

MEMPHIS LIGHT, GAS & WATER DIVISION OFFICIAL MINUTES	
Meeting Time: June 2, 2011 at 3:00 P.M.	
Meeting Location: Board Room, Fifth Floor, Administration Building, Memphis, Tennessee	



The meeting was called to order by Chairman Cobbins at 3:02 p.m.

The Pledge of Allegiance was recited.

The Acting Secretary-Treasurer called the roll. The following Board Members were present: Darrell T. Cobbins, Chairman; Dedrick Brittenum, Jr., Vice Chairman; V. Lynn Evans; and Steven Wishnia. Commissioner Masson was not present

The following staff members were present: Jerry R. Collins, Jr., President and CEO; Dana Jeanes, Acting Vice President, CFO and Secretary-Treasurer; Cheryl Patterson, Vice President and General Counsel; Christopher Bieber, Vice President, Customer Care; Von W. Goodloe, Vice President, Human Resources; and Elvis Morgan, Acting Vice President and Chief Technology Officer. Nick Newman, Vice President, Construction and Maintenance, and Alonzo Weaver, Vice President, Engineering and Operations, were not present.

Commissioner Wishnia moved that after personally reading and reviewing the typed minutes of the Memphis Light, Gas and Water Board meeting held May 19, 2011, that they be recorded as the official record, seconded by Commissioner Evans and unanimously carried.

The Acting Secretary-Treasurer acknowledged receipt of Certified Copies of City Council Resolutions dated May 17, 2011, Items 14 through 26, approved by the Board at its meeting held April 21, 2011 (see Minute File No. 1340).

GENERAL STATEMENTS FROM THE PUBLIC: (None)

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.

Chairman Cobbins began discussion of the Regular Agenda and asked Cheryl Patterson, General Counsel, to update the Board on her report and opinion; however, at the request of Vice Chairman Brittenum, the Regular Agenda was moved to the end of the meeting. (See Page 204)

CONSENT AGENDA

3. Resolution awarding Contract No. 11482, Ventilation System of Mallory Pumping Station, to CS3, Inc., in the funded amount of \$220,000.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

4. Resolution approving Change No. 3 to Contract No. 11280, Aerial Patrol of Gas Transmission Right-of-Way, to Tennessee Helicopter Services, Inc., in the funded amount of \$30,660.00, for a new contract value of \$112,055.00. (This change renews the contract for the third of four renewal terms, August 29, 2011 through August 28, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

5. Resolution awarding contract for four Nissan Leafs to Jim Keras Nissan in the amount of \$135,024.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

6. Resolution approving Change No.14 to Contract No. 10569, Interactive Voice Response System (IVR), with Avaya, Inc., in the funded amount of \$140,089.74. (This change renews annual maintenance of the IVR hardware/software for an additional three-year term, July 17, 2011 to July 16, 2014, with a 14.67% decrease from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

7. Resolution awarding contract for remote terminal units to Telvent USA Corporation in the amount of \$177,250.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

8. Resolution approving payment of 2011 annual membership dues to American Public Power Association in the amount of \$102,071.73.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

9. Resolution approving release of easement to Soulsville Foundation, Inc., property located on the southeast corner of Neptune Street and Edith Avenue, for the sum of \$1.00.

APPROVED

10. Resolution approving Change No. 6 to Contract No. 11217, Temporary Services, with Manpower, Inc., in the funded amount of \$28,843.84, for a new contract value of \$621,210.24. (This change allows existing temporary personnel to work the remaining 616 hours (out of the 1040 hours allowed) in the Contract Management Department due to a permanent employee being on leave covered by the Family Medical Leave Act since June 2010; allows the Contract Management Department to obtain an additional temporary as a result of another permanent employee being on leave indefinitely; and allows the Payroll Department to utilize their existing temporary personnel to work the remaining 279 hours (out of the 1040 hours allowed) to finalize W-2C filing for tax years 2004-2009 with the Social Security Administration, in conjunction with the Medicare Buyback referendum project).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

11. Resolution approving Position No. 05446, Mechanic.

APPROVED

12. Resolution approving Change No. 2 to Contract No. 9791, File Utility Software Package, with Compuware Corporation, in the funded amount of \$77,848.00. (This change renews annual software maintenance, license and support. The term of the annual maintenance covers the period February 1, 2011 to January 31, 2015, with a 5% increase from the previous year; however, this change reflects no increase through the aforementioned renewal term).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

13. Resolution approving Change No. 2 to Contract No. 9882, Dump Formatter and Analyzer Software Package, with Compuware Corporation, in the funded amount of \$82,652.00. (This change renews annual software maintenance, license and support. The term of the annual maintenance covers the period February 1, 2011 to January 31, 2015, with a 5% increase from the previous year; however, this change reflects no increase through the aforementioned renewal term).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

14. Resolution approving Change No. 5 to Contract No. 10741, Laser Disk Document Storage, with Goldleaf Financial Solutions, Inc., in the funded amount of \$68,250.00. (This change reflects a corporation name change from Goldleaf Financial Solutions, Inc. to Jack Henry & Associates, Inc.; includes the purchase of the test software and maintenance of Spoolview and Spoolweb in the amount of \$4,800.00; and renews license and maintenance services in an estimated amount of \$63,450.00. The term of the annual maintenance covers the period January 1, 2011 to December 31, 2015, with no increase from the previous year; however, this change reflects an estimated annual 3.78% increase over the requested renewal terms).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

15. Resolution approving Change No. 3 to Contract No. 10908, Mobile Data, with Venytx, Inc., in the funded amount of \$595,158.79. (This change renews annual software maintenance, license and support. The term of the annual maintenance covers the period January 1, 2011 to December 31, 2013, with a 0.51% increase from the previous year; however, this change reflects an estimated annual 10% increase through the aforementioned renewal term).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

16. Resolution awarding contract for a Universal Log Collection and Management System to LogRhythm, Inc., in the amount of \$138,900.00.

ITEM 16 WAS DELETED

17. Resolution revising Section 108.10.4 (Annual Moratorium on Cut Offs for Non Payment, Residential Customers) of the 2011 Customer Care Policy to read Holiday Bill Break, effective July 1, 2011.

APPROVED

AMENDMENT OF CONSENT AGENDA:

It was moved by Commissioner Evans, seconded by Commissioner Wishnia and unanimously carried that Item 16 be and is hereby deleted from the Consent Agenda and Item 17 be and is hereby added to the Consent Agenda.

APPROVAL OF CONSENT AGENDA, AS AMENDED (Items 3 through 15; and 17:

MOTION: Commissioner Wishnia
SECOND: Vice Chairman Brittenum

ROLL CALL:

AYES: Commissioner Evans
 Commissioner Wishnia
 Vice Chairman Brittenum
 Chairman Cobbins

CONSENT AGENDA APPROVED, AS AMENDED**REGULAR AGENDA**

1. Discussion of the report and opinion prepared in connection with reconsideration of the Award of Contract No. 11455, Comprehensive Disparity Study and Policy Formulation.

At the request of Chairman Cobbins, Cheryl Patterson, General Counsel, addressed the Board regarding Item 1. Vice Chairman Brittenum requested the local participation levels for MGT and Mason Tillman in percentage and dollar amounts. Jozelle Booker, Manager of Procurement and Contracts, advised that Mason Tillman's percentage was 20% or \$70,000.00 and their total proposal price was \$349,996.00. MGT's percentage was 20.09% or \$57,900.00 and their total proposal price was \$263,130.00.

(No action was necessary on this item).

2. Resolution awarding Contract No. 11455, Comprehensive Disparity Study and Policy Formulation, to MGT of America, Inc., in the funded amount of \$288,210.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)**APPROVAL OF REGULAR AGENDA ITEM 2:**

MOTION: Commissioner Wishnia
SECOND: Vice Chairman Brittenum

ROLL CALL:

NAY: Commissioner Evans
AYES: Commissioner Wishnia
 Vice Chairman Brittenum
 Chairman Cobbins

REGULAR AGENDA ITEM 2 APPROVED

OTHER BUSINESS:**COMMITTEE UPDATE:**1. Audit Committee - Commissioner Evans

Commissioner Evans advised that the Committee had met at a Called Meeting on May 19, 2011, to review the reports of the independent auditors. The basic audit for the utility was conducted by Thompson Dunavant. Commissioner Evans advised the Board that the financial statements reflected a restatement in all three Divisions (Electric, Gas and Water) for various reasons. (Complete discussion is on tape in Minute File No. 1342).

There being no further business, the meeting was adjourned at 3:37 p.m.

SEE MINUTE FILE NO. 1342.

APPROVED WITHOUT INTERLINEATION

Chairman

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

Acting Secretary-Treasurer