



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, May 20, 2020

8:30 AM

Zoom Electronic Meeting

CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 8:31 a.m.

PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

Chairwoman McCullough led the Pledge of Allegiance via phone.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Carlee McCullough	Chairwoman	Present	
Mitch Graves	Vice Chair	Present	
Leon Dickson	Board Member	Present	
Mike Pohlman	Board Member	Present	
Steve Wishnia	Board Member	Present	

Advisory Board Members - Kevin Young - Present
Dwain Kicklighter - Present

There were several Senior Leadership Council on the call. However, a roll call was not taken for the SLC.

APPROVALS:

Motion To: Approve Minutes of the Meetings of May 6, 2020 and May 14, 2020

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Michael Pohlman, Board Member
SECONDER:	Mitch Graves, Vice Chair
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated May 5, 2020, Items 6 through 10 and 14 through 17. (See Minute File No. 1448.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

Chairwoman McCullough acknowledged a customer request provided by Corporate Communications from corpcomm@mlgw.org.

- 1) Andrea Fischer, 562 Sharon Drive, Memphis, TN described in writing her circumstances. Jim West read her request and stated various ways that Ms. Fischer could make contact to discuss her account. He also noted that we will research her account, contact her and provide her with information on assistance programs.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 55)

The original of the resolutions and documents relating to each item is filed in the vault on 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 25)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Mitch Graves, Vice Chair
SECONDER:	Michael Pohlman, Board Member
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution awarding a purchase order to Technologyx, Inc. for Citrix software maintenance and support, in the amount of \$101,224.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 13 to Contract No. 9547, IBM Maintenance with International Business Machines (IBM), with no increase in the contract value. (This change is to renew the current contract for the IBM MQ Processor Value Unit (PVU) for the period covering July 1, 2020 through June 30, 2021 in the funded amount of \$33,500.00, which will be absorbed in the current contract value. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by IBM.) (Randy Orsby)

3. Resolution awarding a purchase order to Logicalis, Inc. for Generation 8 server blades, in the amount of \$576,566.48. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 1 to Contract No. 12181, AppManager Scheduler with Broadcom, Inc. (formerly CA Technologies, Inc.) in the funded amount of \$201,000.00 for existing software. (This change to ratify and renew an existing purchase order for software, maintenance, and support services for three years for the period covering May 19, 2020 through May 18, 2023. MLGW is requesting continuous maintenance, license, and support services, which can only be performed by Broadcom, Inc.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

(None)

COMMUNITY & EXTERNAL AFFAIRS

5. Resolution approving a contract between MLGW and TVA to support industrial recruitment, development and expansion of business and industry in the Memphis/Shelby County area. The total funded amount of the contract is \$80,608 of which TVA reimburses MLGW \$40,304. (Gale Carson) (REQUIRES CITY COUNCIL APPROVAL)

Motion To: Approve Same Day Minutes – Item No. 6

RESULT:	APPROVED [UNANIMOUS] – Item 6
MOVER:	Mitch Graves, Vice Chair
SECONDER:	Steve Wishnia, Board Member
AYES:	Wishnia, McCullough, Graves, Dickson, Pohlman

6. Resolution requesting approval to revise MLGW Policy #27-02, MLGW Community Involvement, to temporarily increase the number of volunteer hours to a maximum of 40 hours for the calendar year 2020, provided that such volunteer activities do not interfere, in the judgment of the employee's supervision, with the operation of MLGW work. In addition, the resolution authorizes the President/CEO to approve additional hours on a case-by-case basis if needed. Resolution effective date beginning on the date approved and end on December 31, 2020 at which time the maximum number of hours under Policy #27-02 shall either revert back to the original 12 hours or be modified in accordance with such policy's update. (Gale Carson)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

7. Resolution approving Change No. 16 to Contract No. 9955, Partial Funding of Pollution Control-Ground Water Quality Control Program with Memphis & Shelby County Health Department, to authorize the annual fee payment with no increase in the contract value.

(This change is to authorize the annual payment in the funded amount of \$140,556.90, based on Fiscal Year 2019 data, covering January 1, 2019 through December 31, 2019, with an increase in meters from 253,208 to 255,558 from the previous year. This amount will be absorbed in the current contract value.) (Randy Orsby)

8. Resolution awarding a purchase order to Data Connect Enterprise, Inc. for ruggedcom communications equipment, in the amount of \$123,848.92. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding a purchase order to Brighter Days and Nites, Inc. for profile 3 circuit breaker trip test kit, in the amount of \$63,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution awarding a purchase order to Brighter Days and Nites, Inc. for fuse disconnecting switches, in the amount of \$55,463.10. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution awarding a purchase order to United Rentals, Inc. for a mobile power generator, in the amount of \$72,799.26. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding a purchase order to Engineered Sealing Components, LLC for substation feeder cubical and main cubical breaker, in the amount of \$64,112.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution awarding a purchase order to SATEC, Inc. for branch feeder monitor metering equipment, in the amount of \$125,105.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving after the fact of Purchase Order Number 7018638 to Engineered Sealing Components in the amount of \$70,100.12, for uninterruptible power supply. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution awarding contracts to the following vendors for professional engineering services for Gas Engineering & Operations as follows: Contract No. 12119 to Fisher Arnold in the funded not-to-exceed amount of \$100,000.00; Contract No. 12189 to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$100,000.00; Contract No. 12190 to CHI Engineering in the funded not-to-exceed amount of \$100,000.00; Contract No. 12191 to Mid South Engineering Consultants LLC in the funded not-to-exceed amount of \$100,000.00; and Contract No. 12192 to Energy Land & Infrastructure in the funded not-to-exceed amount of \$100,000.00 for the total not-to-exceed amount of \$500,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
16. Resolution approving Change No. 4 to Contract No. 11861, Substation and Transmission Engineering Services with Fisher & Arnold, Incorporated, in the funded amount, based on approved rates, not-to-exceed \$300,000.00. (This change is to renew the current contract for the fourth and final annual renewal term covering the period October 5, 2020 through October 4, 2021, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

17. Resolution awarding Contract No. 12145, Rewind/Repair Water Department Well Pump Motors to Mock, Inc., d/b/a HI-Speed Industrial Service, in the funded not-to-exceed amount of \$300,000.00 for thirty-six months. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

18. Resolution authorizing amendments to the MLGW 457(b) Plan to permit a Coronavirus-Related Distribution in accordance with and under the terms and provisions of the CARES Act. Resolution allows MassMutual to be instructed to implement this change to the MLGW 457(b) Plan and to operate the 457(b) Plan in accordance with this change as permitted by the CARES Act and for such period as permitted by the CARES Act. In addition, the resolution authorizes and empowers duly authorized officer to execute and deliver all instruments and documents as deemed necessary. (Dana Jeanes)
19. Resolution approving Change No. 1 to Contract No. 12043, Property & Boiler Insurance with FM Global, based on approved rates, not-to-exceed \$1,813,029.00. (This change is to renew the current contract for the first of four annual renewal terms covering the period June 1, 2020 through May 31, 2021. This change to renew the current contract reflects a 20% increase for property insurance and a 32% increase in terrorism coverage, as well as an increase in total insured value rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

20. Resolution awarding purchase orders to MHC Ford Memphis in the amount of \$106,625.00 and AutoNation Ford Memphis in the amount of \$823,190.81, for the purchase of service body trucks. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution awarding a purchase order to AutoNation Ford Memphis for 1-ton extended cab and crew cab chassis trucks with aerial towers, in the amount of \$888,224.10. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
22. Resolution awarding a purchase order to Summit Truck Group for the purchase of class 8 cab and chassis, in the amount of \$405,208.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

23. Resolution awarding contracts to Summit Truck Group in the amount of \$602,945.00 and Tag Truck Center in the amount of \$88,765.00, for 2-ton cab and crew cab and chassis. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
24. Resolution awarding a purchase order to Shaw Material Handling for the purchase of electric standup counterbalanced forklift trucks, in the amount of \$86,630.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
25. Resolution awarding a purchase order to Brighter Days and Nites, Inc. for 12" coated steel gas pipe, in the amount of \$195,048.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):

2. MLGW HR Policy #23-09 - Drug/Alcohol Policy & Procedures - Eric Conway summarized the proposed changes to the policy. There were no questions from the Board.
3. MLGW HR Policy #21-05 - Exit Interviews - Eric Conway reviewed the various proposed changes. There were no questions from the Board.

(President Young asked that the Committee Report be given prior to his updates – Briefing Continued Below)

COMMITTEE REPORTS:

First Quarter, 2020 Supplier Diversity Report - Randy Orsby summarized the power point presentation. He reported that the first quarter, 2020 total spend was \$6,698,453.31 which calculates to 24% of the total spend.

4. COVID19 Update - J. T. Young

President Young informed the Board that MLGW has approximately 850 employees approved to work remotely. He also reported the COVID19 statics of the MLGW employees as follows: 158 are isolated; 101 have returned to work; and 57 remain isolated. There are 9 employees awaiting results; 24 positives to date and of those, 20 are still isolated. In addition we have had one death. He added that MLGW employees have been provided masks and are required to wear them at all times. He also stated that extra attention to hygiene is being encouraged. Commissioner Dickson asked how the employees in the field are monitored and President Young responded that customers are contacting us. In addition, crew leaders are monitoring the crews to make sure they are wearing the masks.

5. Other - J. T. Young

President Young informed the Board that during the Executive Session at the City Council Meeting yesterday the electric rate increase was discussed. It was determined

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that MLGW has complied with all the requirements and conditions agreed upon from the January 21 meeting. The plan is to move ahead with the rate increase.

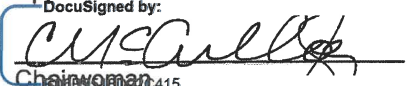
President Young also discussed the resolution that Councilman Warren sponsored and was approved yesterday. The resolution is requesting the Mayor or his designee to engage ACES Power to perform a study to identify cost effective resources to meet MLGW's total capacity and energy requirements. Commissioner Wishnia expressed his concern about the false information that is out in the public and reported by the media. He stated it is time for MLGW representatives to speak up and publicly correct the false information. President Young responded stating that MLGW is trying to follow the process as it is written in the Charter and attempting to educate the City Council with the facts. General Counsel Cheryl Patterson detailed the facts that are stated in the Charter. She added that the City Attorney will need to weigh-in on the Mayor or his designee to engage transmission and power studies. She answered several questions from the Board and confirmed that ultimately we will abide by the Charter. President Young informed the Board that a draft will be ready on Friday, May 29. He added that there is a public meeting scheduled for that day. Vice-Chair Graves is making an additional request that the Board and City Council all meet at the same time to assure everyone gets the same information and the opportunity to ask questions as a group.

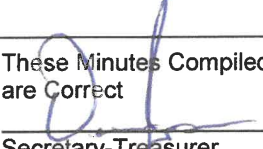
President Young closed the meeting letting everyone know that the SLC are engaged in discussions of the best way to help our customers and stopping all of the suspensions given with the Declaration for the pandemic. The public will be notified at least 30 days in advance and a press release will go out once the details are finalized. Commissioner Wishnia asked for a report from MIFA and President Young confirmed he would send him that.

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:47 a.m.

(See Minute File No. 1449.)

Approved Without Interlineation
DocuSigned by:

Chairwoman
60958022415...

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer