



Board of Light, Gas and Water Commissioners

220 S. Main Street
Memphis, TN 38103

www.mlgw.com

Board Meeting

~ Minutes ~

Thursday, March 15, 2012

1:30 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Brittenum

The meeting was called to order at 1:30 p.m.

MOMENT OF SILENCE:

A moment of silence was held in memory of MLGW employee Michael Moore, Customer Service Technician, who was killed on Wednesday morning during his commute to work.

PLEDGE OF ALLEGIANCE:

Chairman Brittenum

The Pledge of allegiance was recited.

ROLL CALL:

Dana Jeanes

The Secretary-Treasurer called the roll.

Attendee Name	Title	Status	Arrived
Rick Masson	Board Member	Present	
V Lynn Evans	Board Member	Present	
Steven Wishnia	Vice Chairman	Present	
Dedrick Brittenum	Chairman	Present	
Darrell Cobbins	Board Member	Present	

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

APPROVALS:

Motion To: Approve the Minutes of Meeting of March 1, 2012

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Rick Masson, Board Member
SECONDER:	Steven Wishnia, Vice Chairman
AYES:	Masson, Evans, Wishnia, Brittenum, Cobbins

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Receipt of Certified Copies of City Council Resolutions dated March 6, 2012, Items 13 through 27, approving items approved by the Board on February 16, 2012 (see Minute File No. 1350) and Item 46 (see Minute file No. 1351).

GENERAL STATEMENTS FROM THE PUBLIC: (None)

PRESIDENT'S BRIEFING:

1. Corporate Scorecard – 4th Quarter 2011 – Valerie McKinney
2. MLGW Training Report 2011 – Carolyn Turman
3. Other - Jerry R. Collins, Jr.

Dana Jeanes answered questions related to the Debt Management Policy (Item 14).

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

(See Minute File No. 1351 for handouts related to Items 1 and 2 of the President's Briefing).

COMMITTEE REPORTS:

1. Human Resources Committee Update – Commissioner Cobbins

Commissioner Cobbins stated the Committee met on March 1, 2012. Three reports were presented:

- a. Health and Safety Report. MLGW is within the benchmarks.
- b. Grievance Report. There are 548 active grievances. There is a new commitment from Management and the Bargaining Unit to schedule hearings for these grievances to expedite the process.
- c. Demographics Report.

The final item was related to the letter from Rick Thompson which was read to the Board the second meeting in February. Mr. Thompson was not able to attend the Committee meeting. Regarding the policy matters mentioned in the letter, the Committee heard from Mr. Hawkins and Ms. Taylor regarding the Bargaining Unit's perspective. The Bargaining Unit feels that Management should be held to the same level of accountability in ensuring that policies are applied fairly and equally to all employees.

2. Supplier Diversity Committee Update – Commissioner Wishnia

Commissioner Wishnia stated that the Supplier Diversity Committee met on February 16, 2012, to review the Supplier Diversity 2011 Year End Report.

- Supplier Diversity Update – Year End 2011 – Renise Holliday

Renise Holliday advised the Board that the disparity study is underway. There are three phases. Phase I should be completed in May. The targeted completion date is September.

Ms. Holliday also advised the Board that the supplier diversity numbers have improved since last year. Out of 247 contracts, 35 included supplier diversity participation. Twelve out of the 35 achieved 100% participation and there were six new participants in the program. (See Minute File No. 1351 for complete report).

AMENDMENT TO CONSENT AGENDA:

13. Resolution setting forth all persons authorized to sign and/or countersign checks; transfer funds; and/or execute transactions on Division and Pension System bank accounts, and authorizing the Secretary-Treasurer to delegate by letter to other individuals the authorization to sign on a temporary basis when other signers are unavailable. (Dana Jeanes)

RESULT:	DELETED [UNANIMOUS] (By Consent without Objection)
MOVER:	Steven Wishnia, Vice Chairman
SECONDER:	Rick Masson, Board Member
AYES:	Masson, Evans, Wishnia, Brittenum, Cobbins

14. Resolution approving the Memphis Light, Gas and Water Division Debt Management Policy. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

RESULT:	DELETED [UNANIMOUS] (By Consent without Objection)
MOVER:	Steven Wishnia, Vice Chairman
SECONDER:	Rick Masson, Board Member
AYES:	Masson, Evans, Wishnia, Brittenum, Cobbins

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 in these minutes and the original documents.

CONSENT AGENDA

Motion To: Approve the Consent Agenda (Items 1 through 12 and Item 15)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Steven Wishnia, Vice Chairman
SECONDER:	Rick Masson, Board Member
AYES:	Masson, Evans, Wishnia, Brittenum, Cobbins

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding contracts for light-duty vehicles to Dobbs Ford, Inc. in the amount of \$618,161.00 and Country Ford in the amount of \$234,132.40, for a total of \$852,293.40. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution awarding contract to Dobbs Ford for light-duty CNG vehicles in the amount of \$595,094.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution awarding contract to Amquip Crane Rental for the rental of a crane in the amount of \$53,600.00 for a six-month period. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding contract to Memphis Ready Mix for concrete in the amount of \$2,201,388.10 for a 36-month period. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

5. Resolution awarding 12-month blanket contract for fluorosilicic acid to Pencco, Inc., in the amount of \$609,000.00, with an option to renew for two additional 12-month periods. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution approving release of easement located on the south east corner of Mynders Avenue and Highland Avenue to Special Services Asset Management Company for the sum of \$1.00, said easement being recorded in Book 1647, Page 568 in the Register's Office of Shelby County, Tennessee. (Philip Lim)
7. Resolution approving release of a portion of an easement located on the northeasterly side of Mississippi Boulevard, southeastwardly from the south line of Oakland Avenue, to The Works, Inc., for the sum of \$1.00, said easement being recorded in Instrument Number BZ-7954 in the Register's Office of Shelby County, Tennessee. (Philip Lim)
8. Resolution approving release of easement located on the south east corner of Mynders Avenue and Highland Avenue, to Special Services Asset Management Company, for the sum of \$1.00, said easement being recorded in Book 1659, Page 313, in the Register's Office of Shelby County, Tennessee. (Philip Lim)

FINANCE DIVISION

9. Resolution approving Change No. 6 to Contract No. 10793, Professional Portfolio Software, with Advent Software, Inc., in the funded amount of \$28,444.77, for a new contract value of \$320,453.23. (This change renews the contract term covering the period May 11, 2012 through May 10, 2013, with no increase from the previous year). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution awarding 12-month blanket contract to Stuart C. Irby for conductor cable in the amount of \$427,248.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution ratifying the approval of Purchase Order No. 144604 issued after the fact to Stuart C. Irby for 477 (Pelican) wire in an amount not to exceed \$140,000.00 based on metals escalation at the time of shipment, to ensure MLGW remains fully operational while there is an industry shortage of raw material needed to manufacture said wire. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution amending Purchase Order No. 141095 for decorative concrete standards with StressCrete, Inc., to increase the contract value in the amount of \$62,004.40 to replenish inventory to cover the Division's needs from August 2012 to the end of the contract term on January 4, 2013. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
13. Item 13 was deleted from the Consent Agenda.
14. Item 14 was deleted from the Consent Agenda.

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

15. Resolution approving Position No. 04574 – Administrative Assistant II. (Jerry R. Collins, Jr.)

INFORMATION SERVICES DIVISION

(None)

PRESIDENT'S DIVISION

(None)

APPROVAL OF SAME-DAY MINUTES FOR ITEM 15:

Motion To: Approve the Minutes for Item 15

RESULT: ADOPTED [UNANIMOUS]
MOVER: Rick Masson, Board Member
SECONDER: V Lynn Evans, Board Member
AYES: Masson, Evans, Wishnia, Brittenum, Cobbins

OTHER BUSINESS:

Chairman Brittenum stated that the next Board meeting will be held on April 12, 2012.

ADJOURNMENT:

Motion To: Adjourn the Meeting

RESULT: ADOPTED [UNANIMOUS]
MOVER: Steven Wishnia, Vice Chairman
SECONDER: Darrell Cobbins, Board Member
AYES: Masson, Evans, Wishnia, Brittenum, Cobbins

The meeting was adjourned at 2:41 p.m.

SEE MINUTE FILE NO. 1351.

APPROVED WITHOUT INTERLINEATION

Chairman

These Minutes Compiled by Undersigned and are Correct.

Secretary-Treasurer