



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, January 22, 2020

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Vice Chair Graves

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

PLEDGE OF ALLEGIANCE:

Vice Chair Graves

The Pledge of Allegiance was recited.

Vice Chair Graves welcomed City Councilmen Morgan and Carlisle to the MLGW Board Meeting.

SAFETY BRIEFING:

J.T. Young

President Young addressed the audience giving instructions in the event of an emergency during the meeting. He explained that an alarm would sound with instructions given over the loud speaker. He pointed out exits and explained the responsibilities of the Security Officers. He asked for everyone's cooperation should an emergency arise.

ROLL CALL:

Dana Jeanes

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

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

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

APPROVALS:

Motion To: Approve Minutes of the Meeting of January 8, 2020.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Steven Wishnia, Chairman
SECONDER: Leon Dickson, Board Member
AYES: Michael Pohlman, Steven Wishnia, Mitch Graves, Leon Dickson
ABSENT: Carlee McCullough

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated January 7, 2020, Items 10 through 17. (See Minute File No. 1444.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

- 1) Latesha Lyons, 5454 Santa Monica, Ms. Lyons had a hand out and came to appeal her Supervisor's Rating Sheet for Terminated Employees. She explained that she received rave reviews when her now employer called but then when the Supervisor's Rating Sheet was completed that she was noted as a do not rehire. President Young asked Eric Conway to take care of Ms. Lyons appeal but Ms. Lyons advised that she had left several phone messages for Mr. Conway with none of her calls returned. President Young informed her that Mr. Conway was here and would talk with her today.

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.

CONSENT AGENDA

(Items 1 through 14)

RESULT: APPROVED [UNANIMOUS]
MOVER: Steven Wishnia, Chairman
SECONDER: Michael Pohlman, Board Member
AYES: Michael Pohlman, Steven Wishnia, Mitch Graves, Leon Dickson
ABSENT: Carlee McCullough

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution approving Change No. 4 to Contract No. 11799, Network Maintenance with ConvergeOne (formerly Venture Technologies, Incorporated) in the funded amount of \$1,495,793.81. (This change is to renew the current contract for the fourth and final annual renewal term covering the period February 15, 2020 through February 14, 2021. This change reflects an increase in the manufacturer's cost in the amount of \$24,233.00; a tariff increase on products manufactured in China in the amount of \$36,335.00; and additional maintenance for hardware that was procured in 2019 under this agreement in the amount of \$320,033.00.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

2. Resolution approving Position No. 06577 - Planning Engineer 3. (J.T. Young/Von Goodloe)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

3. Resolution approving the payment of an invoice for the 2020 annual membership dues plus locate request tickets from Tennessee One Call System in the amount of \$123,283.60. (Cliff DeBerry) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 3 to Contract No. 11887, Gas Matrix Utility Landscaping to Enlightenment, Incorporated dba APS Facility Maintenance in the funded amount of \$250,000.00. (This change is to renew the current contract for the third of four annual renewal terms for the period covering February 14, 2020 through February 13, 2021. This renewal reflects an increase in rates due to a rise in the cost of materials required to service contracts such as sod, trees, shrubs and other related miscellaneous items.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 1 to Contract No. 12063, Gas Transmission Right-of-Way Mowing and Tree Trimming to Bean & Prince Contractors, Incorporated in the funded amount of \$12,400.00. (This change is to increase the current contract value and provide for the rate to use additional equipment as needed for the contractor to perform the scope of work.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

6. Resolution approving Change No. 1 to Contract No. 11624, Natural Gas Management System to Pioneer Solutions Global, LLC, in the funded amount of \$191,018.00. (This change is to: 1) ratify the approval of payment, after the fact, of the TRMTracker software maintenance and support for the period January 1, 2020 through December 31, 2020 in the amount of \$60,000.00; 2) add maintenance and support for TRMTracker software for the period covering January 1, 2021 through December 31, 2021 in the amount of \$60,000.00, 3) add

- maintenance and support for TRMTracker software for the period covering January 1, 2022 through December 31, 2024 in the amount of \$191,018.00; and 4) extend the Portal software maintenance and support for the period covering April 1, 2020 through December 31, 2024 in the amount of \$57,000. This extension is also to align the maintenance schedule for both software applications to reflect a calendar year.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding Contract No. 12087, MLGW Video Wall Replacement to Activu in the funded amount of \$475,000.00. (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
 8. Resolution approving Change No. 1 to Contract No. 12062, Environmental Abatement Services with General Construction Services with no increase in contract value. (This change is to ratify and renew the current contract for the first of four annual renewal terms covering the period January 1, 2020 through December 31, 2020.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
 9. Resolution approving Change No. 1 to Contract No. 12035, Environmental Consulting and Remediation Services with BH&M Environmental Consultants, Incorporated in the funded amount not-to-exceed \$1,500,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering April 8, 2020 through April 7, 2021, with no increase in rates from the original term.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)
 10. Resolution approving Change No. 1 to Contract No. 12034, Environmental Abatement Services with Northwest Contracting Services, Incorporated to ratify and renew the current contract with no increase in contract value. (This change is to ratify and renew the current contract for the first of four annual renewal terms covering the period January 1, 2020 through December 31, 2020.) (Clifton Davis)
 11. Resolution approving the renewal of Cooperative Agreement No. 5447, investigation of Water Resources, for the period of January 1, 2020 to December 31, 2020, stipulating that a sum of \$60,000 will be furnished by the MLGW Division and a like sum will be furnished by the United States Department of the Interior Geological Survey, for continuation of the ground water data collection program in the Memphis area. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
 12. Resolution approving Change No. 1 to Contract No. 12105, Overhead Water Storage Tank Painting for Capleville, Stonebridge, and Egypt Central with Currens Construction Services, LLC in the funded amount of \$75,000.00. (This change is to add contingency funds to the current contract for unforeseen circumstances at the three potable water storage tanks. MLGW is requesting contingency funds be added due to unforeseen issues found at the Egypt Central water tanks. These repairs were necessary for personnel safety as well as to maintain the structural integrity of the water tank. In addition, the contingency funds will be utilized in the event other unforeseen issues are found and repairs needed at the two remaining tanks.) (Clifton Davis) (REQUIRES CITY COUNCIL APPROVAL)

INNOVATION & BUSINESS ANALYTICS

(None)

PRESIDENT'S DIVISION

(None)

SVP, CFO & CAO, FINANCE DIVISION

(None)

SVP, COO

(None)

SHARED SERVICES

(None)

VP & GENERAL COUNSEL DIVISION

(None)

REQUEST TO ADD-ON ITEM #13 and #14 TO THE CONSENT AGENDA**RESULT: APPROVED [UNANIMOUS]**

MOVER:	Steven Wishnia, Chairman
SECONDER:	Michael Pohlman, Board Member
AYES:	Michael Pohlman, Steven Wishnia, Mitch Graves, Leon Dickson
ABSENT:	Carlee McCullough

13. Resolution approving the rejection of the bid, Contract No. 12066, Mobile Radio Replacement. (Clifton Davis)

14. Resolution modifying the MLGW 2020 Budget due to actions taken by the City Council at their meeting on January 21, 2020. (J.T. Young)

PRESIDENT'S BRIEFING (Continued):

2. Other - J.T. Young – President Young explained that we did get approval of the electric rate with stipulations at the January 21 City Council meeting. He did mention they had already stated that monthly progress reports would be delivered to City Council but that was one of the stipulations for the approval. J.T. also wanted Dana to explain the Bond issue ratings and financing effects. Dana explained what the effects may have on MLGW and was going to allow Cheryl to touch on the legal standpoint. Commissioner Wishnia stated that if it effects our bond rating it will hurt us in the future. Cheryl added that once approved for the bond we would have to know the terms on spending and the type of asset.

J.T. states the Seimens RFP meeting is tomorrow and thinks it is on track with this phase. The next phase would be to get it out on the street but stressed that we need to be patient with the process. He is grateful for the boards support. Commissioner

Wishnia stated that MLGW does not need pressure from anyone to make a decision and we need to be concerned with the total package. The process will work and we are going to get to the end. JT stated there will be risk and some of those would be construction, plant operation, the community who receives benefits from TVA and other unknowns. The savings have to be certain and significant. Moody's state it is a risky move.

J.T. also wanted to mention that last Friday was MLK Day and MLGW had lots of employees out volunteering their time to help out in the community cleaning up different areas. He thanked Cynthia Haley for being steering this for MLGW and that she did a great job.

Commissioner Wishnia wanted to also mention that of all his years on the Board he doesn't remember councilman coming to the meetings and he really appreciates Councilman Morgan and Carlisle being here.

COMMITTEE REPORTS:

(None)

ADJOURNMENT

There being no further business, the meeting was adjourned at 9:13 a.m.

(See Minute File No. 1445.)

Approved Without Interlineation

Chairwoman

These Minutes Compiled by Undersigned and
are Correct

Acting Secretary-Treasurer