



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, December 6, 2023

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

PLEDGE OF ALLEGIANCE:

Chairman Dickson

ROLL CALL:

Dana Jeanes

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	
James Lewellen	Advisory Board Member	Present	
John Butler	Advisory Board Member	Present	

APPROVALS:

Motion To: Approve Minutes from the Meeting of November 15, 2023.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated November 21, 2023, Items 15 through 25 and Items 32 and 33.

PRESENTATIONS:

(None)

GENERAL STATEMENT(S) FROM THE PUBLIC:

Joe Kent - 5111 Flamingo - Mr. Kent came before the Board questioning the amount that is being contracted for tree trimming and paving. Mr. Kent discussed the communication system that MLGW is to purchase and stated that MLGW ratepayers would not feel the benefits from that communication system for another forty years. Mr. Kent mentioned a \$312 million capital underspend. Mr. Kent stated that MLGW and the City Council did not provide adequate public notice of the FY2024 Budget. Lastly,

Mr. Kent asked MLGW's Board to help Bill Morrison get a Landlord Registry established here in Shelby County.

Pamela Moses - 2383 Jackson Avenue - Ms. Moses came before the Board stating that she is hurt that her community is in distress and MLGW is doing nothing to help them out. Ms. Moses stated that if MLGW doesn't want to be a good neighbor then she is going to find some good neighbors like Entergy in Arkansas or Miso Energy. Ms. Moses stated that MLGW needs some competition. Ms. Moses mentioned that Hollywood and Rise Up America wants to be the lead pilot. Ms. Moses complained about the tree trimming.

Dr. Ray Bauer - 2000 N. Parkway - Co-Founder of 21st Century Memphis or Bust - Dr. Bauer stated that she wanted to talk about smart meters since they are on Agenda today. Dr. Bauer believes that MLGW has spent \$300 million dollars or more on rolling out the smart meters and the life span of the meters are only ten years or at least so it seems since the first ones were installed in 2013. Dr. Bauer asked if MLGW has a line in the sand as to how much we will spend on the smart meter project.

Glenda Hicks - 3090 Wood Thrush Drive - Co-Founder - 21st Century Memphis or Bust - Ms. Hicks is here regarding current billing issues. Ms. Hicks stated that the original billing fiasco was to be cleared up by this time, but that some of their members are still having billing issues. Ms. Hicks stated that several members have not received bills and some that have received multiple estimated bills instead of accurate meter readings. Ms. Hicks stated that she had been in contact with VP Timothy Davis regarding an account that had to be corrected. Ms. Hicks stated that there were actually meter readings, however, they were billed for estimated service. Ms. Hicks stated that there are some serious billing issues that need to be corrected.

Review Consent Agenda – President Doug McGowen

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.

(President's Briefing Continued on Page 137)

CONSENT AGENDA

(Items 1 through 10 and Items 12 through 23)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Mitch Graves, Board Member
SECONDER:	Michael Pohlman, Vice Chairman
AYES:	Pohlman, Pesce, Person, Graves, Dickson

Item 11 was deleted from the Consent Agenda.

VP of CUSTOMER EXPERIENCE and ENERGY SERVICES

1. Resolution ratifying the emergency award of Contract No. 12474, UPA Emergency Meter Repair to Utility Partners of America, LLC ("UPA") in the funded not-to-exceed amount of \$7,098,724.30. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution ratifying the emergency award of Contract No. 12463, UMRF Ventures, Inc., to UMRF Ventures, Inc., in the funded not-to-exceed amount of \$959,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF INFORMATION OFFICER

3. Resolution approving Change No. 1 to Contract No. 12236, Meter Support Maintenance with Honeywell to ratify and change the current contract in the funded not-to-exceed amount of \$145,259.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 3 to Contract No. 12265 (formerly Purchase Order Requisition No. 50107968), Autodesk with DLT Solutions, LLC to renew, change and increase the contract value in the funded amount of \$464,719.23. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving it ratifies the twelve-month extension of blanket purchase order number 7005517 to Tate Computer Systems, Inc., for Microsoft software licenses and software. (Randy Orsby)
6. Resolution approving Change No. 3 to Contract No. 12464 (formerly C2561), Samsara Fleet Safety and Track Solution with Samsara, Incorporated to expand the scope and increase the current contract value in the funded amount of \$648,028.50. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

7. Resolution approving Change No. 2 to Contract No. 12288, Gas Matrix Utility Landscaping with Enlightenment, Inc. dba APS Facility Maintenance, (This change is to renew the current contract for the second of four annual renewal terms for the period covering February 14, 2024 through February 13, 2025) in the funded amount of \$398,448.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving a twenty-four-month extension and ratification of purchase order numbers 7002514, 7002516, 7002933 and 7002934 to Tyndale Company, Inc., for construction and maintenance uniform shirts. (Randy Orsby)

9. Resolution approving Change No. 1 to Contract No. 12366, Large Directional Drilling with Memphis Road Boring Co., Incorporated to renew the current contract for the first of four annual renewal terms for the period covering January 1, 2024 through December 31, 2024 in the funded amount of \$2,509,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving Change No. 1 to Contract No. 12163, Electric Distribution, Construction and Maintenance with Davis H. Elliot Construction Company, Inc., to ratify and expand the equipment rates with no increase in the current contract. (Randy Orsby)
11. Resolution approving Change No. 3 to Contract No. 12077, Line Clearance with Asplundh Tree Expert, LLC is to ratify the approval of invoice payments, based on agreed upon emergency rates, with no increase in the contract value. This is related to crews utilized during the June 25, 2023 storm restoration event. (Randy Orsby)

RESULT:	DELETED [UNANIMOUS]
MOVER:	Mitch Graves, Board Member
SECONDER:	Michael Pohlman, Vice Chairman
AYES:	Pohlman, Pesce, Person, Graves, Dickson

ENGINEERING & OPERATIONS

12. Resolution approving Change No. 2 to Contract No. 12335, Davis #3 Variable Frequency Drive (VFD) Replacement with Shelby Electric Company, Incorporated to extend the current contract with no increase in the contract value. (Randy Orsby)
13. Resolution approving Change No. 2 to Contract No. 12336, Morton Distributed Process Control (DPC) Installation to Tri-State Armature & Electrical Works, Incorporated is to extend the current contract with no increase in the contract value. (Randy Orsby)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

(None)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

14. Resolution approving Change No. 1 to Contract No. 12300, Disparity Study with Griffin & Strong Attorneys & Public Policy Consultants (This change is to ratify and extend the current contract for an additional nine months covering the period November 10, 2023 through August 31, 2024) with no increase in the contract value. (Randy Orsby)

15. Resolution approving Change No. 1 to Contract No. 12378, Fleet Maintenance with Goodyear Commercial Tire and Service Center (This change is to ratify and renew the current contract for the first of four annual renewal terms for the period covering January 1, 2024 through December 31, 2024) in the funded amount of \$1,144,008.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

CHIEF PEOPLE OFFICER

16. Resolution to approve changes to HR Policy 23-30, Possession or Circulation of Unauthorized Materials. (Jacqueline Jones)
17. Resolution to approve changes to HR Policy 23-11 Political Activity. (Jacqueline Jones)
18. Resolution to approve changes to HR Policy 23-10, Theft or/and Unauthorized Use of MLGW Property. (Jacqueline Jones)
19. Resolution to approve changes to HR Policy 21-12, Employment Information. (Jacqueline Jones)
20. Resolution to approve new HR Policy 22-18-1, Relocation Tier I. (Jacqueline Jones)
21. Resolution to approve changes to HR Policy 21-09, Employment of MLGW Retirees. (Jacqueline Jones)
22. Resolution to approve changes to HR Policy 21-02 Employment Status. (Jacqueline Jones)
23. Resolution to approve changes to HR Policy 23-18, Prohibition of the Sale of Narcotics or Controlled Substances. (Jacqueline Jones)

PRESIDENT'S BRIEFING CONT'D**Other – President Doug McGowen**

President McGowen provided an update to the Board regarding hiring. President McGowen reported that we have hired 491 people this year with 254 of those being external people. President McGowen stated that he is very pleased with the HR Team as they have exceeded the hiring goal set for them this year and have made significant improvement.

President McGowen provided an update on tree trimming. President McGowen stated that we have cut 345 miles of right-of-way which is right at 25% of what needs to be cut in one year in just under 25% of the time allowed. President McGowen says they are on time with now completed 421 miles since the second week of December which makes us 30% complete in just 24% of the time. President McGowen has asked two of our partners, Kendell and Lewis if they can go faster, can they provide more assets to us to get this faster than three years? One company has already added four crews to do back lot trimming. President McGowen has asked about hiring some in-house workers as requested by the City Council. President McGowen stated that having in-house workers would also be beneficial in that once we are caught up we would be able to send them to help other utilities in times of need. President McGowen also addressed the concern regarding the amount of the contracts for tree trimming. President McGowen stated that the increase was competitively bid and was based on the known volume that we were going to have to trim, not just the miles, but the volume. President McGowen stated that once we get on a regular cycle we hope to have a more competitive rate.

President McGowen discussed delayed billing. President McGowen stated that he was pleased with Timothy Davis' report regarding delayed billing stating they still anticipate being caught up by the end of the year. President McGowen stated that we have 1,872 accounts that are still delayed, but we are back under our normal range of exceptions each month. President McGowen stated that we are down to 4,900 bills that are still outstanding and that this is within our normal range. President McGowen also discussed the repair of the meters.

President McGowen also addressed the Paving Budget that was also brought up in the General Public Statements. President McGowen stated that MLGW Performs 6,000 street cuts a year and each one cost us about \$2,600 to repair. Of that \$2,600, \$750 of that is for a permit fee paid directly to the City which means that we pay per street cut \$1,850.00. President McGowen stated that the cost to repair is based 100% on the standards of the City of Memphis.

President McGowen reported to the Board that last night the Memphis City Council approved the FY24 Budget that the Board approved on October 18, 2023. President McGowen noted that this information was provided to the City Council on November 1, 2023. President McGowen reported that the FY24 Budget has been available for the public's viewing since October 18, 2023. President McGowen stated that the City Council approved the rate increase as the Board did. President McGowen stated that we are pleased with this as it will allow us to move forward with our aggressive schedule. President McGowen stated that so far this year with the exception of storms we have delivered 99.92% reliability to our customers. President McGowen stated that 99.95% is the recommended amount according to the American Public Power Association. We seek to exceed that, and with the approval of that budget we will be able to do that. President McGowen thanked the staff and Board for all their work to get us here and stated that our team is ready to begin work the first of the year.

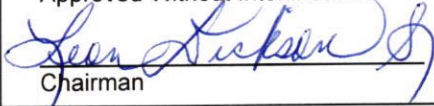
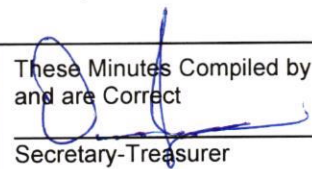
COMMITTEE REPORTS:Supplier Diversity 3rd Quarter Report - Tamara Pate

Ms. Tamara Pate presented to the Board the 3rd Quarter Supplier Diversity Report. Ms. Pate reported that we have contracted over \$46 million with minority owned, women owned and locally owned small businesses. We have purchased over \$33 million with minority, women owned, and local small businesses. Ms. Pate also provided a comparison of our contract and purchasing impacts, specifically viewing goods and supplies and good and services for 2022 and 2023 as Chairman Dickson requested. Ms. Pate reported that our total diversity spend is \$79,370,640.52. Ms. Pate broke that number down showing how much was minority business, women's business, and locally owned business. Ms. Pate provided detailed information as to our Sheltered Market Impact, Minority Business Enterprises, Women Business Enterprises, Local Small Business Enterprise, and our Multi-class Spend. Ms. Pate reported that during the third quarter we have grown in minority owned firms. Ms. Pate reported the success of the B.O.S.S. Up Event and showed a video of the Flame and Spark Awards Ceremony.

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:34 a.m.

Approved Without Interlineation


ChairmanThese Minutes Compiled by Undersigned
and are Correct
Secretary-Treasurer