



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, November 15, 2012

1:30 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:30 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: 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 the Minutes of Meeting of November 1, 2012.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Derwin Sisnett, Rick Masson
AYES:	Sisnett, Masson, Evans, Wishnia, Cobbins

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

The Secretary-Treasurer acknowledged receipt of Certified Copies of City Council Resolutions dated November 6, 2012, Items 8 through 20, approved by the Board on October 15, 2012 (See Minutes File 1358) and Items 37 and 38 (See Minute File 1359).

PRESENTATIONS:

1. ASTD Award - Fran Johnson

GENERAL STATEMENTS FROM THE PUBLIC:

1. Charles Truax, 2800 Ivy Road, addressed the Board regarding prior service credit. Jerry R. Collins, Jr. will provide the Board with the details.
2. Bill Hawkins, IBEW Local 1288, 4000 Clearpool Circle, addressed the Board regarding the MSS Replacement Project.

PRESIDENT'S BRIEFING :

1. Review of Consent Agenda - Jerry R. Collins, Jr.
(President's Briefing Continued on Page 106)

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

(Items 1 through 36)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	V Lynn Evans, Board Member
SECONDER:	Derwin Sisnett, Board Member
AYES:	Sisnett, Masson, Evans, Wishnia, Cobbins

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding contract to TUF-TUG Products, for transmission pole fall arrest protection systems in an estimated amount of \$162,613.20. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 2 to Contract No. 11414, Roof Maintenance, with B Four Plie, Incorporated with no increase in contract value. (This change renews the current contract for the second of four renewal terms covering the period January 11, 2013 to January 10, 2014). (Jozelle Booker)
3. Resolution approving Change No. 2 to Contract No. 11486, Grounds Maintenance and Landscaping Services, with The Roberts Company Ltd. of Tennessee, d/b/a Environmental Landscape Services in the funded amount of \$72,581.50 (This change is to renew the current contract for the second of four renewal terms for the period covering May 4, 2013 to May 3, 2014 in the funded amount of \$67,566.50 which reflects no increase in rates from the previous year. This change also reflects the removal of the Main Street parking lot which reflects a decrease of (\$385.00) and the addition at Whitten Road within the scope of contract in the funded amount of \$5,400.00). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

4. Resolution approving Change No. 1 to Contract No. 11502, Grounds Maintenance Well Lots, with Bean and Prince Contractors, Incorporated, in the funded amount of \$67,599.14. (This change is to renew the contract for the first of four renewal terms beginning May 17, 2013 to May 16, 2014 with no increase in rates). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding Contract No. 11592, University Ground Water Institute to the University of Memphis in the funded amount of \$1,250,000.00 (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

6. Resolution authorizing payment of \$107,390.76 of Personal Property taxes on 2.25 billion cubic feet of natural gas in the Epps Storage field in East and West Carroll parishes in Louisiana, stored per the general terms and conditions of the Trunkline tariff approved by FERC August 1, 2003. (Christopher Bieber) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

7. Resolution amending Purchase Order No. 144184 with Patterson Welding Company for repairs and fabrication of substation equipment in the amount of \$42,000.00, for a new contract value of \$135,000.00. (This amendment is to increase the value of the purchase order and gain approval after the fact to pay additional invoices in the amount of \$32,798.12 for work previously performed; the remaining \$9,201.88 will be allocated to pay any additional fabrication or repairs that may arise within the 2012 budget year). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving a contract between Memphis Light, Gas and Water and the Electric Power Research Institute, Inc. (EPRI) for professional technical services to assist MLGW with research and development of "Whole Product Performance for LED Street and Area Lighting Fixtures" in an amount not to exceed \$53,250.00. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

9. Resolution awarding 36-month blanket contract, to Ruffin and Associates, for concrete standards in the amount of \$2,270,119.76 (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution awarding 12-month blanket contract to Brighter Days and Nites, LLC, for cable, in the amount of \$401,445.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution approving a three-month extension of existing contract for office supplies with OfficeMax. No additional funds are being requested. (Jozelle Booker)
12. Resolution awarding 24-month blanket contract to HD Supply Power Solutions for wedge-tap connectors, in the amount of \$541,195.59. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

13. Resolution setting forth persons authorized to sign and/or countersign; transfer funds; and/or execute transactions on Division and Pension System bank accounts. (This supersedes the resolution approved by the Board on September 6, 2012). (Dana Jeanes)
14. Resolution authorizing the Secretary-Treasurer to notify banking institutions of any names that need to be removed from the list of those persons authorized to sign on MLGW bank accounts due to personnel changes. Personnel changes include retirement, resignation, termination or transfer into a position not requiring such authorization. The Board will continue to approve the names of those persons that need to be added. (Dana Jeanes)
15. Resolution authorizing MLGW to make two equal payments to the General Fund of the City as payments in-lieu-of taxes or tax equivalency payments with respect to the Water System for a total of \$2,500,000.00 with \$1,250,000.00 payable as soon as possible after November 30, 2012 and \$1,250,000.00 payable April 30, 2013. (Dana Jeanes)
16. Resolution authorizing the November payment of \$25,000,000.00 to the City of Memphis to be credited against MLGW's share of the maximum permissible amount under the Municipal Electric System Tax Equivalent Law of 1987 and the November payment of \$5,000,000.00 to the City of Memphis to be credited against MLGW's share of the maximum permissible amount under the Municipal Gas System Tax Equivalent Law of 1987. (Dana Jeanes)
17. Resolution approving Change No. 6 to Contract No. 10597, Remittance Processing System, with BancTec, Inc., with no increase in contract value. (This change is to renew the current contract to provide hardware and software maintenance services for an additional term covering the period January 29, 2013 to January 28, 2014 with no increase in rates). (Jozelle Booker)
18. Resolution approving Change No. 2 to Contract No. 11370, Electronic Bill Presentation and Payment Services, with Fidelity National Information Services Incorporated (FIS) in the funded amount of \$1,400,000.00. (This change is to increase the current contract value due to the increase in the number of transactions over the period of the contract). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

19. Resolution approving Change No. 5 to Contract No. 11279, Third Party Administrator for Worker's Compensation, with Brentwood Services Administrators, Incorporated, in the funded amount of \$125,000.00. (This change is to renew the contract for the fourth of six renewal terms beginning January 1, 2013 to December 31, 2013 with no increase in rates). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

HUMAN RESOURCES DIVISION

20. Resolution approving Position No. 05315 - Electric Distribution Operator 1. (Jerry R. Collins, Jr.)

21. Resolution approving Change No. 2 to Contract No. 11465, Contract Security Services, with CDA, in the funded amount of \$2,944,716.72. (This change renews the contract for the second of four renewal terms covering the period January 1, 2013 to December 31, 2013. In addition, this change reflects an increase in the number of hours for armed guards at the Netters Business Center from 96 to 168 as a result of the North American Electric Reliability Corporation (NERC) requirement). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
22. Resolution approving Change No. 1 to Contract No. 11499, Temporary Service for General Labor, with Pridestaff, in the funded amount of \$746,533.00. (This change is to renew the current contract for the first of four renewal terms with no increase in rates from the previous year for the period covering January 4, 2013 to January 3, 2014 in the funded amount of \$677,352.00. In addition, MLGW is requesting the approval of contingency funds in the amount of \$69,181.00 for unforeseen vacancies). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
23. Resolution approving Change No. 2 to Contract No. 11500, Temporary Service for Clerical Support, with Kelly Services, Incorporated, in the funded amount of \$400,325.00. (This change is to renew the current contract for the first of four renewal terms with no increase in rates from the previous year for the period covering January 4, 2013 to January 3, 2014 in the funded amount of \$314,993.00. In addition, MLGW is requesting the approval of contingency funds in the amount of \$85,332.00 in the event of unforeseen vacancies). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
24. Resolution approving Change No. 1 to Contract No. 11529, Temporary Service for Skilled Craftsman, with Pridestaff, in the funded amount of \$129,180.80. (This change is to renew the current contract for the first of four renewal terms with no increase in rates from the previous year for the period covering January 4, 2013 to January 3, 2014 in the funded amount of \$60,000.00. In addition, MLGW is requesting the approval of contingency funds in the amount of \$69,190.80 in the event of unforeseen vacancies). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

25. Resolution awarding contract to Venture Technologies, for a corporate network upgrade, in the amount of \$610,553.90. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
26. Resolution awarding Contract No. 11537, Professional Services Support, to Nextech Solutions, in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
27. Resolution awarding Contract No. 11548, MSS ERP Replacement System, to Rolta International, in the funded amount of \$31,199,068.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
28. Resolution awarding Contract No. 11586, Professional Services Support, to VACO Mid South, in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
29. Resolution awarding Contract No. 11587, Professional Services Support, to Zycron, Incorporated in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

30. Resolution awarding Contract No. 11588, Professional Services Support, to Cook Systems International, Inc. in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
31. Resolution awarding Contract No. 11589, Professional Services Support, to TEK System, in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
32. Resolution awarding Contract No. 11590, Professional Services Support, to Conch Technologies Incorporated, in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
33. Resolution awarding Contract No. 11591, Professional Services Support, to Stragistics Technology Incorporated, in the funded amount of \$599,957.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

34. Resolution approving Change No. 5 to Contract No. 11185, Environmental Consulting Services, with Center for Toxicology and Environmental Health, in the funded amount of \$587,500.00. (This change is to renew the current contract for the fourth and final annual renewal term covering the period January 1, 2013 to December 31, 2013 with no increase in rates from the previous year). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
35. Resolution approving Change No. 5 to Contract No. 11250, Waste Management Services, with Tradebe, in the funded amount of \$175, 000.00. (This change is to renew the contract for the fourth and final renewal term for the period covering January 1, 2013 to December 31, 2013, with no increase in unit prices from the previous year). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
36. Resolution awarding Contract No. 11543, Environmental Abatement Services, to General Construction Services Incorporated, in the funded amount of \$7,734,500.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING (Continued)

2. Budget Update - 3rd Quarter 2012 - Rodney Cleek
3. Other - Jerry R. Collins, Jr.

APPROVAL OF SAME DAY MINUTES:

Motion To: Approve Same Day Minutes on Items 15 and 16

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

OTHER BUSINESS:

Happy Birthday wishes were extended to President Collins.

ADJOURNMENT :

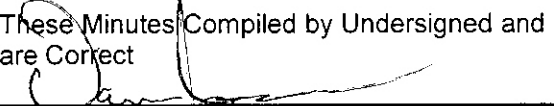
There being no further business, the meeting was adjourned at 2:21 p.m.

SEE MINUTE FILE NO. 1359.

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer