Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, August 19, 2026 8:30 AM Board Room

For a recording of this meeting visit: https://mlgw.iqm2.com/Citizens/Default.aspx

CALL TO ORDER AND OPENING REMARKS: ***Chairman Pohlman***

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

PLEDGE OF ALLEGIANCE: ***Chairman Pohlman***

The Pledge of Allegiance was recited.

ROLL CALL: ***Rodney Cleek***

Attendee Name	Title	Status	Arrived
Michael Pohlman	Chairman	Present	
Cheryl Pesce	Board Member	Present	
Carl Person	Vice Chairman	Present	
James Lewellen	Board Member	Present	
John Butler	Board Member	Present	
Leon Dickson	Board Member	Present	
Kevin Woods	Board Member	Present	

APPROVALS: ***Chairman Pohlman***

Motion To: Approve Minutes from the Meeting of August 5, 2026.

RESULT: **ADOPTED [UNANIMOUS]**
MOVER: Carl Person, Vice Chairman
SECONDER: Cheryl Pesce, Board Member
AYES: Pohlman, Pesce, Person, Lewellen, Butler, Dickson, Woods

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE: ***Rodney Cleek***
(None)

PRESENTATIONS: ***Chairman Pohlman***

Chairman Pohlman turned the meeting over to President McGowen.

President McGowen informed the Board that we had several individuals in the audience from Tennessee Valley Authority (TVA) due to TVA moving their Board Meeting from Jackson, Tennessee to Memphis, Tennessee. President McGowen noted that TVA's

Board Meeting was scheduled to be held on August 20, 2026. President McGowen recognized former MLGW Board Commissioner Mitch Graves as one of those individuals present. Commissioner Graves now serves on the Tennessee Valley Authority (TVA) Board as their Chair.

President McGowen also recognized Tennessee Valley Authority's new CEO Mr. Mike Skaggs. President McGowen asked Mr. Skaggs if he was available to speak.

Mr. Mike Skaggs, CEO of Tennessee Valley Authority (TVA), appeared before the Board outlining TVA's focus and successful partnership with MLGW. Mr. Skaggs provided areas to improve as well as some achievements.

GENERAL STATEMENT(S) FROM THE PUBLIC: ***Chairman Pohlman***

(None)

Review of Regular and 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 75)

REGULAR AGENDA

(Item 1)

President McGowen provided background on the PILOT Agreement.

Motion To: Approve Regular Agenda Item 1.

RESULT:	**APPROVED [UNANIMOUS]**
MOVER:	Kevin Woods, Board Member
SECONDER:	Carl Person, Vice Chairman
AYES:	Pohlman, Pesce, Person, Lewellen, Butler, Dickson, Woods

1. Resolution to amend 2001 Water PILOT Agreement with the City of Memphis, term to end 2048. (Rodney Cleek) (CITY COUNCIL APPROVAL REQUIRED)

Motion To: Approve Same Day Minutes for Regular Agenda Item 1.

RESULT:	**ADOPTED [UNANIMOUS]**
MOVER:	Cheryl Pesce, Board Member
SECONDER:	Kevin Woods, Board Member
AYES:	Pohlman, Pesce, Person, Lewellen, Butler, Dickson, Woods

CONSENT AGENDA

(Items 2 through 5)

Motion To: Approve Consent Agenda Items 2 through 5.

RESULT:	**APPROVED [UNANIMOUS]**
MOVER:	Cheryl Pesce, Board Member
SECONDER:	Leon Dickson, Board Member
AYES:	Pohlman, Pesce, Person, Lewellen, Butler, Dickson, Woods

Commissioners had an opportunity to ask questions regarding Consent Agenda Items. MLGW Staff responded.

2. Resolution approving signers for a new bank account MLGW Share the Pennies and adding an authorized signer to existing MLGW Bank Accounts. (Rodney Cleek)
3. Resolution approving the Increase and Extension (Change No. 10) to Contract No. 11462, Electronic Board Agenda Solution with Granicus (formerly Accela, Incorporated) to increase the contract value and extend the current contract in the funded amount of $47,699.48. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution awarding a purchase order for steel poles to Engineered Sealing Components LLC in the amount of $348,615.36. (Randy Orsby)
5. Resolution awarding Contract No. 12706, Johnson Controls Fire Protection Services to Johnson Control Fire Protection LP in the funded amount of $430,899.00. (Randy Orsby) (SAME DAY MINUTES REQUESTED)

Motion To: Approve Same Day Minutes for Consent Agenda Item 5.

RESULT:	**ADOPTED [UNANIMOUS]**
MOVER:	Carl Person, Vice Chairman
SECONDER:	Cheryl Pesce, Board Member
AYES:	Pohlman, Pesce, Person, Lewellen, Butler, Dickson, Woods

PRESIDENT'S BRIEFING CONT'D: ***Chairman Pohlman***

Mid-Year Compliance Report - Ryan Groves, Manager of Regulatory Compliance

Mr. Ryan Groves, Manager of Regulatory Compliance, provided to the Board a mid-year update on compliance and regulatory matters.

Other - Doug McGowen

President McGowen expressed to the Board the seriousness and importance of compliance and regulatory matters to MLGW. President McGowen thanked Mr. Groves for his report and for his enthusiasm regarding compliance and providing information to the Board. President McGowen mentioned that our Ethics and Compliance Department now report to our new Vice President Brooke Sinclair. President McGowen reported that Mr. Groves and his team are working closely with Vice President Sinclair to improve our scrutiny of our processes.

President McGowen provided the Board with a final update on MLGW assisting with the LIHEAP Program.

President McGowen welcomed Commissioner Dickson back to the Board Meetings. President McGowen stated that Commissioner Dickson had never left us as he had been attending the meetings remotely. President McGowen stated that we are glad to have him back in person at the Board Meetings and thanked him for his continued service.

COMMITTEE REPORTS: ***Chairman Pohlman***

(None)

ADJOURNMENT ***Chairman Pohlman***

There being no further business the meeting was adjourned at 9:24 a.m. (See Minute File No. 1521)

Approved Without Interlineation	These Minutes Compiled by Undersigned and are Correct
Chairman	Secretary-Treasurer