



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, May 17, 2023

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

Chairman Dickson welcomed everyone to the meeting. He was excited to see so many people in attendance, but especially excited to see all the children that were present for the presentation of awards for an art contest they participated in.

PLEDGE OF ALLEGIANCE:

Chairman Dickson

ROLL CALL:

Rodney Cleek

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

APPROVALS:

Rodney Cleek

Motion To: Approve Minutes from the Meeting of April 19, 2023.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Mitch Graves, Board Member
SECONDER: Cheryl Pesce, Board Member
AYES: Pohlman, Pesce, Person, Graves, Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Rodney Cleek

Receipt of Certified Copies of City Council Resolutions dated May 2, 2023, items 9 through 30.

PRESENTATIONS:

Gale Carson Jones, Vice President of Community and External Affairs presented awards to the winners of the 2022 MLGW Poster Art Contest called the Power League "Crisis Crusher" Superhero. The art contests are designed to be fun and educational. Our community partners are Memphis Shelby County Schools and the Children's Museum of Memphis. In 2022, we had 105 entries total, 38 from K-2nd grade, 52 from 3rd-5th grade, 6 from 6th-8th grade, and 9 from 9th-12th grade. Our Judges were all non-MLGW employees, Tom Clifton, a Gallery Owner; Greg Cravens, a Cartoonist; and Wiley Henry, a Local Artist. The Winners are as follows: Akshara Pravin Habbu, a 2nd grader from Bailey Station Elementary; Reuben Kragt Bakker, a 5th grader from Midtown Montessori School; Anson Yan, an 8th grader from White Station Middle School; and Vibha Durikkannan, a 12th grader from Collierville High School. All the

winners received a canvas print of their artwork, an imprinted glass award of their artwork, MLGW Certificates, and \$125 gift card to the winner and teacher.

GENERAL STATEMENT(S) FROM THE PUBLIC:

Melanie W. Mack, 5385 Bare Oak Drive, an MLGW Employee and citizen, came before the Board to state that her Title 7 Rights had been violated for years in the area of Service Dispatch by her Supervisor, Joy Adams. Since 2017 to present, she has been belittled, bullied, gas lit, hollered at, retaliated against, and had to walked on eggshells when working with her Supervisor, Joy Adams. Ms. Mack states that she has filed several grievances and had evidence to support her allegations, yet the retaliation continues. Ms. Mack states that she has worked at MLGW for 20 years, and the last 5 and half years have been a reign of terror. She has utilized the EAP Services and was taken off work for a few weeks in the Summer of 2021. Ms. Mack states that she should not have to work in a created hostile work environment, and she deserves respect. She does enjoy working as a Service Dispatcher, but no one deserves to have to work in these conditions year after year after year.

Shea Wellford, 2939 Midland, Attorney at Martin Tate, represents Vucon, and is here regarding Item 3 on the Consent Agenda, the award of a paving contract to Chancellor Brothers, LLC and Veasley's Paving Services, Inc., a Joint Venture, that is before the Board this morning. Shea Wellford passed out information to the Board and had a PowerPoint Presentation. Ms. Wellford states that her Client, Vucon filed a Bid Protest which was denied. Ms. Wellford is here today to ask the Board to reconsider the award of the contract to Chancellor Brothers and Veasley because doing so would violate MLGW's Bidding Rules, Tennessee Law, and the bid requirements for this particular paving contract. Ms. Wellford states that back in October, VuCon and Chancellor-Veasley were the only two bids for a paving contract. Ms. Wellford states that MLGW reviewed the bids and determined that Chancellor-Veasley was non-compliant due to the licensing requirements and issued a Notice of Intent to VuCon. Ms. Wellford states that Chancellor-Veasley appealed, MLGW reconsidered, and MLGW then resended the Notice of Intent to VuCon and issued a Notice of Intent to Chancellor-Veasley. Ms. Wellford's Client then appealed. Vucon's appeal was denied by the Appeals Committee. Ms. Wellford and her Client believe that the Chancellor-Veasley contract should have been rejected in whole because the bid form was not filled out correctly. They believe that Tennessee Statute 62-6-119 gives clear directive as to how the bid form should be completed, and the reason this is so is to prevent bid shopping and ensures proper licensing.

Ms. Wellford stated that MLGW should have rejected Chancellor-Veasley's bid as it was not compliant with Tennessee Laws and MLGW Rules. Today's Resolution states that all the laws have been upheld in the bidding process, but Ms. Wellford believes they have not, and she urged the Board to not award the Contract to Chancellor-Veasley.

Commissioner Graves says he is concerned that we gave something to someone, then took it back and gave it to someone else. He knows our process is to appeal to an internal group, but doesn't remember what comes next.

Commissioner Pesce asked should we wait until the actual Consent Agenda to discuss? Chairman Dickson agreed. Ms. Wellford stated that she would be available for any questions.

Dennis Lynch, Conservation Chair of the Sierra Club, 347 North McLean, states that he is very interested in the future of MLGW. He was on the Power Supply Advisory Team during the first round of work that was going on at MLGW considering future energy strategies. He knows MLGW is getting ready to look at that again, and he came before the Board to ask that he be put on any board or committee formed regarding Power Supply. Mr. Lynch states that he has a Bachelor's and Master's Degree in Mechanical and Civil Engineering. Mr. Lynch believes that MLGW should invite the community for discussion as well as institutes, professors and professionals to get their input and find out what MLGW can be doing in the meantime. He is working on a letter with his ideas. He would like to interview with President McGowen or Board Members to be on any board or committee. He is retired and volunteering to do these things for the City.

Chairman Person asked Jackie Jones to address for the record and for others to know the process of how we will handle the complaint of Employee, Melanie Mack.

Ms. Jackie Jones stated that she had spoken with Ms. Mack after she spoke to the Board. Ms. Jones stated that the HR Team and LEDI Team (Labor Engagement Diversity and Inclusion Team) are responsible for any Title 7 or any other complaints that employees have regarding management or any other thing. The LEDI Team will investigate each complaint by interviewing employees and witnesses. For bargaining unit employees we have a grievance process that starts with management, then our LEDI team, and all the way up to arbitration. For our non-bargaining unit employees, they start with management.

Commissioner Graves states there is a process and she was circumventing that by coming to speak to us a member of the public instead of going to the process.

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - Doug McGowen
(President's Briefing Continued on Page 48)

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

Item #3, the award of Contract No. 12388, Master Asphalt Paving Program to Chancellor Brothers, LLC and Veasley's Paving Services, Inc., a Joint Venture was discussed by Commissioners and MLGW Staff. Ms. Wellford also stood and made additional comments.

Item #1, the award of contract No. 12413, Managed Residential Contact Center to DiRad Technologies, Incorporated was also discussed.

RESULT:	ADOPTED [4 TO 1]
MOVER:	Mitch Graves, Board Member
SECONDER:	Carl Person, Board Member
AYES:	Cheryl Pesce, Carl Person, Mitch Graves, Leon Dickson
NAYS:	Michael Pohlman

VP of CUSTOMER EXPERIENCE and ENERGY SERVICES .

1. Resolution awarding Contract No. 12413, Managed Residential Contact Center to DiRad Technologies, Incorporated in the funded not-to-exceed amount of \$18,391,600.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP of CHIEF INFORMATION OFFICER

(None)

VP of CHIEF PEOPLE OFFICER

2. Resolution approving the ratification of Purchase Order Number 7043670 to Tyndale Enterprises, Inc., for flame-resistant clothing in the total amount of \$4,097,760.06. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP of COMMUNITY & EXTERNAL AFFAIRS

(None)

VP of DESIGN CONSTRUCTION & DELIVERY

3. Resolution awarding Contract No. 12388, Master Asphalt Paving Program to Chancellor Brothers, LLC and Veasley's Paving Services, Inc., a Joint Venture in the funded amount of \$15,710,036.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP of ENGINEERING & OPERATIONS

4. Resolution awarding Contract No. 12383, Voice and Data Services to AT&T in the funded not-to-exceed amount of \$310,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 2 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$100,000.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering July 26, 2023 through July 25, 2024. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution approving Change No. 2 to Contract No. 12245, Well Abandonment with Layne Christensen Company to renew the current contract in the funded amount of \$165,720.00. (This change is to renew the current contract for the second of four annual renewal terms for the period covering July 6, 2023 through July 5, 2024.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order to Hitachi Energy USA Inc. for Tropos mesh routers network equipment in the amount of \$579,942.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

8. Resolution approving Change No. 17 to Contract No. 10793, Professional Portfolio Software with Advent Software, Incorporated in the funded amount of \$35,418.30. (This change is to ratify and renew the current contract for an additional year for the period covering May 11, 2023 through May 10, 2024.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CHIEF OPERATING OFFICER

(None)

VP of SHARED SERVICES

9. Resolution awarding Contract No. 12415, Water, Gas, Booster and Vacant Lots Grounds Maintenance to Rotolo Consultants, Incorporated in the funded amount of \$338,543.28. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution awarding purchase order to Brighter Days and Nites, Inc., for three-phase pole mount vacuum reclosers in the funded amount of \$3,579,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

11. Resolution awarding a purchase order to Brighter Days and Nites, Inc., for reclosers vacuum 16KA in the funded amount of \$562,275.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving the ratification of Purchase Order Number 7030651 to Automotive Tool Group for gas transition tees in the amount of \$278,329.80. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution awarding a twelve-month blanket purchase order for the purchase of precast concrete m-pads to Automotive Tool Group in the amount of \$461,778.00 and Universal Scaffold & Equipment, LLC. in the amount of \$2,798,400.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):**2. Compliance Report - Ryan Groves**

Ryan Groves presented to the Board a First Quarter Compliance Report. Mr. Groves gave an update on our electric, gas and water compliance programs. Mr. Groves reports that all of our NERC personnel have completed their annual NERC CIP training during the quarter which is a requirement under CIP-004.

Mr. Groves also notified that Board that we have the MLGW United Way Charity Golf Tournament scheduled for Friday September 22, 2023.

3. Other - Doug McGowen

President McGowen called Quinton Clark to the podium to give an update on the Memphis Light, Gas & Water Way Forward Plan regarding Water Infrastructure Condition Assessments, the American Rescue Plan Grant Funding (ARP), and improvements to the New Allen Pumping Station.

Mr. Quinton Clark gave an overview of grant funds that are available to MLGW. Mr. Clark also presented to the Board several projects that we are getting money for which include emergency generator upgrades, filter media system upgrades, lead service line replacements, and an aquifer study. Mr. Clark provided to the Board the total amount for these projects minus the grant funds and MLGW's match funds.

Mr. Clark stated that HDR did a detailed assessment of Allen Pumping Station which was our first all electric pumping station built in 1951. They looked at the performance, condition, and reliability. They provided three long-term plans for improvements. Mr. Clark provided to the Board the improvements and construction in the plans for the Allen Pumping Station.

President McGowen states that these improvement will get us back to full capacity.

President McGowen presented to the Board the 2023 Utility Bill Comparison that was presented to the City Council. President McGowen stated that as you know we have people that struggle to pay their utility bill, but he is happy to report that again this year, we are the lowest cost city when you compare all three utilities together. President McGowen states that this information will be available online.

President McGowen stated that since he has been at MLGW he has been meeting with the mayors from the other municipalities in Shelby County. We have been lacking representation on this Board for those municipalities, so we have asked the mayors to nominate a non-voting member. Yesterday, Mr. James Lewellen was put forth by Mayor Strickland to the City Council as one of the nominees. Mr. Lewellen is a long time Administrator for the Town of Collierville and City of Germantown. He has 35 years of municipal experience. He was approved yesterday by the City Council Personnel committee. We expect that he will be approved by the City Council in the coming weeks. President McGowen states that Mr. Lewellen will be a great addition to the team. President McGowen worked with Mr. Lewellen during the Pandemic in different roles. President McGowen states that Mr. Lewellen is an accountability partner, he understands what it means for utilities to serve cities and thinks he will find him to be incredibly helpful. There is another nominee that we think will be soon coming to fill out those two non-voting seats for us.

President McGowen announced to the Board that the "Fab 4" of the *MLGW 2045 Plan* are planning the plan today. They will work a couple months, and then in July we will begin in earnest with the plans. President McGowen states that we will invite the public to participate. We will invite a whole lot of people to participate in that planning process so as to Mr. Dennis' point, yes, we welcome community involvement.

President McGowen informed the Board that one of our first steps in the plan and to get the community involved is to hold two sessions, one on May 24, 2023, from 4-7, will be having a "Community Charging Forum". This will be for people in the community that would like to come learn about EVs. It will be EV 101, and will get people familiar with EVs, our infrastructure, and to find out where people would like charging stations to help us with the future infrastructure plans. Also, we will be hosting "Driving EV Leadership", on the morning of May 25, 2023, this will be for our larger customers that will have fleets of electric vehicles.

President McGowen also gave an update on the LED street light conversion. President McGowen stated that as of the end of last week we have 9,774 lights installed. Our plan was 9,475 lights installed, so we are slightly ahead. We track this day-by-day. President McGowen stated that our suburban communities are interested in this conversion as well. We have received several proposed agreements. President McGowen hopes that by the end of first quarter of next year 109,000 will be replaced, which is our total compliment in the county, and then we can start looking at leased outdoor lighting. President McGowen wanted the Board to know that we are marching

forward, we keep close track of this, and there is a website that you can track this on as well.

COMMITTEE REPORTS:

(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 10:11 a.m. (See Minute File No. 1482)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer