



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, July 11, 2018

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 12:58 p.m.

PLEDGE OF ALLEGIANCE:

Chairman Wishnia

The Pledge of Allegiance was recited.

SAFETY BRIEFING:

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 |
|-------------------|---------------|---------|---------|
| Steven Wishnia | Chairman | Present | |
| Carlee McCullough | Vice Chairman | Present | |
| Mitch Graves | Board Member | Present | |
| Leon Dickson | Board Member | Present | |
| Michael Pohlman | 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, Vice President, CFO and Secretary-Treasurer; Cheryl Patterson, Vice President and General Counsel; Alonzo Weaver, Vice President, Engineering and Operations; and Von W. Goodloe, Vice President, Human Resources. Staff Members that did not attend the meeting were: Lashell Vaughn, Vice President and Chief Technology Officer; Nick Newman, Vice President, Construction and Maintenance; and Christopher Bieber, Vice President, Customer Care.

APPROVALS:

Motion To: Approve Minutes of the Meeting of June 21, 2018.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated June 19, 2018, Items 16 through 31. (See Minute File No. 1427.)

PRESENTATIONS:

1. RP3 Award (Diamond Designation) - MLGW Employee Recognition: Jennifer Gonzalez, Amanda Lawson, Giovanti Palacio and Don Roberts - Alonzo Weaver explained the requirements in order to earn the award. He acknowledged the employees that compiled the information and thanked them for their part in earning the award. The plaque was presented to President Young and Chairman Wishnia.

2. TVA Energy Rights Solutions Award - Cindy Herron, VP, Energy Rights Solutions, thanked MLGW for their partnership in developing and participating in the Program. She pointed out that 379 GWh were saved through energy efficiency efforts. MLGW has been recognized as a Top Performer since the report was started in 2012. She also thanked MLGW for their partnership in the Share the Pennies Program.

GENERAL STATEMENTS FROM THE PUBLIC:

1) Minister Suhkara Yahweh, 838 Walker Avenue #104, thanked President Young for his concern pertaining to the safety of the citizens. He had a handout to distribute to the Board and the Staff at the table. He is requesting removal of fluoride from the drinking water. He noted he is a certified EPA Supervisor and has worked with the EPA in regard to lead lines and fluoride. Commissioner McCullough asked President Young if Florida water has fluoride in it. He confirmed that it does.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 62)

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 and 2 and Items 4 through 13)

RESULT: APPROVED [UNANIMOUS] Items 1, 2 and 4 through 13
MOVER: Carlee McCullough, Vice Chairman
SECONDER: Michael Pohlman, Board Member
AYES: Pohlman, Wishnia, McCullough, Graves, Dickson

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving rejection of bids received up to 4 o'clock p.m., Tuesday, May 6, 2018 for furnishing MLGW with an Oil Purification System. (Clifton Davis)
2. Resolution awarding contract to Abby Equipment Company, for backhoe loaders, in the funded amount of \$232,390.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

Motion To: Delete Item No. 3 from Consent Agenda

RESULT: APPROVED [UNANIMOUS] – Delete Item No. 3
MOVER: Mitch Graves, Board Member
SECONDER: Leon Dickson, Board Member
AYES: Pohlman, Wishnia, McCullough, Graves, Dickson

3. DELETED - Resolution awarding Contract No. 11987, Electric Underground Distribution Construction-Retrofit to Standard Electric Company, Incorporated, in the funded amount of \$3,144,026.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

4. Resolution awarding contract to Engineered Sealing Components, LLC for substation capacitors, in the funded amount of \$59,600.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding contract to Logical Systems, LLC for distributed process control system parts for Allen Water Pumping Station, in the funded amount of \$463,076.46. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution awarding contract to IAC Supply Solutions, Inc. for distributed process control system parts for Sheahan Water Pumping Station, in the funded amount of \$406,663.58. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving Change No. 1 to Contract No. 11965, Professional Engineering Service for Water Engineering and Operations with Allen & Hoshall, in the funded

amount not-to-exceed \$400,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering September 27, 2018 through September 26, 2019, with no increase in rates from the previous year. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

8. Resolution requesting approval of Logan Circle Partners, LP, an emerging markets debt manager, to manage \$90,000,000 for the benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

9. Resolution approving the following positions: Position Nos. 00634, 02861, 04216, 04581, 04582, 04930, 06148, all Apprentice Lineman; Position Nos. 00172, 06663, 06666, each Utility Worker 2; Position No. 02806, Distribution Design Engineer 1; and Position No. 07033, Foreman Utility Training. (JT Young/Von Goodloe)

INFORMATION SERVICES DIVISION

10. Resolution approving Change No. 7 to Contract No. 10927, Perpetual Licensing Agreement, with Pitney Bowes Software, Incorporated, in the funded amount of \$190,701.87. (This change is to renew the current contract for software maintenance, license and support services for the period covering September 1, 2018 through August 31, 2023, which reflects a 2% increase in pricing. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Pitney Bowes Software, Incorporated.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution awarding contract to Presidio Networked Solutions, Inc. for a F5 Load Balancing Solution, in the funded amount of \$575,110.92. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 5 to Contract No. 9716, Sysout Manager Software with Software Engineering of America, in the funded amount of \$8,062.87. (This change is to renew the current contract for annual software maintenance, license, and support services for one year for the period covering October 1, 2018 to September 30, 2019, with no increase in price from the previous renewal. MLGW is requesting approval of continuous maintenance of the acquired system, which can only be performed by Software Engineering of America.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Change No. 6 to Contract No. 10140, PDSFAST Software License with Software Engineering of America, in the funded amount of \$11,884.00. (This change is to renew annual software maintenance, license, and support services for the period covering October 1, 2018 to September 30, 2019 with no increase in price from the previous renewal. MLGW is requesting approval of continuous maintenance of

the acquired system, which can only be performed by Software Engineering of America.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

REGULAR AGENDA

(Item No. 14)

President Young presented a power point presentation pertaining to Item No. 14, Reorganization Plan. President Young answered questions from the Board.

Motion To: "Add On" & Approve Item No. 14 with Same Day Minutes to the Regular Agenda

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|------------------|--|
| RESULT: | ADOPTED [UNANIMOUS] - Item 14 – Add On to Regular Agenda and Adopt the Resolution with Approval of Same Day Minutes |
| MOVER: | Mitch Graves, Board Member |
| SECONDER: | Leon Dickson, Board Member |
| AYES: | Pohlman, Wishnia, McCullough, Graves, Dickson. |

REGULAR AGENDA "ADD ON" ITEM #14 - Resolution approving a Reorganization Plan, substantially in the form attached, and authorizing the President and CEO to create, retitle, reorganize and fill, in accordance with MLGW HR Policy 21-18, the noted positions and such other positions as, in his discretion, are needed to implement the purposes of the Plan, to be effective September 4, 2018. (Jarl Young)

PRESIDENT'S BRIEFING (Continued):**2. Other - J. T. Young**

President Young thanked the staff for the restoration efforts due to the storms we have had over the last few weeks. He acknowledged and expressed appreciation for their hard work and sacrificing time away from their families. He stated he will continue to take a hard look at the infrastructure and where improvements need to be made. As he noted, we cannot control the storms, but can mitigate the time the customers are without power based on the infrastructure.

Chairman Wishnia asked if someone could report on the defective pole project. Nick Newman was not in attendance of the meeting. President Young stated Mr. Newman will report on that subject at the next Board Meeting.

COMMITTEE REPORTS:

(None)

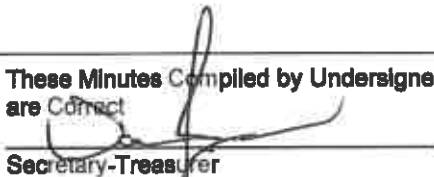
ADJOURNMENT:

There being no further business, the meeting was adjourned at 1:38 p.m.

(See Minute File No. 1426.)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer