not permitted and all allegations will be properly investigated.
4. Policy #20-02 - Promoting Mutual Respect and Tolerance of Diversity - Eric Conway reviewed the proposed changes to the policy.
5. Policy #20-01 - Equal Employment Opportunity - Eric Conway also reviewed the proposed changes to this policy. There were no questions regarding either of the policy changes from the Board.
6. Corporate Scorecard - First Quarter, 2017 - Valerie McKinney reported that non-person surveys are more negative. She then highlighted the highs and lows for the

quarter. Commissioner Graves asked if we could measure the developers and President Collins said we can work on a report.

7. Other - Jerry R. Collins, Jr.

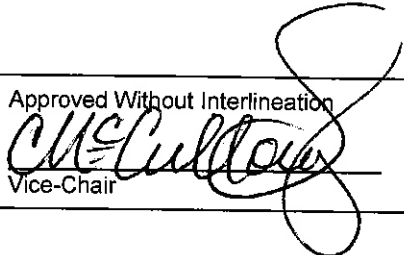
COMMITTEE REPORTS:

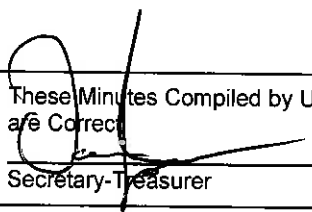
(None)

ADJOURNMENT:

There being no other business, the meeting was adjourned at 2:33 p.m.

(See Minute File No. 1414.)

Approved Without Interlineation

Vice-Chair

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer