



Board of Light, Gas and Water Commissioners

2220 S. Main Street

Memphis, TN 38103

Board Meeting

www.mlgw.com

~ REVISED (See Page 6) / Preliminary Agenda ~

Wednesday, October 25, 2017

1:00 PM

Board Room

INFORMATION FOR THE BENEFIT OF THE PUBLIC:

Public Notice: Regular board meetings are held the first and third Wednesdays of the month at MLGW's Administration Building unless otherwise noted in the public notice filing and website. The proposed agenda will be posted in the public section of the ground floor lobby of the Administration Building and on MLGW's website at least 48 hours before the Board meets. You may access the proposed Board agenda and all available documents related to the items linked from the agenda on the Internet at: www.mlgw.com. Large agreements, items related to Homeland Security or items received too late to post may not be viewable. You may view those documents in the Public Records Office prior to or after the Board meeting. By Board action, agenda items may be added, deleted or held for later consideration at a later board meeting.

Consent Agenda: Items shown under the Consent Agenda consists of items considered to be routine and non-controversial upon which the documentation provided to the Board is adequate to give sufficient information for approval without inquiry or discussion during the Board meeting. The use of the Consent Agenda is designed to minimize the time required for the handling of routine matters in order to permit additional time to be spent on more significant matters. The Chairman will call for approval on the Consent Agenda as a whole and the vote will be treated as a separate vote on each item. At the request of a Board member, the Chairman may move any item on the Consent Agenda to the Regular Agenda.

Regular Agenda: Item(s) to be individually considered for Board action.

Filed Items: The Board may be provided information which does not require Board approval or Board discussion but which is noted for the official record as having been supplied to the Board.

Resolutions: Generally, there are two types of resolutions subject to approval by the MLGW Board of Commissioners. Internal Board Resolutions are within the full authority of the Board and considered final upon the acceptance of the minutes of that board action. External Board Resolutions are subject to the approval of the City Council and are not considered final until the City Council accepts the minutes of their approval for such.

ADA: As a covered entity under Title II of the Americans with Disabilities Act, MLGW does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services, and activities. To ensure availability, such request should be made 72 hours in advance by contacting Eric Conway at (901) 528-4486 during business hours.

To Officially Communicate to the Board: Any individual member or group of the general public desiring to address the Board orally on items of interest to the public that are within the subject matter jurisdiction of the Board, shall complete an **MLGW Board Speaker Card** to make such desire known to the Board Secretary. Such request to be heard should be marked with the date of the meeting; the agenda item number; if the comments are in support, opposition, or general as they relate to the item; the speaker's name and address; and if the speaker is representing someone else as a paid consultant. Paid lobbyists must complete the required disclosure of their client's name, phone number, and address. Statements shall not exceed three minutes unless additional time is granted by the Board Chair. When recognized, please proceed forward to the podium and state your name and address. The board and staff will not answer questions that are asked in this forum but written questions or a written statement may be provided to the Board Secretary for entry into the official record. If any Board member receives approval of the Board Chairman, that Board Member may address questions to the person providing the public statement.

CALL TO ORDER AND OPENING REMARKS:Chairman Wishnia**PLEDGE OF ALLEGIANCE:**Chairman Wishnia**ROLL CALL:**Roland McElrath

- Board of Commissioners
- Advisory Board Members

APPROVALS:

Approve Minutes of the Meeting of October 4, 2017.

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Roland McElrath

Receipt of Certified Copies of City Council Resolutions dated October 3, 2017, Items 6 through 23 and October 17, 2017, Items 12 through 18 and Item 22.

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:**PRESIDENT'S BRIEFING:**

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

(President's Briefing Continued on Page 7)

CONSENT AGENDA

(Items 1 through 24)

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding Contract No. 11948, Defective Pole Change Out, to Davis H. Elliot Construction Company, Incorporated, in the funded amount of \$9,904,419.20. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 3 to Contract No. 11797, Minor Line Clearance, with Asplundh Tree Expert Company, based on agreed upon rates, in the funded amount of \$4,021,081.48. (This change is to renew the current contract for the second of four annual renewal terms for the period covering December 2, 2017 through December 1, 2018, based on agreed upon rates, in the funded amount of \$3,530,896.80, which reflects a 2% rate increase from the previous year. This increase is due to an increase of employee wages and

general operating costs of labor and equipment maintenance. This renewal also includes an increase to the current contract in the funded amount of \$490,184.68 to replenish funds for work performed as a result of the May 27, 2017 storm restoration efforts.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

3. Resolution approving Change No. 8 to Contract No. 11576, Emergency Storm Restoration, with Davis H. Elliot Construction Company, Incorporated for invoice payments, based on agreed upon rates, in the combined funded amount of \$8,404,240.46. (This payment request is for emergency restoration services performed on MLGW's electric system as a result of the following storms: 1) May 28, 2017, invoices totaling \$7,862,326.54; 2) June 18, 2017, invoices totaling \$397,077.30; and 3) June 23, 2017, invoices totaling \$144,836.62, based on agreed upon rates.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding Contract No. 11980, Brooks Road Roof Replacement, to B-Four Plie, Incorporated, in the funded amount of \$151,173.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 1 to Contract No. 11855, Janitorial Services, with SKB Facilities and Maintenance, to provide housekeeping/janitorial services, window cleaning, carpet cleaning and floor maintenance at various MLGW locations, in the funded amount of \$151,293.84. (This change is to renew the current contract for the first of four annual renewal terms for the period covering March 2, 2018 through March 1, 2019, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution approving Change No. 3 to Contract No. 11725, Janitorial Services, with SKB Facilities and Maintenance, for MLGW facilities located at the Administration Building at 220 South Main Street and the Downtown Credit Office at 245 South Main Street, in the funded amount of \$132,299.50. (This change is to renew the current contract for the third of four annual renewal terms for the period covering February 23, 2018 through February 22, 2019.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving Change No. 3 to Contract No. 11724, Janitorial Services, with SKB Facilities and Maintenance, for MLGW facilities located at the North Service Center, MLGW University, Electric System Operations, North Community Office, Lamar Community Office, Choctaw, Sheahan Pumping Station, Water Assurance Laboratory and the Netters Business Center, in the funded amount of \$289,122.00. (This change is to renew the current contract for the third of four annual renewal terms for the period covering February 23, 2018 through February 22, 2019, with no increase in rates from the previous year. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

8. Resolution approving Change No. 2 to Contract No. 11791, Surveying Services, with Ollar Surveying Company, LLC, in the funded amount of \$154,985.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering January 19, 2018 through January 18, 2019, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 1 to Contract No. 11869, Water Design for Tennessee Department of Transportation (TDOT), with Fisher & Arnold, in the funded amount based on approved rates, not-to-exceed \$150,000.00. (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering September 30, 2017 through September 29, 2018, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving Change No. 1 to Contract No. 11868, Water Design for Tennessee Department of Transportation (TDOT), with Allen & Hoshall, in the funded amount of \$150,000.00. (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering November 21, 2017 through November 20, 2018, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution approving Change No. 1 to Contract No. 11866, Gas Design for Tennessee Department of Transportation (TDOT), with Allen & Hoshall, in the funded amount of \$150,000.00. (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering November 21, 2017 through November 20, 2018, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 1 to Contract No. 11865, Electric Design for Tennessee Department of Transportation (TDOT), with Allen & Hoshall, in the funded amount of \$200,000.00. (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering November 21, 2017 through November 20, 2018, with no increase in rates from the previous year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Change No. 5 to Contract No. 11474, Generator Preventative Maintenance Agreement, with Cummins Mid-South, LLC, with no increase in the contract value. (This request is to ratify and amend the contract term through November 30, 2017 for services performed after the contract end date, with no increase in the contract value in order to process outstanding invoices for work performed and this contract will be re-bid. This amendment is needed to pay outstanding invoices in the funded amount of \$31,451.54, which will be absorbed in the contract value.) (Clifton Davis)

FINANCE DIVISION

14. Resolution awarding a twenty-four month purchase order to Brown Wood Preserving Company, Inc., for southern yellow pine poles, in the amount of \$2,072,979.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

15. Resolution approving and upholding the decisions reflected in the September 30, 2017 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)
16. Resolution approving the amendment of the rate schedule for the law firm of Butler Snow, LLP, to be employed on an "as needed basis" at the following hourly rates: Partners-\$250; Associates-\$215; and Paralegals-\$100. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving the amendment of the rate schedule for The Wharton Law Firm, to be employed on an "as needed basis" at the following hourly rates: Partners-\$250; Associates-\$190; and Law Clerk-\$45. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
18. Resolution approving the amendment of the rate schedule for the law firm of Wyatt Tarrant & Combs, LLP, to be employed on an "as needed basis" at the following hourly rates: Partners-\$265; Junior Partners-\$230; Associates-\$220; and Paralegals-\$145. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
19. Resolution approving the amendment of the rate schedule for the law firm of Stephanie Green Cole, to be employed on an "as needed basis" at the following hourly rate: Partner - \$225. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
20. Resolution approving the amendment of the rate schedule for the law firm of Wiseman Bray Law Firm, to be employed on an "as needed basis" at the following hourly rates: Partners-\$190 and Paralegals/Assistants-\$95. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution approving the amendment of the rate schedule for the law firm of Harris Shelton Hanover Walsh, to be employed on an "as needed basis" at the following hourly rates: Partners-\$250; Associates-\$150 to \$200; and Law Clerks-\$60. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)

HUMAN RESOURCES DIVISION

(None)

INFORMATION SERVICES DIVISION

22. Resolution approving Change No. 3 to Contract No. 11680, Satori Software Agreement, with Quadient Data USA, Incorporated (formerly Satori Software Company), in the funded amount of \$23,382.00. (This change is to ratify and renew the current contract for annual software licensing, main frame, and support services for the Customer Information System (CIS) Billing and Mailing Environment covering the period October 31, 2017 through October 31, 2018. This renewal reflects a 5% increase due to increases in maintaining products, as well as the firm's operating cost. MLGW is requesting approval of the acquired system, which can only be provided by Quadient Data USA, Incorporated.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
23. Resolution approving Change No. 5 to Contract No. 9791, File Utility Software Package, with Compuware Corporation, with no increase in the contract value. (This change is to renew the annual software maintenance, license and support services covering the period February 1, 2018 through January 31, 2019 in the funded amount of \$21,861.00, which will be absorbed in the current contract value. The renewal reflects a 6% increase from the previous renewal based on Compuware's standard practice regarding increases. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Compuware Corporation.) (Clifton Davis)
24. Resolution approving Change No. 2 to Contract No. 11462, Electronic Board Agenda Solution, with Accela, Incorporated (formerly IQM2 Government Solutions, Incorporated), in the funded amount of \$33,756.34. (This change is to ratify and renew the current contract for annual software maintenance, fees, and support services for the period covering November 1, 2017 through October 31, 2018. This renewal reflects a 5% increase from the previous renewal due to the firm's operating cost. MLGW is requesting approval of the acquired system, which can only be performed by Accela, Incorporated.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

(REVISION – REGULAR AGENDA ITEM NO. 25 (BUDGET) DELETED FROM OCTOBER 25, 2017 BOARD MEETING AGENDA)

PRESIDENT'S DIVISION

(None)

PRESIDENT'S BRIEFING (Continued):

2. Compliance Update - Amanda Duckhorn
3. Debt Obligation Report - Anne Walk
4. Other - Jerry R. Collins, Jr.

COMMITTEE REPORTS:

(None)

ADDITIONAL MEETINGS

11:00 a.m. - Pension Board Meeting - Room 511

12:00 p.m. (or immediately following the Pension Board Meeting) –
OPEB Committee Meeting - Room 511