



Board of Light, Gas and Water Commissioners

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

Board Meeting ~ Minutes ~

Wednesday, December 18, 2024

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

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

PLEDGE OF ALLEGIANCE:

Chairman Dickson

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

Attendee Name	Title	Status	Arrived
Michael Pohlman	Vice Chairman	Present	
Cheryl Pesce	Board Member	Remote	
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	Absent	

APPROVALS:

Chairman Dickson

Motion To: Approve Minutes from the Meeting of December 4, 2024.

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

Commissioner Pesce attended the meeting remotely, therefore she did not vote.

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Acknowledged the receipt of Certified Copies of City Council Resolutions date December 3, 2024, Items 15 through 27, and Items 33 and 34. (See Minute File No. 1501)

PRESENTATIONS:

President McGowen made special presentation to Chairman Dickson for his service as Chairman of the Memphis Light, Gas and Water Board of Commissioners from January 1, 2023 through December 31, 2024. President McGowen presented to Chairman

Dickson a plaque recognizing his service and time as the Chairman of the Board. President McGowen thanked Chairman Dickson for his service.

Chairman Dickson stated that he had been on the Board for nine years and continues to learn. Chairman Dickson was very thankful for the opportunity to serve on the MLGW Board.

NEW BUSINESS
(Items 1 through 3)

- Motion To:** As indicated in the Board of Light, Gas and Water Commissioners' Rules of Procedures, the Vice Chairman shall automatically ascend to the Chairmanship for the next succeeding two-year period; therefore, Vice Chair Michael Pohlman will become the new Chairman of the Board of Light, Gas and Water Commissioners, effective January 1, 2025 through December 31, 2026.

President McGowen read the above into record making Michael "Mike" Pohlman the new Chairman of the Memphis Light, Gas and Water Board of Commissioners beginning January 1, 2025.

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

Commissioner Pesce attended the meeting remotely, therefore she did not vote.

- Motion To:** Nomination and Election of Carl Person to be Vice-Chairman of the Board of Light, Gas and Water Commissioners - Effective January 1, 2025 through December 31, 2026.

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

Commissioner Pesce attended the meeting remotely, therefore she did not vote.

- Appointment of Committee Chairs - Effective January 1, 2025:**

Vice-Chairman Pohlman appointed Committee Chairs as follows:

Supplier Diversity Committee Chair - Commissioner Pesce

Pension and OPEB Board Committee Chair - Commissioner Graves

Audit Committee Chair - Commissioner Person
Human Resources Committee Chair - Commissioner Dickson
Natural Gas Hedging Committee Chair - Commissioner Pohlman
Appeals Committee Chair - Commissioner Pohlman

GENERAL STATEMENT(S) FROM THE PUBLIC:

Chairman Dickson read into record the rules, policy and procedure for members of the public to speak before the MLGW Board of Commissioners.

Sarah Houston - 200 Wagner Place - Executive Director of Protect Our Aquifer - Ms. Houston appeared before the Board providing some highlights of 2024 and stated they are looking forward to 2025. Ms. Houston thanked MLGW Leadership for now posting the full board packets online for the public to view. Ms. Houston stated this is a big step toward transparency with the public. Ms. Houston mentioned that Protect Our Aquifer held three Water Wednesday Happy Hours to bring folks together from all across the county that care about water and the Aquifer. Ms. Houston stated that they are very grateful to President McGowen for serving as one of our speakers at that event and for Ms. Ursula Madden for coming and sharing information on lead service lines and just being there for the public. Ms. Houston also stated that they had some major strides with the Shelby County Groundwater Board such as alerting them to the State Law that requires them to have public comment, so now they have public comment at their meetings. Ms. Houston's group also delivered a petition with over 250 signatures that asked to update fees, and that they actually got those fees increased bringing in potential additional funding. Ms. Houston mentioned Elon Musk and XAI and the building of a water reuse facility that Protect Our Aquifer has been advocating for a long time. Ms. Houston stated that in 2025 they hope that the MLGW 2045 initiative will come back up and that they will learn much more about the findings of the ratepayer funded aquifer study with transparency on how that information is used.

Charisse Freeman - 4250 Creek Manor Cove - Ms. Fleming appeared before the Board to let them know that she was a victim of billing abuse. Ms. Fleming gave detailed information about issues she was having with her bills and the reading of her meter. Ms. Fleming stated that she purchased her home in March of 2024, and had been receiving estimated bills based on prior usage. Ms. Fleming continuously called and complained. Her account was placed under review. Ms. Fleming took pictures of her meter and found inconsistencies with her billed amount and what her meter said. Ms. Fleming was given wrong information and made to pay 25% of her bill one night while at work. Ms. Fleming also stated that her meter was changed out without her knowledge and permission. Ms. Fleming's biggest concern is the estimated billing and she wanted to know who actually is going to fix this.

Tamara Sorman - 107 S. Court Ave., Apt. 301 - Ms. Sorman stated that she had been dealing with billing issues and our billing department for almost a year. Ms. Sorman was contacted by MLGW stating that they believe she has a water leak. Ms. Sorman instructed MLGW to cut her water off because she was headed out of town. Ms. Sorman stated that after not receiving a bill for several months, she reached out only to find out her water had never been cut off. Ms. Sorman received a bill stating that she

went from a \$22.00 water bill to \$5,500.00 . Ms. Sorman also stated that she was forced to pay a certain percentage to prevent being cut off. Ms. Sorman stressed that there is no way that she has used \$5,500.00 in water as she is rarely at her apartment and she had been in the hospital. Ms. Sorman pleaded for someone to assist her in getting this matter resolved and helping her get her money back that she should have never owed.

Dennis Lynch - 347 N. McLean - Member of the Sierra Club but not representing them today - Mr. Lynch appeared before the Board to talk about xAI. Mr. Lynch wanted to know how much electricity xAI is buying and how much they are paying for all their electricity. Mr. Lynch also asked about gas and water as well. Mr. Lynch mentioned that MLGW has signed non-disclosure agreements, and he believes the public needs to know. Mr. Lynch also wanted to see some information from MLGW's Statistical Analysis Department that includes the profitability of the 50 megawatt substation, how much did it cost, and what is the long term benefit of that. Mr. Lynch mentioned that TVA has agreed to install an 150 megawatt substation. Mr. Lynch requested financial information on that as well. Mr. Lynch does not believe we are charging xAI enough considering all the damage and impact they are having on the South Memphis Community. Mr. Lynch requested a real air quality study. Mr. Lynch ended by stating that there are rumors that xAI wants more power.

Joe Kent - 5111 Flamingo - Mr. Kent discussed many budget conspiracy theories.

Mark Price - 3934 W. Union - Mr. Price stated that his group operates Camp Conquest which is a nonprofit camp for children and adults with special needs, chronic illnesses and disabilities, including disabled veterans. Mr. Prices provided detailed information about the wonderful week long camp that they offer to these individuals. Mr. Price informed the Board that they would like to build 7 cabins and a 10,000 square foot gymnasium. Mr. Price stated that in order to do that they would need to run a 10 inch water line to the property which would require MLGW to bore under the road and the cost for doing is \$37,000.00. Mr. Price informed the Board that a company is donating all the pipe required for the job, and another organization is donating the labor to run the pipe. Mr. Price asked if MLGW would be willing to donate their services in the amount of \$37,000.00.

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 161)

CONSENT AGENDA

(Items 4 through 14)

Motion To: Motion for to approve Consent Agenda Items 4 through 14.

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

Commissioner Pesce attended the meeting remotely, therefore she did not vote.

James Lewellen - Concurs

John Butler - Absent

Motion To: Motion for Same Day Minutes for Items 6, 7 and 9.

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

Commissioner Pesce attended the meeting remotely, therefore she did not vote.

- 4. Resolution awarding Contract No. 12490, Landfill Services for MLGW to Memphis Wrecking Company Inc. in the funded amount of \$777,600.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
- 5. Resolution approving the ratification of Purchase Order Number 7060792 to National Water Services for Davis Pumping Station high service pump #6 and motor in the amount of \$224,317.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
- 6. Resolution approving payment to the City of Memphis in the amount of \$48,865,495.12, for the 2024 Electric Tax Equivalency Payment (2024 Electric PILOT Payment). (Dana Jeanes) (SAME DAY MINUTES REQUESTED)
- 7. Resolution approving payments in the amount of \$16,379,704.71, for the 2024 Gas Tax Equivalency Payment (2024 Gas PILOT Payment). (Dana Jeanes) (SAME DAY MINUTES REQUESTED)

8. Resolution approving Change No. 3 to Contract No. 12286, MLGW Utility Payment Centers with FirsTech, Incorporated to renew the current contract in the funded amount of \$239,172.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 3 to Contract No. 12300, Disparity Study with Griffin & Strong Attorneys & Public Policy Consultants ("Griffin & Strong, PPC") to extend the current contract with no increase in the contract value. (Randy Orsby) (SAME DAY MINUTES REQUESTED)
10. Resolution approving Change No. 1 to Contract No. 12563, MLGW Flower Planting, Mulch Maintenance, & Turf Area Management (formerly Contract No. C2649) with APS Facility Maintenance to renew the current contract in the funded amount of \$92,735.16. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution approving Change No. 3 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend, and change the project scope in the funded amount of \$84,694.28. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 2 to Contract No. 12291 (Formerly Purchase Requisition #5062182), MLGW Customer Utility Bill Folder/Inserter (Beale Street Landing) with Bell and Howell, LLC to renew the current contract in the funded amount of \$36,640.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Change No. 2 to Contract No. 12261 (Formerly Purchase Requisition #5059363), Utility Bill Folder/Inserter Equipment and Software Maintenance with Bell and Howell, LLC to renew the current contract in the funded amount of \$138,490.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 6 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (solicited under Contract No. 12294) with Resource Management Group to ratify and renew the current contract with no increase in the contract value. (Randy Orsby)

PRESIDENT'S BRIEFING CONT'D

Retiree Report - Doug McGowen

President McGowen read into record the 2024 Retiree Report which is the number of retirees that we have retained to help us with some additional capacity. President McGowen reported that we have about 48 retirees back in various capacities and that none of these retirees exceeded the hours of 1,456, which is the allowable time that people can come back and work for us in a part-time capacity. President McGowen also reported that we have had about 79 individuals retire in 2024 which is slightly down from where we have been in prior years.

Other - Doug McGowen

President McGowen addressed the public comments that regarding the billing issues.

President McGowen also mentioned the Aquifer Study. President McGowen stated that in the next few weeks there will be a meeting with the City of Memphis and MLGW to get a report from Caesar reviewing the next phase of the Aquifer Study. President McGowen reported that once we have that meeting we will be able to schedule a hearing for the public to hear that information.

President McGowen addressed Mr. Lynch's concerns and Mr. Kent's concerns.

President McGowen stated that at the second Board Meeting in January he will close out the Way Forward Program with all the final data, the work that has been done and the results we have achieved. President McGowen reported that he will also present the next five year dashboard.

President McGowen mentioned all the new transparency that has come about since his arrival. President McGowen stated that he is proud of that from our Board Agendas to the unaudited financials, to our new performance dashboard that is available to the public.

President McGowen publicly thanked the MLGW Team for their support over the last two years. President McGowen stated that it started off with a bang with our rolling blackouts, moved into some pretty severe weather, and this last year has been a year of real progress in our system. President McGowen stated that the MLGW team is made up of people who do the best they possibly can, and doing it in some arduous circumstances in the face of some pretty incredible challenges. President McGowen thanked the team for what they have done and for standing with us as we move the organization forward.

President McGowen reported on an incident that happened on Monday evening in Collierville involving an 8 inch gas main

President McGowen stated that Rod Cleek was affirmed by the City Council to take the role of VP, CFO and Secretary-Treasurer.

President McGowen also recognized Dana Jeanes for his 37 years of service to the City of Memphis and MLGW. Dana Jeanes was recognized by the City Council at their meeting last night. President McGowen read the last paragraph of the Resolution from the City of Memphis honoring and congratulating Dana Jeanes for his service. President McGowen spoke of when he first came to MLGW and working with Dana Jeanes and Alonzo Weaver. President McGowen stated that Dana's leaving is bittersweet and thanked Dana for all that he has done for MLGW.

Dana Jeanes responded that MLGW has been another family to him for many years. Mr. Jeanes appreciated working with everyone and stated that he considered everyone true friends.

The Board of Commissioners shared their appreciations and accolades for Mr. Dana Jeanes. The Board Members thanked Dana Jeanes for all his hard work and all that he has done for MLGW.

Chairman Dickson recognized President McGowen for all of his hard work, achievements and improvements over the past two years.

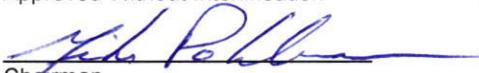
Chairman Dickson also thanked Commissioner Graves for all of his assistance during Chairman Dickson's time as Chairman of the MLGW Board.

COMMITTEE REPORTS:

(None)

ADJOURNMENT

There being no further business, the meeting was adjourned at 9:33 a.m. (See Minute File No. 1501)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer