



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Friday, November 18, 2016

1:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Sisnett

The meeting was called to order at 1:00 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	Absent	
Mitch Graves	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 November 2, 2016.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Mitch Graves, Board Member
AYES:	Mitch Graves, Derwin Sisnett, Darrell T. Cobbins, Steven Wishnia
ABSENT:	Carlee McCullough

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 1, 2016, Items 11 through 22 and Items 26 and 27. (See Minute File No. 1406.)

PRESENTATIONS:

Linemen Rodeo Presentation - Nick Newman introduced Acting Manager, Brad Gates. He stated there were 210 teams overall. He recognized participating employees, Devlin Smith, Shane Huston, Steve Person and Jim Cassidy. He acknowledged the hard work and practice that goes into preparing for the competition. The event took place on October 15 in Kansas

City, MO. He stated the team won 5th place in the Municipality division out of 60 teams. They also won 21st place out of 210 teams. He presented a plaque to President Collins and Chairman Sisnett.

After the presentation, Chairman Sisnett recognized past MLGW Board Member Lynn Evans in the audience.

GENERAL STATEMENTS FROM THE PUBLIC:

Patrick Epps, Assistant Business Manager IBEW Local 1288, 4000 Clearpool Circle, addressed the Board, requesting that Item No. 10 be pulled from the Consent Agenda due to lack of information received. President Collins indicated that during the review of the Consent Agenda, Angela Hewlett, Acting Manager, Labor & Employee Relations, would address this item.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 110)

RESULT:	APPROVED [UNANIMOUS] "ADD ON" ITEM NO. 29 TO CONSENT AGENDA
MOVER:	Steven Wishnia, Board Member
SECONDER:	Mitch Graves, Board Member
AYES:	Mitch Graves, Derwin Sisnett, Darrell T. Cobbins, Steven Wishnia
ABSENT:	Carlee McCullough

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 29)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Mitch Graves, Board Member
AYES:	Mitch Graves, Derwin Sisnett, Darrell T. Cobbins, Steven Wishnia
ABSENT:	Carlee McCullough

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding Contract No. 11855, Janitorial Services, to SKB Facilities and Maintenance, Incorporated, in the funded amount of \$151,293.84. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 2 to Contract No. 11724, Janitorial Services, with SKB Facilities and Maintenance, in the funded amount of \$289,122.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering February

- 23, 2017 through February 22, 2018, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving Change No. 2 to Contract No. 11725, Janitorial Services, with SKB Facilities and Maintenance, in the funded amount of \$132,299.50. (This change is to renew the current contract for the second of four annual renewal terms for the period covering February 23, 2017 through February 22, 2018, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 4. Resolution approving Change No. 4 to Contract No. 11564, Grounds Maintenance, with Vanderbilt Landscaping, LLC, in the funded amount of \$487,607.25. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering May 12, 2017 through May 11, 2018, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 5. Resolution approving Change No. 1 to Contract No. 11815, Grounds Maintenance and Landscaping, with Landscape Workshop, in the funded amount of \$84,247.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering May 3, 2017 through May 2, 2018, increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 6. Resolution approving Change No. 1 to Contract No. 11779, Mobile Sweeping, with Horizon of Memphis, in the funded amount of \$53,304.36. (This change is to renew the current contract for the first of four annual renewal terms for the period covering May 20, 2017 through May 19, 2018, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 7. Resolution awarding a contract to NES Rentals, for the purchase of a 45 foot boom lift, in the amount of \$65,900.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 8. Resolution approving Change No. 1 to Contract No. 11663, Professional Engineering Services, with Thompson Engineers, Incorporated, with no increase in the contract value. (This change is to extend the current contract for a three year period covering September 7, 2016 through September 8, 2019 to allow time for MLGW's design team to complete the construction administration phase of this project.) (Jozelle Booker)
 9. Resolution awarding Contract No. 11909, Netters Boiler Replacement, to Air Technical Services, Incorporated, in the funded amount of \$54,000.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
 10. Resolution awarding Contract No. 11887, Gas Matrix Utility Landscaping, to Enlightenment, Incorporated, d/b/a APS Facility Maintenance, in the funded amount of \$397,855.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

CUSTOMER CARE DIVISION

(None)

ENGINEERING & OPERATIONS DIVISION

11. Resolution approving rejection of Contract No. 11862, 10 MBPS Metro Ethernet for MLGW's Capleville Plant. (Jozelle Booker)
12. Resolution approving Change No. 3 to Contract No. 11483, 10 MBPS Metro Ethernet for MLGW Capleville Plant, with AT&T, in the funded amount of \$5,400.00. (This change is to extend the

current contract for six months covering the period December 1, 2016 through May 30, 2017, with no increase in rates.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

13. Resolution approving Change No. 1 to Contract No. 11791, Surveying Services, with Ollar Surveying Company, LLC, in the funded amount of \$154,985.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering January 19, 2017 through January 18, 2018, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

FINANCE DIVISION

14. Resolution awarding a thirty-six month contract to Anixter, Inc., for wedge-tap connectors, in the amount of \$775,547.52. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution awarding a contract to Border States, for the purchase of small vault network transformers, in the amount of \$248,472.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

16. Resolution approving Change No. 1 to Contract No. 11831, Plumbing Services with Red LeBlanc Plumbing Company, Incorporated, in the funded amount of \$6,942.50. (This change is needed to pay outstanding invoices due to an increase in the number of claims for this service.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving Change No. 1 to Contract No. 11760, Plumbing Services, with Mike Whiteley Plumbing, in the funded amount of \$9,600.00. (This increase is needed to pay outstanding invoices on this contract as a result of an increase in the number of claims received for this service.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
18. Resolution approving Change No. 1 to Contract No. 11777, Third Party Administrator for Workers' Compensation, with Brentwood Services Administrators, Incorporated, in the funded amount of \$125,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering January 1, 2017 through December 31, 2017, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

HUMAN RESOURCES DIVISION

19. Resolution approving the following position: Position No. 03312 - Training Development Specialist 3. (Jerry R. Collins, Jr./Von Goodloe)
20. Resolution approving rejection of Contract No. 11885, Customer Contact Video Testing System. (Jozelle Booker)
21. Resolution awarding Contract No. 11931, Temporary Services for Skilled Craftsman, to PrideStaff, in the funded amount of \$98,309.12. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
22. Resolution awarding Contract No. 11891, Temporary Service for Clerical Support, to Kelly Services, in the funded amount of \$1,273,352.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

INFORMATION SERVICES DIVISION

23. Resolution awarding a thirty-six month contract to Logicalis, Inc., for an enterprise virtual tape library, in the amount of \$210,151.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
24. Resolution approving Change No. 4 to Contract No. 9882, Dump Formatter and Analyzer Software Package, with Compuware Corporation, in the funded amount of \$21,696.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
25. Resolution approving Change No. 7 to Contract No. 11363, Graphical User Interface Replacement Software, with Rocket Software, in the funded amount of \$11,095.33. (This change is to renew the annual subscription for LegaSuite software support for the graphical user interface solution for the period covering January 1, 2017 through December 31, 2017. In addition, this renewal includes a 0.7% increase from the previous year due to changes in the Consumer Pricing Index in this industry. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Rocket Software.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
26. Resolution approving Change No. 4, to Contract No. 9791, File Utility Software Package, with Compuware Corporation, in the funded amount of \$20,624.00. (This change is to renew the annual software maintenance, license and support services covering the period February 1, 2017 through January 31, 2018. The renewal reflects a 6% increase from the previous renewal based on Compuware's standard practice regarding increases. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Compuware Corporation.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
27. Resolution approving Change No. 6, to Contract No. 9626, Data Processing/License Agreement, with Innovation Data Processing, Incorporated, in the funded amount of \$7,634.00. (This change is to renew the current contract for annual software maintenance, license, and support services covering the period February 1, 2017 through January 31, 2018. This change reflects a 4.0% increase from the previous year due to an increase in annual maintenance costs for the FDR and FASTCPK products. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Innovation Data Processing, Incorporated.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
28. Resolution approving Change No. 7 to Contract No. 10070, Remote Printer Control Product, with Macro 4, in the funded amount of \$20,045.00. (This change is to renew the annual software maintenance, licenses, and support services for the period covering March 31, 2017 through March 30, 2018.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

RESULT:	APPROVED [UNANIMOUS] SAME DAY MINUTES FOR ITEM NO. 29
MOVER:	Mitch Graves, Board Member
SECONDER:	Steven Wishnia, Board Member
AYES:	Mitch Graves, Derwin Sisnett, Darrell T. Cobbins, Steven Wishnia
ABSENT:	Carlee McCullough

29. ITEM NO. 29 - Resolution approving Position No. 06870 - Lead Pipe Layer. (Jerry R. Collins, Jr./Von Goodloe) (SAME DAY MINUTES REQUESTED)

PRESIDENT'S BRIEFING (Continued):

2. After the Consent Agenda items were all read by President Collins, he asked Craig Powers, Manager, Gas Matrix Department, to give a presentation to the Board regarding Item No. 10. He handed out a packet of documents detailing the benefits of this contract. He explained that the contract would free the Gas Matrix crew to focus on natural gas work, thereby increasing productivity and a cost savings. He provided an analysis of the cost savings, and stated customer satisfaction would improve with the repairs if professional landscapers were repairing the damage done to customer's lawns. Board members expressed concerns regarding costs of outsourcing vs. in-house labor. President Collins and Nick Newman also provided additional information based on questions asked by the Board Members.

President Collins also asked Angela Hewlett, Acting Manager, Labor & Employee Relations, to address the Board regarding Item No. 10 and Mr. Epps' suggestion that enough information had not been given. Ms. Hewlett stated that there was a meeting with IBEW on October 25 to address their concerns. She stated IBEW did not provide written justification as to why they were challenging the contract. She stated IBEW did not provide the President with written justification for the contract being challenged. IBEW had concerns regarding the Business Process Management costing process. She stated labor requirements have been met to provide justifications and labor is in compliance. Commissioner Wishnia stated he thinks we are at a point where we will have to approve Item No. 10 and requested a cost analysis to justify outsourcing for the possibility of future in-house labor.

3. Sanitary Survey - Alonzo Weaver stated the Sanitary Survey is conducted every two years on our water system. He reviewed the criteria and results stating the inspection covers all parts of our operation. He emphasized this is a very thorough survey. He recognized Nick Newman, Chris McCormick, Odell Johnson, Chandrika Winston, and Tom Winford, all of whom helped in achieving a 98% score.

4. 2017 Customer Care Policy Revisions - Frank Fletcher, Assistant Manager, Customer Relations and Margie Borrum-Smith, Project Coordinator, Customers Relations, summarized the recommended changes to the Customer Care Policy, Schedule of Charges Policy, and EGW Service Policy. The policies will be on the December 7 Board Agenda.

5. Other - Jerry R. Collins, Jr.

6. Special Presentation - Jerry R. Collins, Jr. recognized that today is Commissioner Cobbins' last Board Meeting. He presented him with a crystal vase as a token of appreciation. He stated Commissioner Cobbins has served us very, very well for eight and a half years and has been a joy to work with. He recognized the fact that Commissioner Cobbins has been a true champion and supporter of the Supplier Diversity Program at MLGW. The audience gave a standing ovation in agreement with President Collins remarks. Commissioner Cobbins recognized his wife, mother and brother in the audience and thanked them for their support. He expressed his gratitude to Mayor Herenton who appointed him and to Mayor Wharton who re-appointed him. He expressed his appreciation to all MLGW employees, active and retirees, for all of their hard work associated with the utility company. He thanked the Commissioners, past and present, as well as President Collins. He told of a conversation approximately a month ago with one of the Security Guards. She stated she recognized him by seeing the pictures on the wall outside of the Board Room and it gives her hope. In closing, he reflected on his childhood and rough times and stated with God everything is possible.

COMMITTEE REPORTS:

Human Resources Committee Report - Vice-Chairman Darrell Cobbins stated the highlight of the last HR Committee Meeting was the launch of a new Safety campaign.

ADJOURNMENT:

Everyone was invited to stay after the Board Meeting for the Farewell Reception for Commissioner Cobbins.

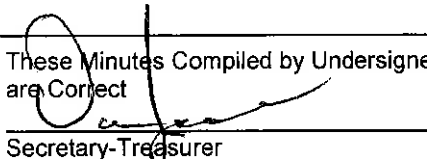
There being no further business, the meeting was adjourned at 2:17 p.m.

(See Minute File No. 1407.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer