



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, December 5, 2013

1:30 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Wishnia

The meeting was called to order at 1:30 p.m.

PLEDGE OF ALLEGIANCE:

Chairman Wishnia

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Derwin Sisnett	Board Member	Present	
Rick Masson	Vice Chairman	Present	
Steven Wishnia	Chairman	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 Meeting of November 21, 2013.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 19, 2013, Items 12 through 38, and Items 48 and 49. See Minute File Numbers 1370 and 1371.

GENERAL STATEMENTS FROM THE PUBLIC:

(None)

PRESIDENT'S BRIEFING:

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

(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 5 and "Add On" Items 6, 7, and 8)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Derwin Sisnett, Board Member
SECONDER:	Darrell T. Cobbins, Board Member
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 Supply Line of Memphis for fusion bonded epoxy coated steel gas pipe, in the funded amount of \$172,280.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution awarding contract to Cleaveland Price Incorporated in the amount of \$104,174.00 and Hubbell Power Systems in the amount of \$74,662.00 for 27kV low side air disconnect switches, totaling \$178,836.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution awarding contract to Ferguson Enterprises for gas valves, in the funded amount of \$187,000.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

4. Resolution approving (i) a Master Resolution providing for the issuance, sale and delivery of Water System Revenue Bonds, in one or more series, to be issued from time to time, pursuant to Section 686 of the Charter of the City for the purpose of funding public works projects for the MLGW Water Division as permitted under Federal and state laws, and in connection therewith, (ii) a resolution declaring the intent of the Council that the City issue its Water System Revenue Bonds, Series of 2014 in an aggregate principal amount not to exceed \$16,000,000 and evidencing the present intent of the Council that a portion of the proceeds from the sale of the Series 2014 Bonds be applied to reimburse the City and/or MLGW for certain expenditures made for capital improvements intended to be financed by the Series 2014 Bond proceeds. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

5. Resolution approving the following position: Position No. 02352, Coordinator Public Records. (Jerry R. Collins, Jr.)

INFORMATION SERVICES DIVISION

(None)

PRESIDENT'S DIVISION

(None)

REQUEST TO "ADD ON" TO CONSENT AGENDA - ITEMS 6, 7, AND 8

Item No. 6 - Resolution approving final calculation and distribution of MLGW Electric and Gas systems payments in lieu of taxes to the City of Memphis, Shelby County and other suburban municipalities. (Dana Jeanes)

Item No. 7 - Resolution approving the final installment of the Pledged PILOT Payments for fiscal year 2013 in the amount of \$1,250,000, and upon due date, authorizing additional payment of the first installment of the Pledged PILOT Payment for fiscal year 2014 in the amount of \$1,250,000. In addition, by Resolution from the Council of the City of Memphis, approving payment of an additional incremental in-lieu-of tax payment in the amount of \$1,800,000 for fiscal year 2014. (Dana Jeanes)

Item No. 8 - Resolution approving the City of Bartlett and MLGW to enter into an Agreement to recapture any overpayments in recent Electric Division PILOT payment calculations, as a result of an error in the classification of a portion of MLGW's plant to be within the jurisdiction of the City of Bartlett, by an amount of \$183,868.60. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

Motion To: Bring Item No. 8 to Floor for Discussion

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

Motion To: Approve Same Day Minutes for Items 6 and 7.

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

PRESENTATIONS:

Supplier Diversity Update - 3rd Quarter 2013 - Renise Holliday presented a detailed report to the Board.

PRESIDENT'S BRIEFING (Continued):

2. Human Resources Policy #23-04 - Travel (MLGW Business) - Rutha Griffin summarized the proposed changes to the Policy. The item will be placed on the Consent Agenda at the next meeting.

3. Human Resources Policy #23-19 - Corporate Credit Cards - Rutha Griffin summarized the proposed changes to the Policy. The item will be placed on the Consent Agenda at the next meeting.

4. Corporate Scorecard Update - 3rd Quarter 2013 - Valerie McKinney presented statistics and the opportunity for the Board Members to ask questions.

5. Update of Debt Policy - Dana Jeanes summarized the need for the proposed revisions to the Policy and gave the Board an opportunity to ask questions. The item will be included on the Consent Agenda at the next Board Meeting.

6. Other - Jerry R. Collins, Jr.

Commissioner Masson asked Mr. Collins to update the Board on the Block Grant. Mr. Collins stated there is an audit investigation being conducted and if any wrong doing is found, appropriate action will be taken.

Chairman Wishnia asked Mr. Collins if he had been provided any details or reason why the water increase was not approved by the City Council and moved back to the Committee. Mr. Collins had not been provided any details, but stated it will be on the City Council Committee Agenda December 17, 2013.

Mr. Collins stated the weather forecasted for Friday could cause power lines and trees to become icy. He stated the crews are prepared, should that occur.

ADJOURNMENT:

The meeting adjourned at 2:12 p.m.

SEE MINUTE FILE NO. 1371.

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer