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# Board of Light, Gas and Water Commissioners

220 S. Main Street  
Memphis, TN 38103  
[www.mlgw.com](http://www.mlgw.com)

## Board Meeting

~ Minutes ~

Wednesday, March 18, 2020

8:30 AM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 8:32 a.m.

### PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

The Pledge of Allegiance was recited.

### SAFETY BRIEFING:

President Young

President Young stated that MLGW is maintaining the Coronavirus Pandemic Policy, such as practicing social distancing, self-isolation and working from home (when possible).

### ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Carlee McCullough	Chairwoman	Present	
Mitch Graves	Vice Chair	Present	
Leon Dickson	Board Member	Present	
Michael Pohlman	Board Member	Present	
Steven Wishnia	Board Member	Present	

**NOTE:** Due to the Coronavirus Pandemic, staff was asked to refrain from attending the meeting in person unless absolutely necessary.

The following staff members were present: J. T. Young, President and CEO; Cheryl Patterson, VP and General Counsel; Dana Jeanes, SVP, CFO and CAO (Secretary-Treasurer); Nick Newman, VP, Engineering & Operations; Cliff DeBerry, VP Design, Construction & Delivery; Von Goodloe, VP, Shared Services; Lashell Vaughn, VP & CIO and Gale Carson, VP Community and External Affairs. Alonzo Weaver, SVP & COO; Roland McElrath, VP, Accounting; Lesa Walton, Chief Internal Auditing Officer and Jim West, VP, Chief Customer Officer did not attend the meeting.

Advisory Board Members: Dwain Kicklighter - Absent  
Kevin Young - Absent

### APPROVALS:

**Motion To:** Approve Minutes of the Meeting of March 4, 2020.

**RESULT:** ADOPTED [UNANIMOUS]  
**MOVER:** Michael Pohlman, Board Member  
**SECONDER:** Leon Dickson, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

**CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:**Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated March 3, 2020, Items 11 through 16.

**PRESENTATIONS:**

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

(None)

**PRESIDENT'S BRIEFING:**

1. Review of Consent Agenda - J. T. Young

(President's Briefing Continued on Page 32)

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 25)

**RESULT:** APPROVED [UNANIMOUS]  
**MOVER:** Mitch Graves, Vice Chair  
**SECONDER:** Michael Pohlman, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves, Dickson

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

1. Resolution approving Change No. 22 to Contract No. 10705, Oracle Software License and Service with Oracle America Corporation, in the funded amount of \$3,215,805.60. (This change is to renew annual software maintenance, support services, and licenses for various technical support services.) (Randy Orsby) (CITY COUNCIL APPROVAL REQUIRED)

**CHIEF PEOPLE OFFICER**

2. Resolution rejecting the single proposal received up to 12:00 p.m. on Tuesday, December 3, 2019 for Contract No. 12136, Computer Learning Laboratory with Facilitation. (Randy Orsby)
3. Resolution approving Position Nos. 4674 and 5689, Computer Software Specialist 3. (J. T. Young/Von Goodloe) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Position No. 02426, Drafter 2. (J. T. Young/Von Goodloe)
5. Resolution approving revisions to MLGW HR Policy 23-28, Identification of MLGW Employees. (J. T. Young/Von Goodloe)
6. Resolution approving revisions to MLGW HR Policy 23-14, Possession of Weapons. (J. T. Young/Von Goodloe)
7. Resolution approving revisions to MLGW HR Policy 21-03, Pre-Employment Physical Examinations. (J. T. Young/Von Goodloe)
8. Resolution approving revisions to MLGW HR Policy 20-01, Equal Employment Opportunity. (J. T. Young/Von Goodloe)
9. Resolution approving Change No. 6 to Contract No. 11735, Onsite Computer and Technical Classes with Southwest Tennessee Community College, in the funded amount not-to-exceed \$20,000.00. (This change is to extend the current contract for 8-months covering the period April 1, 2020 through December 31, 2020, with no increase in rates from the previous renewal. This extension is to allow the MLGW University to facilitate computer and technical class training through MLGW and not through a contracted vendor.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**COMMUNITY & EXTERNAL AFFAIRS**

10. Resolution approving the Agreement of the on-going commitment to local economic and community development with the Greater Memphis Chamber. (This agreement will be for services to be rendered by the Greater Memphis Chamber for the period September 1, 2019 through August 31, 2020.) (Gale Carson) (REQUIRES CITY COUNCIL APPROVAL)

**DESIGN CONSTRUCTION & DELIVERY**

(None)

**ENGINEERING & OPERATIONS**

11. Resolution approving an extension of a purchase order to Doble engineering Company for software agreement and test equipment rental for an additional twelve month period or until a new contract can be executed. No additional funds are being requested with this extension. (Randy Orsby)

12. Resolution awarding a purchase order to Yoder Sales Agency, Inc. for substation capacitor switches, in the amount of \$455,940.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution awarding a purchase order to Industrial Sales of Memphis for the purchase of bushings, in the amount of \$99,489.96. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 5 to Contract No. 11823, Master Tower Services with Signal Point Systems, Incorporated, with no increase in the contract value. (This change is to renew the current contract for the fourth and final annual renewal term for the covering period June 6, 2020 through June 5, 2021.) (Randy Orsby)
15. Resolution approving payment of an invoice from the American Public Gas Association for the 2020 Annual Membership Dues in the amount of \$57,300.00. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)

**INNOVATION & BUSINESS ANALYTICS**

(None)

**PRESIDENT**

(None)

**SVP, CFO & CAO, FINANCE**

16. Resolution approving Change No. 2 to Contract No. 11872, Self-Insured Healthcare with Cigna Healthcare, in the estimated funded amount of \$52,172,147.00. (This change is to renew the current contract for a second and final 12-month renewal option covering the period January 1, 2021 through December 31, 2021, with no increase in administration fees. The Division will pay 75% of the employee's annual premium in the estimated funded amount of \$39,129,110.25 and MLGW employees/retirees will be responsible for 25% of the annual premiums through payroll deduction in the estimated amount of \$13,043,036.75. The projected amount to be funded by MLGW is \$39,129,110.25, the actual payments from January 1, 2021 through December 31, 2021 will be reconciled to the projected amount and the results reported to the Board of Commissioners at the end of each term.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving the addition of Marcus Tate (to replace Charles Perry) and Donald Mokake (to replace Pamela Reeves), both recently retired, to sign or countersign checks on several First Horizon accounts. (Dana Jeanes)
18. Resolution approving Change No. 14 to Contract No. 10793, Professional Portfolio Software with Advent Software, Incorporated, in the funded amount of \$35,926.28. (This change is to renew the current contract for an additional year for the period covering May 11, 2020 through May 10, 2021. This renewal reflects a 3% increase from the previous year due to continued development of the products, as

well as cost to support those products. MLGW is requesting approval of continuous maintenance support of the acquired system, which can only be performed by Advent Software, Incorporated.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

19. Resolution approving Change No. 14 to Contract No. 11292, Cashiering System Replacement with System Innovators, in the funded amount of \$45,806.03. (This change is to renew annual hardware, software maintenance, and support services for Creditron Software and Opex Hardware (Item Age Express) for the period covering May 1, 2020 through April 30, 2021 in the funded amount of \$45,806.03, which reflects a 2% increase in rates from the previous renewal. The increase is to improve performance of the software, updates (bug fixes and patches), training and retaining support technicians, and developing new functionality. MLGW is requesting continuous maintenance of the acquired systems, which can only be performed by System Innovators and the third party providers.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**SVP, CHIEF OPERATING OFFICER**

(None)

**SHARED SERVICES**

20. Resolution awarding a purchase order to Tag Truck Center for the purchase of cab and chassis dump body trucks, in the amount of \$1,910,895.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution approving Change No. 3 to Contract No. 11921, General Pest Control and Termite Services with Nu Era Pest Control, in the funded amount of \$38,240.00. (This change is to renew the current contract for the third of four annual renewal terms covering the period November 1, 2020 through October 31, 2021, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
22. Resolution approving Change No. 3 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 third of four annual renewal terms for the period covering May 17, 2020 through May 16, 2021, with no increase in rates from the previous year. This contract covers mowing services on MLGW well lots and future well lots (vacant lots) in Memphis and Shelby County, Tennessee.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
23. Resolution approving Change No. 2 to Contract No. 11947, Grounds Maintenance with Bean and Prince Contractors, Incorporated, in the funded amount of \$422,992.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering May 12, 2020 through May 11, 2021, with no increase in rates from the previous year. MLGW locations covered under this contract are electric substations, water pumping stations, gas regulators, etc. In addition, this change is to expand the scope of work to include five additional cuts at MLGW's LNG Plant-Arlington.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

24. Resolution approving Change No. 4 to Contract No. 11815, Grounds Maintenance and Landscaping with Landscape Workshop, in the funded amount of \$84,247.00. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering May 3, 2020 through May 2, 2021, with no increase in rates from the previous year. MLGW locations covered under this contract are 1) 220 South Main Street; 2) 245 South Main Street; 3) 1665 Whitten Road; 4) 4949 Raleigh LaGrange Road; 5) 2425 Covington Pike; and 6) a vacant lot south on Whitten Road, south of 1665 Whitten Road.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL**

(None)

**REQUEST TO ADD ON ITEM 25 TO CONSENT AGENDA****WITH SAME DAY MINUTES**

25. Resolution giving the MLGW President and CEO authority to enter into contracts for the purchase of goods and services within budgeted amounts and to take such other action necessary or expedient in order to maintain operations and continue the supply of electric, gas and water service to MLGW's customers, without further approval by the MLGW Board of Commissioners. (Request is made on an emergency basis to address customer, workforce and supply chain issues related to the spread or potential spread of the novel Coronavirus in Shelby County and the State of Tennessee to date.) (SAME DAY MINUTES APPROVED)

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Steven Wishnia, Board Member
<b>SECONDER:</b>	Mitch Graves, Vice Chair
<b>AYES:</b>	Pohlman, Wishnia, McCullough, Graves, Dickson

**PRESIDENT'S BRIEFING (Continued):**

2. Quarterly Compliance Report - Written Report Provided by Allan Long  
President Young asked the Board to let him know if they have any questions and either Cheryl could answer them or she could contact Mr. Long. There were no questions.
3. Water Aquifer Update - Power Point Presentation Provided by Dr. Brian Waldron, CAESER  
President Young informed the Board that if they have questions, once they have the opportunity to review the presentation, to let him know and he will get responses back to them.
4. Coronavirus Update - J. T. Young  
President Young discussed details of the Pandemic Guidelines and Procedures. Eric Conway and Von Goodloe answered questions pertaining to employee absences and situations in regard to using PTO time. They explained the guidelines of the CDC and the Shelby County Health Department. They reported there are six MLGW employees currently in a fourteen day quarantine due to possible exposure.

In addition, President Young stated astringent precautions are being taken in regard to contact with customers. Certain services have been suspended and if a MLGW representative must go into a home there are additional guidelines to protect them. Telecommuting for employees that are able to work from home has been put in place. Customers are encouraged to make payments via internet or telephone and cut offs have been suspended.

### COMMITTEE REPORTS:

(None)

### ADJOURNMENT

There being no further business, the meeting was adjourned at 8:55 a.m.

(See Minute File No. 1447.)

Approved Without Interlineation

  
Chairwoman

These Minutes Compiled by Undersigned and  
are Correct

  
Secretary-Treasurer