

MINUTES OF MEETING  
of  
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS  
CITY OF MEMPHIS  
held  
July 7, 2005

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A regular meeting of the Board of Light, Gas and Water Commissioners, City of Memphis, was held in the Lobby of the Administration Building, 220 South Main Street, Thursday, July 7, 2005 at 1:30 p.m. The following were in attendance: Rick Masson, Chairman; V. Lynn Evans, Vice Chairman; James L. Russell, Commissioner; Nick Clark, Commissioner; William L. Taylor, Commissioner; Joseph Lee, III, President and CEO; John McCullough, Vice President, CFO and Secretary-Treasurer; Max Williams, Vice President and General Counsel; Rob Hunter, Interim Vice President, Construction and Maintenance; Alonzo Weaver, Vice President, Customer Operations; Chris Bieber, Vice President, Engineering; and Marcia Mason; Interim Vice President, Human Resources. Also in attendance were Memphis City Council Members Joe Brown, Carol Chumney, Edmund Ford and Barbara Swearngen-Holt.

Commissioner Clark moved that after personally reading and reviewing the typed minutes of the Memphis Light, Gas and Water Board meeting held June 16, 2005, that they be recorded as the official record, seconded by Commissioner Russell and unanimously carried.

The Secretary-Treasurer acknowledged receipt of certified copies of City Council documents dated June 21, 2005 as follows: (1) Item No. 65, resolution approving sale of Division-owned property to V & E Greenline Community Corporation approved by the MLGW Board at meeting held May 19, 2005 (see Minute File No. 1269); (2) Item Nos. 18 through 23, resolutions approving items approved by the MLGW Board at meeting held June 2, 2005 (see Minute File No. 1270); and (3) Item No. 24, document approving the appointment of William Lewis Taylor to the MLGW Board of Commissioners, with a term expiring July 30, 2008 (see Minute File No. 1270.)

Joseph Lee, III, President and CEO, presented the Annual Stakeholder Report. (See Minute File No. 1271.)

1. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of Contract No. 11030, Arlington Vapor Canopy, to Hasco, Inc. in the funded amount of \$39,400.

The project scope is to construct a canopy over the existing vaporizer recovery equipment at the MLGW Arlington Liquefied Natural Gas Plant located at 11095 Millington-Arlington Road, in Arlington and Shelby County, Tennessee.

Bids were opened on June 8, 2005, with the lowest and best bidder of two bidders being Hasco, Inc.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of Contract No. 11030 to Hasco, Inc. in the funded amount of \$39,400 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the contract.

2. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of Contract No. 11045, MLGW Roofing Projects, to B Four Plied, Inc. in the funded amount of \$273,175.

The project scope is to furnish all labor, material, equipment, supervision and a safe environment to re-roof the Choctaw North Wing located at 1180 Tupelo Street and the main building at Shaw Water Pumping Station located at 10300 Humphrey Road within Memphis and Shelby County, Tennessee.

Bids were opened on June 8, 2005, with the lowest and best bidder of three bidders being B Four Plied, Inc.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of Contract No. 11045 to B Four Plied, Inc. in the funded amount of \$273,175 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the contract.

3. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 13 to Contract No. 10780, Electric Construction and Maintenance, with Allied Electrical Contractors, Inc. to approve the renewal rates for the contract for outdoor lighting from January 1, 2004 to April 30, 2005 and emergency restoration work in the funded amount of \$596,263.93.

The project scope is to approve the contract for the third term, January 1, 2004 to April 30, 2005, the addition of two new units, 343 – Decorative Steel Poles and 346 – Decorative Bracket and Luminaire, unit price adjustment equaling a 4.68% decrease of the overall contract value and \$232,681.26 for retroactive payment for work performed under the 2003 rates.

A review of the contract file revealed that invoices for emergency restoration were applied against the contract value with no request for additional funding; therefore, the record should reflect the amount of \$363,582.67 for said work. The new contract value is \$9,614,259.47.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 13 to Contract No. 10780 with Allied Electrical Contractors, Inc. in the funded amount of \$596,263.93 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

4. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 14 to Contract No. 10780, Electric Construction and Maintenance, with Allied Electrical Contractors, Inc. to renew the contract for the fourth term for outdoor lighting, May 1, 2005 to April 30, 2006, in an estimated funded amount of \$4,208,350.81.

The project scope is to provide streetlight construction and maintenance. This renewal is based on projected work load, revised contract quantities and unit descriptions, and the deletion of units 321-341. This renewal also includes revised labor

and equipment emergency storm restoration rates for the new term. This renewal is in an estimated funded amount of \$4,208,350.81. The new contract value is \$13,822,610.28.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 14 to Contract No. 10780 with Allied Electrical Contractors, Inc. in an estimated funded amount of \$4,208,350.81 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

5. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 3 to Contract No. 10878, Information Support Services, with Kc Management Group to renew the contract for the third term, October 4, 2005 to October 4, 2006, in an estimated funded amount of \$120,000.

The project scope is to provide information support services to retain the current level of service for one year. This renewal includes the restructuring of the present billable rate schedule to allow progression from one classification to another classification with the addition of a new position and billable rates for Consultant III. The contract presently utilizes one resource and anticipates adding one additional resource in 2006. The new contract amount is \$896,000.

It was moved by Commissioner Clark, seconded by Commissioner Russell and carried, with Vice Chairman Evans abstaining:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 3 to Contract No. 10878 with Kc Management Group in an estimated funded amount of \$120,000 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

6. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 3 to Contract No. 10881, Information Support Services, with Cook Systems International, Inc. to renew the

contract for the third term, October 4, 2005 to October 4, 2006, in an estimated funded amount of \$264,000.

The project scope is to provide information support services to retain the current level of service for one year. This renewal includes the restructuring of the present billable rate schedule to allow progression from one classification to another classification with the addition of a new position and billable rates for Consultant III. The contract presently utilizes three resources. The new contract amount is \$1,320,560.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 3 to Contract No. 10881 with Cook Systems International, Inc. in an estimated funded amount of \$264,000 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

7. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 3 to Contract No. 10883, Information Support Services, with Ciber, Inc. to renew the contract for the third term, October 4, 2005 to October 4, 2006, in an estimated funded amount of \$638,000.

The project scope is to provide information support services to retain the current level of service for one year. This renewal includes the restructuring of the present billable rate schedule to allow progression from one classification to another classification with the addition of a new position and billable rates for Consultant III. The contract currently utilizes five resources. The new contract amount is \$3,667,760.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 3 to Contract No. 10883 with Ciber, Inc. in an estimated funded amount of \$638,000 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

8. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 1 to Contract No. 10948, Repair of Residential Gas Meters, with Tri-State Meter and Regulator Service to renew the contract for the first term, July 1, 2005 to July 1, 2006, in the funded amount of \$246,866.95.

The project scope is to cover two-way transportation and repair of residential gas meters from 175SCF through 415SCF capacity from various manufacturers. The contract is necessary for maintenance to residential gas meters and to extend the life cycle of gas meters presently installed in the gas system. This renewal covers a 6% to 7% increase for partial, general, and complete repairs with an exchange price for a new meter replacement. The increase is due to rising material, fuel and insurance costs. Furthermore, due to the contract being a service contract, Tri-State Meter and Regulator Service requests that the performance bond be waived. The new contract amount is \$479,644.82.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 1 to Contract No. 10948 with Tri-State Meter and Regulator Service in the funded amount of \$246,866.95 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

9. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 1 to Contract No. 10990, Master Agreement for Services, with Equifax Information Services, LLC in an estimated funded amount of \$60,000.

The project scope has changed to include application scoring and monitoring for commercial customers. Equifax is being utilized by Customer Service Account Services to provide standard and credit score information services and fraud alerts on a month-to-month basis not to exceed March 25, 2009. The total estimated

budget for this portion of the contract will be \$60,000. The new contract amount is \$485,000.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 1 to Contract No. 10990 with Equifax Information Services, LLC in an estimated funded amount of \$60,000 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

10. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 2 to Contract No. 11018, Trash Removal Services, with Waste Connection of Tennessee, Inc., for an additional four-cubic-yard container on casters on behalf of Security and Facility Operations who had the container delivered on May 12, 2005 without prior approval, in the funded amount of \$1,205.64.

The project scope has changed to add an additional four-cubic-yard container to be placed at 1060 Tupelo and emptied six times per week at the price of \$159.12 per month. This service will remain in place for the remaining contract period unless discontinued at the request of MLGW. The new contract amount is \$111,419.48.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Change No. 2 to Contract No. 11018 with Waste Connection of Tennessee, Inc. in the funded amount of \$1,205.64 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

11. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 2 to Contract No. 11024, HVAC Replacement, with Barnes & Brower, Inc. in the funded amount of \$1,510.

The project scope has changed to allow Barnes & Brower, Inc. to install low-ambient controls to the newly installed HVAC equipment at the Electric and System

Operations Facility Radio Tower Building to protect it during the winter months. The new contract value is \$110,635.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Change No. 2 to Contract No. 11024 with Barnes & Brower, Inc. in the funded amount of \$1,510 as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

12. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of contract for furnishing manhole support trailers which are used by distribution crews to install and/or maintain electric, gas and water systems. This equipment replaces existing equipment that will be retired.

Bids were opened on June 22, 2005, with the lowest and best complying bidder of two bidders being Team Fenex, a division of Leggett & Platt, in the amount of \$57,707.66.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of contract to Team Fenex is approved for furnishing:

2 – Latest model underground manhole support trailers with five-ton air conditioner, all in accordance with MLGW Specification No. TVU-04-0340, at \$28,853.83 each

totaling \$57,707.66, f.o.b. Memphis, Tennessee, transportation prepaid; said price being firm; delivery in six to eight weeks after receipt of order.

13. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of contract for furnishing trailer-mounted puller which is used by distribution crews to install and/or maintain electric, gas and water systems. This equipment replaces existing equipment that will be retired.

Bids were opened on May 18, 2005, with the lowest and best complying bidder of three bidders being Sherman & Reilly, Inc. in the amount of \$85,700.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of contract to Sherman & Reilly, Inc. is approved for furnishing:

1 – Latest model trailer-mounted underground bullwheel puller with power unit and air compressor, all in accordance with MLGW Specification No. TURC-04-0166

totaling \$85,700, f.o.b. Memphis, Tennessee, transportation prepaid; said price being firm; delivery in 10-12 weeks after receipt of order.

14. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of contract for furnishing duplex switchboard for installation at Collierville Gate Substation No. 86 located at 9651 Winchester.

Bids were opened on June 15, 2005, with the lowest and best complying bidder of two bidders being Carter & Crawley, Inc. in the amount of \$417,766.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of contract to Carter & Crawley, Inc. is approved for furnishing:

1 – Duplex switchboard with eight sections and associated equipment for the control of 161 kV circuits at Collierville Gate Substation No. 86 in complete accordance with MLGW Specification No. 022894 and data sheet "A" dated February 15, 2005

totaling \$417,766, f.o.b. Memphis, Tennessee, transportation prepaid; said price being firm; delivery in 12-14 weeks ARO.

15. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners award of contract for furnishing digital fault recorder system for installation at Collierville Gate Substation No. 86 located at 9651 Winchester.

Bids were opened on June 15, 2005, with the lowest and best complying bidder of two bidders being Mehta Tech, Inc. in the amount of \$39,990.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, award of contract to Mehta Tech, Inc. is approved for furnishing:

1 – Digital fault recorder system and associated equipment for the control of 161 kV circuits at Collierville Gate Substation No. 86 in complete accordance with MLGW specifications dated February 15, 2005

totaling \$39,990, f.o.b. Memphis, Tennessee, transportation prepaid; said price being firm; delivery in 12-14 weeks ARO.

16. By unanimous consent, Item No. 16, resolution authorizing ratification of payment to G & K Services, Inc. in the amount of \$20,530.60, was deleted from the agenda.

17. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners that authorization be given to MLGW, without prior City Council approval, to enter into an Interdivisional Cooperative Agreement for fuel purchasing with the City of Memphis for a one-year period, July 1, 2005 through June 30, 2006, for the purchase of gasoline and diesel fuel. MLGW and the City of Memphis reserve the option to extend the contract term for two additional one-year periods, if extensions are acceptable to both parties.

It is estimated that MLGW will purchase approximately \$2,700,000 of fuel based on Opis Premcor rack prices effective February 25, 2005.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to ratification by the Council of the City of Memphis under Ordinance No. 5046, MLGW is authorized to make fuel purchases under City Contract No. 21081 with Cary Oil Company, Inc for a one-year period for furnishing approximately 950,000 gallons of 87 octane gasoline to be furnished based on the Opis Premcor rack price in effect on the date of delivery with a plus-adjustment factor of \$0.0105 per gallon, and approximately 950,000 gallons of #2 diesel low sulfur to be furnished based on the Opis Premcor rack price in effect on the date of delivery with a plus-adjustment factor of \$0.0120 per gallon. Gasoline and diesel fuel provided will be in accordance with the City's specifications. Additional charges that might occur consist of: pump charge for above ground tanks at \$30 each; demurrage charge for time in excess of 90 minutes at \$50 per hour; and split delivery charge of \$30 each; and further,

THAT, The President or his designated Vice President is authorized to execute such documents and take such further actions as may be necessary to carry out the purposes of this resolution.

18. By unanimous consent, Item No. 18, approval of Salary S-76804, was deleted from the agenda.

19. The Secretary-Treasurer advised the Board that due to changes in personnel it is deemed necessary that a new resolution be approved setting forth all persons authorized to sign and/or countersign Division and Pension System checks.

The Board was further advised that this resolution supersedes all previous resolutions and amendments.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, The following person is authorized to sign MLGW Common Account checks (countersignature required on checks which exceed \$15,000. First TN - MLGW Common Account No. 00-0090239):

Carol A. Shrein

and THAT, The following persons are authorized to sign or countersign MLGW Common Account checks (First TN - MLGW Common Account No. 00-0090239):

V. Lynn Evans  
Rick Masson  
James L. Russell  
Nick Clark  
William L. Taylor  
Joseph Lee, III  
John McCullough  
Christopher G. Bieber  
Linda K. Peppers  
Alonzo Weaver  
J. Maxwell Williams  
Diana M. Veazey  
Marcia Mason

THAT, The following person is authorized to sign MLGW Customer Deposit Account checks (countersignature required on checks which exceed \$2,000. First TN - MLGW Customer Deposit Account No. 00-0090352):

Carol A. Shrein

and THAT, The following persons are authorized to sign or countersign Customer Deposit checks (First TN - MLGW Customer Deposit Account No. 00-0090352):

Joseph Lee, III  
John McCullough  
Christopher G. Bieber  
Linda K. Peppers  
Alonzo Weaver  
J. Maxwell Williams  
Diana M. Veazey  
Marcia Mason

THAT, The following persons are authorized to sign Payroll Account checks (First TN - MLGW Payroll Account No. 00-0090263):

John McCullough  
Carol A. Shrein

THAT, The following persons are authorized to sign or countersign Retirement and Pension General Fund checks (First TN - MLGW Retirement and Pension General Fund Account No. 00-0090328):

Joseph Lee, III  
John McCullough

and THAT, The following persons are authorized to sign but not countersign Retirement and Pension General Fund checks (First TN - MLGW Retirement and Pension General Fund Account No. 00-0090328):

Jonnie Dawson  
J. D. Cox

and further, THAT, The following persons are authorized to countersign but not sign Retirement and Pension General Fund checks (First TN - MLGW Retirement and Pension General Fund Account No. 00-0090328):

W. R. Gardiner  
Rick Masson  
Jacqueline L. Nesbit

THAT, The following persons are authorized to sign Retirement and Pension Payroll checks (First TN - MLGW Retirement and Pension Payroll Account No. 00-0090344):

Joseph Lee, III  
John McCullough  
Charles Perry  
J. D. Cox  
Jonnie Dawson

THAT, The following persons are authorized to sign Medical Benefit Fund checks (First TN - MLGW Medical Benefit Fund Account No. 00-0090247):

John McCullough  
Carol A. Shrein  
Charles Perry  
Henry F. Jackson, Jr.

THAT, The following person is authorized to sign Worker's Compensation Account checks (First TN - Worker's Compensation Account No. 170569176):

Eryn Crawford (Brentwood Services, Inc.)

THAT, The following persons are authorized to sign Worker's Compensation Medical Account checks (Tri-State - MLGW Worker's Compensation Medical Account No. 00-0187453):

Joseph Lee, III

John McCullough  
Charlotte Knight-Griffin  
James F. Greer

THAT, The following persons are authorized to sign Claims Settlement Account checks (Tri-State Claims Settlement Account No. 090000-1):

Joseph Lee, III  
Charlotte Knight-Griffin  
James F. Greer  
Mabel J. Thomas  
Caroline Bone  
Dan Buchignani  
Florence Smith  
Brigette Bruce  
Margaret Grimes  
Kris Brooks

THAT, The following persons are authorized to sign Special Account checks (First TN - MLGW Special Account No. 00-0090255):

John McCullough  
Carol A. Shrein

THAT, The following persons are authorized to sign Freight Account checks (Tri-State - MLGW Freight Account No. 00-0900028):

Nancy E. Mitchison  
Jozelle Booker

THAT, The following persons are authorized to sign or countersign Project MAX Account checks (Tri-State - MLGW Project MAX Account No. 0188-202-8):

Rita Heffner  
Clister Birgs  
Kevin Douglas

20. The Manager, Electric Engineering presented for consideration of the Board release of the following utility easements:

A 5-ft.-wide utility easement as recorded in the Register's Office of Shelby County, Tennessee in the Register's Official Record Book under Instrument No. E5-3335, across a tract of land described under Instrument No. 04098079, to Rich Products Corporation, or its successor in title, for the sum of \$1.00. Property is located on the northwesterly corner of Memphis-Arlington Road and Jetway Road.

A 3-ft.-wide electric distribution utility easement recorded under Instrument No. LE-4222 in the Register's Office of Shelby County, Tennessee, across a tract of land described under Instrument Nos. BB-3496, BB-3497, BB-3498, BB-3499 and BB-3500 in the Register's Office of Shelby County, Tennessee, to Darnell Gatewood, or his successor in title, for the sum of \$1.00. Property located on the northeast corner of Ellendale Road and Egypt-Central Road.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Release of easements across the above described properties is approved; and further,

THAT, The Board of Light, Gas and Water Commissioners recommends to the Mayor of the City of Memphis that appropriate release deeds be executed releasing said easements to the current property owners for a consideration of \$1.00 each.

21. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 5 to Contract No. 10838, Temporary Personnel Services, with Ablest, Inc. with no increase in the present contract value.

The existing contract value is \$2,600,000. This change extends the contract not to exceed 60 days beginning July 7, 2005, retroactive to June 4, 2005, with no increase in present contract rates. This will allow MLGW time to complete the negotiation of the 2006 contract rates and evaluate the utilization of temporary employees. The extended 2005 rates shall be adjusted and compensated for in accordance with then approved 2006 rates.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Change No. 5 to Contract No. 10838 with Ablest, Inc. as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

22. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 6 to Contract No. 10839, Temporary Personnel Services, with Omnipro Staffing and Consultants/neMarc Professional Services, Inc. with no increase in present contract value.

The existing contract value is \$2,350,000. This change extends the contract not to exceed 60 days beginning July 7, 2005, retroactive to June 4, 2005, with no increase in present contract rates. This will allow MLGW time to complete the negotiation of the 2006 contract rates and evaluate the utilization of temporary

employees. The extended 2005 rates shall be adjusted and compensated for in accordance with then approved 2006 rates.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Change No. 6 to Contract No. 10839 with Omnipro Staffing and Consultants/neMarc Professional Services, Inc. as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

23. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 5 to Contract No. 10840, Temporary Personnel Services, with Kelly Services with an increase in the contract value in an estimated funded amount of \$625,000.

The existing contract value is \$3,750,000. This change extends the contract not to exceed 60 days beginning July 7, 2005, retroactive to June 4, 2005, with no increase in present contract rates. This will allow MLGW time to complete the negotiation of the 2006 contract rates and evaluate the utilization of temporary employees. The extended 2005 rates shall be adjusted and compensated for in accordance with then approved 2006 rates. The new contract value is \$4,375,000.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 5 to Contract No. 10840 with Kelly Services, Inc. as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

24. The Manager, Procurement and Contracts recommended to the Board of Light, Gas and Water Commissioners approval of Change No. 6 to Contract No. 10841, Temporary Personnel Services, with Manpower, Inc. with no increase in present contract value.

The existing contract value is \$4,100,000. This change extends the contract not to exceed 60 days beginning July 7, 2005, retroactive to June 4, 2005, with

no increase in present contract rates. This will allow MLGW time to complete the negotiation of the 2006 contract rates and evaluate the utilization of temporary employees. The extended 2005 rates shall be adjusted and compensated for in accordance with then approved 2006 rates.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, Change No. 6 to Contract No. 10841 with Manpower, Inc. as outlined in the foregoing preamble is approved; and further,

THAT, The President or his designated representative is authorized to execute the change.

25. The Secretary-Treasurer stated that the Pension Board, through its Investment Committee, had approved and was recommending to the Board of Light, Gas and Water Commissioners selection of Atlanta Life Investment Advisors, Inc., a large cap core manager, to manage \$20,000,000 for benefit of the MLGW Retirement and Pension Fund.

The Secretary-Treasurer is authorized to negotiate and sign the contract satisfactory to MLGW for services of said manager with the provision for termination by either party upon 30 days written notice.

It was moved by Vice Chairman Evans, seconded by Commissioner Clark and unanimously carried:

THAT, The Secretary-Treasurer is authorized to enter into a contract with Atlanta Life Investment Advisors, Inc. for benefit of the MLGW Retirement and Pension Fund as set forth in the foregoing preamble.

26. WHEREAS, the Board of Light, Gas and Water Commissioners selects the Chairman of the Pension Board; and

WHEREAS, Vice Chairman Evans nominated Rick Masson for Chairman of the Pension Board, seconded by Commissioner Clark; and

WHEREAS, there were no further nominations, it was unanimously carried:

THAT, Rick Masson serve as Chairman of the Pension Board.

27. Chairman Masson made the following assignments to MLGW Committees (see Minute File No. 1271):

- Commissioner Taylor to the Supplier Diversity Committee.
- Commissioner Clark to the Customer Advocate Committee/Contract Appeal Committee.
- Vice Chairman Evans as Chairman of the Audit Committee.
- Commissioner Russell to the newly formed Human Resources Committee.

28. Councilwoman Carol Chumney, 3728 Charleston Square/125 N. Main, addressed the Board regarding MLGW car allowances.

29. Councilman Joe Brown, 125 N. Main, addressed the Board regarding circumventing Memphis City Council/Charter.

There being no further business presented, the meeting was adjourned.

SEE MINUTE FILE NO. 1271.