



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, December 5, 2018

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:02 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. A moment of silence was observed in honor of the late President George H. W. Bush.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Michael Pohlman	Board Member	Present	
Steven Wishnia	Chairman	Present	
Carlee McCullough	Vice Chairman	Present	
Mitch Graves	Board Member	Present	
Leon Dickson	Board Member	Absent	

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; Nick Newman, VP, Engineering & Operations; Cliff DeBerry, VP Design, Construction & Delivery; Christopher Bleber, VP, Innovation & Business Analytics; Von Goodloe, VP, Shared Services; Lashell Vaughn, VP & CIO; Gale Carson, VP Community and External Affairs; Roland McElrath, Controller; Lesa Walton, Chief Internal Auditing Officer and Alonzo Weaver, SVP & COO.

Advisory Board Members:

Dwain Kicklighter - Present

Kevin Young - Present

APPROVALS:

Motion To: Approve Minutes of the Meeting of November 19, 2018.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 20, 2018, Items 23 through 36 and Item 42. (See Minute File No.1431.)

PRESENTATIONS:

United Way Golf Tournament Check Presentation - Ryan Groves/Robbie Gaia/Bryan Hutton/Sharon Strahan and UW Representatives Jennifer Besing/Mary Sexton

Ryan Grove and Robbie Gaia Coordinators of the 2018 United Way Golf Tournament along with Bryan Hutton and Sharon Strahan MLGW United Way Representative presented a check in the amount of \$19,800.00, which represented the monies collected from this year's golf tournament, to Jennifer Besing and Mary Sexton of United Way. Jennifer Besing thanked MLGW for their contributions from the tournament and also from the employee contributions and support.

GENERAL STATEMENTS FROM THE PUBLIC:

(None)

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - J. T. Young
(President's Briefing Continued on Page 124)

**REQUEST TO ADD-ON ITEMS #8, 9, 10 and 11 and REMOVE ITEM #3 FROM THE
CONSENT AGENDA**

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

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 2, and 4 through 11)

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

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution approving Change No. 3 to Contract No. 11799, Network Maintenance with Venture Technologies, Inc., in the funded amount of \$1,115,201.89. (This change is to renew the current contract for the third of four annual renewal terms covering the period February 15, 2019 through February 14, 2020. This change reflects an increase and adjustment in services which includes additional computer products requiring maintenance and support services under this agreement.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 9 to Contract No. 10908, Mobile Data, with ABB Enterprise Software, Inc. (formerly Ventyx, Inc.), with no increase in the contract value. (This change is to renew annual software maintenance, license, and support services for the Mobile Dispatching System, Mobile Mapping, and Street Level Routing through the Customer Information System (CIS) covering the period January 1, 2019 through December 31, 2019 in the amount of \$236,094.01; which will be absorbed in the current contract value to pay the invoice. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by ABB Enterprise Software, Incorporated.) (Randy Orsby)

CHIEF PEOPLE OFFICER

(None)

DESIGN CONSTRUCTION & DELIVERY

3. **THIS ITEM WAS REMOVED FROM THE CONSENT AGENDA. (SEE ABOVE)** Resolution awarding Contract No. 11987, Electric Underground Distribution Construction-Retrofit to Standard Electric Company, Inc., in the funded amount of \$3,144,026.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

4. Resolution awarding a purchase order to Peifer Safe & Lock, LLC, for an electronic key management system, in the amount of \$175,487.90. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

5. Resolution awarding a purchase order to 1 Source Office and Facility Supply, for variable frequency drives, in the amount of \$99,927.42. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

SVP, CFO & CAO, FINANCE DIVISION

6. Resolution approving Change No. 1 to Contract No. 12016, Armored Car Service with Dunbar Armored, Inc., in the funded amount of \$30,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering February 16, 2019 through February 15, 2020 with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SHARED SERVICES

(None)

VP & GENERAL COUNSEL DIVISION

7. Resolution approving Change No. 3 to Contract No. 11740, Claims Case Management with American Technical Services, in the funded amount of \$7,232.00. (This change is to renew annual software maintenance and support services for the third of four annual renewal terms covering the period April 1, 2019 through March 31, 2020. MLGW is requesting \$7,232.00 with an available balance of \$8,568.00; which will be absorbed in current contract value to pay the total invoice amount of \$15,800.00.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

ADD-ON ITEMS #8, 9, 10 and 11

8. Resolution approving Change No. 2 to Contract No. 11931, Temporary Services for Skilled Craftsman with PrideStaff, with no increase in the contract value. (This change is to renew the current contract for the second of four annual renewal terms covering the period January 19, 2019 through January 18, 2020, with no increase in rates from the previous year.) (Randy Orsby)
9. Resolution approving Change No. 2 to Contract No. 11930, Temporary Services for General Laborer with Millennium Search, LLC, in the funded amount of \$1,986,617.00. (This change is to ratify and renew the current contract for the second of four annual renewal terms covering the period January 1, 2019 through December 31, 2019, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving Change No. 2 to Contract No. 11891, Temporary Services for Clerical Support with Kelly Services, in the estimated funding amount of \$200,000.00. (This change is to ratify and renew the current contract for the second of four (4) annual renewal terms covering the period January 1, 2019 through December 31, 2019 in the estimated funded amount of \$200,000.00. This renewal reflects a 1% increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

11. Resolution approving the rejection of the bid, for Contract No. 12044, Line Clearance.
(Randy Orsby)

APPROVAL FOR SAME DAY MINUTES FOR ITEM #11

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

PRESIDENT'S BRIEFING (Continued):

2. Fourth Quarter, 2018 - Compliance Update - Allan Long introduced Ryan Groves to the Board and Ryan gave the fourth quarter update. Ryan discussed the planning of the audit for 2019 which will be in March and in November. Next year will roll out the risk base factor review schedule. He warned again against computer criminals and safety. Looking forward to a successful year in 2019.

3. Third Quarter, 2018 - Healthcare Report - Charles Perry noted that the medical plan is currently trending at 11.7% less than last quarter, and still on the decline. He discussed statistics in detail comparing various years and quarters. Commissioner Wishnia asked if there were any major claims and Mr. Perry stated a decrease in claim cost and no major claims. He also stated if the trend remains as it is now, the rebate will increase over a million dollars from 2017. Mr. Perry wrapped up his presentation pointing out that the implementation of the 40% Excise Tax has been moved from 2020 to 2022.

4. Other - J. T. Young advised the Board of 1) Recognized that MLGW received 2nd place in the Robert R. Church, Sr. Achievement Award for 2018. 2) Told the Board about the news on Friday that the sale has not been approved by TVA and we are continuing our study and weighing our options. 3) City Council Budget to be heard yesterday did not take place will go back today at 4:00 we are ready.

Adjournment

There being no further business, the meeting was adjourned at 1:25 p.m.

(See Minute File No. 1432.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer