



# Board of Light, Gas and Water Commissioners

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

## Board Meeting

~ Minutes ~

Wednesday, December 20, 2017

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.

### ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Steven Wishnia	Chairman	Present	
Carlee McCullough	Vice Chairman	Late	1:07 PM
Mitch Graves	Board Member	Present	
Leon Dickson	Board Member	Present	
Derwin Sisnett	Board Member	Absent	

Roll Call – Advisory Board Member: Kevin Young - Present  
Dwain Kicklighter - Present

The following staff members were present: Jerry R. Collins, Jr., President and CEO; Dana Jeanes, Vice President, CFO and Secretary-Treasurer; Cheryl Patterson, Vice President and General Counsel; Nick Newman, Vice President, Construction and Maintenance; Von W. Goodloe, Vice President, Human Resources; and Lashell Vaughn, Vice President and Chief Technology Officer. Christopher Bieber, Vice President, Customer Care and Alonzo Weaver, Vice President, Engineering and Operations did not attend the meeting.

### APPROVALS:

Motion To: Approve Minutes of the Meeting of December 6, 2017.

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Leon Dickson, Board Member
<b>SECONDER:</b>	Mitch Graves, Board Member
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Derwin Sisnett

### CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated December 5, 2017, Items 15 through 34. (See Minute File No. 1419.)

### PRESENTATIONS:

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

(None)

**PRESIDENT'S BRIEFING:**

1. Review of Consent Agenda - Jerry R. Collins, Jr.

(President's Briefing Continued on Page 126)

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.

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS] ADDING ITEM NO. 12 TO CONSENT AGENDA &amp; CONSENT AGENDA ITEMS 1 THROUGH 12</b>
<b>MOVER:</b>	Mitch Graves, Board Member
<b>SECONDER:</b>	Leon Dickson, Board Member
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Derwin Sisnett

**CONSENT AGENDA**

(Items 1 through 12)

**CONSTRUCTION & MAINTENANCE DIVISION**

1. Resolution approving Change No. 8 for an invoice payment to Service Electric Company for Contract No. 11613, Emergency Storm Restoration Agreement, in the funded amount of \$1,301,050.53. (This payment request is for emergency restoration work performed on MLGW's electric system by Sumter Utilities, a sub-contractor for Service Electric, as a result of the following storms: May 28, 2017 storm for Invoice No. 152636 in the amount of \$1,087,148.80 and the June 18, 2017 storm for Invoice No. 155214 in the amount of \$213,901.73.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 2 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 second of four annual renewal terms for the period covering January 8, 2018 through January 7, 2019, with no increase in rates from the previous renewal. The new contract value is \$75,000.00.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving Change No. 9 to Contract No. 11576, Emergency Storm Restoration, with Davis H. Elliot Construction Company, Incorporated, in the funded amount of \$487,223.35. (This payment request is for emergency restoration services performed on MLGW's electric system as a result of the August 31, 2017 storm for the following invoices: 1) Invoice No. 363432 in the amount of \$18,819.40; 2) Invoice No. 363442 in the amount of \$15,156.64; 3) Invoice No. 364182 in the amount of \$48,764.50; 4) Invoice No. 364954 in the amount of \$192,572.75; 5) Invoice No. 365175 in the amount of \$151,074.04; 6) Invoice No. 366106 in the

amount of \$27,386.77; and, 7) Invoice No. 366107 in the amount of \$33,449.25, for a combined amount of \$487,223.35, based on agreed upon rates. (CLIFTON DAVIS) (REQUIRES CITY COUNCIL APPROVAL)

4. Resolution awarding a purchase order to Ford of Murfreesboro, for the purchase of light duty vehicles, in the amount of \$1,602,487.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

#### **CUSTOMER CARE DIVISION**

(None)

#### **ENGINEERING & OPERATIONS DIVISION**

5. Resolution approving the renewal of Cooperative Agreement No. 5447, investigation of Water Resources, for the period of January 1, 2018 to December 31, 2018, stipulating that a sum of \$57,000 will be furnished by the MLGW Division and a like sum will be furnished by the United States Department of the Interior Geological Survey, for continuation of the ground water data collection program in the Memphis area. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL)

#### **FINANCE DIVISION**

6. Resolution approving amendments to the Memphis Light, Gas and Water Division Retirement and Pension System as follows: 1) amend Section 3.1 by deleting specific language; 2) adding subsection (e) to Section 3.1; and 3) renaming Section 7.3 "Rollover Distributions", designating the existing language of Section 7.3 as subsection (a) and adding a new subsection (b). (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

**Motion To:** APPROVE SAME DAY MINUTES FOR ITEM NOS. 7 AND 8

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Leon Dickson, Board Member
<b>SECONDER:</b>	Carlee McCullough, Vice Chair
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Derwin Sisnett

7. Resolution approving payment of the total fiscal year 2017 Gas Equivalency Payment to the City, the County and each incorporated municipality in Shelby County before December 31, 2017. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)
8. Resolution approving the payment of the total fiscal year 2017 Electric Equivalency Payment to the City, the County and each incorporated municipality in Shelby County before December 31, 2017. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)

#### **GENERAL COUNSEL DIVISION**

(None)

**HUMAN RESOURCES DIVISION**

9. Resolution awarding Contract No. 11997, Commercial Auto Insurance for Out-of-State Travel, to Pete Mitchell & Associates, Incorporated, in the funded amount of \$125,302.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

**Motion To:** APPROVE SAME DAY MINUTES FOR ITEM NO. 10

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS] – SAME DAY MINUTES ITEM NO. 10</b>
<b>MOVER:</b>	Carlee McCullough, Vice Chair
<b>SECONDER:</b>	Leon Dickson, Board Member
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Derwin Sisnett

10. Resolution approving changes to the current Memorandum of Understanding for a four year term beginning January 1, 2018 through January 1, 2022 to include the Preamble and Articles 9, 21, 22, 23, 37, 42 and 45 of the Memorandum of Understanding between Memphis Light, Gas and Water Division and International Brotherhood of Electrical Workers, Local Union 1288, covering agreed-upon language, for term years 2018, 2019, 2020 and 2021 and wages for term years 2018 and 2019 applicable to bargaining unit employees under the Bargaining Unit Salary Schedule to the full extent provided by the applicable laws of the City of Memphis and State of Tennessee.) (Jerry R. Collins, Jr./Von Goodloe)
11. Resolution approving Position No. 01955 - Apprentice Lineman. (Jerry R. Collins, Jr./Von Goodloe)

**INFORMATION SERVICES DIVISION**

(None)

**PRESIDENT'S DIVISION**

(None)

**Item 12 – (Added to Consent Agenda)** - Resolution approving Change No. 6 to Contract No. 11640, Line Clearance, with ABC Professional Tree Services, in the funded amount of \$13,684,107.45. (This change is to replenish funds used as a result of the May, June and August 2017 storms in the funded amount of \$2,513,830.78. In addition, this change is to renew the current contract for the fourth and final annual renewal term covering the period February 17, 2018 through February 16, 2019 in the funded amount of \$11,170,276.67, with no increase in rates from the previous renewal.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

**PRESIDENT'S BRIEFING (Continued):**

2. Other - Jerry R. Collins, Jr.

President Collins updated the Board on the action that took place at the City Council meeting on December 19. The city attorney was not at the meeting and Councilman Boyd felt it best for him to be available. The four budget items were held over and the Council decided to reconvene at 4:00 p.m. on December 20.

**COMMITTEE REPORTS:**

Human Resources Committee Report - Commissioner Leon Dickson stated the safety report which included the number of injuries and accidents was heard. A safety campaign will be launched in February, 2018.

**ADJOURNMENT:**

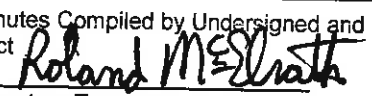
Prior to adjournment, President Collins asked everyone to join him in singing "Happy Birthday" to Chairman Wishnia. Chairman Wishnia wished everyone happy holidays.

The meeting was adjourned at 1:17 p.m. (See Minute File No. 1420.)

Approved Without Interlineation

  
Chairman

These Minutes Compiled by Undersigned and  
are Correct

  
Acting Secretary-Treasurer