



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, November 7, 2018

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.

SAFETY BRIEFING:

J. T. 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
Steven Wishnia	Chairman	Present	
Carlee McCullough	Vice Chairman	Present	
Mitch Graves	Board Member	Present	
Leon Dickson	Board Member	Present	
Michael Pohlman	Board Member	Present	

The following staff members were present: J. T. Young, President and CEO; Dana Jeanes, SVP, CFO and CAO (Secretary-Treasurer); Cheryl Patterson, VP and General Counsel; Alonzo Weaver, SVP & COO; Cliff DeBerry, VP Design, Construction & Delivery; Christopher Bieber, VP, Innovation & Business Analytics; Von Goodloe, VP, Shared Services; Lashell Vaughn, VP & CIO; Gale Carson, VP Community and External Affairs; and Roland McElrath, Controller. Nick Newman, VP, Engineering & Operations and Lesa Walton, Chief Internal Auditing Officer did not attend the meeting.

Advisory Board Members: Dwain Kicklighter - Present
Kevin Young - Present

APPROVALS:

Motion To: Approve Minutes of the Meeting of October 17, 2018 and October 19, 2018.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated October 23, 2018, Items 8 through 12. (See Minute File No. 1430.)

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 113)

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 17)

RESULT: APPROVED [UNANIMOUS] Items 1 through 17
MOVER: Mitch Graves, Board Member
SECONDER: Michael Pohlman, Board Member
AYES: Wishnia, McCullough, Graves, Dickson, Pohlman

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution awarding a purchase order to Venture Technologies, for VMware maintenance and support for a thirty-six month period, in the amount of \$3,099,952.81.
(Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

RESULT: APPROVED [UNANIMOUS] SAME DAY MINUTES – ITEM NO. 2
MOVER: Mitch Graves, Board Member
SECONDER: Michael Pohlman, Board Member
AYES: Wishnia, McCullough, Graves, Dickson, Pohlman

CHIEF PEOPLE OFFICER

2. Resolution approving the following position numbers: Position Nos. 07049-07058 Apprentice Lineman; Position Nos. 07059-07068 Utility Worker 2; and Position Nos. 07069-07078 Utility Worker 2. (JT Young/Von Goodloe) (REQUESTING SAME DAY MINUTES)

DESIGN CONSTRUCTION & DELIVERY

3. Resolution approving Change No. 1 to Contract No. 11976, Large Directional Drilling with Alliance Utilities, Incorporated, with no increase in the contract value, based on estimated unit quantities. (This change is to renew the current contract for the first of four annual renewal terms for the period covering January 1, 2019 through December 31, 2019 in the estimated funded amount of \$2,113,900.00, which will be absorbed in the current contract value, based on estimated quantities. In addition, this renewal includes a change in the estimated quantities, which reflects the volume of work projected during this renewal period.) (Randy Orsby)
4. Resolution approving Change No. 1 to Contract No. 11945, Weld Testing and Inspection Services with AIT Inspection Services, in the funded amount of \$20,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering January 1, 2019 through December 31, 2019, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

5. Resolution awarding a purchase order to Anixter, Inc., for the purchase of high accuracy voltage transformers, in the amount of \$57,033.70. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution awarding Contract No. 12034, Environmental Abatement Services to Northwest Contracting Services, Incorporated in the funded not-to-exceed amount of \$2,250,000.00; and Contract No. 12062, Environmental Abatement Services to General Construction Services in the funded not-to-exceed amount of \$1,950,000.00 for the total not-to-exceed amount of \$4,200,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding Contract No. 12034, Environmental Abatement Services to Northwest Contracting Services, Incorporated, in the funded not-to-exceed amount of \$2,250,000.00; and Contract No. 12062, Environmental Abatement Services to General Construction Services in the funded not-to-exceed amount of \$1,950,000.00 for the total not-to-exceed amount of \$4,200,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

8. Resolution awarding a purchase order to IAC Companies for breakers, in the amount of \$58,900.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding Contract No. 12042, Liquefaction Tower Pipe Insulation to Knight & Wilson, Incorporated, in the funded amount of \$362,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

SVP, CFO & CAO, FINANCE DIVISION

10. Resolution approving Change No. 11 to Contract No. 11292, Cashiering System Replacement with System Innovators, in the funded amount of \$160,797.00. (This change is to: 1) ratify the approval of and payment, after the fact, of the iNovah, PCI PA-DSS, Oracle BS A/R annual hardware and software maintenance and support services for the period January 1, 2018 through December 31, 2018 in the amount of \$ 57,752.00; 2) approve the annual renewal of iNovah, PCI PA-DSS, Oracle BS A/R hardware and software maintenance and support services for the period January 1, 2019 to December 31, 2019 in the amount of \$61,795.00; and 3) increase the current contract value to purchase additional iNovah licenses and software support in the amount of \$41,250.00. An additional 550,000 receipt volume is required to maintain compliance. The total amount of this ratification, renewal, change, and payment authorization for services, maintenance, and support is \$160,797.00. MLGW is requesting continuous maintenance of the acquired systems, which can only be performed by System Innovators and the third party providers.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SHARED SERVICES

11. Resolution approving a purchase order to Summit Truck Group, for a cab and chassis with a fifth wheel, in the amount of \$117,950.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding a purchase order to Enervac International ULC, for the purchase of a transformer oil purification trailer, in the amount of \$681,322.00.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Change No. 2 to Contract No. 11881, Tire and Tire Services with The Goodyear Tire & Rubber Company, in the funded amount of \$950,674.10. (This change is to renew the current contract for the second of four annual renewal terms covering the period January 1, 2019 through December 31, 2019 in the funded amount of \$850,674.10, which reflects a 1.67% increase from the previous year due to an increase in labor and raw material costs. MLGW is also requesting the approval of contingency funds in the amount of \$100,000.00 for unforeseen conditions to cover variations in tire purchases during this term, for a total funded amount of \$950,674.10.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 4 to Contract No. 11771, Generator Preventive Maintenance and Emergency Repair, with Cummins Mid-South, LLC, in the funded amount not-to-exceed \$25,000.00. (This change is to renew the current contract for the

third of four annual renewal terms for the period covering January 8, 2019 through January 7, 2020.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL DIVISION

15. Resolution approving the September 30, 2018 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)
16. Resolution approving Change No. 4 to Contract No. 11678, Riskmaster Replacement with Legal Files Software, Incorporated, in the funded amount of \$3,700.20. (This change is to renew the current contract for annual maintenance, license, and support services for the period December 10, 2018 through December 9, 2019, which reflects a 5% increase in rates as outlined in the contract language.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving Change No. 3 to Contract No. 11777, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated, in the funded amount of \$50,000.00. (This change is to renew the current contract for the third of four annual renewal terms for the period covering January 1, 2019 through December 31, 2019, with no increase in rates from the previous renewal.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING (Continued):

2. Mission/Vision - President J. T. Young reviewed the power point presentation pertaining to the new Mission/Vision plan being developed. He spoke of the importance of integrating this philosophy into our daily lives. He stressed the importance of valuing the customer and providing exceptional service. He reviewed the core principles and how we will succeed. He also explained the accountability indicators. The tagline presented during the presentation is "Serving you is what we do". The BOC did not have any questions.

3. Other - J. T. Young

President Young was able to spend time with the crews that were sent to Florida to assist with the restoration from Hurricane Michael. He noted that the crews were not ready to come back to Memphis because they knew there was still a lot of work to be done there. He commended Todd Carr and his crew and advised that they all made it home safely. He noted that he has received praise from customers and leaders from Florida expressing their appreciation for the crews and their hard work.

COMMITTEE REPORTS:

Human Resources Committee Report - Commissioner Leon Dickson reported on today's HR Committee Meeting. He stated since the last report, 29 grievances have been moved or resolved and three to five will be heard this month. The safety action plan was given to the Committee and he noted a lot of new elements are being added, such as weekly safety calls, job site visits, etc.

ADJOURNMENT:

There being no further business, the meeting was adjourned at 1:24 p.m.

(See Minute File No. 1431.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are correct


Acting Secretary-Treasurer