



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

Board Meeting

~ Minutes ~

Wednesday, April 19, 2023

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

PLEDGE OF ALLEGIANCE:

Chairman Dickson

SAFE DIGGING MONTH PROCLAMATION

Chairman Dickson

Chairman Dickson read into record the Safe Digging Proclamation since April is Safe Digging Month.

RESOLUTION IN HONOR OF MLGW LINEMEN

Chairman Dickson read into record a Resolution honoring our Lineman. Memphis Light Gas & Water Linemen serve our community and provide a vital service to more than 430,000 customers. They put their lives at risk and use their skills and knowledge to restore power during natural disasters and severe weather. Memphis Light, Gas & Water and its Board members take this time to recognize the Linemen for their sacrifice and services to MLGW and our community.

Brad Gates, Manager of Electric Construction and Maintenance thanked all the Linemen stating that they are an "elite group" and that not everyone could do what they do. Mr. Gates thanked Chairman Dickson for his comments recognizing the Linemen. Mr. Gates introduced Employees that were in attendance for the reading of the Resolution: Todd Carr, General Supervisor of Troubleshooters; Darrin Miller, Crew Leader/Lineman; Greg Brown, Troubleshooter; Juan Ortiz, Crew Leader/Lineman; Marshall Foster, General Supervisor Hickory Hill; and Derrick Jones, General Supervisor North Center. Mr. Gates thanked these and all the linemen for their hard work and dedication.

ROLL CALL:

Dana Jeanes

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

APPROVALS:

Motion To: Approve Minutes from the Meeting of April 12, 2023.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated April 11, 2023, items 22 through 33.

PRESENTATIONS:

(None)

GENERAL STATEMENT(S) FROM THE PUBLIC:

Sarah Houston - 200 Wagner Place, Executive Director of Protect Our Aquifer. Ms. Houston wanted to speak regarding the results of the study that were presented to the Board last week by Dr. Waldron of the University of Memphis. She stated that last week's meeting revealed a really exciting milestone when the revelation that the systems might be more like Swiss cheese, and stated that a lot of verification needs to happen. She hopes to work with state boards to make sure these results do not just sit on a shelf. Ms. Houston spoke about breaches stating that they knew of breaches in the South part of Shelby County, but now after the study revealed that the North part of the Shelby County has potential breaches as well. Ms. Houston states that in 2021, City Council passed the first ever Zoned Overlay District for our well fields. This is the best management practice the EPA laid out over 30 years ago. However, this does not help with "Legacy Pollution". 52% of water coming from the MLGW Well Fields is going to commercial users with our biggest user being TVA to cool the Allen Plant. Ms. Houston concluded by stating that they don't want the study to sit on a shelf and that they plan to work with MLGW to follow through to make sure there are some repairs.

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - Doug McGowen
(President's Briefing Continued on Page 42)

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.

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

CONSENT AGENDA

VP of CUSTOMER EXPERIENCE and ENERGY SERVICES

1. Resolution approving the rejection of the bids received up to 1:00 PM on February 20, 2023, for Contract No. 12406, Fast Charge TN Network. (Randy Orsby)

CHIEF INFORMATION OFFICER

(None)

CHIEF PEOPLE OFFICER

2. Resolution approving Change No. 4 to Contract No. 12043, Property & Boiler Insurance with FM Global to renew the current contract in the funded amount, based on approved rates, not-to-exceed \$2,905,827.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

3. Resolution approving Change No. 5 to Contract No. 12026, Water Production Wells with Layne Christensen Company to extend the current contract with no increase in the contract value. (Randy Orsby)
4. Resolution approving Change No. 2 to Contract No. 12238, Electric Substation Construction and Maintenance Services with RMS Energy Company, LLC to renew the current contract in the funded amount of \$10,000,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

5. Resolution awarding a purchase order to Global Power Components for a switchgear in the amount of \$1,999,712.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

(None)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

6. Resolution awarding a purchase order to Automotive Tool Group for three-phase bypass recloser switches in the amount of \$1,388,400.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

7. Resolution awarding a purchase order to Dobbs Peterbilt for the purchase of six-yard and ten-yard dump trucks in the amount of \$463,674.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

8. Resolution awarding Contract No. 12409, Trash Removal Services to BFI Waste Services, LLC dba Republic Services of Memphis in the funded amount of \$348,232.32. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

REGULAR AGENDA

President McGowen presented Regular Agenda Items to the Board. Prior to voting on any item on the Regular Agenda, President McGowen discussed each item separately and answered any questions or concerns the Board had.

ITEM 9 - Resolution approving the inactivation of several vacant positions, creating several new positions, and granting the President flexibility in making minor adjustments to the positions included in Exhibits A and B. (Doug McGowen)

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

Motion To: Same Day Minutes - ITEM 9

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

President McGowen presented to the Board a Resolution to increase the contract approval limits for the Board of Memphis Light, Gas & Water in an effort to speed things along. President McGowen states that we need to be agile. The current limits prevent us from being agile and to have more room to operate. We are routinely seeing that prices are going up or the guarantee of the price has gone up by the time we go through all processes.

Dana Jeanes addressed Board to explain why we need this increase. Mr. Jeanes states it is a long approval process of about 4-6 weeks plus you have to factor in the staff time it takes to put together these resolutions every two weeks. We have information that bidders don't bid because they can't hold a bid for that long. We have excess inventory because we can't go without. We would provide quarterly reports for those greater than \$250,000 up to \$1,000,000. By increasing the limits, we would reduce the number of items that would have to go before the Board. The number of items would drop by nearly half. Mr. Jeanes states that this would allow us to move in a more agile fashion.

ITEM 10 - Resolution authorizing the MLGW President/CEO to request an amendment to the Code of Ordinances by the Memphis City Council, to hereby allow authorization to execute and deliver contracts entailing obligations or expenditures of \$1,000,000.00 or less without the prior approval of this Board or the City Council. (Doug McGowen) (REQUIRES CITY COUNCIL APPROVAL)

AMENDED AS FOLLOW: Resolution to authorize MLGW President/CEO to request amendment to the Code of Ordinance by Memphis City Council, to hereby allow authorization to execute and deliver contracts entailing obligations or expenditures less than \$500,000.00 without prior approval of this Board or the City Council and that this Board shall be allowed to authorize expenditures of \$500,000.00 and above and increase to \$1,000,000.00 without the prior approval of the City Council.

RESULT:	APPROVED AS AMENDED [UNANIMOUS]
MOVER:	Cheryl Pesce, Board Member
SECONDER:	Michael Pohlman, Vice Chairman
AYES:	Michael Pohlman, Cheryl Pesce, Mitch Graves, Leon Dickson
ABSENT:	Carl Person

Ultimately, the Board approved an Amended Resolution that would increase the requirement for Board approval to be any amounts \$500,000.00 and over, and to increase the City Council approval requirement for any amount \$1,000,000.00 and over.

President McGowen presented to the Board a Resolution to repeal MLGW's Residency Policy and for the City Council to change the Ordinance with Residency Requirements. We currently have a policy that requires MLGW Employees to reside inside Shelby County, Tennessee. We believe this residency requirement is a barrier to hiring needed employees. We are in a war for talent. We must have the right people on board to do the work, and we have heard that this is a hesitancy that they have.

Jackie Jones presented to the Board information regarding the war on talent. One of the reasons we have so many positions open is because we are having problems finding people. We need a broader pool of applicants. We are implementing options to work remotely some days. We are going to offer sign-on bonuses and referral bonuses. Some of the issues we face is that it takes too long to hire people and current employees get burnt out. Ms. Jones states that she has spoken with Managers that say 50 - 75% of the issues we have recruiting is a result of the residency requirement. We recommend that we exempt MLGW employees from the residency requirement. We believe that exempting MLGW Employees will bring about a reduction in turnover, reduce burnout, create a broader area to recruit from, and the availability to cross-train. We are asking for you to repeal the residency policy.

President McGowen provided to the Board information that showed what happened last year when State law was passed that repealed requirements for first responders. President McGowen states that we are the same as first responders. In addition to repealing this residency requirement, we are working with Southwest TN Community College and their lineman apprentice program, also working on IT programs. Also, Shelby County Schools are wanting us to partner with high schools that will allow people to come to work at MLGW right out of high school. President McGowen suggest that we repeal the requirement because we need people so we can be agile.

ITEM 11 - Resolution approving to repeal MLGW HR Policy 21-19, Residency Policy. (Doug McGowen) (REQUIRES CITY COUNCIL APPROVAL)

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

PRESIDENT'S BRIEFING (Continued):**2. Other - Doug McGowen**

President McGowen states that we will take all the items that you have approved to the City Council in due course and present them with your advice. President McGowen is pleased with our team's response to the new expectations that they have been given since he has arrived. We have seen some improved performance especially in the call center, in reliability, and where the "way forward plan" is going. President McGowen presented a slide showing that we have had six severe storms since he has come onboard. President McGowen says this is an unprecedented number of severe weather events that we have gone through in the first few months of 2023. President McGowen believes these severe weather events are here to stay due to the change in weather and climate which makes it even more important that we double down on reliability and resilience. President McGowen stated that the performance of the team in restoring our customers back to full service after these storms is impressive. You will recall that these gentlemen behind me (linemen recognized earlier) were out in 25-degree weather making sure our customers got utilities restored. President McGowen recognized our employees for the good efforts.

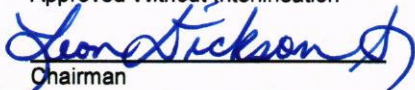
Commissioner Graves recognized Lisa Osborn for her service and time here at MLGW. He stated that she was his right arm, and he could not have made it without her.

Chairman Dickson also thanked Lisa for her service. He stated that she helped him tremendously and she will be greatly missed.

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:52 a.m. (See Minute File No. 1481)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned
and are Correct

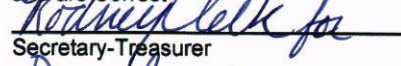


Secretary-Treasurer


Exhibit A			
Vacant Positions to Inactivate			
POSITION NUMBER	JOB CLASS	POSITION NAME	Annual Salary
2440	GG412	Clerk Address Assignment	\$ 50,086.40
399	GG966	Drafter Detailer	\$ 50,086.40
5821	EE414	Drafter 1	\$ 57,595.20
1742	GG964	Blueprint Opr	\$ 46,092.80
5846	SS053	Delinquent Accts Processing Clerk	\$ 54,038.40
5412	AC645	Acctg Rep 4	\$ 31,085.60
201	SS073	Credit Counselor	\$ 62,171.20
97	GG732	Gas Regulator Repairer	\$ 73,299.20
6309	SS073	Credit Counselor	\$ 31,085.60
7102	AA082	Computer Software Spclst 3	\$ 104,624.00
2235	CC041	Customer Accts Processor	\$ 57,595.20
6635	AA082	Computer Software Spclst 3	\$ 104,624.00
6506	SS073	Credit Counselor	\$ 31,085.60
1083	SS073	Credit Counselor	\$ 62,171.20
6511	KG917	Energy Supvsr	\$ 104,624.00
673	SR917	Supvsr Customer Resolutions Serv	\$ 97,240.00
1892	EE607	Fabricator Welder	\$ 69,451.20
5690	AA081	Computer Software Spclst 2	\$ 98,425.60
39	AA447	Crew Leader Mechanic	\$ 73,299.20
6750	EE941	Machine Opr Electric	\$ 57,595.20
1320	GG776	Utility Worker 2	\$ 50,086.40
1856	EE607	Fabricator Welder	\$ 69,451.20
1872	GG776	Utility Worker 2	\$ 50,086.40
1220	KE883	Foreman 2 - Engineering	\$ 87,630.40
1630	AR646	Acctg Rep 5	\$ 66,580.80
7081	WW814	Field Repairer Water Meters	\$ 28,797.60
3592	ZZ003	Clerical Support 3	\$ 46,092.80
2045	SP073	Credit Counselor	\$ 62,171.20
2904	SL917	Supvsr Corporate Investigation Loss Prevention	\$ 87,755.20
2157	RR158	Account Research Analyst	\$ 66,580.80
7130	AA082	Computer Software Spclst 3	\$ 104,624.00
7129	AA082	Computer Software Spclst 3	\$ 104,624.00
7144	HR050	HR Business Partner	\$ 105,248.00
5168	KE404	Engineer 4	\$ 114,254.40
7145	RR240	Comrc Resource Ctr Rep	\$ 64,126.40
7146	RR240	Comrc Resource Ctr Rep	\$ 64,126.40
6898	SS054	Bankruptcy Processing Clerk	\$ 57,595.20
6866	WW814	Field Repairer Water Meters	\$ 28,797.60
272	KJ883	Foreman 2 - Shared Services	\$ 87,630.40
1753	WW814	Field Repairer Water Meters	\$ 28,797.60
425	RR158	Account Research Analyst	\$ 66,580.80
2105	RR158	Account Research Analyst	\$ 66,580.80

Exhibit A**Vacant Positions to Inactivate**

POSITION NUMBER	JOB CLASS	POSITION NAME	Annual Salary
1715	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
892	ZZ004	Clerical Support 4	\$ 50,086.40
7105	AA443	Apprntc Mechanic	\$ 62,171.20
604	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
938	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
3343	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
6308	SS063	Comrc'l Deposits Clerk	\$ 31,085.60
515	KA901	Admin Asst 1	\$ 57,948.80
2558	AA950	Mechanic Helper	\$ 50,086.40
3473	EE913	Shift Supvsr Dist Support	\$ 104,624.00
5897	GG776	Utility Worker 2	\$ 50,086.40
3093	DE941	Machine Opr Electric Drilling	\$ 57,595.20
4200	GG745	Gas Fitter	\$ 73,299.20
7155	CC041	Customer Accts Processor	\$ 57,595.20
2564	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
6426	SS053	Delinquent Accts Processing Clerk	\$ 54,038.40
6461	AA081	Computer Software Spclst 2	\$ 98,425.60
67	EE574	Troubleshooter Customer Service	\$ 86,923.20
62	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
1633	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
7101	AA074	Associate Info Systems Spclst 3	\$ 87,630.40
1065	RR892	Service Advisor	\$ 62,171.20
270	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
2479	EE548	Utility Worker Millwright Welding Shop	\$ 50,086.40
1837	CC041	Customer Accts Processor	\$ 57,595.20
3275	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
2584	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
373	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
589	EE544	Helper Electric Dist Pre Apprntc	\$ 54,038.40
1988	SS059	Teller	\$ 50,086.40
5110	WW780	Utility Worker 1	\$ 46,092.80
7045	BB233	Commctn Spclst	\$ 73,382.40
Total Budget Dollars			\$ 4,733,965.60

Exhibit B			
New Positions to Create			
	JOB CLASS	POSITION NAME	Annual Salary
	EE530	Crew Leader Electronics Techn	\$ 83,012.80
	EE530	Crew Leader Electronics Techn	\$ 83,012.80
	EE527	Electronics Techn	\$ 79,580.80
	EE527	Electronics Techn	\$ 79,580.80
	EE470	Electronics Commctn Techn	\$ 76,336.00
	EE470	Electronics Commctn Techn	\$ 76,336.00
	EE529	Electronic Data Spclst	\$ 98,425.60
		Crew Leader Radio	\$ 83,012.80
	KE403	Engineer 3 (Planning Engineer)	\$ 104,624.00
	GG720	Opr LNG Plant	\$ 76,336.00
	GG720	Opr LNG Plant	\$ 76,336.00
	GG363	Maint Mechanic LNG Plant	\$ 73,299.20
	GG732	Regulator Repairer	\$ 73,299.20
	WW820	Maint Mechanic	\$ 69,451.20
	WW813	Instrument Techn	\$ 76,336.00
	WW836	Maint Electrician	\$ 73,299.20
	KE402	Engineer 2	\$ 98,425.60
	WT903	Water Specialist	\$ 125,132.80
	KE403	Engineer Retirees	\$ 104,624.00
	KE403	Engineer Retirees	\$ 104,624.00
	GG966	Drafter Detailer	\$ 50,086.40
	EE390	Reliability Quality Analyst	\$ 83,865.60
	EE390	Reliability Quality Analyst	\$ 83,865.60
	KE403	Engineer 3	\$ 104,624.00
	KE403	Engineer 3	\$ 104,624.00
	KE401	Engineer 1 (SCADA Programmer)	\$ 87,630.40
	KE401	Engineer 1 (SCADA Programmer)	\$ 87,630.40
	KE401	Engineer 1 (SCADA Programmer)	\$ 87,630.40
	NN666	Electric Systems Opr 1	\$ 87,630.40
	WW812	Lead Water Quality Control Analyst	\$ 95,908.80
		Grants Coordinator	\$ 87,755.20
		Subtotal	\$ 2,676,336.00
	EE159	Inspector Contracted Serv	\$ 78,540.80
	EE159	Inspector Contracted Serv	\$ 78,540.80
	EE159	Inspector Contracted Serv	\$ 78,540.80
	EE159	Inspector Contracted Serv	\$ 78,540.80
		Subtotal	\$ 314,163.20
	CS152	Customer Service Techn 3	\$ 73,299.20

Exhibit B			
New Positions to Create			
	JOB CLASS	POSITION NAME	Annual Salary
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
	CS152	Customer Service Techn 3	\$ 73,299.20
		Subtotal	\$ 732,992.00
	WW190	Corporate Safety Supervisor	\$ 125,132.80
	PF917	Safety Specialist	\$ 104,624.00
	PF917	Safety Specialist	\$ 104,624.00
	DT270	Safety Training Spclst Driver Trainer	\$ 98,425.60
	HR050	HR Business Partner	\$ 105,248.00
	PP111	Human Resource Rep 2	\$ 87,755.20
	PP111	Human Resource Rep 2	\$ 87,755.20
	PP111	Human Resource Rep 2	\$ 87,755.20
	PP111	Human Resource Rep 2	\$ 87,755.20
	PP111	Human Resource Rep 2	\$ 87,755.20
		Subtotal	\$ 976,830.40
		Total Budget Dollars	\$4,700,321.60