



Board of Light, Gas and Water Commissioners

220 S. Main Street
Memphis, TN 38103

www.mlgw.com

Board Meeting

~ Minutes ~

Thursday, January 5, 2012

3:00 PM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Brittenum

The meeting was called to order at 3:03 p.m.

PLEDGE OF ALLEGIANCE:

Chairman Brittenum

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

The Secretary-Treasurer called the roll:

Attendee Name	Title	Status	Arrived
Rick Masson	Board Member	Present	
V Lynn Evans	Board Member	Present	
Steven Wishnia	Vice Chairman	Present	
Dedrick Brittenum	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 M. Vaughn, Vice President and Chief Technology Officer. Christopher Bieber, Vice President, Customer Care, was not present.

APPROVALS:

Motion To: Approve the Minutes of Meeting of December 15, 2011

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

The Secretary-Treasurer acknowledged receipt of Certified Copies of City Council Resolutions dated December 6, 2011, Item 50 (Special Items 1 and 2) (see Minute File No. 1346); receipt of Certified Copies of City Council Resolutions dated December 2, 2011, Items 18 through 23 (see Minute File No. 1347) and Items 24 through 31 and Item 42 (see Minute File No. 1348).

GENERAL STATEMENTS FROM THE PUBLIC:

(None)

PRESENTATION:

1. Patent Award for Solid State Sump Pump Control - Alonzo Weaver/Michael Ray Russell
Michael Ray Russell presented Al Bourell, Roderick Truitt, Rick Cox, Curtis Washington and David Morton with plaques. Alonzo Weaver presented President Collins and Chairman Brittenum with a plaque to be displayed in the lobby.

Motion To: Create a resolution honoring the patent achievement.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	V Lynn Evans, Board Member
SECONDER:	Rick Masson, Board Member
AYES:	Masson, Evans, Wishnia, Brittenum, 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 through 5 and Items 7 through 17)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Steven Wishnia, Vice Chairman
SECONDER:	V Lynn Evans, Board Member
AYES:	Masson, Evans, Wishnia, Brittenum, Cobbins

CONSTRUCTION & MAINTENANCE DIVISION

1. Resolution awarding Contract No. 11506, Addition of Generator at the MLGW Lamar Community Office, to Shelby Electric Company, Inc., in the funded amount of \$110,035.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

2. Resolution approving Change No. 6 to Contract No. 11229, Professional Engineering Services, with Allen and Hoshall Engineers, in the funded amount of \$15,000.00, for a new contract value of \$559,200.00. (This change reflects an additional design of the Back Wash Residue Water Flow Measurement and Sampling Stations for the Lichterman (\$9,500.00) and Palmer (\$5,500.00) Pumping Stations). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving Change No. 2 to Contract No. 11385, Gas Leak Survey, with Surveys & Analysis, Inc., in the funded amount of \$30,000.00, for a new contract value of \$1,286,449.75. (This change adjusts the quantities of the two units listed in the scope of work due to a change in the Department of Transportation's (DOT) regulations. As a result of this change, MLGW is increasing the quantity of Unit #1, which includes atmospheric corrosion inspection each year, from 62,000 to 103,500. This change also decreases the quantity of Unit #2, which covers inspection of above ground residential facilities, to zero and adds \$30,000.00 to the current contract value to fund the amount needed to perform the additional residential gas leak surveys). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution rejecting bids received for Contract No. 11334, Parking Management. (Jozelle Booker)
5. Resolution rejecting the bid received for Contract No. 11505, Addition of Generator at the MLGW North Community Office. (Jozelle Booker)

CUSTOMER CARE DIVISION

6. At the request of Chairman Brittenum, Item 6 was moved from the Consent Agenda to the Regular Agenda. There was no objection. (See Page 5)

ENGINEERING & OPERATIONS DIVISION

7. Resolution approving Change No. 1 to Contract No. 11418, Foundation Installation Structures 3603 and 3604 Replacement, with Chris-Hill Construction Company, LLC, in the funded amount of \$2,195.00, for a new contract value of \$98,770.00. (This change extends the designed drilled piers due to unexpected soil conditions). (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution awarding contract to Universal Scaffolding and Equipment, LLC, for a single conductor cable in the amount of \$82,662.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding contract to CG Power Systems USA, Inc. for two three-phase pad-mounted distribution transformers in the amount of \$87,036.00. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution amending Purchase Order No. 136325 with Marmon Utility LLC (formerly Kerite Company) for underground primary cable. (This amendment increases the unit

price for 750 kcmil aluminum cable to \$5.2256 per foot and deletes the following three items from said Purchase Order: 500 kcmil copper cable; 3-1/C #2 parallel cable; and 3-1/C #2 triplexed cable. The amount of the award of \$13,851,612.50 remains the same). (Jozelle Booker)

11. Resolution amending Purchase Order No. 136326 with Universal Scaffolding and Equipment for underground primary cable. (This amendment adds the following three items to said Purchase Order: 500 kcmil copper cable at a unit price of \$8.31331 per foot which is an increase of approximately 1%; 3-1/C #2 parallel cable at a unit price of \$6.39532 per foot which is an increase of approximately 6%; and 3-1/C #2 triplexed cable at a unit price of \$6.88517 per foot which is an increase of approximately 4%. The amount of the award of \$16,908,706.00 remains the same). (Jozelle Booker)
12. Resolution approving release of easement to Ware Properties, LLC, for the sum of \$1.00. Property is located on the southwest side of Lamar Avenue, southeast from the south line of Park Avenue. (Philip Lim)
13. Resolution approving release of easement to Ware Properties, LLC, for the sum of \$1.00. Property is located on the east side of Lincoln Street, south of Lamar Avenue. (Philip Lim)

FINANCE DIVISION

14. Resolution approving the selection of Rhumblin Advisers, a Core Bond Pooled Index Fund, to manage \$50,000,000.00 for benefit of the Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution approving the selection of The Energy & Minerals Group, a natural resources private equity manager, to manage approximately \$5,000,000.00 for benefit of the OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
16. Resolution approving the selection of Pharos Capital Group, a private equity manager, to manage approximately \$5,000,000.00 for benefit of the OPEB Trust Fund, as part of a reallocation. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

GENERAL COUNSEL DIVISION

(None)

HUMAN RESOURCES DIVISION

(None)

INFORMATION SERVICES DIVISION

17. Resolution awarding 12-month blanket contract to Business Line Systems for Novell Software maintenance in the amount of \$319,224.20. (Jozelle Booker) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S DIVISION

(None)

REGULAR AGENDA**CUSTOMER CARE DIVISION**

6. Resolution approving Change No. 4 to Contract No. 11079, Vector Control Fee, with Memphis and Shelby County Health Department. (This renews the current contract for the fourth and final renewal term, January 20, 2012 to January 19, 2013, and ratifies the collection of fees from the end of the third renewal period of September 30, 2009 to the date of approval of this Change). (Jozelle Booker)

(Vice Chairman Wishnia chaired the vote).

RESULT:	APPROVED [4 TO 0]
MOVER:	V Lynn Evans, Board Member
SECONDER:	Rick Masson, Board Member
AYES:	Rick Masson, V Lynn Evans, Steven Wishnia, Darrell Cobbins
RECUSE:	Dedrick Brittenum

OTHER BUSINESS:

Vice Chairman Wishnia encouraged MLGW to do more to get the community to support Plus-1.

Vice Chairman Wishnia discussed having a continuous Board meeting. He suggested that the Board meeting begin at 1:30 p.m. and the President's meeting would become a regular agenda item and the Board meeting would resume immediately after. Chairman Brittenum asked Cheryl Patterson to draft a resolution for the next Board meeting.

Chairman Brittenum distributed proposed committee assignments. Commissioner Evans chose to serve on the Audit Committee and Commissioner Cobbins chose to serve on the Human Resources Committee:

1. Supplier Diversity Committee - Commissioner Wishnia
2. Customer Appeal Committee (Claims Only) - Commissioner Masson
3. Audit Committee - Commissioner Evans, Chair
4. Human Resources Committee - Commissioner Cobbins

5. Natural Gas Hedging Committee - Commissioner Cobbins
6. Finance Committee - Commissioner Masson

Chairman Brittenum also asked for thoughts on the hearing process of the Belinda McIntyre Arbitration Appeal Hearing. Vice Chairman Wishnia stated he would recuse himself. Commissioner Brittenum also recused himself pending further guidance on potential conflicts.

Motion To: Hold two Board meetings regarding the Belinda McIntyre Arbitration Appeal Hearing, one to consider the hearing and the second, an actual hearing.

(Commissioner Cobbins chaired the vote).

RESULT:	ADOPTED [3 TO 0]
MOVER:	V Lynn Evans, Board Member
SECONDER:	Rick Masson, Board Member
AYES:	Rick Masson, V Lynn Evans, Darrell Cobbins
RECUSE:	Steven Wishnia, Dedrick Brittenum

Happy Birthday wishes were extended to Vice Chairman Wishnia.

There being no further business, the meeting was adjourned at 3:36 p.m.

SEE MINUTE FILE NO. 1349.

APPROVED WITHOUT INTERLINEATION

Chairman

**These Minutes Compiled by
Undersigned and are Correct**

Secretary-Treasurer