



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, June 17, 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.

Chairwoman McCullough explained the reasoning for the electronic meeting and the Governor's order.

PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

Chairwoman McCullough led the Pledge of Allegiance.

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:

Dwain Kicklighter – Present
Kevin Young - 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 Meeting of June 3, 2020.

RESULT:	ADOPTED [UNANIMOUS] AS AMENDED (ITEMS 16 AND 17)
MOVER:	Mitch Graves, Vice Chair
SECONDER:	Leon Dickson, Board Member
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated June 2, 2020, Items 2 through 22. (See Minute File No. 1449.)

PRESENTATION:

2019 MLGW Art Contest Winners - Beverly Perkins stated the presentation has been delayed due to the COVID-19 pandemic. She advised that the contest is open to all Shelby County students, no matter if they attend public, private, charter or home school. This year there were 205 entries, 16 from grades K-2; 93 in 3-5; 40 in 6-8; and 56 from 9-12. This year the theme was water preservation and the student was required to include the MLGW logo. She thanked the judges and announced the winners in each category and the prizes they will receive.

GENERAL STATEMENTS FROM THE PUBLIC:

(None)

NEW BUSINESS:

Motion To: Re-appoint Ms. Pamela Z. Clary as Citizen Member of the Retirement and Pension Board, re-appointment term beginning July 1, 2020 and term ending on June 30, 2023. (J. T. Young/MLGW Board of Commissioners - Motion and Second / Roll Call Vote)

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

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - J. T. Young
(President's Briefing Continued on Page 4)

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 7)

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

CHIEF CUSTOMER OFFICER

1. Resolution approving an agreement between MLGW and Shelby County Government Public Works Division to bill and collect the solid waste fee in the Northaven special service district. (Jim West) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF INFORMATION OFFICER

2. Resolution awarding a purchase order to Thomas Gallaway Corporation DBA Technogent for Splunk software annual maintenance and support, in the amount of \$77,586.21. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

3. Resolution approving Position No. 05302 - Drafter 2. (J. T. Young/Von Goodloe)
4. Resolution approving the payment of \$25,000 for support of the Memphis STEM Weekend Academy Program for January 2020 through December 2020 and January 2021 through December 2021, with the Academy receiving \$12,500 each year of the two-year period. (Von Goodloe)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

5. Resolution approving Change No. 4 to Contract No. 11851, Aerator Maintenance with R. P. Services, Inc., in the funded amount of \$300,000.00. (This change is to renew the current contract for the fourth and final annual renewal term covering the period August 25, 2020 through August 24, 2021 in the amount of \$286,844.52. In addition, MLGW is requesting approval of contingency funds in the amount of \$13,155.48 in the event of unforeseen conditions, for a total funded amount of \$300,000.00. This renewal reflects a 2% increase in rates, in accordance with the contract documents, from the previous year due to increase in cost of equipment and materials.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

(None)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

6. Resolution awarding a thirty-six month purchase order to Brighter Days and Nites, Inc. for 600V ruggedized secondary underground cable, in the amount of \$1,522,702.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order to AutoNation Ford Memphis for pickup trucks, in the amount of \$820,016.92. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):

2. 1st Quarter, Healthcare Report - Loretta Poindexter gave an overview of the first quarter healthcare report. She stated medical claims paid were \$11,808,031 and the prescriptions for the first quarter were \$6,483,443, which both are down from this time last year. Total enrollment is 5,117. No premium increases are expected.
3. Quarterly Compliance Update - Allan Long gave a brief update of the second quarter. He reported that FERC implemented deferred dates of impending regulations to comply with the COVID19 crisis and our plans are to have a process in place well before the new dates go into effect. He discussed the Executive Order that President Trump signed on May 15 which prohibits the utility industry to purchase from any country that the Department of Energy considers a threat to our national security. It is too early to tell how that will impact MLGW at this time. Lastly, he stated his area is focusing on the supply chain risk for everything that is purchased because of the COVID19 crisis disruptions. He states that MLGW is stepping up security and risk management for future operations and will report any developments.
4. IRP Update - J. T. Young/Alonzo Weaver - President Young informed the Board that the community meeting took place with Siemens participating in the meeting. The public has until July 6 to submit questions and opinions before the final IRP is presented to the Board. He added that the meeting with IBEW included beneficial conversations and discussions. He also noted that there have been discussions with the Sierra Club. President Young stated that between now and July 6 the draft will be updated based on additional information that is obtained.

Vice-Chair Graves asked for a timeline. Alonzo Weaver stated that a company as large as MLGW could take 12 to 18 months; however, we will try to streamline that but also want to be certain that the data is accurate. Vice-Chair Graves and Commissioner Wishnia expressed their concern of it taking so long. President Young explained that there are so many pieces and variations and reminded everyone this is not a single project and could be multiple projects. He informed the Board that the draft IRP and Executive Summary are posted on the MLGW website and encouraged the Board to begin looking at it.

President Young acknowledged that we do not want this to go any longer than necessary and will work as expeditiously as possible. He noted that once the IRP

is finalized, it will be up to the Board to decide where to go from there and if the cost savings are worth pursuing and understanding what it will take to get to the point of actually seeing the savings. The Board will need to study and familiarize themselves with the details of the final IRP to make their assessment. President Young detailed that the purpose of an RFP will be to validate the engineering estimated savings that's in the IRP. A RFP will give guaranteed costs for specific services. Commissioner Wishnia asked if any discussions would be held with companies such as Entergy, MISO or others prior to an RFP being issued. In addition, he requested that they receive the final report in plenty of time to absorb it before they meet.

Vice-Chair Graves made a motion to have information to make a decision on the RFP two weeks prior to the August 19 meeting. Commissioner Wishnia seconded with all ayes from the other Commissioners.

Commissioner Wishnia asked about the various reports that have been out in the public and do those need to be addressed. General Counsel Cheryl Patterson responded that we are not under any obligation to respond to those in any specific way. She added the information from those reports were provided to Siemens and considered in the IRP. President Young suggested focusing on what the Board and City Council have authorized, which is the process we are currently in.

Commissioner Pohlman talked about the cost savings. He asked if the savings goes back to the rate payers, economic development or other areas. He also asked if the savings could go back to the City to prevent them from raising taxes. He wanted clarification as to what the Charter and laws say. General Counsel Patterson stated that the current law and Charter language allow it to go back to the rate payers as a reduction in electric rates. The savings could go toward infrastructure, operating expenses, long term debt, the PILOT and several others that she named. She reinforced that her statements are based on the current law and current Charter language.

President Young informed the Board that when they start reviewing the draft IRP, they will notice on the summary report that "savings" is identified as "levelized savings". He explained the details and facts of what that really means.

Commissioner Pohlman asked if there are any minutes that could be shared with the Board from the IBEW meeting. President Young stated they reviewed the overview of the draft IRP. He told the Board he would send them a summary of that meeting.

5. COVID19 Update - J.T. Young stated we are still operating under the Declaration. As of this morning MLGW has 203 employees that have been isolated/quarantined, 38 that are still out, 165 have returned to work, 32 have tested positive of those 3 are telecommuting, 17 awaiting results of the test and 1 death. We have 850 employees that are telecommuting. He expressed that we are still requiring masks to be worn at all times while on MLGW property and practicing social distancing in the offices. We are continuing to disinfect in all our

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facilities and the company vehicles. We continue to communicate with the employees and the importance of using face coverings/mask and social distancing. Shifts are being staggered with field crews as well as other precautions. We are still operating under a non-disconnect.

6. Other - J. T. Young

Commissioner Dickson inquired about an update on the petition from the Hickory Hill investigation. Jim West stated an investigation was made on more than one complaint concerning the Supervisor that was mentioned in the petition and it was determined that no violation, no harassment and no discrimination was determined as defined under the Title 7 issues or defined in the MOU. Less than one half of the employees signed the petition and the Director of Customer Care met with each employee at the center individually and with the Supervisor to address the concerns. In terms of any violations their investigations have found none. Von Goodloe confirmed everything Mr. West had stated and also said that Jaye Mosby-Meachem and her team have investigated. Mike Starks' team is investigating and have not found any compliance violations. Commissioner Dickson asked the number of employees at the center and how many signed the petition. Mr. West stated he knew that 13 employees signed the petition and believed there are 28 total employees at that center. President Young added that this is taken seriously and it will be taken care of through the HR Department. The Board will be notified if any issues are found. Commissioner Dickson pointed out that if one-third of the staff are not happy then it leads to employee non-performance.

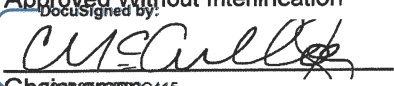
COMMITTEE REPORTS:

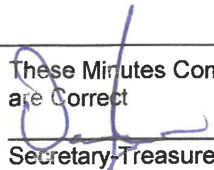
(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:35 a.m.

(See Minute File No. 1450.)

Approved Without Interlineation
DocuSigned by:

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer