



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

Board Meeting

~ Minutes ~

Wednesday, July 20, 2022

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Graves

The meeting was called to order at 8:34 a.m.

PLEDGE OF ALLEGIANCE:

Chairman Graves

The Pledge of Allegiance was recited.

ROLL CALL:

Dana Jeanes

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

APPROVALS:

Motion To: Approve Minutes of the Meeting of July 6, 2022.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated July 12, 2022, items 25 through 32. (See Minute File No. 1471.)

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

1. Sarah Houston, 1910 Madison, addressed the Board regarding the power supply decision they will be making soon. She asked if MLGW decides to stay with TVA, to consider not signing a long-term contract with them and urge them to consider offering more renewable energy options. She also discussed the gas surcharge and the affect it has on the rising prices of utility bills. She discussed the GDS study and urged the Board to focus on one particular portfolio that focuses on the most renewable options.

2. Kimberly Pearson, 1110 Star Line, addressed the Board and urged them to demand more access to utility-scale solar. She also asked them to weigh the risk-benefit to the community and nation, as well as pointed out that MLGW needs to advocate for more solar and battery storage to its portfolio. She discussed the announcement made by MLGW notifying customers of a sizeable increase in utility bills due to increased fuel rates. She stated her concern of economic injustice to black, brown, and poor communities that are over-burdened.

3. Pearl Walker, 5378 Loch Lomond, stated she represents "Memphis Has the Power" and has served as the Chair of the Environmental Justice Committee of the NAACP-Memphis. She spoke of Cornelia Crenshaw, an energy, equity, and justice advocate who led protests and was a voice for the community. She mentioned key gaps in the GDS presentation and discussed the need for more renewable energy.

PRESIDENT'S BRIEFING:

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

(President's Briefing Continued on Page 78)

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.

CONSENT AGENDA

RESULT:	APPROVED [UNANIMOUS] – Items 1 through 9 and 11 through 14
MOVER:	Leon Dickson, Vice Chair
SECONDER:	Michael Pohlman, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

CHIEF CUSTOMER OFFICER

1. Resolution awarding Contract No. 12260, Over-the-Phone Language Line Interpreter Service to Propio LS, LLC dba Propio Language Services, in the funded not-to-exceed amount of \$567,521.67. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF INFORMATION OFFICER

2. Resolution awarding Contract No. 12211, Complex Billing System to Milestone Utility Services in the funded not-to-exceed amount of \$3,227,948.87. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

3. Resolution awarding Contract No. 12250, Arc Flash Hazard Systems and Facilities Assessment to Burns and McDonnell Engineering Co., Inc., in the funded not-to-exceed amount of \$3,459,236.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding Contract No. 12322 (solicited under Contract No. 12250), Arc Flash Hazard Systems and Facilities Assessment to S & C Electrical Company in the funded

not-to-exceed amount of \$2,039,500.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

COMMUNITY & EXTERNAL AFFAIRS

5. Resolution approving Change No. 1 to Contract No. 12382 (Formerly Purchasing Purchase Order #7006141), Division Copy Fleet with Konica Minolta Business Solutions USA, Inc., in the funded amount of \$205,009.20. (This change is to renew and extend an existing purchase order an additional 24 months for the 101-multifunction copier/printer/scanners in the amount of \$205,009.20 for the period covering October 1, 2022 through September 30, 2024, which reflects a 3.5% decrease in rates from the initial purchase order. This renewal covers the equipment, service, and supplies for unlimited monochrome and color printed pages per month) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution approving Change No. 1 to Contract No. 12209, Courier Services with Express Courier International, Inc. to renew the current contract in the funded amount of \$160,791.14. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

7. Resolution approving payment of an invoice to the Tennessee Department of Environment and Conservation for the annual facility maintenance fee, for public water system, in the amount of \$135,000.00. (Nick Newman)
8. Resolution awarding Contract No. 12377, Customer Care Center (CCC) Communication Services to AT&T in the funded amount of \$699,926.04. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding Contract No. 12379, 18 XXHP at Germantown Gate Station to T.D. Williamson (TDW) US, Inc. in the funded amount of \$398,475.40. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

Prior to voting on the Consent Agenda, Chief Doug McGowan, with the City of Memphis, was invited to the podium to provide certain details pertaining to Item No. 10 on the Consent Agenda.

Chief Doug McGowan stated he was in attendance of the meeting at the request of the Board of Commissioners. He explained that in 2017 a study was done to collect data pertaining to paving, street maintenance, and right-a-way access. He discussed a variety of details, allowed the Commissioners to ask questions, and express their concerns. Chairman Graves informed Chief McGowan that he would like to see the City set up the funds where they are allocated to a paving fund. Commissioner Person expressed his concern of the perception of the public image and urged President Young

to let the public know this is initiated by the City of Memphis. The Board held item 10 until August 3.

RESULT: HELD/TABLED [UNANIMOUS] – Item 10
MOVER: Leon Dickson, Vice Chair
SECONDER: Michael Pohlman, Board Member
AYES: Pohlman, Pesce, Person, Graves, Dickson

SVP, CFO & CAO, FINANCE

10. Resolution to approve the addition of Street Cut Permit Fees to the MLGW Schedule of Charges effective 8/1/22 which allows MLGW to pass through these costs to customer jobs that require street cuts. This is pursuant to the MLGW Board action on 4/20/2022 and the Memphis City Council action on 5/24/2022 related to Street Cut Permit Fees charged to MLGW by the City of Memphis. This resolution was held from the 7/6/22 meeting. (Dana Jeanes)

SVP, CHIEF OPERATING OFFICER
(None)

SHARED SERVICES

11. Resolution approving a twelve (12) month extension of Purchase Order Number 7014778 with WESCO Distribution, Inc., formerly Anixter, for decorative concrete standards in the amount of \$475,644.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 3 to Contract No. 12060, DOT Drug and Alcohol Testing with Mid-South Drug Testing, Inc., to renew the current contract in the funded amount of \$125,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

13. Resolution approving the report of the Customer Appeal Committee for the period of November 2021 through May 2022. (Cheryl Patterson)

Motion To: Approve Same Day Minutes - Item 14

RESULT: APPROVED [UNANIMOUS] – Item 14 – SAME DAY MINUTES
MOVER: Michael Pohlman, Board Member
SECONDER: Leon Dickson, Vice Chair
AYES: Pohlman, Pesce, Person, Graves, Dickson

14. Resolution requesting approval of a litigation settlement and authority to pay the amount of \$1,500,000.00 and to finalize the terms of and execute all documents necessary for the performance of work required by the settlement at an additional cost estimated not to exceed \$1,000,000.00. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)

PRESIDENT'S BRIEFING (Continued):

2. LED Streetlights Update - Dana Jeanes discussed the history of the RFP that the City of Memphis issued. MLGW was involved in the RFP process and ultimately the selection of the company for the award. The LED lighting will bring a multitude of benefits such as energy and cost savings and environmental benefits, as well as brighter lighting of the streets. The City of Memphis received 11 proposals of which a team at the City of Memphis and Brad Gates, MLGW Manager of Electric Construction & Maintenance, evaluated and scored the qualifying proposals. The recommendation was made to award the contract to Ameresco.

Mr. Jeanes explained that MLGW owns and maintains the street light system in the City of Memphis; therefore, the City has no ownership or direct financial interest. The costs are billed to the customers within the City of Memphis via the street light fee. MLGW plans to execute a contract directly with Ameresco to upgrade approximately 77,300 existing high-pressure sodium streetlights and underpass lights within the City of Memphis with new LED streetlights. A Lighting Management System is being considered to include real-time monitoring, improved customer satisfaction, and additional energy and maintenance savings. Currently streetlights are reported by customers calling in or making a request on the MLGW website.

Mr. Jeanes discussed the economics and financing plan with the project. He noted that the projected energy and maintenance savings are expected to be sufficient to cover debt service and other costs. Mr. Jeanes informed the Board that a resolution approving a contract will be brought to the next board meeting and then to the City Council for their approval on August 23. Installations are expected to begin in September, 2022 with completion in October, 2023.

The Commissioners asked questions and shared their thoughts. It was confirmed that a schedule of installation will be provided in advance. President Young noted that the municipalities are also being considered.

A video was shown and demonstrated "before and after" of other cities that have installed these same lights. The Board was pleased that this project should help bring safer streets to the public.

3. First Quarter, 2022 - Corporate Scorecard - Valerie Overton addressed the Board discussing current measures. There are areas where MLGW is struggling, but average speed of answer is an area that is being worked on. She noted that several utility companies are struggling in some of the same areas that MLGW is. She confirmed that the JD Power score is down and noted that JD Power ties the score heavily to price. Martrice Anderson did inform the Board that staffing is an issue, which is not uncommon in the US right now in almost every industry. She added that MLGW is looking into new systems to handle calls more efficiently; however, there is a need for more employees before adding new systems. Chairman Graves asked about benchmarking. Ms. Overton confirmed that she has asked the SLC to set their benchmarks.

4. HR Policy Revisions Recommendations - Jackie Jones summarized the recommended changes of certain MLGW policies as follows:

Ms. Jones noted that HR Policy #22-03, Bonus Days and #22-12, Vacation are minor and straight-forward recommended revisions.

Ms. Jones informed that Board that Policy #22-25, Americans with Disability Act Amendment Act (ADAAA) is a new policy that outlines steps of the ADA process for a request for an accommodation for employees. In the past, the ADAAA was included in another MLGW policy. It will now be a separate, stand-alone policy.

Ms. Jones discussed new HR Policy #22-26, Flexible Working Arrangements which is also a new policy to allow for flexible working arrangements request pending approval. She explained that this is a broad policy which can include several arrangements including, compressed workweek, time for testing/training, remote work and/or flexible schedules. She explained that employment and policies are the same as employees working in a traditional role in a centralized location. She summarized the approval process and the authorities of the VP, SVP, and Managers.

Lastly, Ms. Jones summarized the revisions to HR Policy #23-27, Workplace Violence, which include corrections of titles, amended some verbiage, expanded language to include threats and/or sabotage, and deleted some obsolete language. She added language regarding violation of the policy will result in disciplinary actions up to and including discharge.

5. Other - J. T. Young

President Young informed the board that he has learned since the last meeting, that some of the bidders have August dates to finalize their final numbers. Therefore, a special called Board meeting has been scheduled for Thursday, September 1 at 8:30 a.m. The consulting firm, GDS will be attend the meeting to assist in making the power supply recommendations to the Board of Commissioners. This meeting will be dedicated to the one topic of "Power Supply Recommendation".

President Young pointed out that the heat index today is at about 114 degrees. He commended the staff and reminded them to take frequent breaks and stay hydrated. He shared that he has received several complimentary letters from customers stating their appreciation of employees' being courteous and their engagement even with the challenges of the heat. He mentioned that some outages have been caused by the heat. He thanked the employees for their hard work and commitment.


COMMITTEE REPORTS:

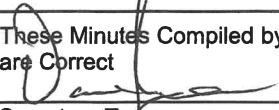
(None)

ADJOURNMENT:

The meeting was adjourned at 10:19 a.m.

(See Minute File No. 1472.)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned and
are Correct

Secretary-Treasurer