



# Board of Light, Gas and Water Commissioners

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

## Board Meeting

~ Minutes ~

Monday, November 19, 2018

1:00 PM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:00 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:

Rod Cleek

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; Cheryl Patterson, VP and General Counsel; Alonzo Weaver, SVP & COO; Nick Newman, VP, Engineering & Operations; Von Goodloe, VP, Shared Services; Jim West, VP, Chief Customer Officer; Gale Carson, VP Community and External Affairs; and Lesa Walton, Chief Internal Auditing Officer. The following staff members did not attend the meeting: Lashell Vaughn, VP & CIO; Cliff DeBerry, VP Design, Construction & Delivery; Roland McElrath, Controller; Christopher Bieber, VP, Innovation & Business Analytics; and Dana Jeanes, SVP, CFO and CAO (Secretary-Treasurer). Rod Cleek served as Acting Secretary-Treasurer in the absence of Dana Jeanes.

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

**APPROVALS:**

**Motion To:** Approve Minutes of the Meeting of November 7, 2018.

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mitch Graves, Board Member
<b>SECONDER:</b>	Carlee McCullough, Vice Chairman
<b>AYES:</b>	Wishnia, McCullough, Graves, Dickson, Pohlman

**CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:**

Rod Cleek

Receipt of Certified Copies of City Council Resolutions dated November 6, 2018, Items 16 through 30. (See Minute File No. 1430.)

**PRESENTATIONS:**

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

- 1) Minister Suhkara Yahweh addressed the Board stating this would be his last Board Meeting. He blames the Board and past Presidents for not succeeding in taking fluoride out of the water. He has concluded that GMO's are dangerous.

**PRESIDENT'S BRIEFING:**

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

(President's Briefing Continued on Page 119)

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)

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Mitch Graves, Board Member
<b>SECONDER:</b>	Carlee McCullough, Vice Chairman
<b>AYES:</b>	Wishnia, McCullough, Graves, Dickson, Pohlman

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

1. Resolution approving Change No. 4 to Contract No. 11752, Software License and Services Agreement with Hansen Technologies, in the funded amount of \$47,853.95. (This change is to renew the current contract for annual maintenance, license and support services for the period covering January 1, 2019 through December 31, 2019. MLGW is requesting \$47,853.95 with an available balance of \$881.55; which will be absorbed in the current contract value to pay the total invoice amount of \$48,735.50. MLGW is also requesting continuous maintenance of this software, which can only be provided by Hansen Technologies.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution awarding a purchase order to Thomas Consultants, Inc., for MicroFocus Software Maintenance Renewal, in the amount of \$458,208.28. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**CHIEF PEOPLE OFFICER**

3. Resolution approving Change No. 1 to Contract No. 11801, Prescription Benefits Management with Express Scripts, in the funded amount of \$44,565,000.00. (This change is to renew the current contract for two annual renewal terms covering the period January 1, 2019 through December 31, 2020, which will be the final renewal for this contract.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**DESIGN CONSTRUCTION & DELIVERY**

4. Resolution approving Change No. 4 to Contract No. 11961, Emergency Storm Restoration with Davis H. Elliot Company, Incorporated, in the funded amount of \$1,414.37. (This change is to ratify and pay an invoice discrepancy for Invoice No. 399668-1 in the amount of \$1,414.37, associated with the June 23, 2018 storm. Invoice No. 399668 was paid in the amount of \$85,458.47 and should have been paid in the amount of \$86,872.84, based on agreed upon rates.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 4 to Contract No. 11797, Minor Line Clearance with Asplundh Tree Expert Company, based on agreed upon rates, in the funded amount of \$3,646,383.00. (This change is to ratify and renew the current contract for the third of four annual renewal terms for the period covering December 2, 2018 through December 1, 2019, based on agreed upon rates, in the funded amount of \$3,646,383.00, which reflects a 3.27% rate increase from the previous year. This increase is due to increases in employee wages, labor and equipment maintenance.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**ENGINEERING & OPERATIONS DIVISION**

6. Resolution awarding a thirty-six month purchase order to IHS Global, Inc./IHS Markit, for annual web based subscription service in the amount of \$154,497.50. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order to ABB, Inc., Supervisory Control and Data Acquisition (SCADA) backhaul communications equipment, in the amount of \$257,851.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

8. Resolution approving Change No. 1 to Contract No. 11957, Installation of Distributed Process Control (DPC) System at Mallory Pumping Station, with no increase in the contract value. (This change is to correct the record to reflect the original contract term end date of October 11, 2018. In addition, this change is to extend the contract through March 31, 2019 to allow the completion of work.) (Randy Orsby)
9. Resolution approving Change No. 1 to Contract No. 11956, Installation of Distributed Process Control (DPC) System at MLGW Davis Pumping Station, with no increase in the contract value. (This change is to correct the record to reflect the original contract term end date of October 11, 2018. In addition, this change is to extend the contract through March 31, 2019 to allow the completion of work, with no increase in the contract value.) (Randy Orsby)
10. Resolution awarding strategic alliance purchase orders to SPX Transformer Solutions, Inc. and Delta Star, Inc., for power transformers, in an amount not to exceed \$50,000,000.00 for a sixty-month period with the option to renew two additional single year terms. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution awarding strategic alliance purchase orders for a sixty-month period, with the option to renew two additional single year terms, to Mitsubishi Electric Power Products, Inc., ABB, Inc. and Siemens Industry, Inc., for medium voltage power circuit breakers, in an amount not to exceed \$7,000,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding 12051, Drilled Pier Foundation Installation Blanket Contract to McKinney Drilling Company, LLC, in the funded amount of \$688,581.57. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**INNOVATION & BUSINESS ANALYTICS**

13. Resolution approving Change No. 9 to Contract No. 11070, Utility Meter Data Application with Automated Energy, Incorporated (AEI), with no increase in the contract value. (This change is to extend the current contract for an additional one year term for the period covering January 1, 2019 through December 31, 2019.) (Randy Orsby)

**PRESIDENT'S DIVISION**

(None)

**SVP, CFO & CAO, FINANCE DIVISION**

(None)

**SHARED SERVICES**

14. Resolution awarding Contract No. 12052, Electric and Systems Operations (ESO) Communication Tower Electrical Service Revision, to Tri-State Armature and Electrical Works, Incorporated, in the funded amount of \$560,769.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL DIVISION**

(None)

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

President Young discussed his attendance of the IBEW/LAMPAC Conference last week. He stated there were a lot of good ideas shared in regard to how to work together better.

**COMMITTEE REPORTS:**

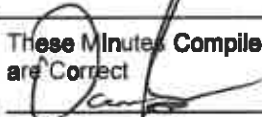
(None)

**ADJOURNMENT:**

There being no further business, the meeting was adjourned at 1:21 p.m.

(See Minute File No. 1431.)

Approved Without Interlineation  
  
Chairman

These Minutes Compiled by Undersigned and  
are Correct  
  
Secretary-Treasurer