



# Board of Light, Gas and Water Commissioners

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

## Board Meeting

~ Minutes ~

Wednesday, January 5, 2022

8:30 AM

Board Room

### CALL TO ORDER AND OPENING REMARKS:

Chairman Graves

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

### PLEDGE OF ALLEGIANCE:

Chairman Graves

The Pledge of Allegiance was recited.

### ROLL CALL:

Attendee Name	Title	Status	Arrived
Michael Pohlman	Board Member	Absent	
Steven Wishnia	Board Member	Present	
Carlee McCullough	Board Member	Present	
Mitch Graves	Chairman	Present	
Leon Dickson	Vice-Chairman	Present	

### APPROVALS:

**Motion To:** Approve Minutes of the Meeting of December 15, 2021.

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Steven Wishnia, Board Member
<b>SECONDER:</b>	Leon Dickson, Vice-Chairman
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Michael Pohlman

### CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated December 21, 2021, Items 15 through 22, 28, 29, and 30. (See Minute File No. 1465)

### PRESENTATIONS:

(None)

**GENERAL STATEMENTS FROM THE PUBLIC:**

(None)

**PRESIDENT'S BRIEFING:**

(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)**

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Carlee McCullough, Board Member
<b>SECONDER:</b>	Leon Dickson, Vice-Chairman
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Michael Pohlman

**CHIEF CUSTOMER OFFICER**

(None)

**CHIEF INFORMATION OFFICER**

(None)

**CHIEF PEOPLE OFFICER**

(None)

**COMMUNITY & EXTERNAL AFFAIRS**

(None)

**DESIGN CONSTRUCTION & DELIVERY**

(None)

**ENGINEERING & OPERATIONS**

1. Resolution approving Change No. 2 to Contract No. 12079, External Corrosion Direct Assessment of MLGW's Gas Pipeline to Mears Group, Inc., in the funded amount of \$111,000.00. (This change is to renew the current contract for second of four annual renewal terms for the period covering February 1, 2022 through January 31, 2023 of which \$90,480.00 will be absorbed in the current contract value, which reflects a 2% increase in rates from the previous year.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

2. Resolution awarding Contract No. 12315, New Canada Road 24" Main to Enscor, LLC, in the funded amount of \$3,484,714.22. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**PRESIDENT**

3. Resolution requesting the approval of the Board to authorize payment in the total amount up to \$500,000.00, to be designated for utility bill assistance to help offset projected increases in winter bills as follows: 1) Plus One (MIFA) - \$200,000.00; 2) Neighborhood Christian Center (Utility Bill Assistance) - \$200,000.00; 3) Mid-South Food Bank - \$50,000.00; 4) United Way of the Mid-South - \$25,000.00; and 5) Mid-South COVID-19 Regional Fund - \$25,000.00. (The Tennessee Valley Authority (TVA) has created a COVID Community Care Fund providing matching grant funds from TVA to be distributed to one or more local 501(c)(3) organizations to meet needs in the community during the evolving crisis.) (J. T. Young)
4. Resolution approving the proposed budgets for the Electric, Gas and Water Divisions that reflect the agreement with the IBEW Local 1288 Union. (J. T. Young) (**SAME DAY MINUTES REQUESTED**)

**SVP, CFO & CAO, FINANCE**

(None)

**SVP, CHIEF OPERATING OFFICER**

(None)

**SHARED SERVICES**

5. Resolution awarding a purchase order to Automotive Tool Group for polyvinyl chloride (PVC) conduit, in the amount of \$1,219,500.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
6. Resolution awarding a purchase order to the Lilly Company for the purchase of diesel-powered forklifts, in the amount of \$251,457.00 (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

**VP & GENERAL COUNSEL**

7. Resolution approving the first amendment to Contract No. 11769, parking lease, at the request of the State of Tennessee and the City of Memphis, between MLGW and the State of Tennessee to provide for a reduction in the number of parking spaces leased by the State from MLGW on the upper floors of Beale Street Landing Garage from 412 to 21, to reduce the monthly rent payment from \$5,000, and modify the expiration date of the lease term from September 30, 2029 to May 31, 2022, or such later date as the City of Memphis complete renovations on its Shopper's Garage. (Cheryl Patterson) (REQUIRES CITY COUNCIL APPROVAL) (**SAME DAY MINUTES REQUESTED**)

**Motion to: Adopt Same Day Minutes – Consent Agenda Items 4 and 7**

<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Carlee McCullough, Board Member
<b>SECONDER:</b>	Leon Dickson, Vice-Chairman
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Michael Pohlman

**REGULAR AGENDA****(ITEM 8)**

<b>RESULT:</b>	<b>APPROVED AS AMENDED [UNANIMOUS]</b>
<b>MOVER:</b>	Steven Wishnia, Board Member
<b>SECONDER:</b>	Carlee McCullough, Board Member
<b>AYES:</b>	Steven Wishnia, Carlee McCullough, Mitch Graves, Leon Dickson
<b>ABSENT:</b>	Michael Pohlman

8. Resolution approving amendments to an Ordinance to amend section 2-20-5 of the Code of Ordinances of the City of Memphis pertaining to contracts of the MLGW Division to raise the amount of contracts requiring MLGW Board and City Council approval to \$500,000.00; and \$180,000.00 for salaries or compensation for employees; and to amend the language permitting the purchase of natural gas in accordance with MLGW's large customer prepay program and Gas Rate Schedule G-13, previously approved by the Memphis City Council; and ratify and approve the execution of workers compensation settlements between MLGW and its employees. (JT Young) (CITY COUNCIL APPROVAL REQUIRED)

**PRESIDENT'S BRIEFING (Continued):****2. Corporate Scorecard - Von Goodloe**

Dr. Von Goodloe, Vice President of Shared Services, reviewed the Division's Corporate Scorecard. He reported progress has been made and there are still areas to improve. With the Division's JDPower Score improving from 2019 to 2020, the target for 2021 is 750.

**3. Compliance Report - Cheryl Patterson**

General Counsel Cheryl Patterson informed the Board that the Division has been busy over the past year with compliance related to gas pipeline security. The Ethics team has met many reporting deadlines over the last 6 months. We continue working to meet the next reporting milestone later this month. The Compliance and Ethics team is preparing for the NERC Audits in May and June 2022. The Board will be kept informed on the continued progress of these matters.

4. Key Focus Area Update: "Effectively Executing Plans and Projects" - Dana Jeanes/Alonzo Weaver/Cliff DeBerry

Dana Jeanes, along with Alonzo Weaver and Cliff DeBerry, provided an overview of metrics for several areas in the service improvement plan. He stated that improvements are being made in many of the identified focus areas and key customer initiatives.

5. Other - J. T. Young

President Young thanked all involved in the 2022 Budget approval process.

President Young thanked the MLGW crews and contracted crews on the restoration of power to customers over the New Year's weekend. He also thanked the Division employees for sponsoring 40 Angel Tree recipients this year.

President Young extended condolences for the recent loss of Division employees, Steven Hill and Jeremy Odom.

**COMMITTEE REPORTS:**

(None)

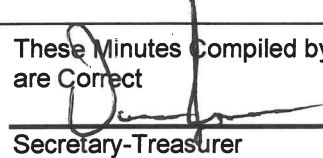
**ADJOURNMENT:**

There being no further business, the meeting was adjourned at 9:40 a.m.  
(See Minute File No. 1466)

Approved Without Interlineation

  
Chairman

These Minutes Compiled by Undersigned and  
are Correct

  
Secretary-Treasurer