

MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 20, 2007

A regular meeting of the Board of Light, Gas and Water Commissioners, City of Memphis, was held at Memphis Light, Gas & Water Division, 220 S. Main, Thursday, December 20, 2007 at 1:30 p.m. The following were in attendance: Rick Masson, Chairman; V. Lynn Evans, Vice Chairman; William L. Taylor, Commissioner; Nick Clark, Commissioner; Jerry R. Collins, Jr., President and CEO; Charlotte Knight Griffin, Acting Vice President and General Counsel; Armstead Ward, Vice President, Human Resources; Linda Peppers, Vice President and Chief Technology Officer; the Honorable Mayor Willie W. Herenton; and Carol Chumney, City Councilmember. John McCullough, Vice President, CFO and Secretary-Treasurer; Christopher Bieber, Vice President, Customer Care; and Alonzo Weaver, Vice President, Engineering and Operations were not in attendance. Due to the absence of John McCullough, Dana Jeanes was Acting Secretary.

The Honorable Mayor Willie W. Herenton administered the oath of office to Jerry R. Collins, Jr., newly appointed President and CEO of Memphis Light, Gas and Water Division.

Vice Chairman Evans moved that after personally reading and reviewing the typed minutes of the Memphis Light, Gas and Water Board meeting held December 6, 2007, that they be recorded as the official record, seconded by Commissioner Taylor and unanimously carried.

It was moved by Commissioner Clark, seconded by Vice Chairman Evans and unanimously carried that the new format to the MLGW Board meetings be adopted. This includes: (1). incorporating the 11:00 a.m. President's Briefing into the 1:30 p.m. Board meeting; (2). the addition of standard Committee reports on a quarterly basis at the 1:30 p.m. Board meeting; and (3). quarterly Board luncheons for special occasions. Pension Board meetings will be held on the first Thursday of each month, beginning at 12:30 p.m. Committee meetings, i.e. Gas Hedging, Human Resources, Audit, Contractor Appeals, Customer Appeals, and Diversity, will be held as scheduled.

It was moved by Commissioner Clark, seconded by Vice Chairman Evans and unanimously carried that the election of officers will take place on the first Board meeting of the calendar year, to be effective January 1. This change is to align the term of officers with the fiscal and budgetary year of the utility for governance and accountability purposes.

It was moved by Commissioner Clark, seconded by Commissioner Taylor and unanimously carried that the term of officers be changed from one-year terms to two-year terms, effective January 1. This change is for the benefit of consistency, strength of leadership and value.

The Acting Secretary acknowledged receipt of Certified Copies of City Council Resolutions dated December 4, 2007: Items 10 through 25, approving items approved by the MLGW Board at its meeting held November 15, 2007; Item 56, approving amendments to the Other Post-Retirement Employee Benefits (OPEB) Trust, approved by the MLGW Board at its meeting held November 15, 2007 (see Minute File No. 1299); and Item 61, authorizing claim settlement payment in the amount of \$27,105.28 (see Minute File No. 1300).

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.

1. Resolution rescinding award of Contract No. 11209, Mobile Document Shredding, with Iron Mountain and awarding said Contract to Vital Records Control, Inc. in the funded amount of \$16,057.68.

APPROVED

2. Resolution approving Change No. 12 to Contract No. 10569, Interactive Voice Response Systems, with Nortel Networks, Inc. in the funded amount of \$30,540.00. (This upgrades the ProCenter Call Routing System to reflect changes made to the MLGW Credit Policy.)

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

3. Resolution approving Change No. 4 to Contract No. 10837, Administration Building Cafeteria, with UniSource Business Services, LLC. (This extends the current contract for 90 days, January 1, 2008 to March 31, 2008, until a new contract is in place.)

APPROVED

4. Resolution approving Change No. 7 to Contract No. 11069, Mobile Document Shredding Service, with Shred-It in an estimated funded amount of \$6,000.00. (This allocates additional funds to the current contract.)

APPROVED

- 5. Resolution approving Change No. 1 to Contract No. 11157, Street Light Poles Mapping and Audit Project, with Furr and Associates, Inc. in the funded amount of \$3,487.00. (This allocates additional funds to the current contract.)

APPROVED

- 6. Resolution approving Change No. 3 to Contract No. 11208, Water Production Wells, with Layne-Central in an estimated funded amount of \$20,800.00. (This expands the scope of work to include 130' of surface casing.)

APPROVED

- 7. Resolution approving Change No. 1 to Contract No. 11217, Temporary Services, with Manpower, Inc. in an estimated funded amount of \$230,000.00. (This renews the contract for the second term, January 1, 2008 through December 31, 2008, with no increase in rates.)

DELETED

- 8. Resolution approving Change No. 1 to Contract No. 11220, Temporary Services, with Kelly Services, Inc. in an estimated funded amount of \$595,000.00. (This renews the contract for the second term, January 1, 2008 through December 31, 2008, with no increase in rates.)

DELETED

- 9. Resolution awarding 36-month contract for photo-electric cell relays to the DTL Division of American Electric Lighting, an Acuity Brands company, c/o Ruffin & Associates in the amount of \$211,329.70.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

- 10. Resolution amending Purchase Order No. 129505 with Tyndale Company, Inc. for flame-resistant clothing in the amount of \$70,524.00, for a total amount of \$359,489.85.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

- 11. Resolution awarding contract for substation capacitor banks, as follows:

General Electric c/o Utilicor.....	\$120,304.00
Cooper Power c/o HD Supply.....	106,540.00
Total.....	\$226,844.00

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

- 12. Resolution awarding contract for one galvanized steel transmission pole to TransAmerican Power Products, Inc. c/o Utilicor in the amount of \$36,471.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

- 13. Resolution awarding contract for Wonderware software upgrade to Insource Software Solutions in the amount of \$88,641.75.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

- 14. Resolution awarding 24-month contract for rental of wide format copier/plotter/scanner devices to Tech Plus, Inc. in the amount of \$201,162.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

15. Resolution approving W. R. No. C1H18535 in the amount of \$540,000.00 for the design and construction of Substation #6 – Upgrade Facilities for Proposed Transmission. (This covers transfer of funds in the amount of \$115,000.00 from W. R. No. C1H21432 – Line Item 8-3 – of the 2007 Electric Capital Budget.)

APPROVED

16. Resolution approving W. R. No. C1J44782 in the amount of \$128,459.00 to supply all facilities locators with mobile dispatching capabilities in 2008. (This covers transfer of funds in the amount of \$42,660.00 from the 2008 Capital Budget Contingency Fund – General Plant - Line Item 18-4.)

APPROVED

17. Resolution approving W. R. No. C3I83954 in the amount of \$183,585.34 for 2007 HVAC Modifications – Training Center. (This covers transfer of funds in the amount of \$130,000.00 from W. R. No. C3I84807 – Line Item 37-13 – of the 2007 Capital Budget.)

APPROVED

18. Resolution approving W. R. No. C3J06620 in the amount of \$142,730.00 for HVAC/Plumbing Modifications - Various Facilities. (This covers transfer of funds in the amount of \$72,730.00 from the 2007 Capital Budget as follows: W. R. No. C3J06255 – Line Item 38-1 – \$25,000.00; W. R. No. C3J06402 – Line Item 38-2 – \$24,600.00; W. R. No. C3J06565 – Line Item 38-3 – \$11,500.00; and W. R. No. C3J06368 – Line Item 38-4 – \$11,630.00.)

APPROVED

19. Resolution approving W. R. No. C3J45043 in the amount of \$41,750.00 to supply eight additional facilities locators with equipment to function in the current facilities location process. (Funds will be taken from the 2007 Water Division Contingency Fund – General Plant - Line Item 44-3.)

APPROVED

20. Resolution approving payment of invoice from Tennessee One-Call System, Inc. in the amount of \$93,363.05 for 2008 membership dues.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

21. Resolution approving Position No. 00662, Coordinator, Electric Metering; Position No. 00742, Collection Control Clerk; Position No. 00767, Associate Auditor; Position No. 02030, Systems Operator I; and Position No. 02475, Apprentice Lineman.

APPROVED

22. Resolution approving amendments to the 2008 MLGW Credit Policy, per the attached documents. (See Minute File No. 1300)

APPROVED

23. Resolution approving release of the following easement:

Located at 255 South Barksdale Street, Memphis, TN, to Shepherd Construction Company, Inc., or their successors in title, for the sum of \$1.00.

APPROVED

ROLL CALL AGENDA ITEMS

MOTION: Commissioner Clark
SECOND: Commissioner Taylor
AYES: Commissioner Clark, Commissioner Taylor, Vice Chairman Evans
and Chairman Masson

AGENDA APPROVED, AS AMENDED

APPEARANCES BEFORE THE BOARD

Rick Thompson, President, IBEW Local 1288, 4000 Clearpool Circle, Memphis, TN

Ken Newberry, President & CEO, LG&W Federal Credit Union, 5619 Murray Road, Memphis, TN

James J. Creapo, former MLGW employee, 352 Homeville Road, Collierville, TN

OTHER BUSINESS

Chairman Masson requested that the Administration view the tapes of the City Council Committee meetings regarding the hiring of linemen.

There being no further business, the meeting was adjourned.

SEE MINUTE FILE NO. 1300.

Acting Secretary