



Board of Light, Gas and Water Commissioners 220 S. Main Street
Memphis, TN 38103
www.mlgw.com

Board Meeting

~ Minutes ~

Wednesday, December 21, 2022

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Graves

The meeting was called to order at 8:30 a.m.

Chairman Graves welcomed Doug McGowen as the new President/CEO. He also thanked Alonzo Weaver for serving as Chief Utility Officer and commended him on the job he did during the transition.

PLEDGE OF ALLEGIANCE:

Chairman Graves

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

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

APPROVALS:

Motion To: Approve Minutes of the Meeting of December 7, 2022.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Pohlman, Board Member
SECONDER: Leon Dickson, Vice Chair
AYES: Pohlman, Pesce, Person, Graves, Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated December 6, 2022, items 18 through 21, and the approval of the MLGW 2023 Budget. (See Minute File No. 1476.)

PRESENTATION(S):

1) United Way Golf Tournament Check Presentation - United Way Representatives - Albert Edwards/Angelia Allen/Cynthia Graham

MLGW Representatives - Ryan Groves/Joshua Davis/Terica Lamb/Beverly Perkins

Angelia Allen, Chief Program Officer for United Way, stated she is attending the meeting on behalf of Dr. Kenneth Robinson, President and CEO of United Way. She expressed her appreciation for the long-term partnership and deep gratitude to the

MLGW employees for their contributions supporting the programs UW promotes assisting those in need.

Ryan Groves thanked his Co-Chair, Josh Davis, Terica Lamb, and Beverly Perkins for their support and work in making the golf tournament successful. The tournament was held at the golf course at the Millington Navy Base. He thanked the teams and the sponsors. He was happy to report that the golf tournament raised over \$25,000.00.

2) 2022 MLGW Volunteers in Power Awards - Beverly Perkins/Terica Lamb

Beverly Perkins spoke of the thousands of employee hours contributed and various events that were held in 2021 and 2022.

She introduced three MLGW Volunteer Star Honorees giving accolades to Joshua Davis, Benjamin Hamilton, and Derek Mitchell.

She also announced the MLGW Volunteer Spirit Award Winners: Gwen Redmond received the Effort Award; Gyton Nolan received the Early Bird Award; Mario Jones received the Glue Award; David Armstrong received the Go-Getter Award; Nedra Bailey received the Service Award; and April Armstrong received the Rookie Award. She gave praise to all of them for their special traits and willingness to do whatever needs to be done with smiling faces.

Lastly, she announced the MLGW Volunteer of the Year Award Winners: Paula Hatton received the Service Volunteer of the Year; Nick Newman received the Volunteer Leader of the Year; and Chantal Lairy received the Volunteer of the Year Award.

She thanked Gale Carson, Terica Lamb and all the MLGW employees for their continued support of MLGW volunteerism. President McGowen congratulated the winners and thanked the volunteers for their time and work.

3) Special Presentation - President Doug McGowen informed everyone present that today is Chairman Graves last meeting as Chair. He thanked him for his leadership, adding this has been a challenging year and he has done a great job as Chair. He added that Chairman Graves contributes a lot to the City and is greatly appreciated. He confirmed it has been a challenging year and appreciates his leadership.

Chairman Graves thanked everyone and stated the employees made his job easier. He recognized the dedication and hard work of the employees.

GENERAL STATEMENT(S) FROM THE PUBLIC:

1) Pearl Walker, 5378 Loch Lomand Rd., stated she is returning today to thank the board for their unanimous vote on the "never ending" contract. She wants to see cleaner and affordable energy as a priority going forward. She discussed the Inflation Reduction Act and asked that MLGW take advantage of the benefits offered with that.

2) Myron Stewart, 122 Gayoso, is an employee of MLGW and came to speak on behalf of Michael Stewart, the employee who suffered a fatality while on the job for MLGW. He explained that Michael was his first cousin. He stated he was one of the linemen that had to get him out of the bucket and the emotional toll it has taken on him and other MLGW employees and co-workers. He is asking for clarity and improvement with the

procedures and policies surrounding on the job accidents and steps to take when an employee dies on the job. He added he is currently off work using vacation time in mourning and is asking that MLGW consider allowing co-workers paid time off when coping with experiencing a death of a co-worker on the job. He reiterated that he didn't want to come to the board meeting to ask for this to be considered, but he didn't feel like the board knew how events such as this are handled. He stated employees that "go above and beyond" and experience this type of tragedy should be allowed time off without having to use their vacation time. Chairman Graves asked Jackie Jones and President McGowen to talk to Mr. Stewart about his concerns.

NEW BUSINESS:

As indicated in the Board of Light, Gas and Water Commissioners' Rules of Procedures, the Vice Chairman shall automatically ascend to the Chairmanship for the next succeeding two-year; therefore, Vice-Chair Leon Dickson will become the new Chairman of the Board of Light, Gas and Water Commissioners, effective January 1, 2023 through December 31, 2024.

Motion To: Election of Vice-Chairman of the Board - Effective January 1, 2023 through December 31, 2024 – Mike Pohlman will hold Vice-Chair office

RESULT:	ADOPTED [UNANIMOUS] – Mike Pohlman elected to Vice-Chair
MOVER:	Leon Dickson, Vice Chair
SECONDER:	Cheryl Pesce, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - Doug McGowen, President/CEO

(President's Briefing Continue on Page 149)

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 15)

RESULT:	APPROVED [UNANIMOUS] – Item 1 Held
MOVER:	Leon Dickson, Vice Chair
SECONDER:	Mike Pohlman, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

RESULT:	APPROVED [UNANIMOUS] – Items 2 through 15
MOVER:	Michael Pohlman, Board Member
SECONDER:	Cheryl Pesce, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

VP of CUSTOMER EXPERIENCE and ENERGY SERVICES

1. Resolution awarding a thirty-six (36) month purchase order to Neptune Technology Group, Inc., for water meters in the amount of \$3,576,593.80. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF INFORMATION OFFICER

2. Resolution approval of Change No. 2 to Contract No. 12202, Network Maintenance with ConvergeOne, Inc., in the funded amount of \$2,063,692.47. (This change is to renew the current contract for the second of four annual renewal terms for the period covering February 15, 2023 through February 14, 2024 which reflects a 3.4% increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

(None)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

3. Resolution approving Change No. 1 to Contract No. 12288, Gas Matrix Utility Landscaping with Enlightenment, Incorporated dba APS Facility Maintenance in the funded amount of \$398,448.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering February 14, 2023 through February 13, 2024.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL) .

ENGINEERING & OPERATIONS

4. Resolution approving the execution of Contract No. 12416 between Memphis Light, Gas and Water Division and Trunkline Gas Company, LLC, in the amount of \$13,000,000.00 approximately. (This contract will be for 167,000 MMBtu/day during the winter season. This contract is an amendment and extension to our Enhanced Firm Transportation agreement and includes a Discount Letter. Contract volume is increased from 67,000 to 167,000. The additional 100,000 is replacing volumes from an expiring contract on another pipeline providing a savings. The contract term is for five years, effective November 1, 2024 and ending March 31, 2029.) (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 3 to Contract No. 12129, Watkins Bridge over Loosahatchie River Main Relocation with Owens Irrigation, Incorporated dba Owens Construction Services of Tennessee in the funded amount of \$75,630.00. (This change is to extend the contract until June 30, 2023.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL) .

6. Resolution approving a twelve (12) month extension of Purchase Order Number 7018294 to Harcros Chemicals Incorporated for sodium hexametaphosphate. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving Change No. 1 to Contract No. 12343, Chemical Containment and Tank Installation at Water Pumping Stations with Chris-Hill Construction Company, LLC., in the amount of \$104,705.00. (This change is to expand the scope and increase funding. The contract term will remain through May 26, 2023.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

RESULT: **APPROVED [UNANIMOUS] – Items 8 and 9 – Same Day Minutes Adopted**

MOVER: Michael Pohlman, Board Member

SECONDER: Cheryl Pesce, Board Member

AYES: Pohlman, Pesce, Person, Graves, Dickson

SVP, CFO & CAO, FINANCE

8. Resolution approving payment of the Total Fiscal Year 2022 Gas Equivalency Payment to the City, the County and each incorporated municipality in Shelby County before December 31, 2022. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)
9. Resolution approving payment of the Total Fiscal Year 2022 Electric Equivalency Payment to the City, the County and each incorporated municipality in Shelby County before December 31, 2022. (Dana Jeanes) (SAME DAY MINUTES REQUESTED)
10. Resolution approving the removal of Nancy Miller from the MLGW Freight Account due to retirement with Liberty Bank Memphis. Also, to remove Jarl T. Young from the First Horizon MLGW Common Account, MLGW Customer Deposit Account, MLGW Retirement and Pension General Fund, MLGW Retirement and Pension Payroll Account, MLGW Special Account, MLGW Home Uplift Program, and Liberty Bank Memphis, Claims Settlement Account. Please add Doug McGowen to the same named accounts above. (Dana Jeanes)
11. Resolution approving Change No. 2 to Contract No. 12032, MLGW Electronic Bill & Presentment with Fidelity Information Services, LLC., (FIS Global) in the funded not-to-exceed amount of \$3,650,490.00. (This change is to extend the current contract for the period covering August 1, 2023 through July 31, 2026.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

12. Resolution awarding a twelve (12) month purchase order to Universal Scaffold and Equipment in the amount of \$11,594,232.00 for medium voltage EPR cable. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

13. Resolution approving the ratification of Purchase Order Number 7038758 to Crown Equipment for diesel-powered forklifts in the amount of \$292,472.73. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 1 to Contract No. 12298, Janitorial Services to Mason's Professional Cleaning Services, LLC., in the funded amount of \$326,970.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering March 2, 2023 through March 1, 2024 (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution approving Change No. 1 to Contract No. 12339, Janitorial Services to Mason's Professional Cleaning Services, LLC., in the funded amount of \$1,463,410.80. (This change is for the first of four annual renewal terms for the period covering May 23, 2023 through May 22, 2024.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):

2. Retirees Report - President Doug McGowen reported there are 29 working retirees with active hours and 40 currently active part-time retirees with active hours. This is reported to the Board annually.

3. Other - President Doug McGowen

President McGowen discussed the weather preparations meeting on December 20 with all three divisions. The team discussed potential impacts and noted that water is most at risk due to the extremely low temperatures expected. The team discussed restoration and the fact there would be significant demand for gas for furnaces and gas fireplaces, and heating demands. He stated the team is well prepared for electric outage occurrences. He added that there are more water pumps online compared to the previous water disaster, stating that down pressure monitoring will give early warnings. He added that the team has been responsive over the last year, not perfect yet, but in a much better position. The team will be checking in twice a day and the plan is in place to communicate with the customers. He added that he is confident in the staffing. He reminded everyone to cut off their water in the event water lines/pipes break.

President McGowen informed the board he had his first zoom town hall meeting with the staff, conveying his message to the team. He added the staff had great questions and he's looking forward to beginning rounds at the service centers. He confirmed that the LED street light contract has been executed and ready to begin work in January. Most of the lighting will be complete in 2023.

President McGowen expressed condolences to Michael Stewart's family. He added that he understands the work that many of the employees do is "unforgiving work". He

attended the service for Michael and stated that the MLGW family came together for support, and he had the opportunity to meet some of the employees he had not yet met. The Commissioners asked for feedback on the fatal accident that took place with Michael Stewart, and they all expressed their condolences. President McGowen confirmed a report will be brought to the board. Commissioner Person asked that emphasis be put on tree trimming in the coming year. He also asked for an update on the request made by Myron Stewart today.

COMMITTEE REPORTS:

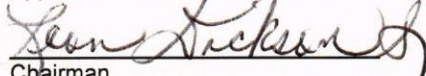
(None)

ADJOURNMENT:

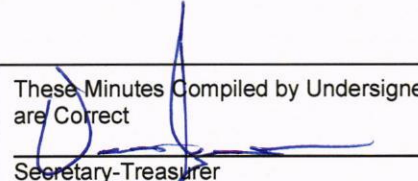
There being no further business, the meeting was adjourned at 9:31 a.m.

(See Minute File No. 1477.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer