



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Thursday, December 20, 2012

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:

The Secretary-Treasurer called the roll.

Dana Jeanes

Attendee Name	Title	Status	Arrived
Derwin Sisnett	Board Member	Present	
Rick Masson	Vice Chairman	Present	
V Lynn Evans	Board Member	Present	
Steven Wishnia	Chairman	Present	
Darrell 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; Alonzo Weaver, Vice President, Engineering and Operations; Von W. Goodloe, Vice President, Human Resources; and Lashell Vaughn, Vice President and Chief Technology Officer. Christopher Bieber, Vice President, Customer Care was absent.

APPROVALS:

Motion To: Approve the Minutes of Meeting of December 6, 2012.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

The Secretary-Treasurer acknowledged receipt of Certified Copies of City Council Resolutions dated December 4, 2012 for Items 18 through 45 (See Minute File No. 1359) and Items 64 and 65, approved by the MLGW Board on December 6, 2012 (See Minute File No. 1360).

PRESENTATION:

1. Laura Campbell, with TVA, presented a check for \$12,500 in support of the Weekend Academy Program. Doris Ward introduced Wardell Seals, Member of the Advisory Board for the Memphis City Schools Weekend Academy Program.

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)

DELETED ITEM:

Resolution approving Contract No. 11611 between Memphis Light, Gas and Water Division and Nike for an In-Kind Loan for Utility Installation, in connection with the relocation and expansion of Nike's distribution facility to 3100 North Frayser Boulevard, Memphis, Tennessee, in an amount not to exceed the higher of \$3,600,000 or the actual cost of the Project. (Alonzo Weaver) **REQUIRES CITY COUNCIL APPROVAL**

RESULT:	DELETED [UNANIMOUS]
MOVER:	V Lynn Evans, Board Member
SECONDER:	Darrell Cobbins, Board Member
AYES:	Sisnett, Masson, Evans, Wishnia, Cobbins

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 in these minutes and the original documents.

CONSENT AGENDA

(Items 1-9; 11-16)

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

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution approving Change No. 1 to Contract No. 11491, System Furniture, with Staples, in the funded amount of \$248,890.00. (This change renews the current contract for the first of four renewal terms covering the period January 23, 2013 to January 22, 2014 with no increase in rates.) (Jozelle Booker) **(REQUIRES CITY COUNCIL APPROVAL)**
2. Resolution approving Change No. 1 to Contract No. 11504, Cooling Tower Rebuild Administration Building, with CS3, Inc., with no increase in the contract value. (This change is to extend the contract term from December 31, 2012 to February 28, 2013.

The contractor was unable to complete the work prior to the original end date as a result of beginning the work on October 15, 2012.) (Jozelle Booker)

CUSTOMER CARE DIVISION

3. Resolution approving MLGW Customer Care Policy to be effective January 1, 2013. (Christopher Bieber)
4. Resolution approving 2013 MLGW Incentive Policy to be effective January 1, 2013. (Christopher Bieber)
5. Resolution approving the 2013 Electric, Gas and Water Service Policy to be effective January 1, 2013. (Christopher Bieber)
6. Resolution approving MLGW Schedule of Charges to be effective January 1, 2013. (Christopher Bieber)

ENGINEERING & OPERATIONS DIVISION

7. Resolution approving the renewal of Cooperative Agreement No. 5447, investigation of Water Resources, for the period of January 1, 2013 to December 31, 2013, in the amount of \$57,000.00. (MLGW to provide \$57,000.00 and a like sum will be provided by the United States Department of the Interior Geological Survey for continuation of the ground water data collection program in the Memphis area). (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving Water System Service Contract No. 11610, between MLGW and the Town of Collierville. (MLGW will continue to provide customers in the 2012 annexed area with potable water until such time as Collierville and MLGW have consummated a transaction for the acquisition by Collierville of existing facilities in accordance with the provisions of Tennessee law and Collierville has assumed responsibility for providing the customers in the 2012 Annexed Area with potable water.) (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 2 to Contract No. 11413, Surveying Services, with Benchmark-Ollar Surveying, in the funded amount of \$136,095.00. (This change is to renew the contract for the second of four renewal terms for the period covering January 19, 2013 to January 18, 2014.) (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Item 10 was deleted.

FINANCE DIVISION

11. Resolution approving the selection of Memphis Biomed Ventures III, LP to manage approximately \$2,000,000 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 1 to Contract No. 11455, Comprehensive Disparity Study and Policy Formulation, with MGT of America, Inc., with no increase in the contract value. (This change is to extend the contract term from December 31, 2012 to February 28, 2013. This change will allow the contractor to complete the work as outlined in the contract document.) (Jozelle Booker)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

13. Resolution approving revised MLGW Policy No. 23-15, Standards of Business Conduct. (Jerry R. Collins, Jr./Von Goodloe)
14. Resolution approving revised MLGW Policy No. 21-01, Employment of Relatives. (Jerry R. Collins, Jr./Von Goodloe)
15. Resolution approving the following positions: Position No. 00259, Gas Fitter; Position No. 04201, Gas Fitter; Position No. 05308, Gas Fitter; Position No. 05680, Computer Software Specialist 3; and Position No. 06428, Billing Process Coordinator. (Jerry R. Collins, Jr.)

INFORMATION SERVICES DIVISION

16. Resolution approving Change No. 3 to Contract No. 11363, Graphical User Interface Replacement Software, with Rocket Software, with no increase in contract value. (This change is to renew the annual subscription for LegaSuite software package support for the graphical user interface solution for the period covering January 1, 2013 to December 31, 2013.) (Jozelle Booker)

PRESIDENT'S DIVISION

(None)

APPROVAL OF SAME DAY MINUTES:

Motion To: Approve Same-Day minutes of Items 3, 4, 5 and 6.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Rick Masson, Vice Chairman
SECONDER:	V Lynn Evans, Board Member
AYES:	Sisnett, Masson, Evans, Wishnia, Cobbins

PRESIDENT'S BRIEFING (Continued):

2. NERC Update - Allan Long reported cyber security risks and steps being taken to avoid this occurring at MLGW. He also reviewed timelines and preparation being made for upcoming audit.
3. HR Committee Report was given by Commissioner Cobbins stating an agreement to resolve 300 grievances had been met. Steve Day advised the grievances were due to hiring retirees part time which kept employees from receiving overtime. The HR Committee also reviewed the "Death in the Family" Policy.
4. Medical Benefits Report - 3rd Quarter - Charles Perry
5. Other - Jerry R. Collins, Jr.


OTHER BUSINESS:


Chairman Wishnia announced next Board Meeting will be held Friday, January 4, 2013.

ADJOURNMENT:

There being no further business, the meeting was adjourned at 2:23 p.m.

SEE MINUTE FILE NO. 1360.

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer