



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, April 15, 2015

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Sisnett

The meeting was called to order at 1:03 p.m.

PLEDGE OF ALLEGIANCE:

Chairman Sisnett

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Derwin Sisnett	Chairman	Present	
Darrell T. Cobbins	Vice Chairman	Present	
Steven Wishnia	Board Member	Present	
Carlee McCullough	Board Member	Present	
Rick Masson	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; and Lashell Vaughn, Vice President and Chief Technology Officer. Alonzo Weaver, Vice President, Engineering and Operations and Von W. Goodloe, Vice President, Human Resources did not attend the meeting.

APPROVALS:

Motion To: Approve Minutes of the Meeting of April 1, 2015.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Carlee McCullough, Board Member
AYES:	Sisnett, Cobbins, Wishnia, McCullough, Masson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated April 7, 2015, Items 12 through 20. (See Minute File No. 1387.)

PRESENTATIONS:

MLGW Top Performer Award - Laura Campbell, TVA, thanked everyone present for being a part of meeting and surpassing efficiency goals. She stated that MLGW stands out due to our leadership in this area and talked about the importance of conserving energy. Ms. Campbell presented an award to Chairman Sisnett and President Collins. President Collins expressed appreciation to TVA and their partnership with MLGW.

GENERAL STATEMENTS FROM THE PUBLIC:

Minister Suhkara A. Yahweh, 870 E. McLemore Avenue, Memphis, TN, addressed the Board. He distributed a packet of documents to the Board and voiced his concerns in regard to SmartMeters causing cancer and how fluoride in water affects children. He asked the Board to move on the recommendation in the letter.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 5)

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 19)

RESULT:	APPROVED ITEMS 1 AND ITEMS 3 THROUGH 19; ITEM 2 DELETED FROM AGENDA; ITEMS 11 AND 14 APPROVED SAME DAY MINUTES [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Rick Masson, Board Member
AYES:	Sisnett, Cobbins, Wishnia, McCullough, Masson

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving Change No. 1 to Contract No. 11601, Automated Call-Out System, with Arcos, Incorporated, with no increase in the contract value. (This change is to extend the initial term to end on December 11, 2015 to allow time to resolve the remaining issues, complete the implementation, and begin hosting the system.) (Jozelle Booker)

REQUEST TO DELETE ITEM NO. 2 FROM CONSENT AGENDA

2. Resolution awarding Contract No. 11755, Street Light Construction Contract for the South Cordova Annexation, to Standard Electric Company, Incorporated, in the funded amount of \$1,144,500.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving payment of an invoice to Service Electric Company for Contract No. 11613, Emergency Storm Restoration Agreement, based on agreed upon rates, in the funded amount of \$8,683.48. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding a contract to Summit Truck Group, for the purchase of aerial towers and crew cab and chassis, in the amount of \$1,089,452.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding contracts to Abby Equipment, in the amount of \$264,804.00, H & E Equipment in the amount of \$228,856.00, Thompson Machinery in the amount of \$84,776.98, Vermeer Mid-South, Inc. in the amount of \$508,700.00, and Stribling Equipment, LLC in the amount of \$123,510.00, for the purchase of light duty transportation equipment. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution awarding a contract to AutoNation Ford Memphis, for the purchase of full size passenger and cargo vans, in the amount of \$117,451.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

7. Resolution approving Change No. 1 to Contract No. C1905, Electric Meter Socket Replacement, with F & F Enterprise, in the funded amount of \$50,000.00. (This change is to increase the current contract value. This change is needed to meet the average monthly expenditures for the replacement of customer's faulty electric meter sockets.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS DIVISION

8. Resolution awarding a contract to Brighter Days and Nites, Inc., for the purchase of twenty-four inch steel pipe, in the amount of \$372,240.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 1 to Contract No. 11729, Professional Engineering Services, with Mid-South Engineering Consultants, LLC, in the funded amount of \$354,460.00. (This change is to add the cost of the design services for the Tennessee Valley Authority Combined Cycle Project under Work Authorization Order GE-2015-1. The cost of this project was not included in the initial contract award.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

10. Resolution approving payment of an invoice from the American Public Power Association, for the 2015 Annual Membership dues, in the amount of \$117,473.60. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL)

SAME DAY MINUTES REQUESTED FOR ITEM NO. 11

11. Resolution approving payment of an invoice from the U. S. Department of Transportation - Pipeline and Hazardous Materials Safety Administration, for the fiscal year 2015, Pipeline Safety User Fee Assessment, in the amount of \$56,156.10. (Alonzo Weaver) (SAME DAY MINUTES REQUESTED)

FINANCE DIVISION

12. Resolution requesting approval of the selection of Numeric Investors LLC, a large cap core manager, to manage approximately \$30,000,000 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution requesting approval of selection of Fiera, a large cap core manager, to manage approximately \$30,000,000.00 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

SAME DAY MINUTES REQUESTED FOR ITEM NO. 14

14. Resolution requesting approval of an amendment to the subscription agreement of Heitman Value Partners III, a value-added real estate fund, for the benefit of the MLGW Retirement and Pension Fund. (Dana Jeanes)
15. Resolution approving rejection of bids received up to 4:00 p.m., Tuesday, January 27, 2015, for a 24-month supply of steel pipe. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

16. Resolution approving Change No. 1 to Contract No. 11669, Property and Boiler Insurance, with Factory Mutual Insurance Company (FM Global), in the funded amount of \$1,057,639.00. (This change is to renew the current contract for the first of four renewal terms covering the period June 1, 2015 through May 31, 2016. This renewal reflects a 2.04% net premium increase from the previous year. MLGW received a 15.63% membership credit resulting from less claim loss experience globally from natural disasters. FM Global is a mutual insurance company, which is owned entirely by its policyholders. Any profits earned by a mutual insurance company are rebated to policyholders in the form of dividend distributions or reduced future premiums or membership credit.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

17. Resolution approving revisions to Human Resources Policy No. 22-01, Tuition Assistance. (Jerry R. Collins, Jr./Von Goodloe)

INFORMATION SERVICES DIVISION

18. Resolution awarding a contract to Automic Software, Inc., for Automic annual software maintenance renewal, in the amount of \$45,865.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

19. Resolution approving Change No. 4 to Contract No. 11451, Courier Services, with Express Courier International, Incorporated in the funded amount of \$156,992.94. (This change is to renew the current contract for the fourth and final renewal term covering the period September 7, 2015 through September 6, 2016 in the funded amount of \$156,992.94. This change also reflects an adjustment in the number of stops from 208 to 213 resulting in a 1.67% increase in the fuel surcharge. Pursuant to the terms of the contract, the fuel surcharge is set as 15% of the annual contract value.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING (Continued):

2. HR Policy 23-09 - Drug/Alcohol Policy and Procedures - Rutha Griffin summarized proposed changes and clarity of the policy and procedures for Policy 23-09.

3. HR Policy 23-07 - Breaks and Meals Periods - Rutha Griffin summarized the proposed changes and clarification to HR Policy 23-07. She clarified that paid breaks are 15 minutes for every 4 hours worked, and how they can be combined based on operational needs. She discussed clarity to meal provisions for employees covered under MOU, not covered by MOU, and meal per diem for use during declared emergencies.

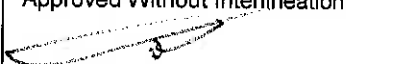
4. Other - Jerry R. Collins, Jr.

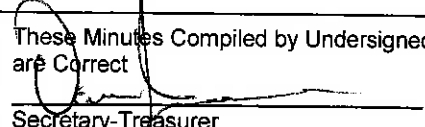
Happy birthday wishes were extended to Commissioners McCullough and Masson. Everyone present sang "Happy Birthday". President Collins invited everyone for cake following the Board Meeting.

ADJOURNMENT

There being no further business, the meeting was adjourned at 1:31 p.m.

(See Minute File No. 1388)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer