



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, November 18, 2020

8:30 AM

Zoom Electronic Meeting

CALL TO ORDER AND OPENING REMARKS:

Chairwoman McCullough

The meeting was called to order at 8:30 a.m.

PLEDGE OF ALLEGIANCE:

Chairwoman McCullough

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

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

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

Several SLC members were in attendance; however, there was no roll call.

APPROVALS:

Motion To: Approve Minutes of the Meeting of November 4, 2020.

RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Michael Pohlman, Board Member
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 October 20, 2020, Item #17 and dated November 3, 2020, Items 9 through 20. (See Minute File No. 1454.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

(None)

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 124)

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 20)

RESULT:	APPROVED [UNANIMOUS] – Items 1 through 12 and 15 through 20
MOVER:	Mitch Graves, Vice Chair
SECONDER:	Steven Wishnia, Board Member
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

1. Resolution awarding a Purchase Order to Thomas Consultants, Inc. for five (5) years of unlimited Quest Software Enterprise Licenses, in the amount of \$327,512.11. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 6 to Contract No. 11362, Electronic Forms Routing with BP Logix in the funded amount of \$48,000.00. (This change is to renew annual software maintenance, license and support services for the Process Director Software Module covering the period December 29, 2020 through December 28, 2023. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by BP Logix.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
3. Resolution awarding Contract No. 12152, GIS 10.6.1 Upgrade, to SSP Innovations, LLC, in the funded amount of \$365,678.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 6 to Contract No. 11752, Software License and Services Agreement with Hansen Technologies in the funded amount of \$101,540.56 (This change is to renew the current contract for annual maintenance, license and support services for the period covering January 1, 2021 through December 31, 2022. This renewal reflects a 1% increase for each year from the previous renewal fees based on the Consumer Pricing Index (CPI). MLGW is also requesting continuous

maintenance of this software, which can only be provided by Hansen Technologies.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

5. Resolution approving Change No. 11 to Contract No. 10908, Mobile Data with ABB Enterprise Software, Incorporated, in the funded amount of \$87,893.34. (This change is to renew annual software maintenance, license, and support services for the Mobile Dispatching System, Mobile Mapping, and Street Level Routing through the Customer Information System (CIS) covering the period January 1, 2021 through June 30, 2021. This renewal reflects a 0.99% increase from the previous renewal based on the Consumer Pricing Index (CPI). MLGW is requesting continuous maintenance of the acquired system, which can only be performed by ABB Enterprise Software, Incorporated.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

(None)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

6. Resolution awarding Contract No. 12225, Capleville Tank Corral Installation to Pittsburg Tank and Tower Company, Inc., in the funded amount of \$70,010.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving the renewal of Cooperative Agreement No. 5447, investigation of Water Resources, for the period of January 1, 2021 to December 31, 2021, stipulating that a sum of \$60,000 will be furnished by the MLGW Division and a like sum will be furnished by the United States Department of the Interior Geological Survey, for continuation of the ground water data collection program in the Memphis area. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving Change No. 2 to Contract No. 12013, MLGW Water E & O Generator Maintenance and Repair with Cummins Incorporated, to renew the current contract with no increase in contract value. (This change is renew the second of four annual renewal terms covering the period January 9, 2021 through January 8, 2022, with no increase in rates from the previous term.) (Randy Orsby)

PRESIDENT

9. Resolution approving Position No. 01959 - Utility Worker 2. (J.T. Young/Von Goodloe)

Motion To: APPROVE SAME DAY MINUTES - ITEM NO. 10

RESULT:	APPROVED [UNANIMOUS] – Same Day Minutes – Item 10
MOVER:	Steven Wishnia, Board Member
SECONDER:	Mitch Graves, Vice Chair
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

10. Resolution approving the employment of Jacqueline C. Jones as Vice President and Chief People Officer at an annual salary of \$223,000.00 and the certification of her nomination to the City Council for approval pursuant to the Division's Charter. (J. T. Young) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CFO & CAO, FINANCE

11. Resolution awarding Contract No. 12106, OPEB Actuarial Services to Segal, in the funded amount of \$337,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution awarding Contract No. 12099, Pension Actuarial Services to Segal, in the funded amount of \$337,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

Motion to: HOLD ITEM NO. 13 AND ITEM NO. 14

RESULT:	APPROVED [UNANIMOUS] – HOLD – Item No. 13 and Item No. 14
MOVER:	Mitch Graves, Vice Chair
SECONDER:	Steven Wishnia, Board Member
AYES:	Pohlman, Wishnia, McCullough, Graves, Dickson

13. Resolution approving the rejection of bids received up to 12:00 PM on Tuesday, June 30, 2020 for Contract No. 12162, Prescription Benefits Management (PBM). (Randy Orsby)
14. Resolution approving Change No. 2 to Contract No. 11801, Prescription Benefits Management with Express Scripts in the funded amount of \$24,142,000.00. (This change is to extend the current contract for one (1) year for the period covering January 1, 2021 through December 31, 2021. This extension is needed to allow time for a new prescription drug program to be put in place for MLGW employees, retirees and dependents.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

15. Resolution approving the rejection of bids received up to 4 o'clock p.m., Tuesday, September 29, 2020 for Cement Treated Base (CTB). (Randy Orsby)
16. Resolution approving the rejection of bids received up to 4 o'clock p.m., Tuesday, July 21, 2020 for Asphalt. (Randy Orsby)

17. Resolution awarding a purchase order to Engineered Sealing Components, LLC., for 16" coated steel pipe in the funded amount of \$83,544.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
18. Resolution awarding a purchase order to Staples Contract and Commercial and Guy Brown LLC for office supplies and toners, in the amount of \$575,000. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
19. Resolution approving Change No. 4 to Contract No.11881, Tire and Tire Services with Goodyear Tire and Rubber Co., in the funded amount of \$986,546.79. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering January 1, 2021 through December 31, 2021, which reflects an overall 1.77% increase in labor and raw material costs. MLGW is also requesting the approval of contingency funds in the amount of \$100,000.00 for unforeseen conditions to cover variations in tire purchases during this term, for a total of \$986,546.79.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP, ACCOUNTING

20. Resolution approving Change No. 15 to Contract No. 11292, Cashiering System Replacement with System Innovators to renew the current contract in the funded amount of \$75,032.20. (This change is for hardware, software maintenance, and support services for iNovah, PCI PA-DSS, and Oracle BS A/R. This renewal is for the period covering January 1, 2021 through December 31, 2021, which reflects a 2.99% increase in rates from the previous renewal. MLGW is requesting continuous maintenance of the acquired systems, which can only be performed by System Innovators and an authorized third party provider.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):

2. HR Policy #21-02 - Employment Status - Eric Conway summarized the requested revisions to the Board and noted the item will be brought to the next Board meeting for a vote.
3. HR Policy #21-06 - MLGW Cooperative Education (Co-op) Program - Eric Conway reviewed the requested revisions and noted the policy will be brought back to the next Board meeting for a vote.
4. HR Policy #21-07 - Scheduling of Tests and Job/Interviews - Eric Conway explained the requested revisions and noted the policy will be brought back to the next meeting for a vote.
5. HR Policy #21-10 - Temporary and Development Assignments - Eric Conway summarized the revisions and stated the policy will be brought back to the Board for a vote at the next meeting.

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6. HR Policy # 22-03 - Bonus Days - Eric Conway explained the need for the revisions to the policy today. Vice Chair Graves stated he wanted more information before bringing it back to the Board.

7. HR Policy #22-12 - Vacation - Eric Conway explained the reason for the request. Vice Chair Graves wanted more details before bringing the policy to the Board for a vote.

8. HR Policy #24-01 - Complaint Resolution Procedure - Eric Conway summarized the requested revisions and stated the policy will be brought back to the next Board meeting for a vote.

9. Other - J. T. Young

President Young informed the Board that Ms. Jackie Jones, selected Chief People Officer, was in attendance of the Zoom meeting today. He informed the Board that her position will be on the December 1 City Council meeting agenda.

President Young also noted that the 2021 Budget passed at the City Council meeting last night. Councilman Morgan was in attendance of the meeting and thanked MLGW for the job they did in presenting the agenda.

President Young also gave accolades to the MLGW employees for their contributions to the Mid-South Food Bank and noted that MLGW won the Group 5 award (1,000 to 5,000 employee category). MLGW donations made up 72% of the overall donations. President Young thanked Cliff DeBerry, Liz Williams and Joan Brown for their leadership in the campaign.

COMMITTEE REPORTS:

(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:23 a.m.

(See Minute File No. 1455.)

Approved Without Interlineation
DocuSigned by:
CARLEE MCULLOUGH
Chairwoman

These Minutes Compiled by Undersigned and
 are Correct
[Signature]
 Secretary-Treasurer