

Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, December 6, 2017

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.

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	Absent	
Derwin Sisnett	Board Member	Absent	

Roll Call - Advisory Board Members: Dwain Kicklighter - Present
Kevin Young - 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; Christopher Bieber, Vice President, Customer Care; Alonzo Weaver, Vice President, Engineering and Operations; Von W. Goodloe, Vice President, Human Resources; and Lashell Vaughn, Vice President and Chief Technology Officer.

APPROVALS:

Motion To: Approve Minutes of the Meeting of November 15, 2017.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 21, 2017, Items 16, 18 through 34, 41 through 50, 59 and 60. (See Minute File Nos. 1418 and 1419.)

PRESENTATIONS:

United Way Golf Tournament Presentation - Ryan Groves/Sharika Hollingsworth/Bryan Hutton - Ryan stated the Golf Tournament on Friday, October 20 at Glen Eagle Golf Course. There were 32 teams and the tournament raised \$19,000 for United Way. The United Way Representative accepted the check and thanked everyone for the support over the years.

GENERAL STATEMENTS FROM THE PUBLIC:

Terry Roland, Shelby County Commissioner, 160 N. Main St., Suite 600, Memphis, TN 38103 - Commissioner Roland handed out a packet of documents which contained copies of three letters related to his concern for constituents that live and own businesses in Shelby County, outside the City limits, and lack of representation from the MLGW Board of Directors and the company. He stated he is here to inform the Board of his plan to file a formal complaint with the State of Tennessee. He stressed that his complaint is not personal in any way. Chairman Wishnia responded by saying the MLGW Board of Commissioners are appointed by the Mayor of the City of Memphis and the City Council votes on the appointments.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 121)

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 9 and Items 11 and 12)

RESULT:	APPROVED [UNANIMOUS] AS AMENDED
MOVER:	Mitch Graves, Board Member
SECONDER:	Carlee McCullough, Vice Chair
AYES:	Steven Wishnia, Carlee McCullough, Mitch Graves
ABSENT:	Leon Dickson, Derwin Sisnett

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving Change No. 1 to Contract No. 11881, Tire and Tire Services, with The Goodyear Tire & Rubber Company (formerly Wingfoot Commercial Tire Systems, LLC, d/b/a The Goodyear Commercial Tire & Service Centers), in the funded amount of \$948,972.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

2. Resolution approving Change No. 1 to Contract No. 11894, Grounds Maintenance - Well Lots, with Turf Doctors L&LM, LLC, in the funded amount of \$69,441.40. (This change is to renew the current contract for the first of four annual renewal terms for the period covering May 17, 2018 through May 16, 2019, with no increase in rates from the previous term. This change is also to expand the scope of work to add one well lot: Lot No. 141, located at 785 Kerr, which was not included in the initial award, with work beginning April 1, 2018 in the funded amount of \$359.80.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

3. Resolution approving Change No. 1 to Contract No. 11723, EMS/SCADA, with Open Systems International (OSI), in the funded amount of \$694,555.00. (This change is to increase the contract amount to include the following: (1) Additional implementation costs for hardware, software and schedule extension in the amount of \$430,983.00; actual cost above the contract estimate for the 2018 upgrade in the amount of \$142,452.00; Security Profiler Software implementation and annual subscription cost in the amount of \$61,120.00; A one-time implementation cost for the Sentinel hardware and (2) enhancement for Alarm Management in the amount of \$60,000.00. This change is necessary to continue monitoring MLGW's systems and to comply with the North American Electric Reliability Corporation (NERC) regulations.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding Contract No. 11974, Cross Connection Control Survey/Inspection, to Mid-South Engineer Consultants, LLC, based on agreed upon rates, in the funded amount not-to-exceed \$493,650.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 4 to Contract No. 11675, Professional Engineering Services for the Water Engineering and Operations Department, with SSR, with no increase in the contract value. (This change is to renew the current contract for the third of four annual renewal terms for the period covering January 7, 2018 through January 6, 2019.) (Clifton Davis)
6. Resolution approving Change No. 5 to Contract No. 11453, Voice and Data Services, with AT&T, Incorporated, in the funded amount of \$159,000.00. (This change is to extend the current contract for the period covering January 1, 2018 through June 30, 2018. This extension will allow MLGW to continue service payments, avoid service interruption and allow time to finalize Contract No. 11927, which will replace this contract.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order to Lightspeed Technologies, Inc., for fiber optic terminal/backhaul multiplexer telecommunication equipment, in the amount of \$556,375.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

8. Resolution awarding a purchase order to Engineered Sealing Components, LLC, for gas valves, in the amount of \$89,088.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding a thirty-six month purchase order to Staples Advantage, via the National Joint Powers Alliance (NJPA), Contract No. 01065, for the purchase of office supplies and toners, in the amount of \$2,353,046.30. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION**DELETE ITEM NO. 10 FROM THE CONSENT AGENDA**

RESULT:	ADOPTED [UNANIMOUS] – Delete Item No. 10
MOVER:	Carlee McCullough, Vice Chair
SECONDER:	Mitch Graves, Board Member
AYES:	Steven Wishnia, Carlee McCullough, Mitch Graves
ABSENT:	Leon Dickson, 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)

INFORMATION SERVICES DIVISION

11. Resolution approving Change No. 2 to Contract No. 11799, Network Maintenance, with Venture Technologies, Incorporated, in the funded amount of \$1,010,558.26. (This change is to renew the current contract for annual vendor and manufacturer maintenance and support services for the second of four annual renewal terms covering the period February 15, 2018 through February 14, 2019. This change reflects an increase and adjustment in services which includes additional computer products requiring maintenance and support services under this agreement.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding a purchase order to Thomas Consultants, Inc., for the Microfocus Software Maintenance Renewal, in the amount of \$444,154.14. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

PRESIDENT'S BRIEFING (Continued):

2. Compliance Update - Allan Long discussed MLGW's participation in a nationwide exercise, GridEx, which tests response plans. It helped us to know how to respond in the event of an attack. He stated MLGW is working hard to mature the internal compliance program. Allan informed the Commissioners that he would be asking to meet with each of them to cover more details and allow each of them to ask questions. He thanked President Collins for his leadership and diligence in his support.

3. Other - Jerry R. Collins, Jr.

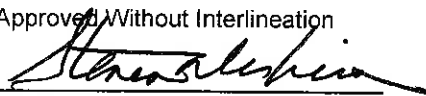
COMMITTEE REPORTS:

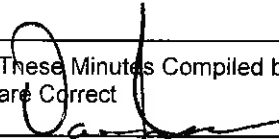
Supplier Diversity Update - 3rd Quarter, 2017 - Renise Holliday discussed the various organizational activities she and the staff have participated in while seeking local minority businesses. She reported that the total supplier diversity spend totals \$50,333,067.65 and the total sheltered market spend totals \$9,327,815.56, from January 1, 2017 through September 30, 2017. Renise invited everyone to attend the Spark & Flame Awards program beginning at 4:00 p.m. today in the main lobby of the Administration Building. President Collins gave accolades to Dana, Clifton and Renise for their hard work and success in the Supplier Diversity Program.

ADJOURNMENT:

The meeting was adjourned at 1:44 p.m.

(See Minute File No. 1420.)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer