

MEMPHIS LIGHT, GAS & WATER DIVISION OFFICIAL MINUTES	
Meeting Time: March 18, 2010 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 3:30 p.m.

The Secretary-Treasurer called the roll. The following Board Members were present: Darrell T. Cobbins, Chairman; Dedrick Brittenum, Jr., Vice Chairman; Rick Masson; Steven Wishnia; and V. Lynn Evans.

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

Commissioner Wishnia moved that after personally reading and reviewing the typed minutes of the Memphis Light, Gas and Water Board meeting held March 4, 2010, that they be recorded as the official record, seconded by Commissioner Masson and unanimously carried.

The Secretary-Treasurer acknowledged receipt of Certified Copies of City Council Resolutions dated March 9, 2010, Items 17 through 24, approving items approved by the MLGW Board at its meeting held February 18, 2010. (See Minute File No. 1326).

GENERAL STATEMENTS FROM THE PUBLIC:

1. Mr. Bill Hawkins, Assistant Business Manager, IBEW Local 1288, 4000 Clearpool Circle, addressed the Board regarding Item 7 of today's agenda and HR Policy No. 23-15, Standards of Business Conduct.
2. Mr. Mark McDaniel, Corporate Counsel for Imperial Security, 243 Exchange Avenue, addressed the Board regarding the security contract.

Don Stewart and R. Q. Brewer completed speaker cards, but did not speak.

PRESENTATION:

1. Benny Award Presentation – Renise Holliday

Renise Holliday presented the 2009 Outstanding Business Development Award to Chairman Cobbins.

COMMITTEE REPORT:

1. Supplier Diversity Update – Commissioner Evans

- 2009 Year-End Report – Renise Holliday

(See Minute File No. 1327 for handout).

The Board reviewed each item of the Consent Agenda. (Complete discussion is on tape in Minute File No. 1327).

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. 11366, Retrofit of High-Pressure Underground Transmission Cable Terminations, to W. A. Chester, L.L.C., in the funded amount of \$1,398,000.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

2. Resolution approving Contract No. 11428, Other Post-Employment Benefits (OPEB) Trust Audit, with Banks, Finley, White and Company, in the funded amount of \$65,000.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

3. Resolution approving Contract No. 11429, Retirement and Pension System Audit, with Banks, Finley, White and Company, in the funded amount of \$97,500.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

4. Resolution approving Change No. 7 to Contract No. 10344, Computer Associates Combined Products, with Computer Associates International, Inc. in the funded amount of \$1,069,510.00. (This change renews the contract for a five-year term, April 28, 2010 to April 27, 2015, with a savings of \$148,070.00 for support during the term).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

5. Resolution approving Change No. 4 to Contract No. 10793, Professional Portfolio Software, with Advent Software, Inc. in the funded amount of \$27,550.10. (This change provides annual maintenance and software upgrade from AXYS Version 3.7 to AXYS Version 3.8, and renews the contract for the period May 11, 2010 through May 10, 2011, with a 4.35% increase from the previous year due to the software upgrade).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

6. Resolution approving Change No. 4 to Contract No. 11078, Professional Claims Adjusting Service, with Horton and Associates of Memphis, with no increase in contract value. (This change renews the contract for the fourth and final renewal term, April 1, 2010 to March 31, 2011).

APPROVED

7. Resolution approving Change No. 2 to Contract No. 11213, Meter Data Management System, with Itron, Inc. in the funded amount of \$16,501.19, for a new contract value of \$507,354.49. (This change ratifies previous invoice payments for travel in the amount of \$13,373.59 and authorizes payment of invoices for travel in the amount of \$3,127.60).

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

8. Resolution rejecting bids received for Contract No. 11335, Building Expansion for Building Services and Grounds.

APPROVED

9. Resolution rejecting proposals received for Contract No. 11390, MLGW Retirement and Pension System.

APPROVED

10. Resolution rejecting proposals received for Contract No. 11391, MLGW Other Post-Employment Benefits (OPEB) Trust.

APPROVED

11. Resolution awarding contract for mesh wire screens and accessories to Jesco Industries in the amount of \$50,645.00.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

12. Resolution awarding 60-month contract for distribution transformers, as follows:

Howard Industries.....	\$11,217,508.00
Central Moloney, Inc.....	1,559,399.40
ERMCO c/o Utility Sales Agency.....	1,882,170.90
CG POWER Systems USA, Inc.....	<u>6,666,261.70</u>
60-Month Total:	<u>\$21,325,340.00</u>

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

13. Resolution approving agreement between MLGW and TVA whereby MLGW will provide \$50,000.00 to TVA's Comprehensive Services Program and TVA will match with an additional \$50,000.00. MLGW's funding (\$50,000.00) is reimbursable through federal Energy Efficiency and Conservation Block Grant (EECBG) funding.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

14. Resolution approving an amendment to the agreement between MLGW (acting for itself and on behalf of the City of Memphis, Tennessee) and TVA, providing arrangements pursuant to which TVA agrees to serve as the responsible party to the North American Electric Reliability Corporation (NERC) and the SERC Reliability Corporation (SERC) for MLGW's compliance with the NERC Functional Model Reliability Standards. TVA shall be paid an administrative fee of \$10,000 per month not to exceed \$80,000. This amendment will extend the contract for the period beginning May 1, 2010 and ending December 31, 2010.

APPROVED (SUBJECT TO CITY COUNCIL APPROVAL)

15. Resolution approving unpaid leave of absence for Michael Bonner for a maximum period of thirty-two (32) days, effective April 6, 2010.

APPROVED

16. Resolution approving revised MLGW Human Resources Policy No. 22-05, Holidays.

APPROVED

ROLL CALL ON CONSENT AGENDA

MOTION: Commissioner Evans
 SECOND: Vice Chairman Brittenum
 AYES: Commissioner Masson
 Commissioner Evans
 Commissioner Wishnia
 Vice Chairman Brittenum
 Chairman Cobbins

CONSENT AGENDA APPROVED**APPROVAL OF MINUTES OF ITEM 16 OF TODAY'S AGENDA:**

It was moved by Commissioner Masson, seconded by Commissioner Evans and unanimously carried that the Minutes of Item 16 of today's agenda be and are hereby approved.

ROLL CALL TO RESCIND ACTION TAKEN BY THE BOARD AT MEETING HELD FEBRUARY 18, 2010, ON CONTRACT NO. 11396, IMPERIAL SECURITY, INC:

MOTION: Commissioner Wishnia
 SECOND: Commissioner Masson

ROLL CALL TO DELAY ABOVE ACTION TO THE NEXT BOARD MEETING:

MOTION: Vice Chairman Brittenum
 SECOND: Commissioner Evans
 NAYS: Commissioner Masson
 Commissioner Evans
 Commissioner Wishnia
 AYES: Vice Chairman Brittenum
 Chairman Cobbins

FAILED**BACK TO ROLL CALL TO RESCIND ACTION TAKEN BY THE BOARD AT MEETING HELD FEBRUARY 18, 2010, ON CONTRACT NO. 11396, IMPERIAL SECURITY, INC:**

AYES: Commissioner Masson
 Commissioner Wishnia
 NAYS: Commissioner Evans
 Vice Chairman Brittenum
 Chairman Cobbins

FAILED

OTHER BUSINESS:

Commissioner Evans noted that President Collins, along with Chairman Cobbins, presented information to the downtown Rotary, spreading the good news about what is happening at MLGW. She stated that she had received excellent feedback from the presentation.

There being no further business, the meeting was adjourned at 4:10 p.m.

SEE MINUTE FILE NO. 1327.

Secretary-Treasurer