



# Board of Light, Gas and Water Commissioners

220 S. Main Street  
Memphis, TN 38103  
www.mlgw.com

## Board Meeting

~ Minutes ~

Friday, April 8, 2022

1:00 PM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

The meeting was called to order at 1:00 p.m.

Chairman Graves

Chairman Graves stated that he wants to welcome two new board commissioners today and thank outgoing, longtime Commissioners Carlee McCullough and Steven Wishnia for their service to this board and to the community. He added that both former commissioners, during their tenure also served as Board Chairman. Chairman Graves stated that Commissioners McCullough and Wishnia personified the MLGW Way in safety and integrity with the highest level of ethical behavior and honesty. Adding that they fulfilled their roles with the best interest of the board at heart, taking ownership of their board seats and were accountable. Also, very importantly, they lead the charge on inclusiveness and compassionate service.

Further, Chairman Graves welcomed new board members Commissioner Carl Person and Commissioner Cheryl Pesce to the important role of serving on the board of Memphis Light Gas and Water.

Chairman Graves stated that he would also take this opportunity to update committee chairman assignments as follows:

#### Committee

Supplier Diversity  
Energy Efficiency  
Pension and OPEB  
Audit

Human Resources  
Natural Gas

#### Chairman

Commissioner Dickson  
Chairman Graves  
Commissioner Person  
Commissioner Pohlman (all board members attend)  
Commissioner Pesce  
Chairman Graves

### PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited.

Chairman Graves

### ROLL CALL:

Dana Jeanes

| Attendee Name   | Title         | Status  | Arrived |
|-----------------|---------------|---------|---------|
| Michael Pohlman | Board Member  | Present |         |
| Carl Person     | Board Member  | Present |         |
| Cheryl Pesce    | Board Member  | Present |         |
| Mitch Graves    | Chairman      | Present |         |
| Leon Dickson    | Vice-Chairman | Present |         |

**APPROVALS:**

**Motion To:** Approve Minutes of the Meeting of March 16, 2022.

|                  |  |
|------------------|--|
| <b>RESULT:</b>   | <b>ADOPTED [UNANIMOUS]</b>   |
| <b>MOVER:</b>    | Leon Dickson, Vice-Chairman  |
| <b>SECONDER:</b> | Michael Pohlman, Board Member  |
| <b>AYES:</b>     | Michael Pohlman, Mitch Graves, Leon Dickson, Cheryl Pesce, Carl Person |

**CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:**

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated March 22, 2022, items 17 through 29, and 43 through 47, with same night minutes on items 43 and 47.

**PRESENTATIONS:**

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

Chairman Graves mentioned that we had one statement from the public via email from Ms. Lori Hall and Ms. Martha Benafield regarding their experience at an MLGW customer service center. Chairman Graves asked Mr. Jim West, VP and Chief Customer Officer to respond to this email.

Mr. West stated that an email request was received from Ms. Lori Hall, 2562 Jonquil, and submitted to the Board a couple of weeks ago. He added that since that time, customer service has connected with her and resolved her issue related to the passing of her mother, resulting in a change of account ownership. Ms. Hall's concern was that she would always get the automated system whenever she contacted customer service. Mr. West added that he would be addressing this very issue relative to reaching customer service later in the meeting.

**REGULAR AGENDA**

1. Resolution to approve the designation of April 2022 as Safe Digging Month. (Jarl Young)

Chairman Graves read into the record a proclamation proclaiming the month of April 2022 as Safe Digging Month by Memphis Light, Gas and Water.

**PRESIDENT'S BRIEFING:**

1. Review of Consent Agenda - J. T. Young

(President's Briefing Continued on Page 39)

The original of the resolutions and documents relating to each item is filed in the vault of 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 and these minutes and the original documents.

**CONSENT AGENDA**

(Items 1 through 13)

Same day Minutes requested for Item 13

|                  |  |
|------------------|--|
| <b>RESULT:</b>   | <b>ADOPTED [UNANIMOUS]</b>   |
| <b>MOVER:</b>    | Michael Pohlman, Board Member  |
| <b>SECONDER:</b> | Cheryl Pesce, Board Member   |
| <b>AYES:</b>     | Michael Pohlman, Cheryl Pesce, Mitch Graves, Leon Dickson<br>Carl Person |

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

2. Resolution awarding Contract No. 12257, Synergy to Logicalis, Inc., in the funded amount of \$558,331.54. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution approving Change No. 3 to Contract No. 12361 (formerly C2249), Energy-Matter Covalence (EMC) Model CX-480 and Compellent Maintenance Support with Thomas Gallaway Corp dba Technologent in the funded amount of \$29,627.94. (This change is to ratify and renew the current contract for the second of four annual renewal terms for the period covering April 1, 2022 through March 31, 2023. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 1 to Contract No. 12029, Physical Archive Storage with VRC Companies, LLC in the funded amount of \$1,500.00. (This change is to increase the current contract value to cover additional fuel surcharge fees per trip and security compliance monthly fees to the existing contract. The cost increase is due to a nominal fuel surcharge fee affecting storage and shred customers. The term of the contract will remain as 60 months from the date of the Notice to Proceed.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 1 to Contract No. 12295, Oracle Maintenance and Support with Mythics Incorporated in the funded amount of \$3,908,024.52. (This change is to renew and change the scope of the contract to add additional software and support licenses (Oracle Contract No. 19978605, 8860056, and 20857941) in the amount of \$177,145.47 for the period covering May 20, 2022 through May 19, 2023 and May 31, 2022 through May 30, 2023. In addition, this change is to renew the current contract for the period covering May 31, 2022 through May 30, 2023 in the amount of \$3,730,879.05, which reflects a 37% decrease in rates from the initial term.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution to amend Purchase Order Number 7006142 to Staples Advantage for personal computer equipment for an additional amount of \$860,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**CHIEF PEOPLE OFFICER**

(None)

**COMMUNITY & EXTERNAL AFFAIRS**

(None)

**DESIGN CONSTRUCTION & DELIVERY**

7. Resolution approving Change No. 1 to Contract No. 12188, Gas Leak Survey with Heath Consultants, Inc. in the funded amount of \$1,200,000.00. (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering April 1, 2022 through March 31, 2023, which reflects a 13% increase from the initial term.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**ENGINEERING & OPERATIONS**

8. Resolution for fee payment of an invoice from the American Public Power Association for the 2022 Annual Membership Dues, in the amount of \$135,296.96. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 8 to Contract No. 11582, Programmable Logic Controller (PLC) Maintenance with Logical Systems, LLC, based on approved rates, with no increase in the contract value. (This change is to ratify and renew the current contract for annual maintenance and support programming services for MLGW's Capleville Liquefied Natural Gas (LNG) Plant, based upon approved rates, covering the period of January 4, 2022 through January 3, 2023 in the amount of \$40,000.00 which will be absorbed in the current contract value, which includes a 3.2% rate increase from the previous renewal term due to inflation. MLGW is requesting approval of continuous maintenance of the acquired system, which can only be performed by Logical Systems, LLC.) (Randy Orsby)

**PRESIDENT**

(None)

**SVP, CFO & CAO, FINANCE**

(None)

**SVP, CHIEF OPERATING OFFICER**

(None)

**SHARED SERVICES**

10. Resolution approving Change No. 1 to Contract No. 12193, Grounds Maintenance and Landscaping Service with Rotolo Consultants, Inc. in the funded amount of \$87,192.52. (This change is to renew the current contract for the first of four annual renewal terms for the period covering May 3, 2022 through May 2, 2023 in the amount of \$81,224.35. In addition, \$5,968.17 is being added to the current contract value to cover the cost of additional work which will be performed prior to the expiration of the current term.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

11. Resolution awarding a twenty-four-month purchase order to Universal Scaffold and Equipment for water meter vaults in the amount of \$670,391.25. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 1 to Contract No. 12214, Roof Maintenance with Dakota Corporation dba Jessie Bryant Roofing in the funded amount of \$84,125.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering May 9, 2022 through May 8, 2023 in the amount of 96,750.00; of which \$12,625.00 will be absorbed in the current contract value, which reflects a 15% increase from previous year as a result of the increase of material costs.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL**

13. Resolution to approve amendment of the Ordinance prior to its adoption to reduce the limit relating to contracts from \$500,000.00 to \$250,000.00. (J. T. Young)

**Motion To:** Approve Same Day Minutes, Item 13

|                  |  |
|------------------|--|
| <b>RESULT:</b>   | <b>ADOPTED [UNANIMOUS]</b>   |
| <b>MOVER:</b>    | Cheryl Pesce, Board Member   |
| <b>SECONDER:</b> | Leon Dickson, Vice-Chairman  |
| <b>AYES:</b>     | Michael Pohlman, Mitch Graves, Leon Dickson, Cheryl Pesce, Carl Person |

**PRESIDENT'S BRIEFING (Continued):****2. Residential Contact Center Update - Jim West and Martrice Anderson**

Mr. Jim West, VP, Chief Customer Officer and Ms. Martrice Anderson, Director of Customer Care, who joined virtually, gave an update on the Residential Contact Center. Ms. Anderson stated that her update covers the historical background, the current state, identifying customer needs and how to improve customer service. She added that the objective is to have calls answered and to look at additional projects that will help improve customer service overall. Ms. Anderson provided a detailed overview on the call volume data, call timing and other methods of communications for customers to reach customer service. Ms. Anderson stated that a 4-year plan is in place to improve the speed at which calls are answered, the time it takes to handle a call and the total customer experience. This will be accomplished with the implementation of new Key Performance Indicators, automated emails, new workforce management software, staffing models and an update to the IVR system.

**3. Fourth Quarter, 2021 - Corporate Scoreboard – Valerie McKinney**

Ms. Valerie McKinney, Manager, Performance Engineering in Shared Services. Ms. McKinney gave an overview of efficiencies captured for 2021. She stated that in 2021 eight measures were met, seven measures were not met. There were improvements in 2021 from 2020 in nine target areas. She stated that overall, the division is continuing

to review processes to strive toward meeting 2022 targets and are on target for many of the measures.

#### 4. Ethics & Compliance Policy Update - Allan Long

Mr. Allan Long, Manager, Ethics and Compliance and Mrs. Cheryl Patterson, VP, General Counsel and Compliance Officer, who participated virtually, provided an overview of the recommended draft updates to the current MLGW HR Ethics Policy. Mr. Long provided a historical overview on the Ethics policy. He stated that the policy as drafted now reflects the current legal and regulatory environment, organizational changes and provides a more inclusive scope. He added that the draft policy as recommended has expanded references, improved definitions and terms to be more precise, compliance overview of laws and regulations, also focuses inclusions and respect, conflicts of interest, confidential information. The policy includes an expanse on current MLGW policy, specifically business gifts, gratuities and entertainment and the standards of business conduct. Mr. Long added that the heart of the policy is to avoid potential and perceived conflicts of interest. In closing, Mr. Long stated that this is an integral part of the MLGW Way, and he looks forward to the Board's comments and input on the policy. He turned the discussion over to Mrs. Patterson. Mrs. Patterson reiterated that the draft policy update recommendations is not being presented for a vote or action today, but we look forward to working with the board to ensure that everyone is clear of our goal to provide guidance to employees and staff and those who do business with MLGW as to our policies and expectations. The input of the board is welcome, and we look forward to scheduling some time to review and discuss the policy further.

#### 5. Other - J. T. Young

President Young stated that he wants to commend the crews and call center staff on their performance in restoring power during the volatile, damaging storm last week that resulted in over 20,000 customer outages.

President Young stated that he also wants to remind everyone that the process on the Power Supply RFP is being followed. It is on schedule, and everyone will be kept apprised on the process.

#### COMMITTEE REPORTS:

(None)

#### ADJOURNMENT

There being no further business, the meeting was adjourned at 2:26 p.m.  
(See Minute File No. 1469.)

Approved Without Interim Election

  
Chairman

These Minutes Compiled by Undersigned and  
are Correct

  
Secretary-Treasurer