



# Board of Light, Gas and Water Commissioners

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

## Board Meeting

~ Minutes ~

Thursday, December 4, 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.

### 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	
Carlee McCullough	Board Member	Late	1:35 PM
Rick Masson	Chairman	Present	
Steven Wishnia	Board Member	Present	
Darrell T. Cobbins	Board Member	Absent	

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 20, 2014.

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Derwin Sisnett, Vice Chairman
<b>SECONDER:</b>	Steven Wishnia, Board Member
<b>AYES:</b>	Derwin Sisnett, Rick Masson, Steven Wishnia
<b>ABSENT:</b>	Carlee McCullough, Darrell T. Cobbins

### CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 18, 2014, Items 16 through 31, and Items 36 and 37.

### PRESENTATIONS:

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

(None)

**PRESIDENT'S BRIEFING:**

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

(President's Briefing Continued on Page 117)

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 22)

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Steven Wishnia, Board Member
<b>SECONDER:</b>	Carlee McCullough, Board Member
<b>AYES:</b>	Derwin Sisnett, Carlee McCullough, Rick Masson, Steven Wishnia
<b>ABSENT:</b>	Darrell T. Cobbins

**CONSTRUCTION & MAINTENANCE DIVISION**

1. Resolution approving Contract No. 11769, a fifteen year Parking Lease Agreement, between MLGW and the State of Tennessee of 412 reserved parking spaces on the upper floors of the Beale Street Landing Parking Garage, and for the completion by MLGW, of up to \$180,000 of improvements, including fencing and security monitoring equipment to the upper floors of the Garage. (The State agrees to pay in one lump sum upon completion and acceptance of the improvements, all of the costs of the improvements required to be made to the Garage and to pay a monthly parking rental fee in the amount of \$25 per space subject to annual increases in an amount not to exceed the CPI.) (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving a twenty-four month extension of Purchase Order Numbers 144244, 144245, 144246 and 144247 to Paramount Uniform for construction and maintenance uniform shirts. (Jozelle Booker)
3. Resolution awarding Contract No. 11719, Elevator Maintenance, to Kone, Incorporated, in the funded amount of \$129,000.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 2 to Contract No. 11539, Mobile Document Shredding Services, with Vital Records Control, Incorporated, in the funded amount of \$23,520.00. (This change is to renew the current contract for the second of four annual renewal terms covering the period January 4, 2015 through January 3, 2016, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 4 to Contract No. 11416, Mobile Sweeping Cleaning, with Horizon of Memphis, Incorporated, in the funded amount of \$53,304.36. (This change is to renew the current contract for the fourth and final renewal term covering the period March 1,

2015 through February 28, 2016, with no increase in rates from the previous year.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

6. Resolution approving Change No. 1 to Contract No. 11490, UPS/PDU Maintenance, with Emerson Network Power Liebert Services, in the funded amount of \$44,140.00. (This change is to renew the current contract for a two year term covering the period January 1, 2015 to December, 31, 2016. This change reflects a fixed rate during this term. In addition, this change reflects an 11.52% increase from the previous year due to direct pricing imposed by the manufacturer.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

#### **CUSTOMER CARE DIVISION**

7. Resolution approving an Interlocal Agreement between MLGW and the Shelby County Government, to establish the terms and compensation for Fire and Sewer Fee billing and collection for addresses located in Shelby County, Tennessee. (Chris Bieber)

#### **ENGINEERING & OPERATIONS DIVISION**

8. Resolution approving Change No. 1 to Contract No. 11565, painting of three elevated and two stand pipe water storage tanks, with Thomas Industrial Coatings, Incorporated, in the funded amount of \$19,800.00. (This change is to extend the current contract until December 31, 2015. In addition, this change is to increase the current contract amount in the funded amount of \$19,800, which reflects a 2.29% increase from the original contract amount. The initial contract includes a painting schedule provided by MLGW which specified five tanks being completed by spring of 2015. However, due to budgetary constraints in the Water Division, MLGW requested the contractor delay painting of three of the tanks. As a result of the delay, the contractor has incurred an increase in labor and equipment costs.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding a contract to MidSouth CNGV, Inc., for a cascade Compressed Natural Gas (CNG) storage assembly, in the amount of \$129,676.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution to amend Purchase Order Number 151311 to Brighter Days and Nites, LLC, for steel pipe. This amendment is to increase the contract value in the amount of \$1,016.07, due to the invoiced amount for the original request exceeding the authorized MLGW Board and City Council approved amount. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

#### **FINANCE DIVISION**

11. Resolution approving a fee increase for Gavion, LLC from \$55,000 to \$80,000 annually (previously named Consulting Services Group, LLC, Contract No. 11471). (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
12. A resolution to ratify the 2015 Budget for the Water Division as amended by the Memphis City Council, due to the rejection of the 2015 water rate increase proposal. (Jerry R. Collins, Jr./Dana Jeanes)
13. Resolution approving selection of Intercontinental Real Estate Corporation, a core-plus real estate manager, to manage \$60,000,000 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

14. Resolution approving the selection of TerraCap Partners III, a value-added real estate fund, to manage approximately \$10,000,000.00 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution requesting approval of Heitman Value Partners III, a value-added real estate fund, to manage \$48,000,000.00 for benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
16. Resolution requesting approval of American Strategic Value Realty Fund, a value-added real estate fund, to manage approximately \$30,000,000 for the benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving a twelve month extension of Purchase Order Number 147138 to H D Supply Power Solutions, for wedge tap connectors. (Jozelle Booker)
18. Resolution awarding a twenty-four month contract to Universal Scaffolding and Equipment, LLC, for medium voltage power cable, in the amount of \$1,428,703.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
19. Resolution awarding a contract to Industrial Sales Company, for pendant luminaries, in the amount of \$80,185.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

**GENERAL COUNSEL DIVISION**

(None)

**HUMAN RESOURCES DIVISION**

20. Resolution awarding Contract No. 11726, E-Learning Courses and Administration, to Skillsoft Corporation, in the funded amount of \$61,018.75. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution approving the following positions: Position No. 06484 and 06486, both of which are Inspector Contracted Services. (Jerry R. Collins, Jr.)

**INFORMATION SERVICES DIVISION**

(None)

**PRESIDENT'S DIVISION**

(None)

**REQUEST TO ADD ON ITEM NO. 22 WITH SAME DAY MINUTES**

<b>RESULT:</b>	<b>APPROVED [UNANIMOUS]</b>
<b>MOVER:</b>	Steven Wishnia, Board Member
<b>SECONDER:</b>	Derwin Sisnett, Board Member
<b>AYES:</b>	Derwin Sisnett, Carlee McCullough, Rick Masson, Steven Wishnia
<b>ABSENT:</b>	Darrell T. Cobbins

22. 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)

### PRESIDENT'S BRIEFING (Continued):

2. Corporate Scorecard Update - 3rd Quarter 2014 - Linda Whittaker reported that the J.D. Power score improved from 621 to 683, which is the highest rating received year to date. She summarized the Scorecard with comparisons to previous quarters in various indexes. She gave the Board of Commissioners an opportunity to ask questions.

3. Other - Jerry R. Collins, Jr.

President Collins reported on the five employees involved in the accident that took place recently. He stated two of the employees are still in the hospital and will be for some time. Chairman Masson asked everyone to have a moment of silence for the employees injured.

### COMMITTEE REPORTS:

Supplier Diversity Update - 3rd Quarter 2014 - Renise Holliday reported on various statistics for the third quarter and explained the new requirements in the Sheltered Market Program. She discussed the Outreach Program which involves other divisions of the City. She stated the Supplier Diversity Department had a meeting with the Communications Department and will work with them to bring more education to the public. She also mentioned two Supplier Diversity Awards that had been received. She recognized and thanked the Purchasing Department for their extra efforts in helping to make the new programs successful. She also mentioned the Flame and Spark Awards Reception that was being held after the Board Meeting.

### ADJOURNMENT

Chairman Masson recognized Dr. Von Goodloe's new position as an elected member to the Lifeblood Board.

The meeting was adjourned at 2:02 p.m.

Approved Without Interlineation



Chairman

These Minutes Compiled by Undersigned and  
are Correct



Secretary-Treasurer