

MEMPHIS LIGHT, GAS & WATER DIVISION OFFICIAL MINUTES	
Meeting Time: November 3, 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 3:03 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; Rick Masson and Steven Wishnia. (Note: Vice Chairman Brittenum arrived immediately after roll call).

The following staff members were present: Jerry R. Collins, Jr., President & CEO; Cheryl Patterson, Vice President and General Counsel; Christopher Bieber, Vice President, Customer Care; 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. Due to the absence of Dana Jeanes, Jozelle Booker was Acting Secretary-Treasurer.

Commissioner Masson moved that after personally reading and reviewing the typed minutes of the Memphis Light, Gas and Water Special Called Board meeting held October 17, 2011, and the typed minutes of the Memphis Light, Gas and Water Board meeting held October 20, 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 October 18, 2011, Item 8 (Special Items 1 and 2), regarding PILOT payments (see Minute File No. 1347) and Item 21, approving Dana Jeanes as VP, CFO and Secretary-Treasurer which was approved by the Board on September 15, 2011 (see Minute File No. 1345).

PRESENTATION:

1. TVA Check Presentation to MIFA – Laura Campbell

Laura Campbell presented a check in the amount of \$10,000 to MIFA/Plus One.

**SPECIAL
PRESENTATION:**

1. Presentation to Jacqueline Nesbit, Outgoing Pension Board Citizen Member – Jerry R. Collins, Jr.

Charles Perry presented Ms. Nesbit with a solar-powered globe as a token of appreciation for her service on the Pension Board from 2005 to 2011.

GENERAL STATEMENTS FROM THE PUBLIC:

1. Bill Hawkins, Assistant Business Manager, IBEW Local 1288, 4000 Clearpool Circle, addressed the Board regarding Items 11 and 12.

COMMITTEE REPORTS:

1. Audit Committee Update – Commissioner Evans

Commissioner Evans stated that the Audit Committee met two weeks ago and the open items of Internal Audit's recommended actions will continue to be monitored.

2. Human Resources Committee Update – Commissioner Masson

Commissioner Masson stated that the Human Resources Committee met and discussed reports on Medical Benefits, Health and Safety, Grievances and Demographics.

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

1. Resolution awarding Contract No. 11495, Janitorial Services, to Mason Professional Cleaning Services, in the funded amount of \$185,803.12.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

2. Resolution awarding Contract No. 11516, Tire and Tire Repair Service, to Southern Tire Mart, in the funded amount of \$683,138.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

3. Resolution approving Change No. 11 to Contract No. 10783, Emergency Aid Agreement, with Dillard Smith Construction, in the funded amount of \$80,554.35. (This change covers payment for work performed due to the storm of June 13, 2011).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

4. Resolution approving Change No. 2 to Contract No. 11276, Emergency Storm Restoration, with City Utilities of Springfield, Missouri, in the funded amount of \$146,949.23. (This change covers payment for work performed due to the storm of April 4, 2011).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

5. Resolution approving Change No. 4 to Contract No. 11258, Ground Maintenance, with Bean and Prince Contractors, Inc., in the funded amount of \$944,943.72. (This change is to increase the current contract value in the amount of \$327,191.27 due to an error in the calculation of the maximum contract value during the previous renewal (Change No. 3) dated January 6, 2011, which covered the period May 16, 2011 to May 15, 2012. This change also renews the contract for the fourth and final renewal term, May 16, 2012 to May 15, 2013, in the amount of \$617,752.45, with no increase in rates during the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

6. Resolution approving Change No. 1 to Contract No. 11414, Roof Maintenance, with B Four Plied, Inc., with no increase in contract value. (This change renews the contract for the first of four renewal terms, January 12, 2012 to January 11, 2013, with no increase in contract value).

APPROVED

7. Resolution approving Change No. 1 to Contract No. 11416, Mobile Sweeping Cleaning, with Horizon of Memphis, Inc., in the funded amount of \$53,304.36. (This change renews the contract for the first of four renewal terms, March 1, 2012 to February 28, 2013, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

8. Resolution approving Change No. 15 to Contract No. 10569, Interactive Voice Response System (IVR), with Avaya, Inc., in the funded amount of \$49,950.00, for a new contract value of \$1,264,352.63. (This change includes architecture and design analysis, configuration and implementation guidance, software development, operational process recommendations and analysis, and project management. The term of the annual maintenance will remain for the period covering July 17, 2011 to July 16, 2014).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

9. Resolution approving Change No. 5 to Contract No. 10863, Blue Pumpkin Software License Support Services, with Verint, Inc., in the amount of \$188,325.00. (This change adds new features to the existing software applications. \$26,100.00 for Key Performance Indicator and \$162,225.00 for Customer Feedback Software. The term of the annual maintenance will remain for the period August 1, 2007 to July 31, 2012. This also covers a corporation name change from Witness Systems, Inc., to Verint, Inc.).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

10. Resolution approving Change No. 4 to Contract No. 11070, Utility Meter Data Application, with Automated Energy, Inc. (AEI), in the funded amount of \$31,000.00, for a new contract amount of \$174,750.00. (This change renews the current contract for an additional one-year term to continue to provide the web-based meter data analysis product known as "Load Profiler" but marketed by MLGW as "Meter Intelligence" covering the period January 1, 2012 to December 31, 2012).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

REGULAR AGENDA

11. Resolution amending the resolution adopted on June 17, 2010 and approved by the City Council on July 20, 2010, related to Contract No. 11226, Collection Services, with Credit Bureau Collection Services, Inc., to correct the award term to reflect a 60-month term (as stated in the contract) rather than a one-year period with an option of four annual renewals. This change also adds additional funding in the amount of \$1,852,662.00 to complete the remaining 48 months of the 60-month term.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

12. Resolution amending the resolution adopted on June 17, 2010 and approved by the City Council on July 20, 2010, related to Contract No. 11444, Collection Services, with The Affiliated Group, Inc., to correct the award term to reflect a 60-month term (as stated in the contract) rather than a one-year period with an option of four annual renewals. This change also adds additional funding in the amount of \$1,852,662.00 to complete the remaining 48 months of the 60-month term.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

CONSENT AGENDA (Continued)

13. Resolution approving Change No. 1 to Contract No. 11413, Surveying Services, with Benchmark-Ollar Surveying, in the funded amount of \$136,095.00. (This change renews the contract for the first of four annual renewal terms, January 19, 2012 to January 18, 2013, and also modifies the Billable Rate Schedule which resulted in unit rate adjustments).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

14. Resolution approving Change No. 2 to Contract No. 11470, Wireless Communication Services, with Cellular South, Inc. (This change reflects a corporation name change from Cellular South, Inc., to C Spire Wireless).

APPROVED

15. Resolution awarding contract to Shelby Electric Company, Inc. for a replacement generator in the amount of \$88,545.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

16. Resolution approving release of easements, property located on the northwesterly corner of Belle Forest Drive and Ridgeway Road, to Lirio De Los Valles Church, for the sum of \$1.00 each.

APPROVED

17. Resolution approving release of easement, property located on the west side of Bonnie Lane, south of the south line of Old Dexter Road, to Richard Exley, as Trustee, for the benefit of Community Bank, North Mississippi, for the sum of \$1.00.

APPROVED

18. Resolution authorizing payments in-lieu-of taxes (PILOT) for the Water Division to the City of Memphis.

APPROVED

19. Resolution authorizing payments in-lieu-of taxes (PILOT) for the Electric Division and the Gas Division to the City of Memphis and other cities in Shelby County.

APPROVED

20. Resolution authorizing that a bank account be established at Citibank entitled: MLGW Cigna Funding Account for the purpose of funding the payment of benefits under the welfare benefit plan administered by CIGNA.

APPROVED

21. Resolution approving the employment of the law firm of Burch, Porter & Johnson on an as-needed basis at the following agreed upon hourly rates:

Partners/Members	-	\$230.00
Associates	-	\$200.00
Paralegals/Assistants	-	\$ 80.00

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

22. Resolution awarding Contract No. 11499, Temporary Service for General Labor, to Pridestaff, in the funded amount of \$677,352.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

23. Resolution awarding Contract No. 11500, Temporary Service for Clerical Support, to Kelly Services, Inc., in the funded amount of \$291,206.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

24. Resolution awarding Contract No. 11529, Temporary Service for Skilled Craftsman, to Pridestaff, in the funded amount of \$82,120.80.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

25. Resolution approving Change No. 4 to Contract No. 11232, Medical Insurance Plan, with Cigna Insurance Company in the funded amount of \$10,988,535.00. (This change reflects the third of four renewal terms, January 1, 2012 to December 31, 2012, with a premium increase of 9% from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

26. Resolution approving Change No. 3 to Contract No. 11303, Medical Insurance Plan, with Aetna Insurance Company, in the funded amount of \$1,126,188.00. (This change is the third of four renewal terms, January 1, 2012 to December 31, 2012, with a premium increase of 9.5% from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

27. Resolution approving Change No. 3 to Contract No. 11233, Employee Benefit Dental Plan, with Delta Dental of Tennessee, in the funded amount of \$4,750,894.00. (This change renews the contract for the third and fourth renewal terms, January 1, 2012 to December 31, 2013, with a 14.9% increase in rates based on experience).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

28. Resolution approving Change No. 1 to Contract No. 11465, Contract Security Services, with CDA, in the funded amount of \$2,923,808.00. (This renews the contract for the first of four renewal terms, January 1, 2012 to December 31, 2012, and includes a \$5,000.00 increase to cover the expense of higher gasoline costs over the previous year. This change also includes one additional armed guard at three MLGW Community Offices as well as adjusted optional hours in the amount of \$107,592.00).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

29. Resolution approving Position No. 00468, Machine Operator-Electric; Position No. 00583, Utility Worker I; Position No. 00718, Electric Meter Shop Technician; Position No. 01865, Utility Worker I; and Position No. 06147, Crew Leader Operator I.

APPROVED

30. Resolution approving Change No. 16 to Contract No. 9779, Management Support System Central Processing Unit, with Fujitsu Computer Systems Corporation with no increase in contract value. (This change renews annual software maintenance, license and support in the amount of \$68,146.95. The term of the annual maintenance covers the period November 1, 2011 to October 31, 2012, with no increase from the previous year).

APPROVED

31. Resolution approving Change No. 1 to Contract No. 9943, Graphics Reporting Software Package, with Allen systems Group (ASG), Inc., in the funded amount of \$110,372.67. (This change renews annual software maintenance, license and support. The term of the annual maintenance covers the period October 31, 2011 to October 30, 2014, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

32. Resolution approving Change No. 3 to Contract No. 10640, Legacy Extension Technology, with DataDirect Technologies, in the funded amount of \$5,853.00, for a new contract value of \$511,647.82. (This change renews annual software maintenance, license and support. The term of the annual maintenance covers the period August 17, 2011 to August 16, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

33. Resolution approving Change No. 4 to Contract No. 11214, Information Services Support, with Delta Consulting, in the funded amount of \$281,520.00. (This change renews the contract for the fourth and final renewal term, January 1, 2012 to December 31, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

34. Resolution approving Change No. 4 to Contract No. 11266, Information Services Support, with Zycron, in the funded amount of \$474,800.00. (This change renews the contract for the fourth and final renewal term, January 1, 2012 to December 31, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

35. Resolution approving Change No. 4 to Contract No. 11267, Information Services Support, with Stragistics Technology, in the funded amount of \$412,230.80. (This change renews the contract for the fourth and final renewal term, January 1, 2012 to December 31, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

36. Resolution approving Change No. 4 to Contract No. 11270, Information Services Support, with Cook Systems International, in the funded amount of \$166,096.00. (This change renews the contract for the fourth and final renewal term, January 1, 2012 to December 31, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

37. Resolution approving Change No. 5 to Contract No. 11271, Information Services Support, with TEK Systems, in the funded amount of \$1,034,278.40. (This change renews the contract for the fourth and final renewal term, January 1, 2012 to December 31, 2012, with no increase in rates from the previous year).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

38. Resolution awarding contract to Venture Technologies for SCADA Intrusion Detection system in the amount of \$63,354.01.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

39. Resolution rejecting bids received for Contract No. 11479, Customer Satisfaction Survey.

APPROVED

Without objection, Vice Chairman Brittenum asked that Items 11 and 12 be moved to the Regular Agenda. There was no objection, therefore, those two items were moved to the Regular Agenda.

APPROVAL OF CONSENT AGENDA (ITEMS 1 THROUGH 10 AND ITEMS 13 THROUGH 39):

MOTION: Commissioner Masson
SECOND: Commissioner Wishnia

ROLL CALL:

AYE: Commissioner Masson
AYE: Commissioner Evans
AYE: Commissioner Wishnia
AYE: Vice Chairman Brittenum
AYE: Chairman Cobbins

CONSENT AGENDA APPROVED, AS AMENDED**APPROVAL OF SAME DAY MINUTES FOR ITEM 21:**

It was moved by Commissioner Evans, seconded by Commissioner Wishnia and unanimously carried that the minutes of Item 21 be and are hereby approved.

APPROVAL OF REGULAR AGENDA ITEMS 11 AND 12:

MOTION: Commissioner Masson
SECOND: Commissioner Wishnia

ROLL CALL ON ITEM 11:

AYE: Commissioner Masson
AYE: Commissioner Evans
AYE: Commissioner Wishnia
AYE: Vice Chairman Brittenum
AYE: Chairman Cobbins

ITEM 11 APPROVED**ROLL CALL ON ITEM 12:**

AYE: Commissioner Masson
AYE: Commissioner Evans
AYE: Commissioner Wishnia
AYE: Vice Chairman Brittenum
AYE: Chairman Cobbins

ITEM 12 APPROVED

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

SEE MINUTE FILE NO. 1347.

APPROVED WITHOUT INTERLINEATION

Chairman

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

Acting Secretary-Treasurer