



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, February 6, 2014

1:30 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Masson

The meeting was called to order at 1:33 p.m.

Chairman Masson commended the staff for their hard work during the recent storm. President Collins commented that the month of January has been the coldest January in twenty years.

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; 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. Cheryl Patterson, Vice President and General Counsel was not present. Yvonne Chatman-Hendree acted as Legal Counsel for the Board Meeting.

APPROVALS:

Motion To: Approve Minutes from meeting of January 16, 2014.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Derwin Sisnett, Vice Chairman
SECONDER:	Darrell T. Cobbins, 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 January 21, 2014, Items 12 through 15 approved by the Board on January 2, 2014. (See Minute File No. 1373.)

GENERAL STATEMENTS FROM THE PUBLIC:

Mr. Jason Small, 4908 Whitfall Cove North, addressed the Board noting he has been employed at MLGW for seventeen years and had not received any reprimands or discipline. He stated in the last four years he has undergone three wrist surgeries due to an injury on the job. After the last surgery, he was given a letter stating that he would not be able to work in his position due to a permanent restriction of heavy lifting. He stated he took the letter to the MLGW employee health nurse and was told he must leave immediately and would be contacted by Human Resources. He stated after three weeks he had not received a call from the HR Department, so he contacted them. During the call he stated he was told he had twelve months to find a job within the company for which he was qualified. He contacted HR regarding an open position for an Inspector in Revenue Protection. He stated he was told it was not MLGW policy or procedure to place bargaining unit employees in those type positions. He was later placed in a position which he described as stressful and is addressing the Board to make them aware of his situation. He noted he is knowledgeable in many areas of MLGW's business and wants to continue working at MLGW. After Mr. Small spoke, Counsel Yvonne-Hendree Chapman stated due to this being a pending legal matter, no discussion could take place in an open public forum. **(NOTE:** Prior to Mr. Small addressing the Board, Chairman Masson instructed the other Board Members to refrain from commenting due to the fact the case is an on-going legal matter.)

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 8 - Approved as Amended)

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

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving Change No. 1 to Contract No. 11512, Automated Fuel Management System, with EJ Ward, Incorporated, in the funded amount of \$131,445.00. (This change is to upgrade from W3 canceivers to W4 canceivers for the Automated Fuel Management System.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 10 to Contract No. 9955, Partial Funding of Pollution Control, Ground Water Quality Control Program, with Memphis & Shelby County Health Department, in the funded amount of \$139,632.90. (This change is to renew the current contract for 2013 with

no increase in cost or meters from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

(None)

FINANCE DIVISION

3. Resolution approving the selection of the professionals in connection to the proposed issuance of Series 2014 Electric System Revenue Bonds and the issuance of Series 2014 Water System Revenue Bonds. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

4. Resolution approving the December 31, 2013 Quarterly Report of the Customer Appeal Committee. (Cheryl Patterson)

HUMAN RESOURCES DIVISION

5. Resolution awarding Contract No. 11697, Physical Ability Testing to SHL Talent Measurement Solutions, in the funded amount of \$54,000.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

6. Resolution approving Change No. 15 to Contract No. 10705, Oracle Software License and Service Agreement, with Oracle, in the funded amount of \$1,824,856.23. (This change is to renew annual software maintenance, support services, and license fees for multiple service contracts covering the period of April 29, 2014 to April 28, 2015 which reflects a 3.01% increase from the previous year due to general business operating costs in the funded amount of \$876,599.25. In addition, this change reflects three additional service contracts required for Project Inspire in the funded amount of \$948,256.98. Two of the three contracts are for the period covering April 29, 2014 to April 28, 2015. The third contract is for the period covering May 31, 2014 to April 28, 2015. MLGW is requesting approval of continuous maintenance of the acquired system, which can only be performed by Oracle.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

7. Resolution approving Change No. 1 to Contract No. 11551, Video Production for Memphis Energized, with Media Source, Incorporated, in the funded amount of \$45,000.00. (This change is to renew the current contract for the first of four annual renewal terms covering the period March 1, 2014 to February 28, 2015 with no increase from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

**REQUEST TO REVISE ITEM NO. 2 AND REQUEST TO ADD ITEM NO. 8 WITH
SAME DAY MINUTES**

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

8. Resolution approving Change No. 2 to Contract No. 11574, Commercial Auto Insurance for Out-Of-State Travel, with Pete Mitchell and Associates, Incorporated, in the funded amount of \$105,377.00. (This change renews the contract for the first of four renewal terms covering the period March 14, 2014 through March 13, 2015. This change reflects a 2% increase in rates from the previous year due to higher premiums for heavier units being added to coverage. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL) (Same Day Minutes Approved)

PRESIDENT'S BRIEFING (Continued):

2. Credit Policy Change - Carlotta Burnette reviewed the proposed changes to the Credit Policy. The item will be included on the Consent Agenda at the next Board Meeting.
3. Other - Jerry R. Collins, Jr.

COMMITTEE REPORTS:

Audit Committee Meeting - Commissioner Derwin Sisnett reported that on January 16 the Committee approved the 2014 Annual Audit Plan. Quarterly meeting dates for 2014 were also approved.

ADJOURNMENT

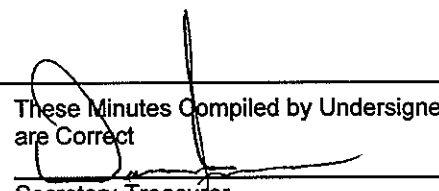
The meeting was adjourned at 1:49 p.m.

SEE MINUTE FILE NO. 1374.

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer