



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, August 21, 2019

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 1:03 p.m.

PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

The Pledge of Allegiance was recited.

SAFETY BRIEFING:

President 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-Chair	Absent	
Leon Dickson	Board Member	Present	
Mike Pohlman	Board Member	Present	
Steve Wishnia	Board Member	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; Nick Newman, VP, Engineering & Operations; Von Goodloe, VP, Shared Services; Lashell Vaughn, VP & CIO; and Lesa Walton, Chief Internal Auditing Officer. The following SLC did not attend the meeting: Roland McElrath, Controller; Jim West, VP, Chief Customer Officer; Cliff DeBerry, VP Design, Construction & Delivery; and Gale Carson, VP Community and External Affairs. Cheryl Patterson, VP and General Counsel did not attend the meeting. Charlotte Knight-Griffin served as Acting General Counsel.

Advisory Board Members:

Dwain Kicklighter - Present
Kevin Young - Present

APPROVALS:

Motion To: Approve Minutes of the Meeting of August 7, 2019.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated August 6, 2019, Items 29 through 41. (See Minute File No. 1439.)

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 89)

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 11)

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

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution awarding Contract No. 12069, ArcFM Viewer Replacement to SSP Innovations, in the funded amount of \$624,794.50. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 1 to Contract No. 11966, MLGW Network Upgrade and Enhancement with Venture Technologies, Incorporated, in the funded amount of \$604,064.63. (This change is to renew the current contract for the first of four annual renewal terms for the period covering September 27, 2019 through September 26, 2020, with an increase in rates from the initial term. The rate increase (\$79,950.83) is based on purchasing equipment and installation services for network enhancements and the purchase of replacements for equipment that will reach its end of life within the next few months.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

3. Resolution approving various position numbers for Utility Worker 2, Apprentice Lineman and Lineman positions. (J. T. Young/Von Goodloe)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS DIVISION

4. Resolution awarding Contract No. 12105, Overhead Water Storage Tank Painting for Capleville, Stonebridge, and Egypt Central to Currens Construction Company, in the funded not-to-exceed amount of \$1,189,400.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding Contract No. 12104, Overhead Water Storage Tank Painting Inspections to Mid-South Tank Consultants, in the funded not-to-exceed amount of \$138,022.50. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution approving Change No. 4 to Contract No. 11791, Surveying Services with Ollar Surveying Company, LLC, in the funded amount of \$154,985.00. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering January 19, 2020 through January 18, 2021, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

INNOVATION & BUSINESS ANALYTICS

(None)

PRESIDENT'S DIVISION

(None)

SVP, CFO & CAO, FINANCE DIVISION

7. Resolution approving Change No. 3 to Contract No. 11914, MLGW Utility Payment Centers with FirsTech, Incorporated, in the funded amount of \$215,000.00. (This change is to renew the current contract for the third of four annual renewal terms for the period covering November 15, 2019 through November 14, 2020, with no increase in fees from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

SVP, COO

(None)

SHARED SERVICES

8. Resolution awarding a twenty-four month purchase order to Brighter Days and Nites, Inc., for electric meter sockets and pedestals, in the amount of \$511,135.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 1 to Contract No. 12031, MLGW Background Check with Data Facts, Incorporated, with no increase in the contract value. (This change is to renew the current contract for the first of four annual renewal terms for the period covering October 1, 2019 through September 30, 2020.) (Clifton Davis)
10. Resolution awarding a thirty-six month purchase order to Universal Scaffold and Equipment, LLC, for paper insulated lead cable (PILC) sector assembly, in the amount of \$1,097,719.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL DIVISION

Motion To: Approve Same Day Minutes for Item No. 11

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

11. Resolution approving the addition of designees to the Customer Appeal Committee. (Cheryl Patterson) (SAME DAY MINUTES REQUESTED)

PRESIDENT'S BRIEFING (Continued):

2. HR Policy #21-04 (Termination of Employment) - Eric Conway summarized the revisions being made in the policy. Titles were corrected as well as added language. The BOC did not have any questions.

3. Policy #21-10 (Temporary and Development Assignments) - Eric Conway summarized the modified language, corrected titles and deleted some wording from the policy. The BOC did not have any questions.

4. Corporate Scorecard, Second Quarter, 2019 - Valerie McKinney reviewed the year-to-date measures for categories such as community wait time, average speed of answer, JD Power Score and total outage minutes. She discussed future measures that are still in development or deferred until a later time. She did not review the net income statistics due to the fact that Rod Cleek would give his report after her. Commissioner Wishnia asked if there has been an employee satisfaction survey conducted and noted he would like to see one done approximately every other year. President Young and Dr. Goodloe agreed and stated one will be done.

5. Financial Performance - YTD July 2019 - Rod Cleek informed the Board that he gave this same report at the MLGW Committee Meeting yesterday. He reported that the expense variance and change in net position variance is favorable in the electric division. The operating margin variance numbers show unfavorable. He explained that electric sales are down but with the month of August, we expect that to change. In the Gas and Water Divisions the operating margin variance and expense variance are favorable. In addition, the Water Division operating revenue variance is favorable and the operating margin variance in the Gas Division is also favorable. He also discussed the unit sales performance and capital expenditure summary comparing actual figures to the budget figures.

6. Other - J. T. Young

President Young mentioned employees making tough decisions this year in regard to the budget and commended them for that. He reminded everyone that Valerie's report does not include the outages for the month of August. He also praised the employees working in the heat taking care of restorations. He stated he greatly appreciates them.

President Young reported that last Wednesday, the first PSAT meeting was held with the Siemens consultant in attendance. He stated the meetings are getting a bit more in-depth and expansive.

He also stated a community meeting was held last night at the Hollywood Community Center and felt a lot of good questions were asked. He added that several more community meetings are scheduled.

President Young also informed the Board that the MLGW Way Forward starts up next week with Baker Tilly here to engage with employees. He added that a very aggressive schedule is in place.

Finally, President Young wished Advisory Board Member Kevin Young a "happy birthday" and invited everyone for cake following the meeting

Prior to adjournment, Commissioner Wishnia stated in his eleven years of serving on the Board, he does not believe that Management is disrespecting or mistreating employees as stated in the IBEW newsletter. In addition, he stated it is very disappointing this is sent out and is an insult to the BOC and Management staff. He added that the Union is wrong and said he would like to know how others felt about it. It was discovered that none of the SLC or received a copy of the newsletter and only one BOC received it. Commissioner Wishnia had been handed a copy of the newsletter prior to the meeting.

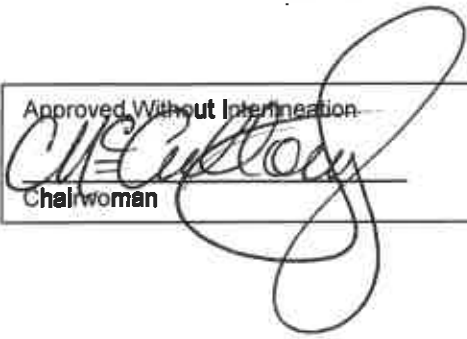
COMMITTEE REPORTS:

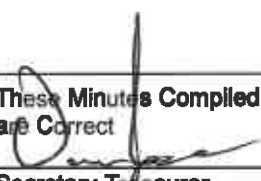
(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 1:39 p.m.

(See Minute File No. 1440.)

Approved Without Interruption

Chairwoman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer