



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, October 20, 2021

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Graves

The meeting was called to order at 8:32 a.m.

A moment of silence for the passing of Vice-Chair Dickson's sister.

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	
Steven Wishnia	Board Member	Present	
Carlee McCullough	Board Member	Present	
Mitch Graves	Chairman	Present	
Leon Dickson	Vice Chair	Absent	

APPROVALS:

Motion To: Approve Minutes of the Meeting of October 6, 2021.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Steven Wishnia, Board Member
SECONDER: Michael Pohlman, Board Member
AYES: Michael Pohlman, Steven Wishnia, Carlee McCullough, Mitch Graves
ABSENT: Leon Dickson

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions, Items 25 through 36, dated October 5, 2021. (See File No. 1463.)

PRESENTATIONS:

United Way Campaign Update - Chantal Lairy, Chairperson and Taurus Bradford, Co-Chair joined the meeting via Zoom. They announced the MLGW Annual United Way Campaign which begins October 25 and runs through November 5, 2021. They shared

with the Board that last year the division raised \$650,000 and are hoping to continue the success again this year. They challenged everyone to continue their contributions. They pointed out that COVID has made an impact on the community; therefore, the number of people needing assistance has grown.

Chairman Graves added that he agrees with the fact the last two years have been difficult and made an impact on the community. He thanked them for their diligence in their work.

GENERAL STATEMENTS FROM THE PUBLIC:

Chairman Graves acknowledged the attendance of Dedrick Brittenum. Mr. Brittenum did not wish to address the Board.

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - J. T. Young
(President's Briefing Continued on Page 111)

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:	Steven Wishnia, Board Member
SECONDER:	Michael Pohlman, Board Member
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough, Mitch Graves
ABSENT:	Leon Dickson

CHIEF CUSTOMER OFFICER

1. Resolution approving Change No. 12 to Contract No. 11070, Utility Meter Data Application with Automated Energy, Incorporated (AEI), in the funded amount of \$250,000.00. (This change is to extend the current contract for an additional two-year term for the period covering January 1, 2022 through December 31, 2023. In addition, this change is to expand the current scope to add optional presentment, analysis, and notifications for water meter interval data now that smart water meters are deployed.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF INFORMATION OFFICER

2. Resolution approving Change No. 6 to Contract No. 10813, Hewlett Packard Combined Support Agreement, with Hewlett Packard, Incorporated, in the funded amount of \$1,509,236.72. (This change is to renew annual software maintenance, licenses, and support services for the period December 1, 2021 through November 30, 2026. Maintenance and support of this Hewlett-Packard hardware and software can only be

approved by Hewlett Packard.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

CHIEF PEOPLE OFFICER

(None)

COMMUNITY & EXTERNAL AFFAIRS

3. Resolution approving Change No. 1 to Contract No. 12333, High Speed Color Production Digital Printing Press with Konica Minolta Business Solutions USA, Incorporated, in the funded amount of \$147,513.60. (This change is to renew purchase order 7003484 under Contract No. 12333 for an additional two-year term for the period covering December 6, 2021 through December 5, 2023.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving Change No. 1 to Contract No. 12334, High Speed Black and White Production Digital Printing Press with Konica Minolta Business Solutions USA, Incorporated, in the funded amount of \$260,137.92. (This change is to renew purchase order 7014995 under Contract No. 12334 for an additional two-year term for the period covering December 18, 2021 through December 17, 2023.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution awarding a twenty-four-month purchase order to Three Point Graphics, Inc., for the purchase of utility bill paper in the estimated amount of \$239,493.88. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

DESIGN CONSTRUCTION & DELIVERY

6. Resolution approving Change No. 4 to Contract No. 11945, Weld Testing and Inspection Services with AIT, LLC in the funded not-to-exceed amount of \$15,000.00. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering January 1, 2022 through December 31, 2022, with no increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving Change No. 4 to Contract No. 11976, Large Directional Drilling with Alliance Utilities, Incorporated in the estimated funded amount of \$1,900,000.00. (This change is to renew the current contract for the fourth and final annual renewal term for the period covering January 1, 2022 through December 31, 2022 in the amount of \$2,877,880.00, of which \$1,773,286.00 will be absorbed in the current contract value, based on estimated quantities, with no increase in rates from the previous year. In addition, MLGW is requesting contingency funds in the amount of \$795,406.00 for any unplanned emergencies that could occur involving MLGW Division Gas Transmission/Distribution Systems, Electrical Grids and Water Distribution lines.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

ENGINEERING & OPERATIONS

8. Resolution awarding a purchase order to Brighter Days and Nites, Inc., for branch feeder monitor metering equipment in the amount of \$129,751.30. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

9. Resolution awarding a purchase order to Electrical Power Products for a duplex switchboard, in the amount of \$278,955.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution approving the ratification of Purchase Order Number 7022357 to add additional funds in the amount of \$35,268.85 to Elgin Power Solutions for a mobile substation system. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution approving a twenty-four-month extension of Purchase Order Number 7010790 to Barnhart Crane and Rigging Company for the rental of cranes with lift capacities ranging from 100-600 tons. (Randy Orsby)
12. Resolution approving Change No. 1 to Contract No. 12191, Professional Engineering Services for Gas Engineering and Operations with Mid-South Engineering Consultants, LLC, in the funded amount of \$100,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering December 30, 2021 through December 29, 2022 in the funded amount of \$100,000.00, based on agreed upon rates.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving Change No. 1 to Contract No. 12119, Professional Engineering Services for Gas Engineering and Operations with Fisher & Arnold, Inc., in the funded amount of \$100,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering January 4, 2022 through January 3, 2023, based on agreed upon rates.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 1 to Contract No. 12190, Professional Engineering Services for Gas Engineering and Operations with CHI Engineering, in the funded amount of \$100,000.00. (This change is to renew the current contract for the first of four annual renewal terms for the period covering December 23, 2021 through December 22, 2022 in the funded amount of \$100,000.00, based on agreed upon rates.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution approving Change No. 1 to Contract No. 12189, Professional Engineering Services for Gas Engineering and Operations with Allen & Hoshall, Inc., with no increase in the contract value. (This change is to renew the current contract for the first of four annual renewal terms for the period covering December 15, 2021 through December 15, 2022, based on agreed upon rates, with no increase in the contract value.) (Randy Orsby)
16. Resolution approving Change No. 3 to Contract No. 12034, Environmental Abatement Services with Northwest Contracting Services, Incorporated, in the funded amount of \$4,500,000.00. (This change is to renew the current contract for the third of four annual renewal terms covering the period January 1, 2022 through December 31, 2022, with no increase in rates from the previous term. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving Change No. 3 to Contract No. 12062, Environmental Abatement Services with General Construction Services, Incorporated in the estimated funded

amount of \$750,000.00. (This change is to renew the current contract for the third of four annual renewal terms covering the period January 1, 2022 through December 31, 2022, with no increase in rates from the previous term.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

18. Resolution awarding a purchase order to ABB Enterprise Software, Inc. for Tropos mesh routers network equipment in the amount of \$800,005.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
19. Resolution awarding Contract No. 12276, Mobile Radio Replacement to Selex ES, Inc, a Leonardo Company, in the funded amount of \$6,887,318.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

NOTE: *Commissioner McCullough asked to make the results of the formal protest public, related to Item #19 and to note in today's minutes. Cheryl Patterson and Commissioner McCullough talked through the details that led up to the protest. The outcome of the protest was to uphold the initial decision.*

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

(None)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

20. Resolution awarding a purchase order to Power Connections, d/b/a G & W Electric Company, for three-phase pole mount vacuum reclosers in the amount of \$6,020,200.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
21. Resolution approving Change No. 1 to Contract No. 11878, PDU/UPS Netters Liebert Maintenance with Vertiv Services, Inc. (formerly Emerson Network Power, Inc.) in the funded amount of \$5,000.00. (This change is to extend the current contract for three months for the period covering January 1, 2022 through March 31, 2022. This extension is needed to allow time to execute a new contract.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

22. Resolution approving an hourly amended rate schedule for to the law firm of McCarter & English to be employed on an "as needed basis" for legal matters uniquely related to the utility industry as follows: Partners - \$550 and Associates from \$395 to \$490. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)
23. Resolution approving an amended hourly rate schedule for the law firm of Thompson Coburn LLP for legal services uniquely related to the utility industry as follows: Partner - \$610; Counsel - \$603; and Associates - \$351. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL)

24. Resolution approving a litigation settlement and authority to pay \$85,000.00. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
25. Resolution approving the report of the Customer Appeal Committee for the period February 28, 2020 through September 30, 2021. (Cheryl Patterson)

REGULAR AGENDA

(Item 26)

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Steven Wishnia, Board Member
SECONDER:	Carlee McCullough, Board Member
AYES:	Michael Pohlman, Steven Wishnia, Carlee McCullough, Mitch Graves
ABSENT:	Leon Dickson

Prior to voting on Item 26 (Budget), President Young informed the Board that there were a few minor changes to cover before the vote. He turned it over to Dana Jeanes. He reviewed several slides and summarized the changes. He told the Board we are asking for approval today. He informed the Board that there is a provision in the resolution for the pay increase depending on the outcome of the IBEW negotiations.

26. Resolution approving the Budgets for the Electric, Gas and Water Divisions for the 2022 operating expenses and capital expenditures. (J. T. Young) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING (Continued):

2) Key Focus Area: "Elevating Our Image and Public Perception" - Gale Carson

Gale Jones Carson, VP, Community & External Affairs presented an overview of the projects and activities the division works on and participates in to improve its image and public perception.

3) HR Policy #21-04 - Termination of Employment - Jackie Jones reviewed the proposed changes to the policy.

4) HR Policy #21-14 - Sponsorship of Non-U.S. Citizens - Jackie Jones reviewed the proposed changes to the policy.

5) HR Policy #21-19 - Residency Policy - Jackie Jones reviewed the proposed changes to the policy.

6) HR Policy #22-22 - Time Off for Death in Family - Jackie Jones reviewed the proposed changes to the policy.

7) HR Policy #23-06 - Inclement Weather - Jackie Jones reviewed the proposed changes to the policy.

8) HR Policy #23-15 - Standard of Business Conduct - Jackie Jones reviewed the proposed changes to the policy.

9) Other - J. T. Young

President Young discussed Memphis Record Pressing's expansion and the new jobs created from the expansion. He also informed the Board of New Berry Tanks and Equipment expansion which created approximately 25 new jobs. He thanked Gale's team for their work partnering with various companies to enhance economic development in the community.

He informed the Board of a matching fund program that TVA is offering. No decision has been made at this point but is being considered. In the past the maximum was \$200,000 but is increasing to \$500,000.

Commissioner Wishnia asked how the MLGW Committee meeting went at the City Council meeting. President Young reported that there was great discussion around opportunities and cost savings. The Korn Ferry study was discussed with good conversation.

COMMITTEE REPORTS:

(None)

ADJOURNMENT:

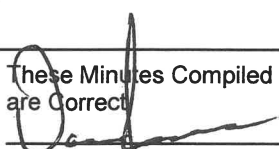
There being no further business, the meeting was adjourned at 9:17 a.m.

(See Minute File No. 1464.)

Approved Without Interlineation


Chairman

These Minutes Compiled by Undersigned and
are Correct


Secretary-Treasurer