



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, August 7, 2014

1:30 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Masson

The meeting was called to order at 1:30 p.m. Chairman Masson welcomed and recognized Councilman Myron Lowery's presence.

PLEDGE OF ALLEGIANCE:

Chairman Masson

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Derwin Sisnett	Vice Chairman	Present	
Rick Masson	Chairman	Present	
Steven Wishnia	Board Member	Present	
Darrell T. 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 Minutes of the Meeting of July 17, 2014.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Steven Wishnia, Board Member
SECONDER: Darrell T. Cobbins, Board Member
AYES: Derwin Sisnett, Rick Masson, Steven Wishnia, Darrell T. Cobbins

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

There are no City Council Acknowledgements for this Board Meeting.

GENERAL STATEMENTS FROM THE PUBLIC:

Jeremy Byrd completed a card to speak but was not present when his name was called.
(See Below)

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 71)

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 12)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Derwin Sisnett, Vice Chairman
AYES:	Derwin Sisnett, Rick Masson, Steven Wishnia, Darrell T. Cobbins

CONSTRUCTION & MAINTENANCE DIVISION

(None)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

1. Resolution awarding contract to Black Box Network Services for the Customer Care Center's Siemens HiPath 400 PBX telephone equipment upgrade, in the funded amount of \$80,406.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

2. Resolution approving the selection of Energy Opportunities Capital Management (Orleans), an equity manager, to manage approximately \$5,750,000.00 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution requesting approval of selection of Brandywine Global Investment Management, LLC (a global fixed income manager) to manage approximately \$68,000,000.00 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution requesting approval of Blackrock Russell 1000 Growth Index Fund, an equity pooled/commingled fund, to manage \$156,000,000.00 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

5. Resolution approving the June 30, 2014 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)
6. Resolution approving rate schedule for the law firm of Archibald & Halmon, P.C. for legal matters related to personal injury, collections and other legal matters uniquely related to the utility industry. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving rate schedule for the law firm of Hagler Bruce Turner Law, PLLC, for matters related to business law, commercial transactions, government law, property law, contracts and other legal matters uniquely related to the utility industry. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)

HUMAN RESOURCES DIVISION

8. Resolution awarding contract to Southern Sales and Service Company, Incorporated for lanyards, in the funded amount of \$52,389.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

9. Resolution awarding contract to Logicalis, Inc. for computer hardware and software, in the funded amount of \$2,230,647.53. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving Change No. 3 to Contract No. 10171, Operating System Recovery Project, with NewEra Software, Incorporated, in the funded amount of \$4,284.00. (This change is to renew the software maintenance, license and support services for a two year period covering the period September 1, 2014 through August 31, 2016, with no increase in rates from the previous year. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by NewEra Software, Incorporated. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution awarding contract to E-Prentise, LLC for financial software in the funded amount of \$39,750.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding contract to CalAmp Wireless Networks Corporation for mobile data access equipment, in the funded amount of \$429,762.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

PRESIDENT'S BRIEFING (Continued):**2. Statement of Investment and Cash Management Policy - Anne Walk**

Dana Jeanes stated this Policy has been discussed previously with the Audit Committee and pertains to the common cash, essentially working capital. He stated the Investment Policy dictates how investments can be made. A letter was received from the State Controller regarding new state investment laws. He stated minor adjustments in our investments were done to comply with new current state laws. The Policy was reviewed and with the changes in laws, revisions to the Policy are needed.

Anne Walk summarized the proposed changes that will be presented to the Board at the next meeting.

3. Other - Jerry R. Collins, Jr.

COMMITTEE REPORTS:

Audit Committee Report - Vice Chairman Derwin Sisnett stated the Audit Committee met on July 17. They received the internal audit update at the meeting. They also reviewed the financial report and received a draft of the annual report.

Human Resources Committee Report - Commissioner Darrell Cobbins had to step out of the Board Room. In his absence, Dr. Von Goodloe reported that the Committee discussed EEOC and Grievance Reports with substantial increases in grievances. Commissioner Wishnia asked how many current grievances are pending. Dr. Goodloe stated approximately 500 with approximately 120 of those surrounding one specific issue. He stated several meetings have been scheduled with the Union and Steve Day's office to work through the grievances as quickly as possible.

GENERAL STATEMENTS FROM THE PUBLIC:

Jeremy Byrd, 4133 Barnstable Cove, Memphis, TN 38135, provided handouts to the Board Members in regard to his termination from MLGW in 2012. He addressed the Board with details of his summarization of how he saw the events unfold. Chairman Masson advised this should be turned over to the Human Resources Committee and someone from the Committee or President Collins would get back with him.

ADJOURNMENT

The meeting was adjourned at 1:49 p.m.

See File No. 1380.

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer