



# 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, April 1, 2020

8:30 AM

Zoom "Call In" Meeting

### CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 8:30 a.m.

Chairwoman McCullough explained that the Board Meeting is being conducted via Zoom/electronic meeting due to the coronavirus pandemic and gave information how the public can view the meeting.

### PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

Chairwoman McCullough led the Pledge of Allegiance via phone.

### ROLL CALL:

Dana Jeanes

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

**Advisory Board Members:** Dwain Kicklighter - Present on the Call  
Kevin Young - Present on the Call

There were several Senior Leadership Council on the call. However, a roll was not taken for the SLC.

### APPROVALS:

**Motion To:** Approve Minutes of the Meeting of March 18, 2020.

**RESULT:** ADOPTED [UNANIMOUS]  
**MOVER:** Mitch Graves, Vice Chair  
**SECONDER:** Steve Wishnia, Board Member  
**AYES:** Pohlman, Wishnia, McCullough, Graves

### CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated March 24, 2020, Items 8 through 14. (See Minute File 1447.)

### PRESENTATIONS:

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

Chairwoman McCullough confirmed that no requests from the public had been received for today's meeting via [corpcomm@mlgw.org](mailto:corpcomm@mlgw.org).

**PRESIDENT'S BRIEFING:**

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

(President's Briefing Continued on Page 4)

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.

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS] AS AMENDED</b> Item 1- Held; Items 2, 3 & 4 Adopted; Item 5 – Held; Items 6, 7 and 8 – Adopted as Modified; Items 9 through 12 - Held
<b>MOVER:</b>	Mitch Graves, Vice Chair
<b>SECONDER:</b>	Steve Wishnia, Board Member
<b>AYES:</b>	Pohlman, Wishnia, McCullough, Graves, Dickson

**CONSENT AGENDA**

(Items 1 through 12)

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

(None)

**CHIEF PEOPLE OFFICER**

(None)

**COMMUNITY & EXTERNAL AFFAIRS**

(None)

**DESIGN CONSTRUCTION & DELIVERY**

(None)

**ENGINEERING & OPERATIONS**

**Motion To:** Hold Item 1 from Consent Agenda

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

1. Resolution awarding Contract No. 12165, Mobile Radio Replacement to Leonardo, in the funded amount \$6,685,351.20. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 2 to Contract No. 11800, InfoWater Hydraulic Model Implementation Services with Innovyze, Incorporated, in the funded amount of \$11,040.00. (This change is to renew annual license, maintenance and support services for the Water Modeling Software for the period covering May 15, 2020 through May 14, 2021, with a 2.98% increase in rates from the previous renewal due to increased maintenance costs. Innovyze, Incorporated is the sole owner, developer, and distributor of the InfoWater Software Package. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Innovyze, Incorporated.) (Randy Orsby) (CITY COUNCIL APPROVAL REQUIRED)
3. Resolution approving Change No. 2 to Contract No. 11682, Customer Care Center Back-Up Communications Plan with AT&T Business Systems, in the funded amount of \$200,000.00. (This change is to renew the current contract term for the first of two annual renewal terms covering the period August 16, 2020 through August 15, 2021 in the amount of \$150,000.00 for the monthly service fee for local dial tone services, with no increase in rates from the initial term. This change is to also add \$50,000.00 to the existing contract for the installation and monthly service fee of 48 SIP Trunks for the Spitfire Dialer Outbound Calling Services for the Customer Care Center at 1665 Whitten Road.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving plans to issue tax-exempt Series 2020 Electric System Revenue Bonds in an original aggregated principal amount of not to exceed \$160,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.) (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

**Motion To:** Hold Item 5 from Consent Agenda

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

5. Resolution approving amendments and delegating authority to the President or VP of Engineering and Operations or his approved staff, to execute and deliver the contract amendments to streamline the invoicing process for remaining purchases of natural gas at the discounts to market price included in the original contracts with Public Energy Authority of Kentucky and Tennergy Corporation. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)

#### **INNOVATION & BUSINESS ANALYTICS**

(None)

#### **PRESIDENT**

6. Resolution authorizing the MLGW President and CEO is to enter into contracts for the purchase of equipment, materials, goods and services and to take such other actions as may be necessary or expedient in order to maintain operations and continue the supply of electric, gas and water service to MLGW's customers between meetings of this Board, without further approval by the MLGW Board of Commissioners.) (J. T. Young) (REQUIRES CITY COUNCIL APPROVAL)

#### **SVP, CFO & CAO, FINANCE**

7. Resolution approving plans to issue tax-exempt Series 2020 Water System Revenue Bonds in an original aggregated principal amount of not to exceed \$75,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.) (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving plans to issue tax-exempt Series 2020 Gas System Revenue Bonds in an original aggregated principal amount of not to exceed \$70,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after

the date that is sixty days prior to the approval date of this Resolution by the City.)  
(Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

9. Resolution awarding Contract No. 12153, Executive Search Firm to Preng & Associates, in the funded not-to-exceed amount of \$65,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving the selection of professionals in connection with the proposed issuance of Series 2020 Electric System Revenue Bonds, Series 2020 Gas System Revenue Bonds, Series 2020 Water System Revenue Bonds and Series 2020 Taxable Electric System Revenue Refunding Bonds. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

**SVP, CHIEF OPERATING OFFICER**

(None)

**SHARED SERVICES**

11. Resolution awarding a purchase order to Vermeer Midsouth, Inc., via the Sourcewell Public Utility, for a directional boring system in the amount of \$357,991.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding a purchase order to Brighter Days and Nites, Inc. for three phase low energy reclosers, in the amount of \$1,021,016.20. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL**

(None)

**PRESIDENT'S BRIEFING (Continued):****2. Coronavirus Update - J. T. Young**

President Young stated that MLGW is dealing with the coronavirus pandemic much like other businesses. He reported that as of yesterday, MLGW has two employees that have tested positive for COVID19. In addition, there are 33 employees quarantined. He also advised the Board that some positions allow employees to work remotely. Schedules are monitored daily to assure the customers' needs are being met. There are daily calls to discuss safety and personal protective equipment for the employees. In addition, he noted that disconnects have been deferred. Dana Jeanes also responded to questions pertaining to cash flow and stated currently doing fine.

**3. Other - J. T. Young****COMMITTEE REPORTS:**

(None)

**ADJOURNMENT:**

There being no further business, the meeting was adjourned at 9:17 a.m.

(See Minute File No. 1448.)

Approved Without Interlineation

  
Chairwoman

These Minutes Compiled by Undersigned and  
are Correct

  
Secretary-Treasurer