



# Board of Light, Gas and Water Commissioners

220 S. Main Street  
Memphis, TN 38103

[www.mlgw.com](http://www.mlgw.com)

## Board Meeting

~ Minutes ~

Thursday, May 3, 2012

1:30 PM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:33 p.m.

### PLEDGE OF ALLEGIANCE:

Chairman Wishnia

The Pledge of Allegiance was recited.

### ROLL CALL:

Dana Jeanes

The Secretary-Treasurer called the roll:

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

The following staff members were present: 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; and Lashell M. Vaughn, Vice President and Chief Technology Officer. Jerry R. Collins, Jr., President and CEO, and Von W. Goodloe, Vice President, Human Resources, were not present. Due to the absence of President Collins, Alonzo Weaver was Acting President and CEO.

### APPROVALS:

**Motion To:** Approve the Minutes of Meeting of April 19, 2012

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Rick Masson, Vice Chairman
<b>SECONDER:</b>	V Lynn Evans, Board Member
<b>AYES:</b>	Sisnett, Masson, Evans, Wishnia, Cobbins

### CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

None

### PRESENTATIONS:

1. Special Olympics - Nick Newman

Renee Johnson was recognized for her involvement and commitment to Special Olympics for the past 24 years.

2. MLGW Community Hero Award - Gale Jones Carson

Robert Lipscomb was recognized as MLGW's Community Hero for his commitment to helping MLGW customers. Mr. Lipscomb stated he felt honored to receive this award.

#### **GENERAL STATEMENTS FROM THE PUBLIC:**

1. Craig Powers, Manager, Construction & Maintenance (Gas), home address: 419 Forest Hill Irene, Memphis, TN 38018, addressed the Board regarding his experience as a first-year manager at MLGW; false statements made regarding some of his employees being denied promotions; and a racial slur made against him by Ruth Taylor at a previous Board meeting.
2. Christine Abston, 1516 Pinecrest, addressed the Board regarding utility theft.
3. Ruth Taylor, Assistant Business Manager, IBEW Local 1288, 4000 Clearpool Circle, addressed the Board regarding Craig Powers' comments,
4. Bill Hawkins, Assistant Business Manager, IBEW Local 1288, 4000 Clearpool Circle, addressed the Board regarding Craig Powers' comments.

Commissioner Evans asked that the tape be reviewed whereby the racial slur was made against Craig Powers.

Commissioner Cobbins stated that a Special Called Human Resources Committee Meeting will be held prior to the next Board meeting. They will focus on the issues related to the Crew Leaders in Gas Distribution.

#### **PRESIDENT'S BRIEFING:**

1. Community LIFT - Bill Bullock

Bill Bullock stated he will be presenting a resolution in two weeks for the Board to approve regarding the Community LIFT program. Eric Robertson, Executive Director, outlined the details regarding this program. He stated the Administration had been very supportive. Commissioners Cobbins, Evans and Sisnett stated they support this program.

2. Critical Infrastructure Protection (CIP) Update - Alonzo Weaver

Allan Long addressed the Board regarding NERC responsibilities.

3. Other - Alonzo Weaver

4. Review of Consent Agenda - Alonzo Weaver

Regarding Items 8 and 9, Commissioner Cobbins stated he would like to see the same commitment to supplier diversity as MLGW has offered in the past.

#### **COMMITTEE REPORT:**

1. Audit Committee Update - Commissioner V. Lynn Evans

Commissioner Evans stated the Committee met on April 19, 2012. The Committee heard from Stan Sawyer, the Managing Partner for Banks, Finley, White & Company regarding agreed-upon procedures related to the utility's cash accounts. There is a called meeting on May 17, to review the independent audit reports on the utility, pension and OPEB.

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 14)**

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Rick Masson, Vice Chairman
<b>SECONDER:</b>	Derwin Sisnett, Board Member
<b>AYES:</b>	Sisnett, Masson, Evans, Wishnia, Cobbins

#### **CONSTRUCTION & MAINTENANCE DIVISION**

1. Resolution awarding Contract No. 11517, Directional Boring, to Memphis Road Boring, Inc., in the funded amount of \$760,400.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 4 to Contract No. 11280, Aerial Patrol of Gas Transmission Right-of-Way, to Tennessee Helicopter Services, Inc., in the funded amount of \$31,640.70, for a new contract value of \$143,695.70. (This change renews the contract for the fourth and final renewal term, August 29, 2012 through August 28, 2013, with a 3.2% rate increase to offset the escalation price of aviation fuel). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

#### **CUSTOMER CARE DIVISION**

(None)

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

3. Resolution approving Change No. 3 to Contract No. 11470, Wireless Communication Services, with Cellular South, Inc., with no increase in contract value. (This change reflects a brand name change rather than a corporation name change as mentioned in Change No. 2 which was approved on November 3, 2011. The brand name changed from Cellular South, Inc. to C Spire Wireless). (Jozelle Booker)
4. Resolution approving Change No. 2 to Contract No. 11411, Construct Wastewater Recovery Basin, with Argo Construction Company, in the funded amount of \$145,955.00. (This change is due to the City of Memphis' Public Works Department enforcing its Sanitary Sewer Ordinance for MLGW. As a result of the Ordinance, MLGW is required to install a backwash water monitoring station and eliminate the domestic septic tank system at the MLGW Lichterman Water Pumping Station). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

#### **FINANCE DIVISION**

5. Resolution awarding contract for polyethylene pipe to Action Chemical, Inc. in the amount of \$51,456.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

6. Resolution awarding contracts for various wire to Utilicor in the amount of \$49,687.00 and to Stuart C. Irby in the amount of \$88,740.75, for a total amount of \$138,427.75. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding 12-month blanket contract for meter pedestals to The Durham Company in the amount of \$211,760.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving the selection of Permal Private Equity Opportunities IV, LP to manage \$25,000,000.00 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving the selection of Headlands Capital Secondary Fund, LP to manage \$5,000,000.00 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

**GENERAL COUNSEL DIVISION**

10. Resolution approving the March 31, 2012 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)
11. Resolution approving the employment of the law firm of Fisher & Phillips, LLP on an as-needed basis at the following hourly rates: Attorney - \$210.00; Associate - \$195.00; and Law Clerk - \$100.00. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)

**HUMAN RESOURCES DIVISION**

12. Resolution approving Change No. 3 to Contract No. 11248, Property and Boiler Insurance, with FM Global, in the funded amount of \$1,176,213.00. (This change renews the contract for the third of four renewal terms, June 1, 2012 to May 31, 2013, with a 6.14% increase from the previous year due to the rise in the market driven by natural disasters). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Position No. 00331, General Foreman Underground Construction; Position No. 00623, Helper; Position No. 01035, General Foreman Underground Construction; and Position No. 01422, General Supervisor Distribution Support. (Jerry R. Collins, Jr.)

**INFORMATION SERVICES DIVISION**

14. Resolution awarding contract for UC4 Applications Manager annual software maintenance renewal to UC4 Software, Inc., in the amount of \$33,373.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

**PRESIDENT'S DIVISION**

(None)

**APPROVAL OF SAME DAY MINUTES**

**Motion To:** Approve the Minutes for Item 12

<p><b>RESULT:</b>        <b>ADOPTED [UNANIMOUS]</b> <b>MOVER:</b>        V Lynn Evans, Board Member <b>SECONDER:</b>   Rick Masson, Vice Chairman <b>AYES:</b>         Sisnett, Masson, Evans, Wishnia, Cobbins</p>
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**ADJOURNMENT**

There being no further business, the meeting was adjourned at 2:54 p.m.

SEE MINUTE FILE NO. 1353.

<p>APPROVED WITHOUT INTERLINEATION</p> <p>_____</p> <p>Chairman</p>
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<p>These Minutes Compiled by Undersigned and are Correct.</p> <p>_____</p> <p>Secretary-Treasurer</p>
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